

CITY COUNCIL AGENDA ITEM
CITY OF SHORELINE, WASHINGTON

AGENDA TITLE:	Adoption of Ordinance No. 864 - Amending Ordinance No. 829 to Extend the Delegation Period for Bond Anticipation Notes
DEPARTMENT:	Administrative Services Department
PRESENTED BY:	Sara Lane, Administrative Services Director
ACTION:	<input checked="" type="checkbox"/> Ordinance <input type="checkbox"/> Resolution <input type="checkbox"/> Motion <input type="checkbox"/> Discussion <input type="checkbox"/> Public Hearing

PROBLEM/ISSUE STATEMENT:

On August 6, 2018, the City Council approved Ordinance No. 829 authorizing the issuance of Limited Tax General Obligation Bond Anticipation Notes (BAN) to support property acquisition for the Parks Recreation and Open Space (PROS) plan, including the Community and Aquatic Center (CAC). Ordinance No. 829 delegated authority to issue the debt at any time during the authorization period, which was limited to one year. Because the acquisition of property for the CAC was delayed while alternative sites were evaluated, staff would like to extend the delegation period. Proposed Ordinance No. 864 would amend Ordinance No. 829 to extend the delegation period to February 1, 2020. The City Council discussed proposed Ordinance No. 864 on June 3, 2019 and directed staff to return the Ordinance for adoption on the consent calendar. Tonight's action would adopt proposed Ordinance No. 864.

RESOURCE/FINANCIAL IMPACT:

True interest costs on BANs will not exceed 3.25%. The debt service (interest) payments may be partly or fully offset by income from investment properties with the balance of payments funded by the City's General Fund and other legally available funds. Principal is due at maturity and is expected to be paid from longer-term take-out financing. The BANs will be issued for a term not to exceed three years.

RECOMMENDATION

Staff recommends that Council adopt Ordinance No. 864.

Approved By: City Manager **DT** City Attorney **MK**

BACKGROUND

On August 6, 2018, the City Council approved [Ordinance No. 829](#) authorizing the issuance of Limited Tax General Obligation Bond Anticipation Notes (BANs) to support property acquisition for the Parks Recreation and Open Space (PROS) plan, including the Community and Aquatic Center (CAC). Ordinance No. 829 authorized issuance of up to \$25 million in BANs. The ordinance included a delegated authority that allowed up to one year from the effective date of the ordinance to issue the debt. Because the acquisition of property for the CAC was delayed while alternative sites were evaluated, staff would like to extend the delegation period. Council discussed and provided direction about the preferred location for the CAC at its meeting on May 20, 2019.

The City Council discussed proposed Ordinance No. 864, which provides for an extension of this authorization period, on June 3, 2019 and directed staff to return the Ordinance for adoption on the consent calendar. The staff report for the June 3 Council discussion is available at the following link:

<http://cosweb.ci.shoreline.wa.us/uploads/attachments/cck/council/staffreports/2019/staffreport060319-9b.pdf>.

DISCUSSION

Staff do not anticipate being able to complete acquisition of the preferred CAC property prior to the expiration of the delegation authority. Further, the earliest that the City would be able to issue debt supported by a successful Bond Measure in the general elections would be February of 2020. Therefore, to pursue acquisition of the preferred property prior to February 2020, the City will still need to issue BANs. Additionally, the City is currently waiting for a decision on Grant Funding for several Parks Property Acquisitions that will not be received until after the current BAN authorization expires. If successful, the City may choose to issue BANs in order to expedite acquisition of those properties. Given this, staff recommends extending the expiration date of Ordinance No. 829 to February 1, 2020 as provided in proposed Ordinance No. 864.

RESOURCE/FINANCIAL IMPACT

True interest cost on BANs will not exceed 3.25%. The debt service (interest) payments may be partly or fully offset by income from investment properties with the balance of payments funded by the City's General Fund and other legally available funds. Principal is due at maturity and is expected to be paid from longer-term take-out financing. The BANs will be issued for a term not to exceed three years.

RECOMMENDATION

Staff recommends that Council adopt Ordinance No. 864.

ATTACHMENTS

Attachment A: Ordinance No. 864

CITY OF SHORELINE, WASHINGTON

LIMITED TAX GENERAL OBLIGATION BOND ANTICIPATION NOTES

ORDINANCE NO. 864

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF SHORELINE, WASHINGTON, AMENDING CITY ORDINANCE NO. 829 RELATING TO THE ISSUANCE OF ONE OR MORE SERIES OF LIMITED TAX GENERAL OBLIGATION BOND ANTICIPATION NOTES IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED \$25,000,000 TO PROVIDE INTERIM FINANCING FOR A PORTION OF THE COSTS OF THE CITY'S PARKS, RECREATION AND OPEN SPACE PLAN AND COSTS OF ISSUING THE NOTES; AND ESTABLISHING AN EFFECTIVE DATE.

WHEREAS, on July 31, 2017, the Shoreline City Council (the "Council") unanimously adopted the 2017-2023 Parks, Recreation & Open Space Plan (the "PROS Plan"); and

WHEREAS, after due consideration the Council adopted Ordinance No. 829 on August 8, 2018 authorizing the issuance and sale of one or more series of short-term obligations in the form of limited tax general obligation bond anticipation notes in the aggregate principal amount of not to exceed \$25,000,000 (the "Notes") for the purpose of financing the acquisition of property for park and recreational purposes and the payment of other capital expenditures described in the PROS Plan; and

WHEREAS, the sale and issuance of the Notes is contingent on satisfaction of certain parameters relating to maximum interest rates, final maturity dates, redemption terms and principal maturities as set forth in Ordinance No. 829; and

WHEREAS, the Council now desires to amend Ordinance No. 829 to extend the delegation period for the Notes and other matters related thereto, as provided herein;

THEREFORE, THE CITY COUNCIL OF THE CITY OF SHORELINE, WASHINGTON DO ORDAIN AS FOLLOWS:

Section 1. Definitions. Except as otherwise provided herein, definitions used in this ordinance shall have the meanings set forth in Ordinance No. 829.

Section 2. Amendment to Ordinance No. 829: Section 10 (Sale of Notes).
Section 10 (Sale of Notes) of Ordinance No. 829 is hereby amended to read as follows
(deletions are ~~stricken~~, additions are double underlined):

Section 10. Sale of Notes.

(a) *Note Sale.* The Council has determined that it would be in the best interest of the City to delegate to the Designated Representative for a limited time the authority to determine the method of sale for the Notes in one or more series and to approve the final interest rates, maturity dates, redemption terms and principal maturities for each series of Notes. Notes may be issued pursuant to this ordinance at one time or from time to time as provided herein. The Designated Representative is hereby authorized to approve the issuance, from time to time, of one or more series of Notes and to determine whether the Notes of such series shall be sold in a private placement to a Direct Purchaser or to an Underwriter through a competitive public sale or a negotiated sale, as set forth below.

(b) *Direct Purchase.* If the Designated Representative determines that the Notes of a series are to be sold by private placement, the Designated Representative shall solicit proposals to purchase the Direct Purchase Notes and to select the Direct Purchaser that submits the proposal that is in the best interest of the City. Direct Purchase Notes shall be sold to the Direct Purchaser pursuant to the terms of a Loan Agreement.

(c) *Negotiated Note Sale.* If the Designated Representative determines that the Notes of a series are to be sold by negotiated public sale, the Designated Representative shall solicit underwriting proposals and shall select the Underwriter whose proposal the Designated Representative believes is in the best interest of the City. Such Notes shall be sold to the Underwriter pursuant to the terms of a Note Purchase Contract.

(d) *Competitive Sale.* If the Designated Representative determines that the Notes of a series are to be sold at a competitive public sale, the Designated Representative shall: (1) establish the date of the public sale; (2) establish the criteria by which the successful bidder will be determined; (3) request that a good faith deposit in an amount not less than one percent of the principal amount of the offering accompany each bid; (4) cause notice of the public sale to be given; and (5) provide for such other matters pertaining to the public sale as he or she deems necessary or desirable. The Designated Representative shall cause the notice of sale to be given and provide for such other matters pertaining to the public sale as he or she deems necessary or desirable. Such Notes shall be sold to the Underwriter pursuant to the terms of a Certificate of Award.

(e) *Sale Parameters.* The Designated Representative is hereby authorized approve the method of sale and the final interest rates, aggregate principal amount, principal maturities, and redemption rights for each series of Notes in the manner provided hereafter so long as:

(1) the aggregate principal amount (face amount) of all Notes issued pursuant to this ordinance does not exceed \$25,000,000;

(2) the final maturity date for each series of Notes is no later than 36 months from date of issuance of such series;

(3) the true interest cost for each series of Notes does not exceed 3.25%;

(4) the Notes of each series are sold (in the aggregate) at a price not less than 98%; and

(5) the coupon rate for each maturity of the Notes of each series does not exceed 5.00%.

Subject to the terms and conditions set forth in this section, the Designated Representative is hereby authorized to execute the applicable Sale Document for a series of Notes. Following the execution of the applicable Sale Document, the Designated Representative shall provide a report to the Council describing the final terms of the Notes approved pursuant to the authority delegated in this section.

The authority granted to the Designated Representative by this Section 10 shall expire on February 1, 2020. ~~one year after the effective date of this ordinance.~~ If a Sale Document for the Notes of a series has not been executed by such date, the authorization for the issuance of such series of Notes shall be rescinded, and such Notes shall not be issued nor their sale approved unless such Notes shall have been re-authorized by ordinance of the Council.

(f) *Delivery of Notes; Documentation.* The proper officials of the City, including the Administrative Services Director and the Designated Representative, are authorized and directed to undertake all action necessary for the prompt execution and delivery of the Notes to the purchaser thereof and further to execute all closing certificates and documents required to effect the closing and delivery of the Notes in accordance with the terms of the applicable Sale Document. Such documents may include, but are not limited to, documents related to a municipal Note insurance policy delivered by an insurer to insure the payment when due of the principal of and interest on all or a portion of the Notes as provided therein, if such insurance is determined by the Designated Representative to be in the best interest of the City.

(g) *Preliminary and Final Official Statements.* The Administrative Services Director and the City Manager are each hereby authorized to deem final the preliminary Official Statement(s) relating to any Underwritten Notes for the purposes of the Rule. The Administrative Services Director and the City Manager are each further authorized to approve for purposes of the Rule, on behalf of the City, the final Official Statement(s) relating to the issuance and sale of any Underwritten Notes and the distribution of the final Official Statement pursuant thereto with such changes, if any, as may be deemed to be appropriate.

Section 3. Ratification. Except as hereby amended, the remaining terms and conditions of Ordinance No. 829 are hereby ratified and confirmed in all respects. All acts taken pursuant to the authority granted in this ordinance but prior to its effective date are hereby ratified and confirmed.

Section 4. Corrections by Clerk. Upon approval of the City Attorney and Note Counsel and without further action of the Council, the City Clerk is hereby authorized to make necessary corrections to this ordinance, including but not limited to the correction of clerical errors; references to other local, state or federal laws, codes, rules, or regulations; ordinance numbering and section/subsection numbering; and other similar necessary corrections.

Section 5. Effective Date of Ordinance. This ordinance shall take effect and be in force five (5) days from and after its passage, approval, and publication, as required by law. A summary of this ordinance, consisting of the title, may be published in lieu of publishing the ordinance in its entirety.

PASSED BY THE CITY COUNCIL ON JUNE 17, 2019.

Mayor Will Hall

ATTEST:

APPROVED AS TO FORM:

Jessica Simulcik-Smith
City Clerk

Pacifica Law Group LLP
Note Counsel

Date of Publication: _____, 2019
Effective Date: _____, 2019

CERTIFICATE

I, the undersigned, City Clerk of the City Council of the City of Shoreline, Washington (the "City"), DO HEREBY CERTIFY:

1. The attached copy of Ordinance No. ____ (the "Ordinance") is a full, true and correct copy of an ordinance duly passed at a regular meeting of the City Council of the City held at the regular meeting place thereof on _____, 2019, as that ordinance appears in the minute book of the City; and the Ordinance will be in full force and effect five (5) days after its passage and publication as provided by law; and

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 Council voted in the proper manner for the passage of said Ordinance; that all other requirements and proceedings incident to the proper passage of said Ordinance have been fully fulfilled, carried out and otherwise observed; and that I am authorized to execute this certificate.

3. The Ordinance has not been amended, supplemented or rescinded since its passage and is in full force and effect and that I am authorized to execute this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of _____, 2019.

City Clerk