

VANCOUVER SCHOOL DISTRICT NO. 37  
CLARK COUNTY, WASHINGTON

GENERAL OBLIGATION BONDS

RESOLUTION NO. 772

A RESOLUTION of the Board of Directors of the Vancouver School District No. 37, Clark County, Washington, providing for the form of the ballot proposition and specifying certain other details concerning submission to the qualified electors of the District at a special election to be held therein on February 14, 2017, of a proposition for the issuance of its general obligation bonds in the aggregate principal amount of not to exceed \$458,000,000, or so much thereof as may be issued under the laws governing the indebtedness of school districts for the purpose of providing funds to construct, equip, renovate and make certain capital improvements to the facilities of the District and authorizing the Superintendent to submit a request for eligibility for the Washington State School District Credit Enhancement Program.

ADOPTED NOVEMBER 8, 2016

PREPARED BY:  
PACIFICA LAW GROUP LLP  
Seattle, Washington

RESOLUTION NO. 772

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<sup>1</sup> This Table of Contents is not a part of the following resolution.

RESOLUTION NO. 772

A RESOLUTION of the Board of Directors of the Vancouver School District No. 37, Clark County, Washington, providing for the form of the ballot proposition and specifying certain other details concerning submission to the qualified electors of the District at a special election to be held therein on February 14, 2017, of a proposition for the issuance of its general obligation bonds in the aggregate principal amount of not to exceed \$458,000,000, or so much thereof as may be issued under the laws governing the indebtedness of school districts for the purpose of providing funds to construct, equip, renovate and make certain capital improvements to the facilities of the District and authorizing the Superintendent to submit a request for eligibility for the Washington State School District Credit Enhancement Program.

WHEREAS, improvements to school facilities are needed in Vancouver School District No. 37, Clark County, Washington (the "District") in order to provide the students of the District with adequate, proper and safe educational facilities; and

WHEREAS, in order to provide part of the funds to enable the District to construct, equip, renovate and make such necessary capital improvements to its facilities, it is deemed necessary and advisable that the District issue and sell its unlimited tax levy general obligation bonds in the principal amount of \$458,000,000 (the "Bonds"); and

WHEREAS, the Constitution and laws of the State of Washington (including RCW 28A.530.010 and RCW 84.52.056) provide that the question of whether or not such Bonds may be issued and sold for such purposes and taxes levied to pay such Bonds must be submitted to the qualified electors of the District for their ratification or rejection; and

WHEREAS, in RCW ch. 39.98 (the "Credit Enhancement Act"), the State Legislature established a credit enhancement program (the "Program") for voter-approved school district general obligation bonds; and

WHEREAS, Section 39.98.040 of the Credit Enhancement Act authorizes the state treasurer to make a determination whether a school district is eligible for participation in the Program under rules adopted by the state finance committee; and

WHEREAS, if the proposition is approved, the District may elect to participate in the Program upon an administrative determination that it is cost-effective;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF VANCOUVER SCHOOL DISTRICT NO. 37, CLARK COUNTY, WASHINGTON, as follows:

Section 1. Findings. The Board of Directors (the “Board”) hereby finds and declares that the best interest of the students and other inhabitants of the District require the District to carry out the plans hereinafter provided at the time or times and in the order deemed most necessary and advisable by the Board.

Section 2. Capital Improvements. Using Bond proceeds and other funds available to it, the District shall undertake the following capital improvements to the District facilities (the “Improvements”):

- Replace and demolish the following schools on their current sites (except as noted below):
  - Peter S. Ogden Elementary School
  - George C. Marshall Elementary School (including the remodel of the existing school to house the Lieser School)
  - Harry S. Truman Elementary School
  - Martin Luther King Elementary School
  - Walnut Grove Elementary School
  - McLoughlin Middle School
  - Lieser School

- Fir Grove Children's Center
- Construct and equip the following new schools:
  - i-Tech Preparatory School
  - 25<sup>th</sup> Avenue Elementary School
  - Downtown Elementary School
- Make major additions to, and/or modernize, the following schools:
  - Sacajawea Elementary School
  - Franklin Elementary School
  - Vancouver School of Arts and Academics
  - Columbia River High School
  - Kiggins Bowl
- Make capital improvements, including but not limited to, upgrading, remodeling and replacing systems, equipment, roofs, windows, flooring, playground equipment and sports fields and tracks; adding secure entrances to school buildings; making ADA accessibility improvements; constructing resource/support spaces; and/or constructing additional classrooms, at the following locations:
  - Anderson, Chinook, Eisenhower, Felida, Fruit Valley, Harney, Hazel Dell, Hough, Lakeshore, Lincoln, Minnehaha, Roosevelt, Salmon Creek and Washington Elementary Schools
  - Alki, Discovery, Gaiser, Jason Lee and Thomas Jefferson Middle Schools
  - Fort Vancouver, Hudson's Bay, Skyview, and Flex Academy High Schools
  - Gateway to Adult Transition Education facility (GATE)

- Facility Support Services Center, Jim Parsley Center, Transportation Facility and Propstra Aquatic Center
- If funds are available to it, for the purchase of real property for future school and/or support sites.

The cost of all necessary architectural, engineering, and other consulting services, permits, inspection and testing, administrative and relocation expenses, on and off-site utilities, site acquisition, related improvements and other costs incurred in connection with the making of the foregoing capital Improvements shall be deemed a part of the costs of such Improvements. Such Improvements shall be complete with all necessary furniture, equipment and appurtenances. In addition, capitalized interest as permitted by RCW 39.46.070 shall be deemed a part of the cost of such Improvements.

If available funds are sufficient from the proceeds of Bonds authorized for the above purposes, and state or local circumstances require, the District shall use such funds to pay the principal of or interest on the Bonds or acquire, construct, equip and make other capital improvements to the facilities of the District, all as the Board of Directors may determine, after holding a public hearing thereon pursuant to RCW 28A.530.020.

The District shall determine the application of available moneys as between the various Improvements set forth above so as to accomplish, as nearly as may be, all of the Improvements described or provided for in this section. The District shall determine the exact extent and specifications for construction of structures or other improvements.

If the Board shall determine that it has become impractical to accomplish any of such Improvements or portions thereof by reason of state or local circumstances, including changed conditions, incompatible development or costs substantially in excess of those estimated, the

District shall not be required to accomplish such Improvements and may apply the Bond proceeds or any portion thereof to other portions of the Improvements, to other capital improvements, or to payment of principal of or interest on the Bonds, as the Board may determine after holding a public hearing thereon pursuant to RCW 28A.530.020.

In the event that the proceeds of the sale of the Bonds, plus any other moneys of the District legally available, are insufficient to accomplish all of the Improvements provided by this section, the District shall use the available funds for paying the cost of those Improvements for which the Bonds were approved deemed by the Board most necessary and in the best interest of the District.

It is anticipated that the District may receive funds from the State of Washington pursuant to Chapter 28A.525 RCW in the estimated amount of \$50,000,000. The District intends to apply such state construction assistance funds to the projects described in Section 2. Should the District receive more than the estimated amount of state construction assistance funds, these additional resources may be used to purchase land for future school and/or support sites or to add to existing school and/or support sites. The District may also use such state matching funds to make other capital improvements to the facilities of the District which are not identified in Section 2, as the Board may determine after holding a public hearing thereon pursuant to RCW 28A.530.020.

Section 3. Authorization of Bonds. For the purpose of providing part of the funds necessary to pay the cost of the Improvements described in Section 2 hereof and/or to reimburse the District for such costs to the extent that District funds have been used for such purposes, together with incidental costs and costs related to the sale and issuance of the Bonds, the District shall issue and sell its unlimited tax levy general obligation bonds in the principal amount of not to exceed \$458,000,000. The balance of the cost of such Improvements shall be paid out of any moneys which the District now has or may later have on hand which are legally available for such

purposes, including mitigation fees, impact fees, legal fees, and out of possible state or federal grants of money. None of the Bond proceeds shall be used for the replacement of equipment or for other than a capital purpose. Such Bonds shall be issued in an amount not exceeding the amount approved by the qualified electors of the District as required by the Constitution and laws of the State of Washington or exceeding the amount permitted by the Constitution and laws of the State of Washington.

Section 4. Details of Bonds. The Bonds provided for in Section 3 hereof shall be sold in such amounts and at such time or times as deemed necessary and advisable by this Board and as permitted by law, shall bear interest at a rate or rates not to exceed the maximum rate permitted by law at the time the Bonds are sold, and shall mature in such amounts and at such times within a maximum term of twenty-one (21) years from date of issue, but may mature at an earlier date or dates, as authorized by this Board and as provided by law. Said Bonds shall be general obligations of the District and, unless paid from other sources, both principal thereof and interest thereon shall be payable out of annual tax levies to be made upon all the taxable property within the District without limitation as to rate or amount and in excess of any constitutional or statutory tax limitations. The exact date, form, terms and maturities of said Bonds shall be as hereafter fixed by resolution of the Board of Directors. After voter approval of the bond proposition and in anticipation of the issuance of such Bonds, the District may issue short term obligations as authorized and provided by Chapter 39.50 RCW. The proceeds of the Bonds may be used to redeem and retire such short term obligations or to reimburse the District for expenditures previously made for such Improvements.

Section 5. Bond Election. It is hereby found and declared that the best interests of the District requires the submission to the qualified electors of the District of the proposition of



whether the District shall issue the Bonds at a special election to be held on February 14, 2017. The Clark County Auditor as *ex officio* supervisor of elections in Clark County, Washington is hereby requested also to call and conduct the special election to be held within the District and to submit to the qualified electors of the District the proposition set forth below. The Secretary of the Board is hereby authorized and directed to certify the proposition to said officials in the following form:

PROPOSITION NO. 1

VANCOUVER SCHOOL DISTRICT NO. 37  
GENERAL OBLIGATION BONDS- \$458,000,000

The Board of Directors approved Resolution No. 772 concerning Proposition #1 for improvements to its education facilities. Proposition #1 would authorize the District to construct three new schools, replace eight schools, acquire property, modernize or make major additions at four schools and at athletic facilities, and make systems, capacity and/or capital improvements at every school and support facility in the district, by issuing \$458,000,000 of general obligation bonds maturing within a maximum term of 21 years and to levy annual excess property taxes to repay the bonds. Should Proposition #1 be approved or rejected?

APPROVED?.....

REJECTED?.....

The Secretary of the Board of Directors is hereby authorized to deliver a certified copy of this resolution to the Clark County Auditor.

Section 6. Request for Eligibility for the Credit Enhancement Program. In preparation for the issuance and sale of the Bonds after approval by the voters, the Board of Directors hereby requests that the State Treasurer issue a certificate of eligibility in favor of the District for participation by the District in the Program with respect to the Bonds. The Superintendent is hereby authorized (following voter approval) to submit such applications, resolutions and

certifications as shall be required by the State Treasurer in reviewing the District's request for participation.

Section 7. Severability. In the event that any provision of this resolution shall be held to be invalid, such invalidity shall not affect or invalidate any other provision of this resolution or the Bonds, but they shall be construed and enforced as if such invalid provision had not been contained herein; provided, however, that any provision which shall for any reason be held by reason of its extent to be invalid shall be deemed to be in effect to the extent permitted by law.

Section 8. Effective Date. This resolution shall become effective immediately upon its adoption.

ADOPTED by the Board of Directors of Vancouver School District No. 37, Clark County, Washington, at a regular meeting held this 8<sup>th</sup> day of November, 2016.

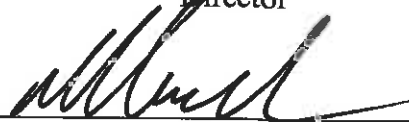
VANCOUVER SCHOOL DISTRICT NO. 37,  
CLARK COUNTY, WASHINGTON



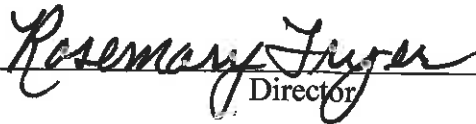
\_\_\_\_\_  
President and Director



\_\_\_\_\_  
Director



\_\_\_\_\_  
Director



\_\_\_\_\_  
Director



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Director

ATTEST:



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Secretary, Board of Directors

NOV 08 2016

CERTIFICATE

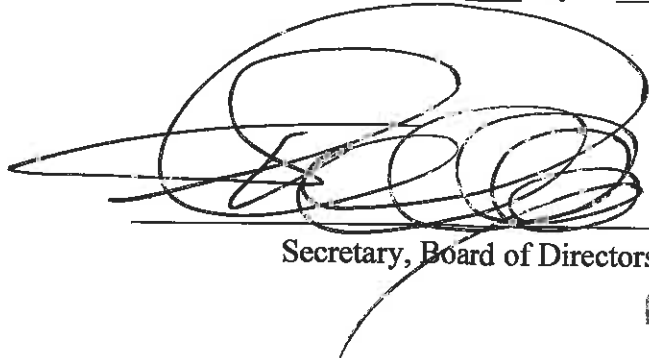
I, the undersigned, Secretary of the Board of Directors of Vancouver School District No. 37, Clark County, Washington, (the "District") and keeper of the records of the Board of Directors (the "Board"), DO HEREBY CERTIFY:

1. That the attached resolution is a true and correct copy of Resolution No. 772 of the Board (the "Resolution"), duly adopted at a regular meeting thereof held on the 8<sup>th</sup> day of November, 2016.

2. That said meeting was duly convened and held in all respects in accordance with law, and to the extent required by law, due and proper notice of such meeting was given; that a legal quorum was present throughout the meeting and a legally sufficient number of members of the Board voted in the proper manner for the adoption of 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.

2016.

IN WITNESS WHEREOF, I have hereunto set my hand this 8 day of November



Secretary, Board of Directors

NOV 08 2016

NOTICE

VANCOUVER SCHOOL DISTRICT NO. 37  
CLARK COUNTY, WASHINGTON

February 14, 2017

NOTICE IS HEREBY GIVEN that on February 14, 2017, a special election will be held by mail ballot in the above-named school district for the submission to the qualified electors of said school district of the following proposition:

PROPOSITION NO. 1

VANCOUVER SCHOOL DISTRICT NO. 37  
GENERAL OBLIGATION BONDS - \$458,000,000

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APPROVED?.....

REJECTED?.....

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Clark County Auditor

OFFICIAL BALLOT  
VANCOUVER SCHOOL DISTRICT NO. 37  
CLARK COUNTY, WASHINGTON  
February 14, 2017

INSTRUCTIONS TO VOTERS: To vote in favor of the following proposition, place a cross (X) in the square opposite the words "APPROVED"; to vote against the following proposition, place a cross (X) in the square opposite the words "REJECTED."

PROPOSITION NO. 1

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GENERAL OBLIGATION BONDS - \$458,000,000

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APPROVED?.....

REJECTED?.....