



SEATTLE CITY COUNCIL

Legislative Summary

Res 31756

Record No.: Res 31756

Type: Resolution (Res)

Status: Adopted

Version: 1

Ord. no:

In Control: City Clerk

File Created: 06/02/2017

Final Action: 06/16/2017

Title: A RESOLUTION relating to contracting indebtedness; confirming, ratifying and approving certain terms of the issuance and sale of The City of Seattle, Washington, Drainage and Wastewater System Improvement and Refunding Revenue Bonds, 2017, for the purposes set forth in Ordinance 125297 and in Ordinance 124338, as amended by Ordinance 124914; confirming, ratifying and approving actions taken and to be taken to provide for the refunding of certain outstanding bonds of the Drainage and Wastewater 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: 6/16/2017

Mayor's Signature: 6/16/2017

Sponsors: Burgess

Vetoed by Mayor:

Veto Overridden:

Veto Sustained:

Attachments: Ex A - Identification of Refunded Bonds, Ex B - Official Notice of Bond Sale, Ex C - Printed Version of All Electronic Bids

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	06/06/2017	adopted				Pass
	Action Text: The Motion carried, the Resolution (Res) was adopted by the following vote, and the President signed the Resolution:						
	Notes: Motion was made and duly seconded to adopt Resolution 31756.						
	In Favor: 7 Councilmember Bagshaw, Councilmember Burgess, Councilmember González, Council President Harrell, Councilmember Herbold, Councilmember Johnson, Councilmember Juarez						
	Opposed: 0						

Legislative Summary Continued (Res 31756)

1	City Clerk	06/09/2017	submitted for Mayor's signature	Mayor
	Action Text: The Resolution (Res) was submitted for Mayor's signature. to the Mayor			
	Notes:			
1	Mayor	06/16/2017	Signed	
1	Mayor	06/16/2017	returned	City Clerk
1	City Clerk	06/16/2017	attested by City Clerk	
	Action Text: The Resolution (Res) was attested by City Clerk.			
	Notes:			

RESOLUTION 31756

A RESOLUTION relating to contracting indebtedness; confirming, ratifying and approving certain terms of the issuance and sale of The City of Seattle, Washington, Drainage and Wastewater System Improvement and Refunding Revenue Bonds, 2017, for the purposes set forth in Ordinance 125297 and in Ordinance 124338, as amended by Ordinance 124914; confirming, ratifying and approving actions taken and to be taken to provide for the refunding of certain outstanding bonds of the Drainage and Wastewater 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.

WHEREAS, pursuant to Ordinance 125297 (the "New Money Ordinance"), the City authorized the issuance and sale of not to exceed \$205 million of its Drainage and Wastewater System revenue bonds in one or more series: (a) to pay part of the cost of carrying out the Plan of Additions (as defined in the New Money Ordinance); (b) to provide for a deposit to the Reserve Subaccount; (c) to capitalize interest on, if necessary, and pay the costs of issuance of the bonds; and (d) for other Drainage and Wastewater System purposes approved by ordinance; and

WHEREAS, pursuant to Ordinance 124338, as amended by Ordinance 124914 (the "Omnibus Refunding Bond Ordinance"), the City authorized the issuance of Drainage and Wastewater System revenue bonds for the purpose, among other things, of paying all or a part of the costs of refunding certain of the City's outstanding Drainage and Wastewater System revenue bonds; and

WHEREAS, pursuant to Ordinance 122209 and Ordinance 121938 (as amended by Ordinance 122209) and Resolution 30927 (together, the "Refunded Bond Legislation"), the City previously issued its Drainage and Wastewater Revenue and Refunding Bonds, 2006, and reserved the right to call, pay and redeem those bonds maturing on and after February 1, 2018 prior to maturity at any time on or after February 1, 2017, at a price equal to the stated principal amount to be redeemed, plus accrued interest; and

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

WHEREAS, pursuant to the Bond Ordinances, a preliminary official statement dated May 25, 2017, for the public sale of the Bonds, including an official notice of that sale, was prepared and distributed, bids were received today in accordance with the notice of bond sale, and the proposed sale of the Bonds to PNC Capital Markets LLC has been recommended to the City

Council for its approval with the interest rates and other Bond Sale Terms; NOW
THEREFORE,

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

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

“Acquired Obligations” means those Government Obligations (if any) purchased pursuant
to the Refunding Trust Agreement to accomplish the refunding of the Refunded Bonds.

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

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

“Bonds” means the \$234,125,000 aggregate principal amount of Drainage and Wastewater
System Improvement and Refunding Revenue Bonds, 2017, issued pursuant to the Bond Legislation.

“Government Obligations,” when referring to eligible investments in a refunding escrow
established to refund or defease the Bonds, shall be limited to the following types of securities,
provided that such securities are then included in the state law definition of “government
obligations” under RCW 39.53.010 (or any successor statute): (i) direct obligations of, or obligations
the principal of and interest on which are unconditionally guaranteed by, the United States of
America, and bank certificates of deposit secured by such obligations; (ii) bonds, debentures, notes,
participation certificates, or other obligations issued by the Banks for Cooperatives, the Federal
Intermediate Credit Bank, the Federal Home Loan Bank system, the Export-Import Bank of the
United States, Federal Land Banks, or the Federal National Mortgage Association; (iii) public
housing bonds and project notes fully secured by contracts with the United States; and (iv)
obligations of financial institutions insured by the Federal Deposit Insurance Corporation or the

Federal Savings and Loan Insurance Corporation, to the extent insured or to the extent guaranteed as permitted under any other provision of State law.

“New Money Ordinance” means Ordinance 125297 passed by the City Council on April 17, 2017.

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

“Omnibus Refunding Bond Ordinance” (also referred to as the “Refunding Bond Ordinance” in certain disclosure documents) means Ordinance 124338, passed by the City Council on November 25, 2013, as amended by Section 26 of Ordinance 124914 (passed by the City Council on November 23, 2015). In accordance with Section 39 of Ordinance 124338 (which amended and restated Ordinance 121938, originally passed by the City Council on September 26, 2005 and subsequently amended by Ordinance 122209 (passed by the City Council on September 5, 2006), and Ordinance 122637 (passed by the City Council on March 3, 2008)), all section references to the Omnibus Refunding Bond Ordinance herein refer to the “clean” version of that legislation attached to Ordinance 124338 as Exhibit C.

“Purchaser” means PNC Capital Markets LLC, of Philadelphia, Pennsylvania.

“Refunded Bonds” means those portions of the City’s outstanding Drainage and Wastewater Revenue and Refunding Bonds, 2006, identified in Exhibit A, which is attached and incorporated by this reference.

“Refunded Bond Legislation” means collectively the legislation authorizing the issuance and sale of the City’s Drainage and Wastewater Revenue and Refunding Bonds, 2006 (the “Refunded Bond Legislation”) allocated to new money, current and advance refundable purposes as follows:

Refunded Bond Legislation	
Ordinance 122209, passed by the City Council on September 5, 2006	Authorizing the portion of the Refunded Bonds allocated to new money purposes.
Ordinance 121938, originally passed by the City Council on September 26, 2005 as amended by Ordinance 122209	Authorizing the portion of the Refunded Bonds allocated to a current refunding of the new money portion of City's Drainage and Wastewater Revenue and Refunding Bonds 1995 and an advance refunding of the City's Drainage and Wastewater Revenue Bonds, 1999.
Resolution 30927, adopted by the City Council on October 18, 2006	Approving the issuance and sale of \$121,765,000 Drainage and Wastewater Revenue and Refunding Bonds, 2006 (including \$48,000,000 new money and \$73,765,000 refunding portions).

1
2 **"Refunding Plan"** means the refunding plan for the Refunded Bonds, as set forth in
3 Section 5(d).

4 **"Refunding Portion"** means that portion of the Bonds identified as such in the allocation
5 attached to the Tax Certificate to be executed by the Director of Finance as of the Issue Date.

6 **"Refunding Trust Agreement"** means the agreement between the City and a Refunding
7 Trustee and such other parties as may be necessary, providing for the carrying out of the Refunding
8 Plan, in a form acceptable to the Director of Finance.

9 **"Refunding Trustee"** means the financial institution selected by the Director of Finance to
10 serve as refunding trustee or escrow agent under the Refunding Trust Agreement, or its successors.

11 **Section 2. Sale and Delivery of Bonds.** The City Council finds that the sale of the
12 Bonds to the Purchaser at the interest rates and pursuant to the Bond Sale Terms set forth in the
13 Bond Legislation, the Official Notice of Bond Sale, attached as Exhibit B, and the bid information
14 attached as Exhibit C (which includes a summary of the true interest cost associated with each bid
15 and a printed version of all the electronic bids for the Bonds, including the electronic bid of the

Purchaser), is in the City's best interest and therefore confirms, ratifies and approves the award of the Bonds to the Purchaser.

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

(a) Principal Amount. The Bonds shall be issued in the aggregate principal amount of \$234,125,000. The allocation of the Bonds to the New Money Portion and the Refunding Portion shall be as set forth in the allocation attached to the Tax Certificate executed by the Director of Finance as of the Issue Date.

(b) Date or Dates. Each Bond shall be dated its Issue Date, which date shall be any date selected by the Director of Finance that is not later than December 31, 2019.

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

(d) Interest Rates; Payment Dates. Each Bond shall bear interest at fixed rates per annum, as shown below, computed on the basis of a 360-day year of twelve 30-day months, from the Issue Date or from the most recent date with respect to which interest has been paid or duly provided for, whichever is later. Interest shall be payable on the first day of each January and July, commencing January 1, 2018. Principal shall be payable at maturity (and on mandatory redemption dates in the amounts set forth in subsection (f)) in principal amounts on July 1 in the years and amounts as follows:

Maturity Date (July 1)	Principal Amount	Interest Rate	Maturity Date (July 1)	Principal Amount	Interest Rate
2018	\$7,920,000	5.00%	2032	\$ 7,275,000	4.00%
2019	8,395,000	4.00	2033	7,570,000	4.00
2020	5,195,000	4.00	2034	7,865,000	4.00
2021	5,395,000	5.00	2035	8,180,000	4.00
2022	5,670,000	5.00	2036	8,510,000	4.00
2023	5,950,000	5.00	2037	8,850,000	4.00
2024	6,250,000	5.00	2038	6,995,000	4.00
2025	6,565,000	5.00	2039	7,270,000	4.00
2026	8,565,000	5.00	2040	7,565,000	4.00
2027	9,000,000	5.00	2041	7,865,000	4.00
2028	9,455,000	4.00	2042	8,180,000	4.00
2029	9,840,000	4.00	***	***	***
2030	6,730,000	4.00	2047	46,075,000	4.00
2031	6,995,000	4.00			

(e) **Final Maturity.** The final maturity of the Bonds is July 1, 2047.

(f) **Redemption Rights.**

(i) Optional Redemption. The Bonds maturing on and before July 1, 2027, are not subject to redemption prior to maturity. The City reserves the right and option to redeem Bonds maturing on and after July 1, 2028, prior to their stated maturity dates at any time on or after July 1, 2027, 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.

(ii) Mandatory Redemption. Bonds maturing in the year 2047 are designated as Term Bonds and, if not redeemed under the optional redemption provisions set forth above or purchased in the open market under the provisions set forth in the Bond Ordinances, shall be called for redemption in accordance with the Bond Ordinances at a price equal to the principal amount to be redeemed plus accrued interest on July 1 in the years and amounts as follows:

2047 Term Bonds	
Mandatory Redemption Year	Mandatory Redemption Amount
2043	\$8,505,000
2044	8,850,000
2045	9,200,000
2046	9,570,000
2047*	9,950,000

*Maturity

1 If a Term Bond is redeemed under the optional redemption provisions or defeased or
2 purchased by the City and surrendered for cancellation, the principal amount of that Term Bond so
3 redeemed, purchased, or defeased (irrespective of its actual redemption or purchase price) shall be
4 credited against one or more scheduled mandatory redemption installments for that Term Bond in
5 accordance with the Bond Ordinances.

6 (g) **Price.** The purchase price for the Bonds is \$261,140,045.10 representing the
7 aggregate principal amount of the Bonds, plus an original issue premium and less underwriter's
8 discount.

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

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

15 (2) The Parity Conditions have been met or satisfied to allow the Bonds to be
16 issued as Parity Bonds.

17 (3) The City Council has had due regard for the cost of maintenance and
18 operation of the Drainage and Wastewater System in creating the Parity Bond Account and in fixing
19 the amounts to be paid into it, and is not setting aside into the Parity Bond Account a greater amount

1 than in its judgment, based on rates established from time to time, will be available over and above
2 such cost of maintenance and operation.

3 (4) The Bond Sale Terms do not provide for any bond insurance or other credit
4 enhancement, or for interest rate swaps, caps, floors or other similar hedging devices, at the expense
5 or direction of the City.

6 (5) A portion of the proceeds of the New Money Portion will be deposited into
7 the Reserve Subaccount to satisfy the Reserve Requirement in accordance with Section 4(a). Upon
8 the redemption or defeasance of all Outstanding Parity Bonds, the Bonds shall cease to be "Covered
9 Parity Bonds" for purposes of the Bond Legislation.

10 (6) Terms and covenants relating to federal tax matters are as set forth in
11 Section 6.

12 **Section 4. Use of Bond Proceeds.** The principal proceeds of the Bonds received by the
13 City shall be allocated as set forth in the Tax Certificate to be executed by the Director of Finance as
14 of the Issue Date and shall be deposited immediately upon receipt, as set forth below. The amounts
15 necessary to pay the costs of issuance of the Bonds shall be allocated among the various purposes in
16 accordance with the allocation set forth in the Tax Certificate executed by the Director of Finance as
17 of the Issue Date.

18 (a) **New Money Portion.** The principal proceeds of the sale of the New Money Portion
19 shall be deposited (i) in the funds, accounts or subaccounts as determined by the Director of Finance
20 as necessary to pay costs of the Plan of Additions, the costs of issuing the New Money Portion of the
21 Bonds and for such other purposes as may be approved by ordinance; and (ii) into the Reserve
22 Subaccount an amount sufficient to provide for the Reserve Requirement until the redemption or
23 defeasance of the Outstanding Parity Bonds, at which time the Bonds shall no longer be deemed to

1 be Covered Parity Bonds secured by the Reserve Subaccount, and the proceeds of the Bonds then on
2 deposit in the Reserve Subaccount shall be used as directed by the Director of Finance, upon
3 consultation with Bond Counsel regarding any uses to which such proceeds may be put and any
4 actions that may be required to preserve the tax-exemption of interest on the Bonds.

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

14 **Section 5. Provisions for Refunding.**

15 **(a) Findings With Respect to Refunding.** The City Council finds that the issuance of
16 the Refunding Portion at this time will effect a savings to the City and is in the best interest of the
17 City and its Drainage and Wastewater System ratepayers and in the public interest. In making such
18 finding, the City Council has given consideration to the fixed maturities allocated to the Refunding
19 Portion and the Refunded Bonds, the costs of issuance of the Refunding Portion and the known
20 earned income (if any) from the investment of the amounts deposited with the Refunding Trustee
21 pending payment and redemption of the Refunded Bonds. The City Council further finds that the
22 money to be deposited with the Refunding Trustee will discharge and satisfy the obligations,
23 pledges, charges, trusts, covenants, and agreements of the City under the Refunded Bond

1 Legislation, and that the Refunded Bonds shall no longer be deemed to be outstanding under the
2 Refunded Bond Legislation immediately upon the deposit of such money with the Refunding
3 Trustee.

4 **(b) Call for Redemption of the Refunded Bonds.** The City authorizes the Director of
5 Finance to call for redemption on July 28, 2017, all of the Refunded Bonds at a price of 100% of the
6 principal amount to be redeemed, plus accrued interest to the date set for redemption. Such call for
7 redemption shall be irrevocable after the Issue Date. The date on which the Refunded Bonds are
8 called for redemption is the first date on which the Refunded Bonds may be called. The City
9 authorizes and directs the Director of Finance to give or cause to be given such notices as required,
10 at the times and in the manner required, pursuant to the Refunded Bond Legislation in order to effect
11 the redemption prior to the maturity of the Refunded Bonds.

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

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

18 (1) On the Issue Date, certain proceeds of the Refunding Portion shall be
19 deposited with the Refunding Trustee in an amount sufficient (together with interest earned on the
20 Acquired Obligations, if any) to pay the principal of and accrued interest on the Refunded Bonds on
21 the redemption date, and to pay such costs of issuance or administrative costs of carrying out the
22 Refunding Plan as are included as part of the Refunding Plan.

(2) The Refunding Trustee shall hold the amounts so deposited in a refunding trust account, and shall apply such money, together with other money held in that account, as set forth in the Refunding Trust Agreement. If so directed in the Refunding Trust Agreement, the Refunding Trustee shall apply the amounts so held to acquire the Acquired Obligations (if any) and shall hold the maturing principal of and interest thereon in the refunding trust account. All maturing principal of and interest on the Acquired Obligations (if any), together with all other money held in that account, shall be applied to the payment of the principal of and interest on the Refunded Bonds when due up to and including the date set for redemption.

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

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

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

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

Section 8. Severability. The provisions of this resolution are declared to be separate and severable. If a court of competent jurisdiction, all appeals having been exhausted or all appeal

periods having run, finds any provision of this resolution to be invalid or unenforceable as to any person or circumstance, such offending provision shall, if feasible, be deemed to be modified to be within the limits of enforceability or validity. However, if the offending provision cannot be so modified, it shall be null and void with respect to the particular person or circumstance, and all other provisions of this resolution in all other respects, and the offending provision with respect to all other persons and all other circumstances, shall remain valid and enforceable.

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

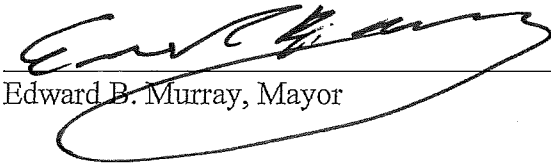
Section 10. Section Headings. Section headings in this resolution are used for convenience only and shall not constitute a substantive portion of this resolution.

ADOPTED by the City Council this 6th day of June, 2017, and signed by me in open session in authentication of its adoption this 6th day of June, 2017.



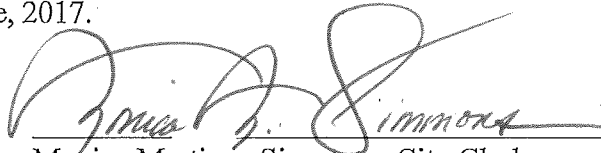
President of the City Council

The Mayor concurred this 16 day of June, 2017.



Edward B. Murray, Mayor

Filed by me this 16th day of June, 2017.



Monica Martinez Simmons, City Clerk

(SEAL)

LIST OF EXHIBITS

- | | |
|-----------|--|
| Exhibit A | Identification of Refunded Bonds |
| Exhibit B | Official Notice of Bond Sale |
| Exhibit C | Printed Version of All Electronic Bids |

EXHIBIT A
IDENTIFICATION OF REFUNDED BONDS

Drainage and Wastewater Revenue and Refunding Bonds, 2006
(Dated November 1, 2006)

Maturity (August 1)	Principal Amount Redeemed	Interest Rate	CUSIP No.
2018	\$ 5,255,000	5.000%	812631FA2
2019	5,525,000	5.000	812631FB0
2020	2,180,000 ⁽²⁾	5.000	812631LW7
2021	2,290,000 ⁽²⁾	5.000	812631LX5
2022	2,410,000 ⁽²⁾	5.000	812631LY3
2023	2,530,000 ⁽²⁾	5.000	812631LZ0
2024	2,665,000 ⁽²⁾	5.000	812631MA4
2025	2,800,000 ⁽²⁾	5.000	812631MB2
2026	4,645,000	4.375	812631FJ3
2029 ⁽¹⁾	15,400,000	5.000	812631FK0
2032 ⁽¹⁾	6,515,000	4.500	812631FL8
2037 ⁽¹⁾	13,005,000	4.500	812631FM6

⁽¹⁾ Term Bonds

⁽²⁾ Portion of this maturity previously refunded; represents unrefunded portion

EXHIBIT B

OFFICIAL NOTICE OF BOND SALE

OFFICIAL NOTICE OF BOND SALE

\$239,915,000⁽¹⁾

THE CITY OF SEATTLE, WASHINGTON
DRAINAGE AND WASTEWATER SYSTEM IMPROVEMENT AND REFUNDING REVENUE BONDS, 2017

Electronic bids for the purchase of The City of Seattle Drainage and Wastewater System Improvement and Refunding Revenue Bonds, 2017 (the "Bonds"), will be received by The City of Seattle, Washington (the "City"), by the Director of Finance via the PARITY Electronic Bid Submission System ("Parity"), in the manner described below on

JUNE 6, 2017, 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 bids will not be accepted.

No bid will be received after the cut-off time for receiving bids specified above. 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. 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 6, 2017. 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 5, 2017. 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.

(1) Preliminary, subject to change.

1

2

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@syer.com</i>

DESCRIPTION OF THE BONDS

Bond Details

The Bonds will be dated the date of their initial delivery. Interest on the Bonds is payable semiannually on each January 1 and July 1, beginning January 1, 2018.

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 July 1, 2028, shall be retired as shown in the table below as serial bonds maturing in such year or as sinking fund requirements 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.

Serial Maturities		Serial Maturities	
Years	or Sinking Fund	Years	or Sinking Fund
(July 1)	Requirements ⁽¹⁾	(July 1)	Requirements ⁽¹⁾
2018	\$ 7,915,000	2033	\$ 7,805,000 ⁽²⁾
2019	8,390,000	2034	8,115,000 ⁽²⁾
2020	5,275,000	2035	8,440,000 ⁽²⁾
2021	5,535,000	2036	8,775,000 ⁽²⁾
2022	5,815,000	2037	9,125,000 ⁽²⁾
2023	6,100,000	2038	7,180,000 ⁽²⁾
2024	6,415,000	2039	7,470,000 ⁽²⁾
2025	6,730,000	2040	7,765,000 ⁽²⁾
2026	8,745,000	2041	8,075,000 ⁽²⁾
2027	9,185,000	2042	8,400,000 ⁽²⁾
2028	9,650,000 ⁽²⁾	2043	8,735,000 ⁽²⁾
2029	10,040,000 ⁽²⁾	2044	9,085,000 ⁽²⁾
2030	6,935,000 ⁽²⁾	2045	9,450,000 ⁽²⁾
2031	7,215,000 ⁽²⁾	2046	9,825,000 ⁽²⁾
2032	7,505,000 ⁽²⁾	2047	10,220,000 ⁽²⁾

(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 sinking fund requirements of Term Bonds.

Redemption

Optional Redemption. The Bonds maturing on and before July 1, 2027, are not subject to redemption prior to maturity. The City reserves the right and option to redeem Bonds maturing on and after July 1, 2028, prior to their stated maturity dates at any time on or after July 1, 2027, 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 sinking fund requirements. 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 Drainage and Wastewater System, to make a deposit into the Reserve Subaccount, to refund, subject to market conditions, certain outstanding obligations of the Drainage and Wastewater 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 Drainage and Wastewater System (including all utility local improvement district assessments pledged to Parity Bonds) and by money in the Parity Bond Account and subaccounts therein (including the Reserve Subaccount). Net Revenue is pledged to make the payments into the Parity Bond Account and the Reserve Subaccount required by the Bond Legislation, which pledge constitutes a charge and lien upon such Net Revenue prior and superior to all other

1

2

liens and charges whatsoever. The Bonds are 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 Drainage and Wastewater 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 July 1, 2028, and no interest rate greater than 5% is allowed for any maturity of the Bonds. No more than one interest rate 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 106% of the par value of the Bonds nor more than an amount equal to 119% of the par value of the Bonds. For the purpose of this paragraph, "price" means the lesser of the price to the redemption date, if any, or the price to 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 \$2,400,000. 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

1
2

apparent successful bidder. Pending delivery of the Bonds, the good faith deposit may be invested for the sole 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. 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 for the Bonds 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 by an amount not to exceed 10% 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 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. If 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 "Aa1" and "AA+" by Moody's Investors Service, Inc. and S&P Global Ratings, 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 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

x

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 has deemed 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 proposal for the Bonds, the successful bidder's designated senior 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 "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, 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 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 from any entity providing bond insurance, reserve insurance, or other credit facility).

DATED at Seattle, Washington, this 25th day of May, 2017.

/s/ Glen M. Lee

Glen M. Lee
Director of Finance

EXHIBIT C

PRINTED VERSION OF ALL ELECTRONIC BIDS

PARITY Result Screen

Page 1 of 1



Parity Calendar

08:04:29 a.m. PDST	Upcoming Calendar	Overview	Compare	Summary
--------------------	-------------------	----------	---------	---------

Bid Results

Seattle
\$239,915,000 Drainage and Wastewater System Improvement
and Refunding Revenue Bonds, 2017

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

Bid Award*	Bidder Name	TIC
☒ Reoffering	PNC Capital Markets	3.149325
☐	Bank of America Merrill Lynch	3.154708
☐	J.P. Morgan Securities LLC	3.160110
☐	Wells Fargo Bank, National Association	3.163999
☐	Citigroup Global Markets Inc.	3.164582
☐	Morgan Stanley & Co. LLC	3.165027

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

© 1991-2002 i-Deal LLC. All rights reserved. Trademarks

1
2

PARITY Reoffering

Page 1 of 1



Parity Calendar

Result

PNC Capital Markets's Reoffering Scale



Seattle
\$239,915,000 Drainage and Wastewater System Improvement
and Refunding Revenue Bonds, 2017

Maturity Date	Amount \$	Coupon %	Yield %	Dollar Price	Call Date
07/01/2018	7,915M	5.0000	0.8300	104.178	
07/01/2019	8,390M	4.0000	0.9200	106.114	
07/01/2020	5,275M	4.0000	1.0000	108.868	
07/01/2021	5,535M	5.0000	1.1400	115.081	
07/01/2022	5,815M	5.0000	1.2700	118.043	
07/01/2023	6,100M	5.0000	1.3800	120.803	
07/01/2024	6,415M	5.0000	1.5000	123.201	
07/01/2025	6,730M	5.0000	1.6500	125.034	
07/01/2026	8,745M	5.0000	1.8300	126.216	
07/01/2027	9,185M	5.0000	1.9300	127.818	
07/01/2028	9,650M	4.0000	2.0500	117.563	07/01/2027
07/01/2029	10,040M	4.0000	2.2500	115.604	07/01/2027
07/01/2030	6,935M	4.0000	2.3800	114.351	07/01/2027
07/01/2031	7,215M	4.0000	2.5000	113.208	07/01/2027
07/01/2032	7,505M	4.0000	2.6200	112.079	07/01/2027
07/01/2033	7,805M	4.0000	2.7100	111.241	07/01/2027
07/01/2034	8,115M	4.0000	2.7900	110.502	07/01/2027
07/01/2035	8,440M	4.0000	2.8600	109.860	07/01/2027
07/01/2036	8,775M	4.0000	2.9100	109.405	07/01/2027
07/01/2037	9,125M	4.0000	2.9500	109.042	07/01/2027
07/01/2038	7,180M	4.0000	3.1200	107.514	07/01/2027
07/01/2039	7,470M	4.0000	3.1400	107.336	07/01/2027
07/01/2040	7,765M	4.0000	3.1600	107.159	07/01/2027
07/01/2041	8,075M	4.0000	3.1700	107.070	07/01/2027
07/01/2042	8,400M	4.0000	3.1800	106.981	07/01/2027
07/01/2043					
07/01/2044					
07/01/2045					
07/01/2046					
07/01/2047	47,315M	4.0000	3.1900	106.893	07/01/2027

Accrued Interest: \$0.00

Gross Production: \$268,790,643.85

© 1991-2002 i-Deal LLC. All rights reserved. Trademarks

file:///C:/Users/cnevins/Desktop/Seattle%20Drainage%202017/PNC%20Reoffering.html

6/6/2017

Exhibit C - 2

1
2

PARITY Bid Form

Page 1 of 1



Parity Calendar

Upcoming Calendar	Overview	Result	Excel
-------------------	----------	--------	-------

PNC Capital Markets - Philadelphia, PA's Bid



Seattle

**\$239,915,000 Drainage and Wastewater System Improvement
and Refunding Revenue Bonds, 2017**

For the aggregate principal amount of \$239,915,000.00, we will pay you \$267,603,064.60, 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 %
07/01/2018	7,915M	5.0000
07/01/2019	8,390M	4.0000
07/01/2020	5,275M	4.0000
07/01/2021	5,535M	5.0000
07/01/2022	5,815M	5.0000
07/01/2023	6,100M	5.0000
07/01/2024	6,415M	5.0000
07/01/2025	6,730M	5.0000
07/01/2026	8,745M	5.0000
07/01/2027	9,185M	5.0000
07/01/2028	9,650M	4.0000
07/01/2029	10,040M	4.0000
07/01/2030	6,935M	4.0000
07/01/2031	7,215M	4.0000
07/01/2032	7,505M	4.0000
07/01/2033	7,805M	4.0000
07/01/2034	8,115M	4.0000
07/01/2035	8,440M	4.0000
07/01/2036	8,775M	4.0000
07/01/2037	9,125M	4.0000
07/01/2038	7,180M	4.0000
07/01/2039	7,470M	4.0000
07/01/2040	7,765M	4.0000
07/01/2041	8,075M	4.0000
07/01/2042	8,400M	4.0000
07/01/2043		
07/01/2044		
07/01/2045		
07/01/2046		
07/01/2047	47,315M	4.0000

Total Interest Cost: \$160,456,175.00
Premium: \$27,688,064.60
Net Interest Cost: \$132,768,110.40
TIC: 3.149325
Time Last Bid Received On: 06/06/2017 7:44:44 PDST

file:///C:/Users/cnevins/Desktop/Seattle%20Drainage%202017/PARITY%20Bid%20Form.... 6/6/2017

Exhibit C - 3

PARITY Bid Form

Page 1 of 1



Parity Calendar

Upcoming Calendar	Overview	Result	Excel
-------------------	----------	--------	-------

Bank of America Merrill Lynch - New York, NY's Bid

PARITY

Seattle

**\$239,915,000 Drainage and Wastewater System Improvement
and Refunding Revenue Bonds, 2017**

For the aggregate principal amount of \$239,915,000.00, we will pay you \$269,636,771.74, 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 %
07/01/2018	7,915M	5.0000
07/01/2019	8,390M	5.0000
07/01/2020	5,275M	5.0000
07/01/2021	5,535M	5.0000
07/01/2022	5,815M	5.0000
07/01/2023	6,100M	5.0000
07/01/2024	6,415M	5.0000
07/01/2025	6,730M	5.0000
07/01/2026	8,745M	5.0000
07/01/2027	9,185M	5.0000
07/01/2028	9,650M	5.0000
07/01/2029	10,040M	5.0000
07/01/2030	6,935M	4.0000
07/01/2031	7,215M	4.0000
07/01/2032	7,505M	4.0000
07/01/2033	7,805M	4.0000
07/01/2034	8,115M	4.0000
07/01/2035	8,440M	4.0000
07/01/2036	8,775M	4.0000
07/01/2037	9,125M	4.0000
07/01/2038	7,180M	4.0000
07/01/2039	7,470M	4.0000
07/01/2040	7,765M	4.0000
07/01/2041	8,075M	4.0000
07/01/2042	8,400M	4.0000
07/01/2043		
07/01/2044		
07/01/2045		
07/01/2046		
07/01/2047	47,315M	4.0000

Total Interest Cost: \$163,051,304.58
Premium: \$29,721,771.74
Net Interest Cost: \$133,329,532.84
TIC: 3.154708
Time Last Bid Received On: 06/06/2017 7:44:36 PDST

file:///C:/Users/cnevins/Desktop/Seattle%20Drainage%202017/BAML.html

6/6/2017

Exhibit C - 4

1
2

PARITY Bid Form

Page 1 of 1



Parity Calendar

Upcoming Calendar	Overview	Result	Excel
-------------------	----------	--------	-------

J.P. Morgan Securities LLC - New York, NY's Bid



Seattle

**\$239,915,000 Drainage and Wastewater System Improvement
and Refunding Revenue Bonds, 2017**

For the aggregate principal amount of \$239,915,000.00, we will pay you \$271,906,478.68, 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 %
07/01/2018	7,915M	5.0000
07/01/2019	8,390M	5.0000
07/01/2020	5,275M	5.0000
07/01/2021	5,535M	5.0000
07/01/2022	5,815M	5.0000
07/01/2023	6,100M	5.0000
07/01/2024	6,415M	5.0000
07/01/2025	6,730M	5.0000
07/01/2026	8,745M	5.0000
07/01/2027	9,185M	5.0000
07/01/2028	9,850M	5.0000
07/01/2029	10,040M	5.0000
07/01/2030	6,935M	5.0000
07/01/2031	7,215M	5.0000
07/01/2032	7,505M	5.0000
07/01/2033	7,805M	4.0000
07/01/2034	8,115M	4.0000
07/01/2035	8,440M	4.0000
07/01/2036	8,775M	4.0000
07/01/2037	9,125M	4.0000
07/01/2038	7,180M	4.0000
07/01/2039	7,470M	4.0000
07/01/2040	7,765M	4.0000
07/01/2041	8,075M	4.0000
07/01/2042	8,400M	4.0000
07/01/2043		
07/01/2044		
07/01/2045		
07/01/2046		
07/01/2047	47,315M	4.0000

Total Interest Cost: \$166,090,509.17
Premium: \$31,991,478.68
Net Interest Cost: \$134,099,030.49
TIC: 3.160110
Time Last Bid Received On: 06/06/2017 7:44:39 PDST

file:///C:/Users/cnevins/Desktop/Seattle%20Drainage%202017/JP%20Morgan.html

6/6/2017

Exhibit C - 5

1
2

PARITY Bid Form

Page 1 of 1



Parity Calendar

Upcoming Calendar	Overview	Result	Excel
-------------------	----------	--------	-------

Wells Fargo Bank, National Association - Charlotte, NC's Bid



Seattle
\$239,915,000 Drainage and Wastewater System Improvement
and Refunding Revenue Bonds, 2017

For the aggregate principal amount of \$239,915,000.00, we will pay you \$271,784,762.57, 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 %
07/01/2018	7,915M	5.0000
07/01/2019	8,390M	5.0000
07/01/2020	5,275M	5.0000
07/01/2021	5,535M	5.0000
07/01/2022	5,815M	5.0000
07/01/2023	6,100M	5.0000
07/01/2024	6,415M	5.0000
07/01/2025	6,730M	5.0000
07/01/2026	8,745M	5.0000
07/01/2027	9,185M	5.0000
07/01/2028	9,650M	5.0000
07/01/2029	10,040M	5.0000
07/01/2030	6,935M	5.0000
07/01/2031	7,215M	5.0000
07/01/2032	7,505M	5.0000
07/01/2033	7,805M	4.0000
07/01/2034	8,115M	4.0000
07/01/2035	8,440M	4.0000
07/01/2036	8,775M	4.0000
07/01/2037	9,125M	4.0000
07/01/2038	7,180M	4.0000
07/01/2039	7,470M	4.0000
07/01/2040	7,765M	4.0000
07/01/2041	8,075M	4.0000
07/01/2042	8,400M	4.0000
07/01/2043	8,735M	4.0000
07/01/2044		
07/01/2045		
07/01/2046		
07/01/2047	38,580M	4.0000

Total Interest Cost: \$166,090,509.17
Premium: \$31,869,762.57
Net Interest Cost: \$134,220,746.60
TIC: 3.163999
Time Last Bid Received On: 06/06/2017 7:44:42 PDST

file:///C:/Users/cnevins/Desktop/Seattle%20Drainage%202017/Wells.html

6/6/2017

Exhibit C - 6

1
2

PARITY Bid Form

Page 1 of 1



Parity Calendar

Upcoming Calendar	Overview	Result	Excel
-------------------	----------	--------	-------

Citigroup Global Markets Inc. - New York, NY's Bid



Seattle

**\$239,915,000 Drainage and Wastewater System Improvement
and Refunding Revenue Bonds, 2017**

For the aggregate principal amount of \$239,915,000.00, we will pay you \$270,875,376.95, 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 %
07/01/2018	7,915M	5.0000
07/01/2019	8,390M	5.0000
07/01/2020	5,275M	5.0000
07/01/2021	5,535M	5.0000
07/01/2022	5,815M	5.0000
07/01/2023	6,100M	5.0000
07/01/2024	6,415M	5.0000
07/01/2025	6,730M	5.0000
07/01/2026	8,745M	5.0000
07/01/2027	9,185M	5.0000
07/01/2028	9,650M	5.0000
07/01/2029	10,040M	5.0000
07/01/2030	6,935M	5.0000
07/01/2031	7,215M	5.0000
07/01/2032	7,505M	4.0000
07/01/2033	7,805M	4.0000
07/01/2034	8,115M	4.0000
07/01/2035	8,440M	4.0000
07/01/2036	8,775M	4.0000
07/01/2037	9,125M	4.0000
07/01/2038	7,180M	4.0000
07/01/2039	7,470M	4.0000
07/01/2040	7,765M	4.0000
07/01/2041	8,075M	4.0000
07/01/2042	8,400M	4.0000
07/01/2043		
07/01/2044		
07/01/2045		
07/01/2046		
07/01/2047	47,315M	4.0000

Total Interest Cost: \$164,964,133.75
Premium: \$30,960,376.95
Net Interest Cost: \$134,003,756.80
TIC: 3.164582
Time Last Bid Received On: 06/06/2017 7:44:44 PDST

file:///C:/Users/cnevin/Desktop/Seattle%20Drainage%202017/Cti.html

6/6/2017

Exhibit C - 7



Parity Calendar

Upcoming Calendar	Overview	Result	Excel
-------------------	----------	--------	-------

Morgan Stanley & Co, LLC - New York , NY's Bid



Seattle

**\$239,915,000 Drainage and Wastewater System Improvement
and Refunding Revenue Bonds, 2017**

For the aggregate principal amount of \$239,915,000.00, we will pay you \$270,050,204.06, 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 %
07/01/2018	7,915M	5.0000
07/01/2019	8,390M	5.0000
07/01/2020	5,275M	5.0000
07/01/2021	5,535M	5.0000
07/01/2022	5,815M	5.0000
07/01/2023	6,100M	5.0000
07/01/2024	6,415M	5.0000
07/01/2025	6,730M	5.0000
07/01/2026	8,745M	5.0000
07/01/2027	9,185M	5.0000
07/01/2028	9,650M	5.0000
07/01/2029	10,040M	5.0000
07/01/2030	6,935M	5.0000
07/01/2031	7,215M	4.0000
07/01/2032	7,505M	4.0000
07/01/2033	7,805M	4.0000
07/01/2034	8,115M	4.0000
07/01/2035	8,440M	4.0000
07/01/2036	8,775M	4.0000
07/01/2037	9,125M	4.0000
07/01/2038	7,180M	4.0000
07/01/2039	7,470M	4.0000
07/01/2040	7,765M	4.0000
07/01/2041	8,075M	4.0000
07/01/2042	8,400M	4.0000
07/01/2043	8,735M	4.0000
07/01/2044		
07/01/2045		
07/01/2046		
07/01/2047	38,580M	4.0000

Total Interest Cost: \$163,953,432.50
Premium: \$30,135,204.06
Net Interest Cost: \$133,818,228.44
TIC: 3.165027
Time Last Bid Received On: 06/06/2017 7:44:53 PDST

STATE OF WASHINGTON -- KING COUNTY

--SS.

351464

No.

CITY OF SEATTLE, CLERKS OFFICE

Affidavit of Publication

The undersigned, on oath states that he is an authorized representative of The Daily Journal of Commerce, a daily newspaper, which newspaper is a legal newspaper of general circulation and it is now and has been for more than six months prior to the date of publication hereinafter referred to, published in the English language continuously as a daily newspaper in Seattle, King County, Washington, and it is now and during all of said time was printed in an office maintained at the aforesaid place of publication of this newspaper. The Daily Journal of Commerce was on the 12th day of June, 1941, approved as a legal newspaper by the Superior Court of King County.

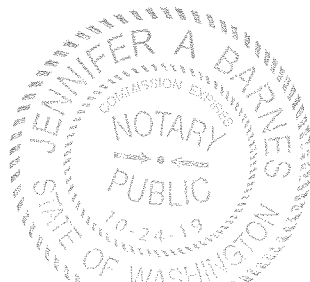
The notice in the exact form annexed, was published in regular issues of The Daily Journal of Commerce, which was regularly distributed to its subscribers during the below stated period. The annexed notice, a

CT:RESOLUTION 31756

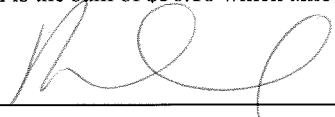
was published on

06/30/17

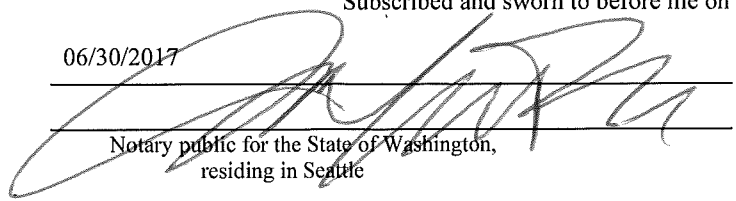
The amount of the fee charged for the foregoing publication is the sum of \$56.18 which amount has been paid in full.



Affidavit of Publication


Subscribed and sworn to before me on

06/30/2017


Notary public for the State of Washington,
residing in Seattle

State of Washington, King County

City of Seattle

The full text of the following legislation,
passed by the City Council

On June 6, 2017, and published below by
title only, will be mailed

upon request, or can be accessed at <http://seattle.legistar.com>. For

information on upcoming meetings of the
Seattle City Council, please

visit <http://www.seattle.gov/council/calendar>.

Resolution 31756

A RESOLUTION relating to contracting indebtedness; confirming, ratifying and approving certain terms of the issuance and sale of The City of Seattle, Washington, Drainage and Wastewater System Improvement and Refunding Revenue Bonds, 2017, for the purposes set forth in Ordinance 125297 and in Ordinance 124338, as amended by Ordinance 124914; confirming, ratifying and approving actions taken and to be taken to provide for the refunding of certain outstanding bonds of the Drainage and Wastewater 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.

Date of publication in the Seattle Daily
Journal of Commerce, June 30, 2017.

6/30(351464)