



# SEATTLE CITY COUNCIL

## Legislative Summary

Res 31677

Record No.: Res 31677

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In Control: City Clerk

File Created: 06/17/2016

Final Action: 06/24/2016

**Title:** A RESOLUTION relating to contracting indebtedness; confirming, ratifying and approving certain terms of the issuance and sale of The City of Seattle, Washington, Solid Waste System Improvement and Refunding Revenue Bonds, 2016, for the purposes set forth in Ordinance 124913 and in Ordinance 124915; confirming, ratifying and approving actions taken and to be taken to provide for the refunding of certain outstanding bonds of the Solid Waste System of the City; confirming, ratifying and approving the notice of bond sale and other actions taken and to be taken in connection with the issuance of the bonds and their sale to the purchaser; and ratifying and confirming the actions of the Director of Finance and other City officials relating to the issuance and sale of the bonds.

**Notes:**

Date  
Filed with City Clerk: 6/24/2016

Mayor's Signature: 6/24/2016

Sponsors: Harrell

Vetoed by Mayor:

Veto Overridden:

Veto Sustained:

Attachments: Ex A - Identification of Refunded Bonds, Ex B - Official Notice of Bond Sale, Ex C - Bid Results

Drafter: jodee.schwinn@seattle.gov

Filing Requirements/Dept Action:

### History of Legislative File

Legal Notice Published:  Yes  No

Ver- sion:	Acting Body:	Date:	Action:	Sent To:	Due Date:	Return Date:	Result:
1	Full Council	06/21/2016	adopted				Pass
	<b>Action Text:</b> The Motion carried, the Resolution was adopted by the following vote, and the President signed the Resolution:						
	<b>Notes:</b> Motion was made and duly seconded to adopt Resolution 31677.						
	In Favor: 7 Councilmember Burgess, Council President Harrell, Councilmember Herbold, Councilmember Johnson, Councilmember Juarez, Councilmember O'Brien, Councilmember Sawant						
	Opposed: 0						



**RESOLUTION 31677**

1  
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4  
5 A RESOLUTION relating to contracting indebtedness; confirming, ratifying and approving certain  
6 terms of the issuance and sale of The City of Seattle, Washington, Solid Waste System  
7 Improvement and Refunding Revenue Bonds, 2016, for the purposes set forth in Ordinance  
8 124913 and in Ordinance 124915; confirming, ratifying and approving actions taken and to  
9 be taken to provide for the refunding of certain outstanding bonds of the Solid Waste System  
10 of the City; confirming, ratifying and approving the notice of bond sale and other actions  
11 taken and to be taken in connection with the issuance of the bonds and their sale to the  
12 purchaser; and ratifying and confirming the actions of the Director of Finance and other City  
13 officials relating to the issuance and sale of the bonds.

14  
15 WHEREAS, pursuant to Ordinance 124913 (the "New Money Ordinance"), the City authorized the  
16 issuance and sale of not to exceed \$22 million of its Solid Waste System revenue bonds in  
17 one or more series: (a) to pay part of the cost of carrying out the Plan of Additions (as  
18 defined in the New Money Ordinance); (b) to provide for a deposit to the Reserve  
19 Subaccount; (c) to capitalize interest on, if necessary, and pay the costs of issuance of the  
20 bonds; and (d) for other Solid Waste System purposes approved by ordinance; and

21  
22 WHEREAS, pursuant to Ordinance 124915 (the "Omnibus Refunding Bond Ordinance"), the City  
23 authorized the issuance of Solid Waste System revenue bonds for the purpose, among other  
24 things, of paying all or a part of the costs of refunding certain of the City's outstanding Solid  
25 Waste System revenue bonds; and

26  
27 WHEREAS, the City previously issued its Solid Waste Revenue and Refunding Bonds, 2007 (the  
28 "2007 Bonds"), which were authorized pursuant to Ordinances 122498, 121254 (as amended  
29 by Ordinances 121779 and 122263), and 121940 (as amended by Ordinance 122498) (the  
30 "2007 Bond Ordinances") and Resolution 31032 (together with the 2007 Bond Ordinances,  
31 the "2007 Bond Legislation"), and reserved the right to call, pay and redeem those bonds  
32 maturing on and after February 1, 2018 prior to maturity at any time on or after February 1,  
33 2017 at a price equal to the stated principal amount to be redeemed, plus accrued interest;  
34 and

35  
36 WHEREAS, the New Money Ordinance and the Omnibus Refunding Bond Ordinance (together, the  
37 "Bond Ordinances") authorize the Director of Finance to conduct a public or negotiated sale  
38 of bonds and to recommend to the City Council for its approval by resolution the interest  
39 rates and certain Bond Sale Terms (as defined in the Bond Ordinances), within certain  
40 parameters set forth in the Bond Ordinances; and

41  
42 WHEREAS, to accomplish the refunding of the Refunded Bonds (defined herein), it is necessary and  
43 advisable that certain Acquired Obligations (defined herein) bearing interest and maturing at  
44 such time or times as necessary to accomplish the Refunding Plan (defined herein) be  
45 purchased out of a portion of the proceeds of the Bonds (defined herein) and other money of  
46 the City, if necessary; and

1  
2 WHEREAS, pursuant to the Bond Ordinances, a preliminary official statement dated June 10, 2016,  
3 for the public sale of the Bonds, including an official notice of that sale, was prepared and  
4 distributed, bids were received in accordance with the official notice of bond sale, and the  
5 proposed sale of the Bonds to Citigroup Global Markets Inc. has been recommended to the  
6 City Council for its approval with the interest rates and other Bond Sale Terms; NOW  
7 THEREFORE,

8  
9 **BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF SEATTLE, THAT:**

10 **Section 1. Definitions.** The meanings of capitalized terms used and not otherwise  
11 defined in this resolution shall be as set forth in the Bond Ordinances. In addition, the following  
12 terms as used in this resolution shall have the following meanings:

13 **“Acquired Obligations”** means those Government Obligations purchased to accomplish the  
14 refunding of the Refunded Bonds as identified in and in accordance with the Refunding Trust  
15 Agreement.

16 **“Bond Legislation”** means, collectively, the Bond Ordinances and this resolution.

17 **“Bond Ordinances”** means, together, the New Money Ordinance and the Omnibus  
18 Refunding Bond Ordinance.

19 **“Bonds”** means the \$35,335,000 aggregate principal amount of Solid Waste System  
20 Improvement and Refunding Revenue Bonds, 2016, issued pursuant to the Bond Legislation.

21 **“New Money Ordinance”** means Ordinance 124913 passed by the City Council on  
22 November 23, 2015.

23 **“New Money Portion”** means that portion of the Bonds identified in the allocation attached  
24 to the Tax Certificate to be executed by the Director of Finance as of the Issue Date.

25 **“Omnibus Refunding Bond Ordinance”** means Ordinance 124915, passed by the City  
26 Council on November 23, 2015 (which amended and restated Ordinance 121940, originally passed  
27 by the City Council on September 26, 2005 and subsequently amended by Ordinance 122498, passed

1 by the City Council on September 17, 2007). In accordance with Section 39 of Ordinance 124915,  
2 all section references to the Omnibus Refunding Bond Ordinance herein refer to the “clean” version  
3 of that legislation attached to Ordinance 124915 as Exhibit C.

4 **“Purchaser”** means Citigroup Global Markets Inc.

5 **“Refunded Bonds”** means those portions of the City’s outstanding Solid Waste Revenue and  
6 Refunding Bonds, 2007, identified in Exhibit A, which is attached and incorporated by this  
7 reference, originally allocated to new money and current refunding purposes of that prior issue.

8 **“Refunded Bond Legislation”** or **“2007 Bond Legislation”** means the following legislation  
9 collectively authorizing the issuance and sale of the City’s Solid Waste Revenue and Refunding  
10 Bonds, 2007:

<u>Legislation</u>	<u>Description</u>
Ordinance 121254 (passed on September 2, 2003) as amended by Ordinance 121779 (passed on April 18, 2005) and Ordinance 122263 (passed on October 2, 2006)	Authorizing portions of the 2007 Bonds allocated to new money purposes and to a current refunding of the City’s Solid Waste Revenue Bond Anticipation Note, 2003 (Non- Revolving Line of Credit)
Ordinance 121940 (passed on September 26, 2005) as amended by Ordinance 122498	Authorizing the portion of the 2007 Bonds allocated to an advance refunding of the City’s Solid Waste Revenue Bonds 1999, Series B
Ordinance 122498 (passed on September 17, 2007)	Authorizing portions of the 2007 Bonds allocated to new money purposes
Resolution 31032 (adopted on December 5, 2007)	Approving the issuance and sale of the 2007 Bonds

11 **“Refunding Plan”** means the refunding plan for the Refunded Bonds, as set forth in Section  
12 5(d).

13 **“Refunding Portion”** means that portion of the Bonds identified as such in the allocation  
14 attached to the Tax Certificate to be executed by the Director of Finance as of the Issue Date.

1           **“Refunding Trust Agreement”** means the agreement between the City and a Refunding  
2 Trustee and such other parties as may be necessary, providing for the carrying out of the Refunding  
3 Plan, in a form acceptable to the Director of Finance.

4           **“Refunding Trustee”** means the financial institution selected by the Director of Finance to  
5 serve as refunding trustee or escrow agent under the Refunding Trust Agreement, or its successors.

6           **Section 2. Sale and Delivery of Bonds.** The City finds that the sale of the Bonds to the  
7 Purchaser at the interest rates and pursuant to the Bond Sale Terms set forth in the Bond Legislation,  
8 the Official Notice of Bond Sale, attached as Exhibit B, and the bid information attached as Exhibit  
9 C (which includes a summary of the true interest cost associated with each bid and a printed version  
10 of all the electronic bids for the Bonds, including the electronic bid of the Purchaser), is in the City’s  
11 best interest and therefore confirms, ratifies and approves the award of the Bonds to the Purchaser.

12           **Section 3. Approval of Bond Sale Terms.** In accordance with Section 5 of the New  
13 Money Ordinance and Section 4 of the Omnibus Refunding Bond Ordinance, the following Bond  
14 Sale Terms are approved:

15           **(a) Principal Amount.** The Bonds shall be issued in the aggregate principal amount of  
16 \$35,335,000. The allocation of the Bonds to the New Money Portion and the Refunding Portion  
17 shall be as set forth in the allocation attached to the Tax Certificate executed by the Director of  
18 Finance as of the Issue Date. The amount allocated to the New Money Portion shall not exceed \$22  
19 million, and the amount allocated to the Refunding Portion shall not exceed 125% of the stated  
20 principal amount of the Refunded Bonds.

21           **(b) Date or Dates.** Each Bond shall be dated its Issue Date, which date shall be any date  
22 selected by the Director of Finance that is not later than December 31, 2018.

1           **(c) Denominations.** The Bonds shall be issued in Authorized Denominations, as set  
2 forth in the Bond Ordinances.

3           **(d) Interest Rates; Payment Dates.** Each Bond shall bear interest at fixed rates per  
4 annum, as shown below, computed on the basis of a 360-day year of twelve 30-day months, from the  
5 Issue Date or from the most recent date with respect to which interest has been paid or duly provided  
6 for, whichever is later. Interest shall be payable on the first day of each June and December,  
7 commencing December 1, 2016. Principal shall be payable at maturity in principal amounts on  
8 June 1 of the following years in the following amounts:

<u>Maturity Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2017	\$ 380,000	5.00%	2029	\$ 670,000	4.00%
2018	395,000	5.00	2030	4,950,000	4.00
2019	420,000	5.00	2031	5,150,000	4.00
2020	440,000	5.00	2032	5,360,000	4.00
2021	460,000	5.00	2033	5,580,000	4.00
2022	485,000	5.00	2034	820,000	4.00
2023	510,000	5.00	2035	855,000	4.00
2024	535,000	5.00	2036	890,000	4.00
2025	565,000	5.00	2037	925,000	4.00
2026	595,000	5.00	2038	960,000	4.00
2027	620,000	4.00	2039	1,000,000	4.00
2028	645,000	4.00	2040	1,040,000	4.00
			2041	1,085,000	4.00

9           **(e) Final Maturity.** The final maturity of the Bonds is June 1, 2041.

10          **(f) Redemption Rights.**

11           **(i) Optional Redemption.** The Bonds maturing on and before June 1, 2026, are  
12 not subject to redemption prior to maturity. The City reserves the right and option to redeem Bonds  
13 maturing on and after June 1, 2027, prior to their stated maturity dates at any time on or after June 1,  
14 2026, as a whole or in part, at a price equal to the principal amount to be redeemed plus accrued  
15 interest to the date fixed for redemption.

1           **(g) Price.** The purchase price for the Bonds is \$40,768,732.04, representing the  
2 aggregate principal amount of the Bonds, plus an original issue premium and less underwriter's  
3 discount.

4           **(h) Other Terms and Conditions.** The following terms and conditions, along with those  
5 additional Bond Sale Terms set forth in the Official Notice of Bond Sale, are ratified, confirmed and  
6 approved in all respects:

7                   (1) The average expected life of the capital facilities to be financed with the  
8 proceeds of the New Money Portion exceeds the weighted average maturity of the New Money  
9 Portion allocated to financing those capital facilities.

10                   (2) (A) The Parity Conditions have been met or satisfied to allow the Bonds to be  
11 issued as Parity Bonds; and (B) the City Council finds that it has exercised due regard for the cost of  
12 maintenance and operation of the Solid Waste System in creating the Bond Account and in fixing the  
13 amounts to be paid into it, and is not setting aside into the Bond Account a greater amount than in its  
14 judgment, based on rates established from time to time, will be available over and above such cost of  
15 maintenance and operation.

16                   (3) The Bond Sale Terms do not provide for any Bond Insurance, a Reserve  
17 Security or other credit enhancement, or for a Parity Payment Agreement.

18                   (4) Proceeds of the New Money Portion will be deposited into the Reserve  
19 Subaccount to satisfy the Reserve Requirement in accordance with Section 4(a).

20                   (5) Terms and covenants relating to federal tax matters are as set forth in  
21 Section 6.

22           **Section 4. Use of Bond Proceeds.** The principal proceeds of the Bonds received by the  
23 City shall be allocated as set forth in the Tax Certificate to be executed by the Director of Finance as

1 of the Issue Date and shall be deposited immediately upon receipt, as set forth below. The amounts  
2 necessary to pay the costs of issuance of the Bonds shall be allocated among the various purposes in  
3 accordance with the allocation set forth in the Tax Certificate executed by the Director of Finance as  
4 of the Issue Date.

5 **(a) New Money Portion.** The principal proceeds of the sale of the New Money Portion  
6 shall be deposited (i) in the funds, accounts or subaccounts as determined by the Director of Finance  
7 as necessary to pay costs of the Plan of Additions, the costs of issuing the New Money Portion of the  
8 Bonds and for such other purposes as may be approved by ordinance; and (ii) into the Reserve  
9 Subaccount in an amount sufficient to fund the amount necessary to satisfy the Reserve  
10 Requirement.

11 **(b) Refunding Portion.** The principal proceeds of the sale of the Refunding Portion  
12 shall be deposited immediately upon the receipt thereof with the Refunding Trustee and shall be  
13 used to carry out the Refunding Plan, including discharging the obligations of the City relating to the  
14 Refunded Bonds under the Refunded Bond Legislation. The Refunding Plan shall be as set forth in  
15 the Refunding Trust Agreement and Section 5(d). The Director of Finance shall determine, in his  
16 sole discretion, whether the portion of the sale proceeds of the Refunding Portion necessary for  
17 payment of costs of issuance and administrative costs of the refunding shall be (i) deposited into a  
18 fund, account or subaccount to be paid directly by the City, or (ii) deposited with the Refunding  
19 Trustee, who shall be directed to pay such costs as part of the Refunding Plan.

20 **Section 5. Provisions for Refunding.**

21 **(a) Findings With Respect to Refunding.** The City Council finds that the issuance of  
22 the Refunding Portion at this time will effect a savings to the City and is in the best interest of the  
23 City and its Solid Waste System ratepayers and in the public interest. In making such finding, the

1 City Council has given consideration to the fixed maturities allocated to the Refunding Portion and  
2 the Refunded Bonds, the costs of issuance of the Refunding Portion and the known earned income  
3 from the investment of the amounts deposited with the Refunding Trustee pending payment and  
4 redemption of the Refunded Bonds. The City Council further finds that the money to be deposited  
5 with the Refunding Trustee will discharge and satisfy the obligations, pledges, charges, trusts,  
6 covenants, and agreements of the City under the Refunded Bond Legislation, and that the Refunded  
7 Bonds shall no longer be deemed to be outstanding under the Refunded Bond Legislation  
8 immediately upon the deposit of such money with the Refunding Trustee.

9 **(b) Call for Redemption of the Refunded Bonds.** The City authorizes the Director of  
10 Finance to call for redemption on February 1, 2017, all of the Refunded Bonds at a price of 100% of  
11 the principal amount to be redeemed, plus accrued interest to the date set for redemption. Such call  
12 for redemption shall be irrevocable after the Issue Date. The date on which the Refunded Bonds are  
13 called for redemption is the first date on which the Refunded Bonds may be called. The City  
14 authorizes and directs the Director of Finance to give or cause to be given such notices as required,  
15 at the times and in the manner required, pursuant to the Refunded Bond Legislation in order to effect  
16 the redemption prior to the maturity of the Refunded Bonds.

17 **(c) Refunding Trust Agreement.** The Director of Finance is authorized and directed to  
18 appoint the Refunding Trustee and to execute a Refunding Trust Agreement, in form and substance  
19 acceptable to him, consistent with Section 12 of the Omnibus Refunding Bond Ordinance.

20 **(d) Refunding Plan.** The Refunding Plan is approved substantially as follows, with such  
21 alterations as may be set forth in the Refunding Trust Agreement, all as the Director of Finance  
22 deems necessary or appropriate:

23 (i) On the Issue Date, certain proceeds of the Refunding Portion shall be deposited with  
24 the Refunding Trustee in an amount sufficient to purchase the Acquired Obligations.

1  
2 (ii) The Refunding Trustee shall hold the maturing principal of and interest on the  
3 Acquired Obligations in a refunding trust account, and shall apply such money,  
4 together with other money held in that account, to the payment of the principal of and  
5 interest on the Refunded Bonds when due up to and including the date set for  
6 redemption.

7  
8 (iii) On the date set for redemption of the Refunded Bonds, the Refunding Trustee shall  
9 call, pay, and redeem all of the Refunded Bonds at a price equal to the principal  
10 amount to be redeemed, plus accrued interest to that date.

11  
12 (iv) The costs of carrying out the Refunding Plan and the costs of issuance of the  
13 Refunding Portion of the Bonds may be paid either by the City directly or from the  
14 amounts held by the Refunding Trustee, as directed by the Director of Finance in his  
15 discretion.

16  
17 (e) **2007 Bonds Designated as Refundable Bonds.** The Solid Waste Revenue and  
18 Refunding Bonds, 2007 of the City (including those remaining outstanding as well as those  
19 comprising the Refunded Bonds) are hereby designated as Refundable Bonds for purposes of the  
20 Omnibus Refunding Bond Ordinance.

21 **Section 6. Federal Tax Matters.** The Bonds shall be issued as Tax-Exempt Bonds, in  
22 accordance with Section 22(a) of the New Money Ordinance and Section 23(a) of the Omnibus  
23 Bond Refunding Ordinance.

24 **Section 7. General Authorization.** The Mayor and the Director of Finance and each of  
25 the other appropriate officers of the City are each authorized and directed to do everything as in their  
26 judgment may be necessary, appropriate or desirable in order to carry out the terms and provisions  
27 of, and complete the transactions contemplated by, the Bond Ordinances and this resolution.

28 **Section 8. Severability.** The provisions of this resolution are declared to be separate and  
29 severable. If a court of competent jurisdiction, all appeals having been exhausted or all appeal  
30 periods having run, finds any provision of this resolution to be invalid or unenforceable as to any  
31 person or circumstance, such offending provision shall, if feasible, be deemed to be modified to be

1 within the limits of enforceability or validity. However, if the offending provision cannot be so  
2 modified, it shall be null and void with respect to the particular person or circumstance, and all other  
3 provisions of this resolution in all other respects, and the offending provision with respect to all  
4 other persons and all other circumstances, shall remain valid and enforceable.


5 **Section 9. Ratification of Prior Acts.** All acts taken pursuant to the authority of this  
6 resolution but prior to its effective date are ratified, approved and confirmed.

7 **Section 10. Section Headings.** Section headings in this resolution are used for  
8 convenience only and shall not constitute a substantive portion of this resolution.


9 ADOPTED by the City Council this 21<sup>st</sup> day of June, 2016, and signed by me in open session  
10 in authentication of its adoption this 21<sup>st</sup> day of June, 2016.

11   
12 \_\_\_\_\_  
13 President of the City Council  
14

15  
16 The Mayor concurred this 24<sup>th</sup> day of June, 2016.  
17

18   
19 \_\_\_\_\_  
20 Edward B. Murray, Mayor  
21

22  
23 File by me this 24<sup>th</sup> day of June, 2016.  
24

25   
26 \_\_\_\_\_  
27 Monica Martinez Simmons, City Clerk  
28

29  
30 (SEAL)

31  
32 **LIST OF EXHIBITS**

33 Exhibit A Identification of Refunded Bonds  
34 Exhibit B Official Notice of Bond Sale  
35 Exhibit C Printed Version of All Electronic Bids  
36

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**EXHIBIT A**  
**IDENTIFICATION OF REFUNDED BONDS**

<b>Designation/ Name of Issue</b>	<b>Date of Issue</b>	<b>Original Principal Amount</b>	<b>Principal Amount Refunded</b>	<b>Maturities to be Refunded “Refunded Bonds”</b>	<b>Redemption Date and Redemption Price</b>
Solid Waste Revenue and Refunding Bonds, 2007	12/12/2007	\$82,175,000	\$19,850,000	2031 and 2033	February 1, 2017 at par

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**EXHIBIT B**  
**OFFICIAL NOTICE OF BOND SALE**

**OFFICIAL NOTICE OF BOND SALE**

\$36,360,000<sup>(1)</sup>

**THE CITY OF SEATTLE, WASHINGTON**  
**SOLID WASTE SYSTEM IMPROVEMENT AND REFUNDING REVENUE BONDS, 2016**

Electronic bids for purchase of The City of Seattle Solid Waste System Improvement and Refunding Revenue Bonds, 2016 (the "Bonds"), will be received by the Director of Finance of The City of Seattle, Washington (the "City"), via the BiDCOMP/Parity Electronic Bid Submission System ("Parity"), in the manner described below, on

**JUNE 21, 2016, NO LATER THAN 7:45 A.M., PACIFIC TIME.**

or such other day or time and under such other terms and conditions as may be established by the Director of Finance and provided to Parity as described under "Modification, Cancellation, Postponement."

*Bids must be submitted electronically via Parity in accordance with this Official Notice of Bond Sale. For further information about Parity, potential bidders may contact Parity at (212) 849-5021. Hard copy or faxed bids will not be accepted.*

No bid will be received after the cut-off time for receiving bids specified above. All proper bids received with respect to the Bonds will be considered and acted on by the City Council at approximately 1:30 p.m. on June 21, 2016. Each bidder (and not the City) is responsible for the timely electronic delivery of its bid. The official time will be determined by the City and not by any bidder or Parity. No bid will be awarded until the City Council has adopted a resolution accepting the bid at its meeting.

Bidders are referred to the Preliminary Official Statement for additional information regarding the City, Seattle Public Utilities, the Bonds, the security for the Bonds, and other matters.

**Modification, Cancellation, Postponement**

The City may modify the terms of this Official Notice of Bond Sale prior to the cut-off time for receiving bids if the City elects to change the principal amounts or the redemption or other provisions or increase or decrease the total principal amount or the amounts of individual maturities of Bonds. Any such modification will be provided to Parity on or before June 20, 2016. In addition, the City may cancel or postpone the date and time for receiving bids for the Bonds at any time prior to the cut-off time for receiving bids. Notice of such cancellation or postponement will be provided to Parity as soon as practicable following such cancellation or postponement. As an accommodation to bidders, telephone, facsimile, or electronic notice of any such modification, cancellation, or postponement will be given to any bidder requesting such notice from the City's Financial Advisor at the address and phone number provided under "Contact Information" below. Failure of any bidder to receive such notice will not affect the legality of the sale.

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(1) Preliminary, subject to change

#### CONTACT INFORMATION

Finance Division	Michael van Dyck, Debt Manager, City of Seattle (206) 684-8347 <i>michael.vandyck@seattle.gov</i>
Financial Advisor	Rob Shelley, Piper Jaffray & Co. Office phone: (206) 628-2879 Day of sale phone: (206) 601-2249 <i>robert.e.shelley@pjc.com</i>
Bond Counsel	Alice Ostdiek, Stradling Yocca Carlson & Rauth, P.C. (206) 829-3002 <i>aostdiek@syrc.com</i>

#### DESCRIPTION OF THE BONDS

##### Bond Details

The Bonds will be dated the date of their initial delivery. Interest on the Bonds will be payable semiannually on each June 1 and December 1, beginning December 1, 2016.

##### Registration and Book-Entry Transfer System

The Bonds will be issued only in registered form as to both principal and interest by the fiscal agent of the State (the "Bond Registrar"), currently U.S. Bank National Association in Seattle, Washington (or such other fiscal agent or agents as the State may from time to time designate). The Bonds initially will be registered in the name of the Securities Depository, which is defined in the Bond Legislation as the Depository Trust Company, New York, New York ("DTC"), or any successor thereto.

##### Election of Maturities

The successful bidder for the Bonds shall designate whether some or all of the principal amounts of the Bonds maturing on and after June 1, 2027, shall be retired as shown in the table below as serial bonds maturing in such year or as amortization installments of Term Bonds maturing in the years specified by the bidder. Term Bonds, if any, must consist of the total principal payments of two or more consecutive years and mature in the latest of those years.

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 2

Serial Maturities		Serial Maturities	
Years (June 1)	or Amortization Installments <sup>(1)</sup>	Years (June 1)	or Amortization Installments <sup>(1)</sup>
2017	\$ 390,000	2030	\$ 5,095,000 <sup>(2)</sup>
2018	410,000	2031	5,300,000 <sup>(2)</sup>
2019	430,000	2032	5,520,000 <sup>(2)</sup>
2020	450,000	2033	5,735,000 <sup>(2)</sup>
2021	475,000	2034	845,000 <sup>(2)</sup>
2022	500,000	2035	880,000 <sup>(2)</sup>
2023	525,000	2036	915,000 <sup>(2)</sup>
2024	550,000	2037	950,000 <sup>(2)</sup>
2025	580,000	2038	990,000 <sup>(2)</sup>
2026	610,000	2039	1,030,000 <sup>(2)</sup>
2027	635,000 <sup>(2)</sup>	2040	1,075,000 <sup>(2)</sup>
2028	665,000 <sup>(2)</sup>	2041	1,115,000 <sup>(2)</sup>
2029	690,000 <sup>(2)</sup>		

- (1) Preliminary, subject to change. See "Bidding Information and Award—Adjustment of Principal Amounts and Bid Price After Receipt of Bids" below for a description of the City's right to adjust the principal amounts after the bids are received.
- (2) These amounts will constitute principal maturities of the Bonds unless Term Bonds are specified by the successful bidder, in which case the amounts so specified will constitute mandatory sinking fund redemptions of Term Bonds.

**Redemption**

*Optional Redemption.* The Bonds maturing on and before June 1, 2026, are not subject to redemption prior to maturity. The City reserves the right and option to redeem the Bonds maturing on and after June 1, 2027, prior to their stated maturity dates at any time on and after June 1, 2026, as a whole or in part, at a price equal to the principal amount to be redeemed plus accrued interest to the date fixed for redemption. See "Description of the Bonds—Redemption of Bonds—Optional Redemption" in the Preliminary Official Statement.

*Mandatory Redemption.* As indicated on the schedule above, Bonds that are designated by the successful bidder as Term Bonds will be subject to mandatory sinking fund redemption. See "Description of the Bonds—Redemption of Bonds—Mandatory Redemption" in the Preliminary Official Statement.

*Selection of Bonds for Redemption.* If fewer than all of the Bonds are to be redeemed prior to maturity, the selection of such Bonds for redemption shall be made as described under "Description of the Bonds—Redemption of Bonds—Selection of Bonds for Redemption" in the Preliminary Official Statement.

**Purpose**

The Bonds are being issued to pay for part of the costs of various projects of the City's Solid Waste System, to make a deposit into the Reserve Subaccount, to refund, subject to market conditions, certain outstanding obligations of the Solid Waste System; and to pay the costs of issuing the Bonds and administering the Refunding Plan.

**Security**

The Bonds are special limited obligations of the City payable from and secured solely by the Net Revenue of the Solid Waste System and by money in the Bond Account and subaccounts therein (including the Reserve Subaccount). Net Revenue is pledged to make the payments in respect of the Parity Bonds into the Bond Account and the Reserve Subaccount required by the Bond Legislation, which pledge constitutes a lien and charge upon such Net Revenue prior and superior to all other liens and charges whatsoever. The Bonds are issued on a parity with the Outstanding Parity Bonds and all Future Parity Bonds, without preference or priority of right or lien.

*The Bonds do not constitute general obligations of the City, the State of Washington (the "State"), or any political subdivision of the State, or a charge upon any general fund or upon any money or other property of the City, the State, or any political subdivision of the State not specifically pledged thereto by the legislation authorizing the issuance of the Bonds. Neither the full faith and credit nor the taxing power of the City, nor any revenues of the City derived from sources other than the Solid Waste System, are pledged to the payment of the Bonds.*

#### **BIDDING INFORMATION AND AWARD**

Bidders are invited to submit bids for the purchase of the Bonds fixing the interest rate or rates that the Bonds will bear. Interest rates included as part of a bid shall be in multiples of 1/8 or 1/20 of 1%, or any combination thereof. Bidders must specify interest rates of equal to or greater than 4% for each maturity of the Bonds maturing on or after June 1, 2027, and no interest rate greater than 5% is allowed for any maturity of the Bonds. No more than one rate of interest may be fixed for any one maturity of the Bonds.

No bid will be considered for the Bonds that is less than an amount equal to 109.5% of the stated principal amount of the Bonds nor more than an amount equal to 124.5% of the stated principal amount of the Bonds. For the purpose of this paragraph, "price" means the lesser of the price at the redemption date, if any, or the price at the maturity date.

Bids for the Bonds must be unconditional. No bid for less than the entire offering of the Bonds will be accepted. Bids may not be withdrawn or revised after the cut-off time for receiving bids. The City strongly encourages the inclusion of women and minority business enterprise firms in bidding syndicates.

#### **Bidding Process**

Bids for the Bonds must be submitted via Parity. By submitting an electronic bid for the Bonds, each bidder thereby agrees to the following terms and conditions:

- (i) If any provision in this Official Notice of Bond Sale conflicts with information or terms provided or required by Parity, this Official Notice of Bond Sale (including any modifications provided by the City to Parity) shall control.
- (ii) Each bidder is solely responsible for making necessary arrangements to access Parity for purposes of submitting a timely bid in compliance with the requirements of this Official Notice of Bond Sale (including any modifications provided by the City to Parity).
- (iii) The City has no duty or obligation to provide or assure access to Parity, and the City shall not be responsible for the proper operation of Parity, or have any liability for any delays or interruptions or any damages caused by use or attempted use of Parity.
- (iv) Parity is acting as an independent contractor, and is not acting for or on behalf of the City.
- (v) The City is not responsible for ensuring or verifying bidder compliance with Parity's procedures.
- (vi) If the bidder's bid is accepted by the City, this Official Notice of Bond Sale (including any modifications provided by the City to Parity) and the information that is submitted electronically through Parity shall form a contract, and the bidder shall be bound by the terms of such contract.
- (vii) Information provided by Parity to bidders shall form no part of any bid or of any contract between the successful bidder and the City unless that information is included in this Official Notice of Bond Sale (including any modifications provided by the City to Parity).

#### **Good Faith Deposit**

The winning bid must be backed by a good faith deposit in the amount of \$360,000. The good faith deposit must be paid by federal funds wire transfer within 90 minutes after notice from the City to the apparent successful bidder for the Bonds. Wiring instructions will be provided to the apparent successful bidder at the time of the notice from the City.

The good faith deposit for the Bonds shall be retained by the City as security for the performance of the apparent successful bidder and shall be applied to the purchase price of the Bonds upon the delivery of the Bonds to the apparent successful bidder. Pending delivery of the Bonds, the good faith deposit may be invested for the sole

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benefit of the City. If the Bonds are ready for delivery and the apparent successful bidder fails or neglects to complete the purchase of the Bonds within 30 days following the acceptance of its bid, the good faith deposit shall be retained by the City as reasonable liquidated damages and not as a penalty.

#### **Award**

The Bonds will be sold to the bidder making a bid for the Bonds that conforms to the terms of the offering and is, based on the City's determination of the lowest true interest cost, the best bid. The true interest cost will be the rate that, when used to discount to the date of the Bonds all future payments of principal and interest (using semiannual compounding and a 30/360-day basis), produces an amount equal to the bid amount, without regard to the interest accrued to the date of the Bonds. The true interest cost calculations for the Bonds will be performed by the City's Financial Advisor, and the City will base its determination of the best bid for the Bonds solely on such calculations. If there are two or more equal bids for the Bonds and those bids are the best bids received, the Director of Finance will determine by random selection which bid will be presented to the City Council.

The apparent successful bidder for the Bonds will be notified by the City and must provide a good faith deposit as described above. The bid will be presented to the City Council at approximately 1:30 p.m., Pacific Time, on the date set for receiving bids and shall remain in effect until 5:00 p.m., Pacific Time, on that date. Such bid shall be considered awarded upon the City Council's adoption of a resolution accepting the bid.

The City reserves the right to reject any or all bids submitted and to waive any formality or irregularity in any bid or the bidding process. If all bids for the Bonds are rejected, then the Bonds may be sold in the manner provided by law. Any bid presented after the cut-off time for receiving bids will not be accepted.

#### **Adjustment of Principal Amounts and Bid Price After Receipt of Bids**

The City reserves the right to increase or decrease the preliminary aggregate principal amount of the Bonds shown on Parity by an amount not to exceed 15% of the aggregate principal amount of the Bonds after the cut-off time for receiving bids. The City also reserves the right to increase or decrease the preliminary principal amount of any maturity of the Bonds shown on Parity by an amount not to exceed the greater of \$100,000 or 15% of the preliminary principal amount of that maturity.

If the preliminary principal amount of the Bonds is adjusted by the City, the price bid by the successful bidder for the Bonds will be adjusted by the City on a proportionate basis to reflect an increase or decrease in the principal amount and maturity schedule. In the event that the City elects to increase or decrease the principal amount of the Bonds after receiving bids, the underwriter's discount, expressed in dollars per thousand, will be held constant. The City will not be responsible in the event and to the extent that any adjustment affects (i) the net compensation to be realized by the successful bidder, or (ii) the true interest cost of the winning bid or its ranking relative to other bids.

#### **Issue Price Information**

Upon award of the Bonds, the successful bidder for the Bonds shall advise the City and Bond Counsel of the initial reoffering prices to the public of each maturity of the Bonds (the "Initial Reoffering Prices"), for the City's inclusion in the final Official Statement for the Bonds. Prior to delivery of the Bonds, the successful bidder shall furnish to the City and Bond Counsel a certificate in form and substance acceptable to Bond Counsel:

- (i) confirming the Initial Reoffering Prices,
- (ii) certifying that a *bona fide* offering of the Bonds has been made to the public (excluding bond houses, brokers, and other intermediaries),
- (iii) stating the first price at which a substantial amount (at least 10%) of each maturity of the Bonds was sold to the public (excluding bond houses, brokers, and other intermediaries), and
- (iv) if the first price at which a substantial amount of any maturity of the Bonds is sold does not conform to the Initial Reoffering Price of that maturity, providing an explanation of the facts and circumstances that resulted in that nonconformity.

A draft form of such certificate will be available prior to the sale date from the City's Financial Advisor. See "Contact Information" in this Official Notice of Bond Sale.

#### **Insurance**

No bid for the Bonds may be conditioned upon obtaining insurance or any other credit enhancement, or upon the City's acceptance of any of the terms of insurance or other credit enhancement. Any purchase of municipal bond insurance or commitment therefor shall be at the sole option and expense of the bidder, and any increased costs of issuance of the Bonds resulting by reason of such insurance, unless otherwise paid, shall be paid by such bidder, but shall not, in any event, be paid by the City. Any failure of the Bonds to be so insured or of any such policy of insurance to be issued shall not in any way relieve the successful bidder of its contractual obligations arising from the acceptance of its bid.

If the successful bidder purchases insurance for any of the Bonds, the City may require the successful bidder to furnish to the City and Bond Counsel a certificate in form and substance acceptable to Bond Counsel confirming that the present value (calculated using the same yield as the yield on the insured Bonds) of the insurance premium is less than the present value (calculated using the same yield as the yield on the insured Bonds) of the interest cost savings represented by the comparative differences between interest amounts that would have been payable on the various maturities of the insured Bonds at interest rates on the insured Bonds issued with and without the insurance on the insured Bonds.

#### **Ratings**

The Bonds have been rated "Aa3" and "AA" by Moody's Investors Service, Inc. and Standard & Poor's Ratings Services, respectively. The City will pay the fees for these ratings; any other ratings are the responsibility of the successful bidder.

#### **DELIVERY**

The City will deliver the Bonds (consisting of one certificate for each maturity of the Bonds) to DTC in New York, New York, or to the Bond Registrar on behalf of DTC, for closing by Fast Automated Securities Transfer, prior to the date of closing. Closing shall occur within 30 days after the sale date. Settlement shall be in immediately available federal funds on the date of delivery.

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

The City will furnish to the successful bidder for the Bonds one CD-ROM transcript of proceedings; additional transcripts will be furnished at the successful bidder's cost.

#### **Legal Opinion**

The approving legal opinion of Stradling Yocca Carlson & Rauth, a Professional Corporation, Seattle, Washington, Bond Counsel, with respect to the Bonds will be provided to the successful bidder for the Bonds at the time of the delivery of the Bonds. The form of Bond Counsel's opinion is attached to the Preliminary Official Statement as Appendix B. A no-litigation certificate from the City will be included in the closing documents for the Bonds.

#### **CUSIP Numbers**

It is anticipated that a CUSIP identification number will appear on each Bond, but neither the failure to insert such number nor any error with respect thereto shall constitute cause for a failure or refusal by the successful bidder for the Bonds to accept delivery of and pay for the Bonds in accordance with the terms of this Official Notice of Bond Sale.

*The successful bidder for the Bonds is responsible for obtaining CUSIP numbers for the Bonds. The charge of the CUSIP Service Bureau shall be paid by such successful bidder.*

#### CONTINUING DISCLOSURE UNDERTAKING

In order to assist bidders in complying with paragraph (b)(5) of United States Securities and Exchange Commission Rule 15c2-12 ("Rule 15c2-12"), the City will undertake to provide certain annual financial information and notices of the occurrence of certain events. A description of this undertaking and the City's compliance with its prior undertakings is set forth in the Preliminary Official Statement under "Legal and Tax Information—Continuing Disclosure Undertaking" and also will be set forth in the final Official Statement.

#### OFFICIAL STATEMENT

##### Preliminary Official Statement

The Preliminary Official Statement is in a form that the City expects to deem final for the purpose of paragraph (b)(1) of Rule 15c2-12, but is subject to revision, amendment, and completion in a final Official Statement, which the City will deliver, at the City's expense, to the successful bidder through its designated representative not later than seven business days after the City's acceptance of the successful bidder's bid, in sufficient quantities to permit the successful bidder to comply with Rule 15c2-12.

By submitting the successful bid for the Bonds, the successful bidder's designated representative agrees:

- (i) to provide to the City's Debt Manager, in writing, within 24 hours after the acceptance of the bid, pricing and other related information, including Initial Reoffering Prices of the Bonds, necessary for completion of the final Official Statement (see "Bidding Information and Award—Issue Price Information");
- (ii) to disseminate to all members of the underwriting syndicate, if any, copies of the final Official Statement, including any amendments or supplements prepared by the City;
- (iii) to take any and all actions necessary to comply with applicable rules of the Securities and Exchange Commission and Municipal Securities Rulemaking Board governing the offering, sale, and delivery of the Bonds to ultimate purchasers, including the delivery of a final Official Statement to each investor who purchases Bonds; and
- (iv) to file the final Official Statement or cause it to be filed with the Municipal Securities Rulemaking Board within one business day following its receipt from the City.

The Preliminary Official Statement may be obtained from i-Deal Prospectus at [www.i-dealprospectus.com](http://www.i-dealprospectus.com), telephone (212) 849-5024. In addition, the Preliminary Official Statement may be obtained upon request to the City's Debt Manager or Financial Advisor. See "Contact Information" in this Official Notice of Bond Sale.

##### Official Statement

At closing, the City will furnish a certificate of an official or officials of the City, stating that, to the best knowledge of such official(s), as of the date of the Official Statement and as of the date of delivery of the Bonds,

- (i) the information (including financial information) regarding the City and Seattle Public Utilities (including the Solid Waste System) contained in the Official Statement was and is true and correct in all material respects and did not and does not contain any untrue statement of a material fact or omit to state a material fact necessary in order to make the statements therein, in light of the circumstances under which they were made, not misleading; and
- (ii) the descriptions and statements, including financial data, of or pertaining to entities other than the City and their activities contained in the Official Statement have been obtained from sources that the City believes to be reliable and the City has no reason to believe that they are untrue in any material respect (however, the City will make no representation regarding Bond Counsel's form of opinion, the information provided by Bond Counsel under "Legal and Tax Information—Limitations on Remedies and Municipal Bankruptcies" and "—Tax Exemption," or the information provided by or obtained from DTC or any entity providing bond insurance, reserve insurance, or other credit facility, if any).

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DATED at Seattle, Washington, this 10th day of June, 2016.

/s/ Glen M. Lee  
Glen M. Lee  
Director of Finance

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### EXHIBIT C

## PRINTED VERSION OF ALL ELECTRONIC BIDS

PARITY Result Screen

Page 1 of 1

07:59:08 a.m. PDST	Upcoming Calendar	Overview	Compare	Summary
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#### Bid Results

### Seattle \$36,360,000 Solid Waste System Improvement and Refunding Revenue Bonds, 2016

The following bids were submitted using **PARITY**<sup>®</sup> and displayed ranked by lowest TIC.  
Click on the name of each bidder to see the respective bids.

Bid Award*	Bidder Name	TIC
<input checked="" type="checkbox"/> Reoffering	<a href="#">Citigroup Global Markets Inc.</a>	2.793081
<input type="checkbox"/>	<a href="#">Wells Fargo Bank, National Association</a>	2.865999
<input type="checkbox"/>	<a href="#">Hutchinson, Shockey, Erley &amp; Co.</a>	2.871180
<input type="checkbox"/>	<a href="#">Raymond James &amp; Associates, Inc.</a>	2.878148
<input type="checkbox"/>	<a href="#">Hilltop Securities Inc.</a>	2.883116
<input type="checkbox"/>	<a href="#">Janney Montgomery Scott LLC</a>	2.894040
<input type="checkbox"/>	<a href="#">J.P. Morgan Securities LLC</a>	2.896732
<input type="checkbox"/>	<a href="#">Morgan Stanley &amp; Co. LLC</a>	2.927193
<input type="checkbox"/>	<a href="#">Bank of America Merrill Lynch</a>	2.964339
<input type="checkbox"/>	<a href="#">Goldman, Sachs &amp; Co.</a>	3.082766

\*Awarding the Bonds to a specific bidder will provide you with the Reoffering Prices and Yields.

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Exhibit C - 1

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PARITY Reoffering

Page 1 of 1

Result

Citigroup Global Markets Inc.'s Reoffering Scale  
 Seattle



**\$36,360,000 Solid Waste System Improvement and Refunding  
 Revenue Bonds, 2016**

Maturity Date	Amount \$	Coupon %	Yield %	Dollar Price	Call Date
06/01/2017	390M	5.0000	0.8500	103.792	
06/01/2018	410M	5.0000	0.8800	107.823	
06/01/2019	430M	5.0000	0.9300	111.694	
06/01/2020	450M	5.0000	0.9600	115.503	
06/01/2021	475M	5.0000	1.0700	118.783	
06/01/2022	500M	5.0000	1.1900	121.713	
06/01/2023	525M	5.0000	1.3100	124.332	
06/01/2024	550M	5.0000	1.4300	126.639	
06/01/2025	580M	5.0000	1.5500	128.635	
06/01/2026	610M	5.0000	1.6700	130.323	
06/01/2027	635M	4.0000	1.8700	119.201	06/01/2026
06/01/2028	665M	4.0000	1.9700	118.208	06/01/2026
06/01/2029	690M	4.0000	2.0700	117.225	06/01/2026
06/01/2030	5,095M	4.0000	2.1800	116.154	06/01/2026
06/01/2031	5,300M	4.0000	2.2400	115.575	06/01/2026
06/01/2032	5,520M	4.0000	2.3000	114.999	06/01/2026
06/01/2033	5,735M	4.0000	2.3500	114.522	06/01/2026
06/01/2034	845M	4.0000	2.4000	114.047	06/01/2026
06/01/2035	880M	4.0000	2.4400	113.668	06/01/2026
06/01/2036	915M	4.0000	2.4800	113.291	06/01/2026
06/01/2037	950M	4.0000	2.5100	113.010	06/01/2026
06/01/2038	990M	4.0000	2.5400	112.729	06/01/2026
06/01/2039	1,030M	4.0000	2.5600	112.542	06/01/2026
06/01/2040	1,075M	4.0000	2.5700	112.449	06/01/2026
06/01/2041	1,115M	4.0000	2.5800	112.356	06/01/2026

Accrued Interest: \$0.00

Gross Production: \$42,032,149.75

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Exhibit C - 2

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PARITY Bid Form

Page 1 of 2

Upcoming Calendar	Overview	Result	Excel
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Citigroup Global Markets Inc. - Los Angeles, CA's Bid  
**Seattle**



**\$36,360,000 Solid Waste System Improvement and Refunding  
 Revenue Bonds, 2016**

For the aggregate principal amount of \$36,360,000.00, we will pay you \$41,950,680.73, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %
06/01/2017	390M	5.0000
06/01/2018	410M	5.0000
06/01/2019	430M	5.0000
06/01/2020	450M	5.0000
06/01/2021	475M	5.0000
06/01/2022	500M	5.0000
06/01/2023	525M	5.0000
06/01/2024	550M	5.0000
06/01/2025	580M	5.0000
06/01/2026	610M	5.0000
06/01/2027	635M	4.0000
06/01/2028	665M	4.0000
06/01/2029	690M	4.0000
06/01/2030	5,095M	4.0000
06/01/2031	5,300M	4.0000
06/01/2032	5,520M	4.0000
06/01/2033	5,735M	4.0000
06/01/2034	645M	4.0000
06/01/2035	680M	4.0000
06/01/2036	915M	4.0000
06/01/2037	950M	4.0000
06/01/2038	990M	4.0000
06/01/2039	1,030M	4.0000
06/01/2040	1,075M	4.0000
06/01/2041	1,115M	4.0000

Total Interest Cost: \$22,528,576.67  
 Premium: \$5,590,680.73  
 Net Interest Cost: \$16,937,895.94  
 TIC: 2.793081  
 Time Last Bid Received On: 06/21/2016 7:42:24 PDST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Citigroup Global Markets Inc., Los Angeles, CA  
 Contact: Spencer Kam  
 Title: Director  
 Telephone: 213-486-8817  
 Fax:

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PARITY Bid Form.

Page 1 of 2

Upcoming Calendar	Overview	Result	Excel
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Wells Fargo Bank, National Association - New York, NY's Bid  
**Seattle**



**\$36,360,000 Solid Waste System Improvement and Refunding  
 Revenue Bonds, 2016**

For the aggregate principal amount of \$36,360,000.00, we will pay you \$41,658,706.16, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %
06/01/2017	390M	5.0000
06/01/2018	410M	5.0000
06/01/2019	430M	5.0000
06/01/2020	450M	5.0000
06/01/2021	475M	5.0000
06/01/2022	500M	5.0000
06/01/2023	525M	5.0000
06/01/2024	550M	5.0000
06/01/2025	580M	5.0000
06/01/2026	610M	5.0000
06/01/2027	635M	5.0000
06/01/2028	665M	4.0000
06/01/2029	690M	4.0000
06/01/2030	5,095M	4.0000
06/01/2031	5,300M	4.0000
06/01/2032	5,520M	4.0000
06/01/2033	5,735M	4.0000
06/01/2034	845M	4.0000
06/01/2035	880M	4.0000
06/01/2036	915M	4.0000
06/01/2037	950M	4.0000
06/01/2038	990M	4.0000
06/01/2039		
06/01/2040		
06/01/2041	3,220M	4.0000

Total Interest Cost: \$22,597,915.14  
 Premium: \$5,298,706.16  
 Net Interest Cost: \$17,299,208.98  
 TIC: 2.866999  
 Time Last Bid Received On: 06/21/2016 7:44:55 PDST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Wells Fargo Bank, National Association, New York, NY  
 Contact: Parks Lineberger  
 Title: Vice President  
 Telephone: 212-214-5514  
 Fax:

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Exhibit C - 4

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PARITY Bid Form.

Page 1 of 2

Upcoming Calendar	Overview	Result	Excel
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Hutchinson, Shockey, Erley & Co. - Chicago , IL's Bid  
**Seattle**



**\$36,360,000 Solid Waste System Improvement and Refunding  
 Revenue Bonds, 2016**

For the aggregate principal amount of \$36,360,000.00, we will pay you \$41,574,721.86, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %
06/01/2017	390M	5.0000
06/01/2018	410M	5.0000
06/01/2019	430M	5.0000
06/01/2020	450M	5.0000
06/01/2021	475M	5.0000
06/01/2022	500M	5.0000
06/01/2023	525M	5.0000
06/01/2024	550M	5.0000
06/01/2025	580M	5.0000
06/01/2026	610M	5.0000
06/01/2027	635M	4.0000
06/01/2028	665M	4.0000
06/01/2029	690M	4.0000
06/01/2030	5,095M	4.0000
06/01/2031	5,300M	4.0000
06/01/2032	5,520M	4.0000
06/01/2033	5,735M	4.0000
06/01/2034		
06/01/2035		
06/01/2036	2,640M	4.0000
06/01/2037		
06/01/2038	1,940M	4.0000
06/01/2039		
06/01/2040		
06/01/2041	3,220M	4.0000

Total Interest Cost: \$22,528,576.67  
 Premium: \$5,214,721.86  
 Net Interest Cost: \$17,313,854.81  
 TIC: 2.871180  
 Time Last Bid Received On: 06/21/2016 7:44:22 PDST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Hutchinson, Shockey, Erley & Co., Chicago , IL  
 Contact: Jim VanMetre  
 Title:  
 Telephone: 312-443-1555  
 Fax: 312-443-7225

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PARITY Bid Form.

Page 1 of 2

Upcoming Calendar	Overview	Result	Excel
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**Raymond James & Associates, Inc. - St. Petersburg, FL's Bid  
 Seattle**



**\$36,360,000 Solid Waste System Improvement and Refunding  
 Revenue Bonds, 2016**

For the aggregate principal amount of \$36,360,000.00, we will pay you \$42,408,900.20, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %
06/01/2017	390M	5.0000
06/01/2018	410M	5.0000
06/01/2019	430M	5.0000
06/01/2020	450M	5.0000
06/01/2021	475M	5.0000
06/01/2022	500M	5.0000
06/01/2023	525M	5.0000
06/01/2024	550M	5.0000
06/01/2025	580M	5.0000
06/01/2026	610M	5.0000
06/01/2027	635M	4.0000
06/01/2028	665M	4.0000
06/01/2029	690M	4.0000
06/01/2030	5,095M	5.0000
06/01/2031	5,300M	4.0000
06/01/2032	5,520M	4.0000
06/01/2033	5,735M	4.0000
06/01/2034	845M	4.0000
06/01/2035	880M	4.0000
06/01/2036	915M	5.0000
06/01/2037	950M	5.0000
06/01/2038	990M	4.0000
06/01/2039	1,030M	4.0000
06/01/2040	1,075M	4.0000
06/01/2041	1,115M	4.0000

Total Interest Cost: \$23,618,770.00  
 Premium: \$6,048,900.20  
 Net Interest Cost: \$17,569,869.80  
 TIC: 2.878148  
 Time Last Bid Received On: 06/21/2016 7:44:48 PDST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Raymond James & Associates, Inc., St. Petersburg, FL  
 Contact: Robbie Specter  
 Title: Managing Director  
 Telephone: 727-567-1293  
 Fax:

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PARITY Bid Form.

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Upcoming Calendar	Overview	Result	Excel
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Hilltop Securities Inc. - Chicago, IL's Bid



Seattle

**\$36,360,000 Solid Waste System Improvement and Refunding  
 Revenue Bonds, 2016**

For the aggregate principal amount of \$36,360,000.00, we will pay you \$41,352,132.94, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %
06/01/2017	390M	4.0000
06/01/2018	410M	4.0000
06/01/2019	430M	3.0000
06/01/2020	450M	3.0000
06/01/2021	475M	3.0000
06/01/2022	500M	3.0000
06/01/2023	525M	5.0000
06/01/2024	550M	5.0000
06/01/2025	580M	5.0000
06/01/2026	610M	5.0000
06/01/2027	635M	4.0000
06/01/2028	665M	4.0000
06/01/2029	690M	4.0000
06/01/2030	5,095M	4.0000
06/01/2031	5,300M	4.0000
06/01/2032	5,520M	4.0000
06/01/2033	5,735M	4.0000
06/01/2034	845M	4.0000
06/01/2035	880M	4.0000
06/01/2036		
06/01/2037	1,865M	4.0000
06/01/2038		
06/01/2039	2,020M	4.0000
06/01/2040		
06/01/2041	2,190M	4.0000

Total Interest Cost: \$22,350,809.72  
 Premium: \$4,992,132.94  
 Net Interest Cost: \$17,358,676.78  
 TIC: 2.883116  
 Time Last Bid Received On: 06/21/2016 7:44:38 PDST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Hilltop Securities Inc., Chicago, IL  
 Contact: Christopher Hall  
 Title: Managing Director  
 Telephone: 312-706-0763  
 Fax:

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PARITY Bid Form

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Upcoming Calendar	Overview	Result	Excel
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Janney Montgomery Scott LLC - Philadelphia, PA's Bid  
**Seattle**



**\$36,360,000 Solid Waste System Improvement and Refunding  
 Revenue Bonds, 2016**

For the aggregate principal amount of \$36,360,000.00, we will pay you \$41,341,345.35, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %
06/01/2017	390M	3.0000
06/01/2018	410M	4.0000
06/01/2019	430M	4.0000
06/01/2020	450M	5.0000
06/01/2021	475M	5.0000
06/01/2022	500M	5.0000
06/01/2023	525M	5.0000
06/01/2024	550M	5.0000
06/01/2025	580M	4.0000
06/01/2026	610M	4.0000
06/01/2027	635M	4.0000
06/01/2028	665M	4.0000
06/01/2029	690M	4.0000
06/01/2030	5,095M	4.0000
06/01/2031	5,300M	4.0000
06/01/2032	5,520M	4.0000
06/01/2033	5,735M	4.0000
06/01/2034	845M	4.0000
06/01/2035	880M	4.0000
06/01/2036	915M	4.0000
06/01/2037	950M	4.0000
06/01/2038	990M	4.0000
06/01/2039	1,030M	4.0000
06/01/2040	1,075M	4.0000
06/01/2041	1,115M	4.0000

Total Interest Cost: \$22,388,740.28  
 Premium: \$4,981,345.35  
 Net Interest Cost: \$17,407,394.93  
 TIC: 2.894040  
 Time Last Bid Received On: 06/21/2016 7:44:43 PDST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Janney Montgomery Scott LLC, Philadelphia, PA  
 Contact: Matthew Davis  
 Title:  
 Telephone: 215-665-6521  
 Fax: 215-557-8648

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Upcoming Calendar	Overview	Result	Excel
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J.P. Morgan Securities LLC - New York , NY's Bid  
**Seattle**



**\$36,360,000 Solid Waste System Improvement and Refunding  
 Revenue Bonds, 2016**

For the aggregate principal amount of \$36,360,000.00, we will pay you \$41,980,386.36, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %
06/01/2017	390M	2.0000
06/01/2018	410M	4.0000
06/01/2019	430M	5.0000
06/01/2020	450M	2.0000
06/01/2021	475M	2.0000
06/01/2022	500M	3.0000
06/01/2023	525M	3.0000
06/01/2024	550M	5.0000
06/01/2025	580M	5.0000
06/01/2026	610M	5.0000
06/01/2027	635M	5.0000
06/01/2028	665M	5.0000
06/01/2029	690M	5.0000
06/01/2030	5,095M	5.0000
06/01/2031	5,300M	4.0000
06/01/2032	5,520M	4.0000
06/01/2033	5,735M	4.0000
06/01/2034	845M	4.0000
06/01/2035	880M	4.0000
06/01/2036	915M	4.0000
06/01/2037	950M	4.0000
06/01/2038	990M	4.0000
06/01/2039		
06/01/2040		
06/01/2041	3,220M	4.0000

Total Interest Cost: \$23,202,028.89  
 Premium: \$5,620,386.36  
 Net Interest Cost: \$17,581,642.53  
 TIC: 2.896732  
 Time Last Bid Received On: 06/21/2016 7:44:50 PDST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: J.P. Morgan Securities LLC, New York , NY  
 Contact: Steve Mitacek  
 Title: Vice President  
 Telephone: 212-834-7155  
 Fax: 212-834-6739

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Upcoming Calendar	Overview	Result	Excel
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Morgan Stanley & Co, LLC - New York , NY's Bid  
**Seattle**



**\$36,360,000 Solid Waste System Improvement and Refunding  
 Revenue Bonds, 2016**

For the aggregate principal amount of \$36,360,000.00, we will pay you \$41,307,824.76, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %
06/01/2017	390M	5.0000
06/01/2018	410M	5.0000
06/01/2019	430M	5.0000
06/01/2020	450M	5.0000
06/01/2021	475M	5.0000
06/01/2022	500M	5.0000
06/01/2023	525M	5.0000
06/01/2024	550M	5.0000
06/01/2025	580M	5.0000
06/01/2026	610M	5.0000
06/01/2027	635M	4.0000
06/01/2028	665M	4.0000
06/01/2029	690M	4.0000
06/01/2030	5,095M	4.0000
06/01/2031	5,300M	4.0000
06/01/2032	5,520M	4.0000
06/01/2033	5,735M	4.0000
06/01/2034	845M	4.0000
06/01/2035	880M	4.0000
06/01/2036	915M	4.0000
06/01/2037	950M	4.0000
06/01/2038	990M	4.0000
06/01/2039	1,030M	4.0000
06/01/2040	1,075M	4.0000
06/01/2041	1,115M	4.0000

Total Interest Cost: \$22,528,576.67  
 Premium: \$4,947,824.77  
 Net Interest Cost: \$17,580,751.90  
 TIC: 2.927193  
 Time Last Bid Received On:06/21/2016 7:44:07 PDST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Morgan Stanley & Co, LLC, New York , NY  
 Contact: Daniel Kelly  
 Title: Executive Director  
 Telephone:212-761-1541  
 Fax: 212-507-2510

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Upcoming Calendar	Overview	Result	Excel
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Bank of America Merrill Lynch - New York , NY's Bid  
**Seattle**



**\$36,360,000 Solid Waste System Improvement and Refunding  
 Revenue Bonds, 2016**

For the aggregate principal amount of \$36,360,000.00, we will pay you \$42,328,284.64, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %
06/01/2017	390M	3.0000
06/01/2018	410M	3.0000
06/01/2019	430M	4.0000
06/01/2020	450M	4.0000
06/01/2021	475M	4.0000
06/01/2022	500M	4.0000
06/01/2023	525M	4.0000
06/01/2024	550M	4.0000
06/01/2025	580M	4.0000
06/01/2026	610M	5.0000
06/01/2027	635M	5.0000
06/01/2028	665M	5.0000
06/01/2029	690M	5.0000
06/01/2030	5,095M	5.0000
06/01/2031	5,300M	5.0000
06/01/2032	5,520M	4.0000
06/01/2033	5,735M	4.0000
06/01/2034	845M	4.0000
06/01/2035	880M	4.0000
06/01/2036	915M	4.0000
06/01/2037	950M	4.0000
06/01/2038	990M	4.0000
06/01/2039	1,030M	4.0000
06/01/2040	1,075M	4.0000
06/01/2041	1,115M	4.0000

Total Interest Cost: \$24,028,566.25  
 Premium: \$5,968,284.64  
 Net Interest Cost: \$18,060,281.61  
 TIC: 2.964339  
 Time Last Bid Received On: 06/21/2016 7:44:47 PDST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Bank of America Merrill Lynch, New York , NY  
 Contact: Brendan Troy  
 Title: Managing Director  
 Telephone: 212-449-5081  
 Fax: 212-553-2042

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Upcoming Calendar	Overview	Result	Excel
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Goldman, Sachs & Co. - New York, NY's Bid  
**Seattle**



**\$36,360,000 Solid Waste System Improvement and Refunding  
 Revenue Bonds, 2016**

For the aggregate principal amount of \$36,360,000.00, we will pay you \$44,616,030.86, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %
06/01/2017	390M	3.0000
06/01/2018	410M	4.0000
06/01/2019	430M	4.0000
06/01/2020	450M	5.0000
06/01/2021	475M	5.0000
06/01/2022	500M	5.0000
06/01/2023	525M	5.0000
06/01/2024	550M	5.0000
06/01/2025	580M	5.0000
06/01/2026	610M	5.0000
06/01/2027	635M	5.0000
06/01/2028	665M	5.0000
06/01/2029	690M	5.0000
06/01/2030	5,095M	5.0000
06/01/2031	5,300M	5.0000
06/01/2032	5,520M	5.0000
06/01/2033	5,735M	5.0000
06/01/2034	845M	5.0000
06/01/2035	880M	5.0000
06/01/2036	915M	5.0000
06/01/2037		
06/01/2038		
06/01/2039		
06/01/2040		
06/01/2041	5,160M	5.0000

Total Interest Cost: \$27,774,705.00  
 Premium: \$8,256,030.86  
 Net Interest Cost: \$19,518,674.14  
 TIC: 3.082766  
 Time Last Bid Received On: 06/21/2016 7:44:50 PDST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Goldman, Sachs & Co., New York, NY  
 Contact: Bervan Yeh  
 Title: VP  
 Telephone: 212-902-6588  
 Fax: 212-902-3065

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