

LAKEHAVEN UTILITY DISTRICT  
KING AND PIERCE COUNTIES, WASHINGTON

RESOLUTION NO. 2013-1225

A RESOLUTION of the Board of Commissioners of Lakehaven Utility District, King and Pierce Counties, Washington, relating to contracting indebtedness; amending provisions of Resolution No. 2013-1224 that authorized the issuance, sale and delivery of a not to exceed \$900,000 principal amount water and sewer revenue bond; and providing for other matters properly related thereto, all as more particularly set forth herein.

Adopted December 12, 2013

*This document prepared by:*

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BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF LAKEHAVEN UTILITY DISTRICT, KING AND PIERCE COUNTIES, WASHINGTON, as follows:

Section 1. Purpose. The District previously adopted Resolution No. 2013-1224 for the purpose of financing certain energy efficiency improvements and upgrades through the issuance and sale of a not to exceed \$900,000 water and sewer revenue bond. Capital One Public Funding LLC (the "Purchaser") has presented to the District an offer to purchase the Bond pursuant to the terms and conditions set forth in a commitment letter dated November 26, 2013 (the "Commitment Letter"), certain terms of which are not consistent with the original parameters described in the Bond Resolution. The purpose of this resolution is to approve, ratify and confirm the terms set forth in the Commitment Letter and to amend the Bond Resolution accordingly. Except as expressly amended in this resolution, the provisions of the Bond Resolution are and shall remain in full force and effect.

Section 2. Amendments. Resolution No. 2013-1224 (the "Bond Resolution") is amended as follows (added text is double underlined, deleted text is shown using ~~strikethrough~~):

(a) Section 2(gg) of the Bond Resolution is amended to read as follows:

(gg) "*Nonrefunded Bonds*" means the 2005 Bonds maturing on November 1, in the years 2013 and 2014, inclusive, and the 2013 Refunding Bonds maturing on November 1, in the years 2013 through 2017, inclusive.

(b) Section 4(g) of the Bond Resolution is amended to read as follows:

(g) *Redemption Rights.* The Bond shall be subject to prepayment at the sole option of the District on any interest payment date ~~at any time~~, upon such notice to the Purchaser and at any price as the Designated Representative may deem reasonable. In addition, the principal portion of each amortized installment shall be treated as a mandatory redemption of a Term Bond for purposes of calculating the Coverage Requirement and the Reserve Requirement with respect to the Bond.

(c) Section 8 of the Bond Resolution is amended to read as follows:

(a) *Amortized Installment Payments.* If the Bond is payable in amortized installment payments, it shall be designated as a Term Bond for purposes of this resolution and the Sinking Fund Requirements shall take into account the amortization schedule, which shall be attached to the Bond. ~~If the Bond is prepaid and redeemed in part prior to its maturity, the amortization schedule shall be recalculated upon mutual agreement of the Registered Owner and the District.~~

(b) *Optional Prepayment.* The Bond shall be subject to early prepayment and redemption at the sole option of the District in whole on any interest payment date ~~or in part at any time~~, upon such notice and at such price as may be set forth in the Commitment Letter.

(d) Section 13(e) of the Bond Resolution is amended to read as follows:

(e) *Books and Accounts.* It will, while the Bond remains outstanding, keep proper and separate accounts and records in which complete and separate entries shall be made of all transactions relating to the System, and it will furnish the Registered Owner of the Bond, upon written request, complete operating and income statements of the System in reasonable detail covering any calendar year not more than 120 days after the close of such calendar year and it will grant the Registered Owner the right at all reasonable times to inspect the entire System and all records, accounts and data of the District relating thereto. Upon request of the Registered Owner of the Bond, it will also furnish to such owner a copy of the most recently completed audit of the District's accounts by the State Auditor of Washington, or such other audit as is authorized by law in lieu thereof. Notwithstanding and in addition to the foregoing, the District shall provide the Registered Owner of the Bond annual financial statements, including an annual coverage calculation evidencing compliance with the Coverage Requirement set forth in Section 13(b) of this resolution, until the final maturity of the Bond.

Section 3. General Authorization and Ratification of Prior Acts. The General Manager and other appropriate officers of the District are severally authorized and directed to take any actions and to execute agreements, certificates and documents as in their judgment may be necessary or desirable to carry out the terms of, and complete the transactions contemplated by, this resolution. Any action taken consistent with the authority and prior to the effective date of this resolution is hereby ratified, approved and confirmed.

Section 4.      Effective Date. This resolution shall become effective immediately upon its adoption.

ADOPTED by the Board of Commissioners of Lakehaven Utility District, King and Pierce Counties, Washington, at a regular open public meeting thereof, held this 12<sup>th</sup> day of December, 2013.



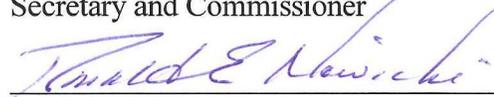
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President and Commissioner



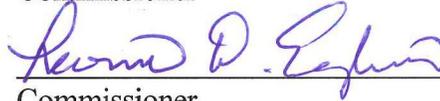
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Vice President and Commissioner



\_\_\_\_\_  
Secretary and Commissioner



\_\_\_\_\_  
Commissioner



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Commissioner

## CERTIFICATION

I, the undersigned, Secretary of the Board of Commissioners of Lakehaven Utility District, King and Pierce Counties, Washington (the "District"), hereby certify as follows:

1. The attached copy of Resolution No. 2013-1225 (the "Resolution") is a full, true and correct copy of a Resolution duly passed at a regular meeting of the Board of Commissioners of the District held at the regular meeting place thereof on December 12, 2013, as that Resolution appears on the minute book of the District.

2. The Resolution will be in full force and effect immediately upon its adoption.

3. A quorum of the members of the Board of Commissioners of the District was present throughout the meeting and a majority of the members voted in the proper manner for the passage of the Resolution.

IN WITNESS WHEREOF, I have hereunto set my hand this 12<sup>th</sup> day of December, 2013.

LAKEHAVEN UTILITY DISTRICT, KING AND  
PIERCE COUNTIES, WASHINGTON



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Secretary of the Board