

# Jefferson County Debt Policy

Certified 6/30/2014  
Adopted 7/22/2014

## **Section I. Introduction**

### ***Purpose and Overview***

The Debt Policy for Jefferson County is established to help ensure that all debt is issued both prudently and cost effectively. The Debt Policy sets forth comprehensive guidelines for the issuance and management of all financings of Jefferson County. Adherence to the policy is essential to ensure that the County maintains a sound debt position and protects the credit quality of its obligations.

### ***Roles and Responsibilities***

In accordance with RCW 36.48.070, the ***Finance Committee*** (consisting of the Treasurer as Chairperson, the Auditor as Secretary, and the Chair of the County Legislative Authority, and referred to hereafter the "Finance Committee" or "Committee") has been established. It shall be the duty of this committee to approve the County debt policy and to make appropriate rules and regulations for the carrying out of the provisions of RCW 36.48.010 through 36.48.060 not inconsistent with the law. In accordance with State law, the Committee shall adopt a Debt Policy, (chapter 36.48.070 RCW) which shall be reviewed and updated at least every four years.

The ***County Commissioners*** shall initiate all debt issuance upon request of the County Administrator. Any debt issued by the County shall be incurred in accordance with a Resolution adopted by the County Commissioners (chapter 39.46 RCW).

The ***County Administrator*** shall make a recommendation to the County Council on all requests for action on financing based on requests from elected officials or department heads or in accordance with the County's Capital Improvement Plan (CIP). The County Administrator shall determine if long-term debt needs to be issued and if so, will select a debt repayment term that is less than or equal to the expected useful life of the facility/project. The Administrator will determine the amount of net proceeds required and whether the debt will be voted general obligation bonds or limited tax general obligation bonds. See Section IV for additional types of debt.

The County shall develop a Capital Improvement Plan (CIP) that lists the capital projects and needs of the County for a five year period, to be reviewed and updated biennially. The plan shall include a description of each project or need identified, the projected cost and timing of the project, and preliminary sources of funds identified for payment of the project.

Priorities shall be established based upon (1) the need for the project, in order to provide required County services, (2) availability of funding or debt repayment source, and (3) availability of staff to carry out the project in the time frames specified.

The ***County Administrator*** shall coordinate the biennial update of the CIP.

The ***County Administrator and the County Treasurer*** shall provide the activities and services required for the issuance of debt, in consultation with required professionals and other service providers. They will represent the County to the rating agencies.

The *County Administrator* shall inform the County's Finance Committee of all debt issuance plans and the status of financings in process.

The *County Treasurer* shall coordinate the debt issuance activities and shall ensure that all debt service items are included in the biennial budget.

The *County Treasurer* shall be notified at least 30 days in advance of authorization of the issuance of bonds or the incurrence of other certificates of indebtedness (chapter 39.46.110 RCW). The Treasurer shall select the financial advisor and the bond underwriter; determine best method of sale for each issue; act as Jefferson County's liaison to the selected financial advisor and/or bond underwriter; provide the County Administrator with appropriate information for Commissioner's agenda items necessary to adopt the debt issue resolution; and represent the County at bond closings.

The *County Treasurer* shall receive any bond proceeds on behalf of the County and shall provide for the timely payment of principal of and interest on all debt; ensure that the fiscal agent receives funds for payment of debt service on or before the payment date; and the payment of the County's debt service.

The *County Treasurer and County Administrator* shall supply all necessary financial information for the debt issue; and prepare or review, and sign disclosure documents, such as official statements and continuing disclosures. The *County Treasurer* shall be responsible for continuing disclosure requirements. The County shall provide certain financial and operating information annually to the Municipal Securities Rulemaking Board (the "MSRB") and provide notice to the MSRB of certain events pursuant to any Continuing Disclosure undertakings entered into with Underwriters per 15c2-12 regulations.

The *County Treasurer and County Administrator* shall monitor Jefferson County's financial status. On an ongoing basis, the *County Treasurer and County Administrator* shall also evaluate the impact of capital spending, operations, and debt service on the financial condition of the County. If a "material event" occurs or if there is a likelihood that a material event will occur, the County Administrator will immediately notify the Treasurer, County Administrator and County Commissioners of the circumstances.

The County's *Prosecuting Attorney working with the County Treasurer* shall appoint Bond Counsel (RCW 36.27.020 and RCW 36.27.040)

## **Section II. Ethical Standards Governing Conduct**

The County Commissioners, the County Administrator, the members of the Finance Committee, and the Prosecuting Attorney shall adhere to standards of conduct as stipulated by the following:

*Jefferson County personnel Policy Chapter 4; Code of Ethics and Appendix B  
Public Disclosure Act, chapter 42.17 RCW; and  
Ethics in Public Service Act, chapter 42.52 RCW.*

### **Section III. Credit Objectives**

The County will seek to maintain a credit rating or ratings for all categories of debt that will not compromise delivery of basic County services and achievement of the County's policy objectives. It shall be the County's goal to maintain at least one long-term general obligation bond rating in the "AA" category. Any change to the minimum credit quality level goal for the County shall be established by the County Commissioners by resolution.

Consistent with maintenance of its current "AA" general obligation rating, the County shall maintain an undesignated balance in its general fund (or any related reserve fund that may be created for this purpose), at least equal to 10% of its budgeted general fund revenues. Additional policies intended to support the maintenance of the County's current ratings are contained throughout this Debt Policy and include:

- 1) Length of debt and payback goals;
- 2) Purpose, type and use of debt; and
- 3) Capital Improvement Plan.

### **Section IV. Legal Governing Principles, Type, Purpose and Use of Debt**

#### **Legal Governing Principles**

In the issuance and management of debt, Jefferson County shall comply with the state constitution and with all other legal requirements imposed by federal, state, and local rules and regulations, as applicable.

***State Statutes*** – Jefferson County may contract indebtedness as provided for by RCW 39.46. Indebtedness is subject to the limitations on indebtedness provided for in RCW 39.52 and Article VIII of the Washington State Constitution. Bonds evidencing such indebtedness shall be issued and sold in accordance with RCW chapter 39.46.

***Federal Rules and Regulations*** - The County shall issue and manage debt in accordance with the limitations and constraints imposed by federal rules and regulations, including Internal Revenue Code of 1986, as amended; the Treasury Department regulations there under; and the Securities Acts of 1933 and 1934.

***Local Rules and Regulations*** - The County shall issue and manage debt in accordance with the limitations and constraints imposed by local statutes, charters, resolutions, rules and regulations.

#### **Permitted Debt by Type**

The County may legally issue debt using only the debt instruments described below. Each financing option requires the formal approval of the County Commissioners through a resolution.

***Unlimited Tax General Obligation Debt*** is backed by the full faith and credit of the County and is secured by general fund revenues and voted excess tax levies collected by the County.

**Limited Tax General Obligation Debt** is secured by regular tax levies and revenues, and includes all types of obligations whether lease-purchase, financing contracts, loans, bond or other payment obligations. Rental leases are not considered debt, but financing leases are. Any financing of the County completed through the LOCAL Program (discussed below) will constitute general obligation debt.

**Revenue Bonds** - The County is authorized to sell Revenue Bonds by County Commissioner's resolution, in accordance with Section 3.16 of the County Code. Debt service coverage, reserve levels and other covenants associated with the issuance of revenue bonds will be determined on a case by case basis in consultation with the County's financial advisor and/or underwriter with the goal of providing sufficient protection to the County and bond market acceptance.

**Special Assessment Bonds** -The County is authorized to sell assessment-backed obligations, based on the formation of special districts such as road improvement districts (RIDs) and local improvement districts (LIDs) the formation of which is detailed under chapter 36.88 RCW, subject to the approval of the County Commissioners.

**Local Option Capital Asset Lending (LOCAL) Program Debt** - The County is authorized to enter into a financing contract with the Office of the State Treasurer under chapter 39.94 RCW, subject to the approval of the County Commissioners.

**Lease Purchase, Certificates of Participation (COPS), or Other Financing Contracts** - The County is authorized to enter into capital leases subject to the approval of the County Commissioners. These represent general obligations of the County. Other financing contracts include property acquired subject to real estate contract.

**Short Term Debt** – The County is authorized to sell short term debt under Chapter 39.50 RCW, subject to the approval of the Board of Commissioners. Short term obligations can take the form of bond anticipation notes, tax anticipation notes, revenue anticipation notes, grant anticipation notes, a bank line of credit, or registered warrants (Chapter 39.50 RCW).

**Variable Rate Obligations**– The County is authorized to sell obligations with variable interest rates under Chapter 39.60 RCW, subject to the approval of the Board of Commissioners. (Chapter 39.60 RCW)”

**Purpose for Borrowing**

The County shall issue long-term debt solely for the purpose design, acquisition and construction of capital projects, and acquisition of other capital items, as defined in the Capital Improvement Plan.

**Unlimited Tax General Obligation Bonds** –The County shall use Unlimited Tax General Obligation Bonds for capital purposes, when the project has broad support by the County's residents, or the use of an excess tax levy is necessary for debt service payments.

**Limited Tax General Obligation Bonds** –The County shall use Limited Tax General Obligation Bonds for general county purposes, when a specified repayment source has been identified within existing revenue sources, through new revenue sources, or in the event of an emergency.

**Revenue Bonds** -The County shall use Revenue Bonds for the purpose financing construction or improvements to facilities of enterprise systems operated by the County, in accordance with a system and plan of improvements. The enterprise systems must be an established system legally authorized for operation by the County.

**Special Assessment Bonds** -The County shall use Special Assessment Bonds to finance projects that will provide special benefit to certain property owners.

**Local Option Capital Asset Lending (LOCAL) Program Debt** – The County shall use LOCAL Program Debt as it allows pooling of smaller equipment financing and certain real estate project needs into larger offerings of securities, and allows local government agencies the ability to finance equipment needs through the State Treasurer's office, subject to existing debt limitations and financial consideration. Participants in the LOCAL Program benefit from lower borrowing costs due to efficiencies in costs of issuance, and low rates of interest due to the program credit rating of Moody's Aa2 (as of January 2013). The LOCAL Program should be given priority consideration because of the savings realized by utilizing the program.

**Lease Purchase, Certificates of Participation (COPS), or Other Financing Contracts -- In addition to LOCAL**, the County shall consider other lease purchase or other financing contracts when deemed to be cost effective.

**Short Term Debt** – The County shall use Short Term Debt (obligations of less than 1 year) to provide interim financing for capital projects (in conjunction with the development of a long term financing plan) and to provide necessary liquidity.

To manage Jefferson County's cash flow, the County Treasurer may make loans with a term of twelve months or less to any Jefferson County fund from another Fund. The Treasurer may make loans from any Jefferson County fund from another fund with a term of greater than twelve months with County Commissioners' approval.

#### **Limitations**

The County shall issue debt with an average life less than or equal to the useful life of the assets being financed. In no case will the term of any financing exceed the life of the asset being financed. Unless otherwise stated in law, the final maturity of the debt shall be no longer than 40 years (RCW 39.46.110).

**Unlimited Tax General Obligation Debt** is payable from excess tax levies and is subject to voter approval. Any proposition for UTGO debt must be approved by 60% of the voters casting a vote and the total number of ballots cast must be at least equal to 40% of the total number of voters voting in the last general county or state election (chapter 39.40 RCW). Total GO debt (including limited and unlimited tax) is subject to a statutory limitation of 2.5% of the County's assessed value (chapter 39.36.020 RCW).

**Limited Tax General Obligation Debt** LTGO debt is subject to a statutory limitation of 1.5% of the County's assessed value (chapter 39.36.020 RCW).

The amount of limited tax debt outstanding will not exceed 35% of the statutory debt limitation unless required to meet an emergency requirement caused by natural disaster, legal judgment or similar unplanned events.

**Revenue Obligations** There are no legal limits to the amount of revenue bonds the County can issue, but there are practical limits to the County's ability to repay obligations (chapter 36.67.570 RCW). Revenue bonds are generally subject to certain tests and requirements, including (1) establishment and maintenance of a debt service reserve fund (generally equal to average annual debt service), (2) rates and charges must provide net revenue after payment of operating expenses equal to a multiple of a minimum 1.25 times the debt service requirement, recognizing that from time to time the multiple may need to be higher than 1.5 times depending on the type and purpose of the enterprise and debt. Additional covenants and pledges must be made for the benefit of bondholders. The County will not incur Revenue obligations without first ensuring the ability of an enterprise system to consistently meet any pledges and covenants customarily required by investors in such obligations, during the term of the obligation.

**Assessment-backed Obligations** The benefiting property owners are charged an assessment based upon a formula developed to fairly reflect the benefit received by each property owner in the assessment district. In the event of annexation of property from the County, the property owners will still be responsible for payment of assessments. There are detailed statutes for the formation of assessment districts and assessing property, which contain specific timeframes for notice and conducting public hearings (chapter 36.88 RCW). The County will form road improvement districts (RIDs) or local improvement districts (LIDs) upon petition of benefiting property owner, unless the County Commissioners determine to establish the districts by resolution.

The County Administrator and County Treasurer shall be provided with enough detail to determine the size, timing and characteristics of the project and any contribution the County is providing to the cost of the improvements. No assessment district in which there is undeveloped land, land owned by governmental entities, land designated as "open space," or a concentration of ownership in a few property owners, will be formed without review by the County's financial advisor or underwriter, and bond counsel.

**The LOCAL Program** limitations are the same as for general obligations debt.

**Lease Purchase or Other Financing Contracts** limitations are the same as for general obligations debt.

**Short Term Obligations**

Unless otherwise justified, the County operates on a pay-as-you-go basis for operating expenses. The Treasurer is, however, authorized to issue short-term debt in order to manage the County's cash flow circumstances. The issuance of short-term debt may also be warranted if timing or other similar circumstances occur on a long-term debt issue.

In no case will notes or other obligations be entered into for the purpose of funding operating deficits without prior development and review of a long term deficit funding plan. The use of short term financing shall be evaluated by the County Treasurer and compared with the cost of internal financing or interfund loans. All interfund loan resolutions will be reviewed by the County Treasurer to ensure that the appropriate "reimbursement" language is included, the correct fund numbers are used, and to develop the appropriate debt repayment schedule.

## **Section V. Authorized Professional Services**

The Finance Committee shall approve all professional service contracts, unless Commissioners approval is required by County Code Section 3.08.100. Selection of authorized financial professionals should be made through a competitive bid process or a Request for proposal (RFP). The contracts established hereunder shall be authorized without regard to budget limitations. Standards shall be maintained of the highest of ethical standards, which shall include but not be limited to disclosure by the potential professionals of conflicts of interest, persons, firms, or corporations engaged by the professionals to promote their selection by the County, experience in providing the requested professional service, and other criteria that may apply to specific professional services. These professional services include, but are not limited to:

***Bond Counsel*** -All debt issued by the County shall include a written opinion by legal counsel affirming that the County is authorized to issue the proposed debt, that all statutory requirements have been met and a determination of the proposed debt's federal income tax status. This approving opinion and other documents relating to the issuance of debt shall be prepared by a nationally recognized legal firm with extensive experience in public finance and tax issues. The firm selected as bond counsel will be expected to provide the full range of legal services required in connection with the successful issuance and delivery of the bond issues and on-going legal services related to the bond issue. Bond Counsel will be appointed by the Prosecuting Attorney working with the County Treasurer to serve as special prosecutor per RCW 36.27.040.

***Financial Advisor*** – If the Treasurer determines that it is in the best interest of the County to retain a financial advisor, then the Treasurer shall select a financial advisor consistent with the County's general authority to contract. The financial advisor shall have comprehensive municipal debt experience, including debt structuring and pricing of municipal securities. The County requires that the financial advisor to act in compliance with the MSRB's Rule G-23 (activities of Financial Advisors).

***Underwriter*** - For negotiated sales, the Treasurer will select an underwriter, consistent with the County's general authority to contract, taking into account the type of issue, experience offered and other relevant criteria. The selection of underwriter may be for an individual bond issue, series of financings, or a specified time period, as determined by the Treasurer. The underwriter shall have sufficient capitalization and experience to serve as underwriter for the County.

***Fiscal Agent*** - The County Treasurer will appoint the Fiscal Agent (chapter 39.44.130

RCW) and may, at his/her sole discretion, serve as registrar for very small issues or those privately placed with investors. Neither the County or special purpose districts can obligate the County Treasurer to serve as registrar without prior written approval of the Treasurer.

**Other Service Providers** – other professional services such as verification agent, escrow agent or arbitrage rebate calculation firm shall be appointed by the County Treasurer, and are considered incidental to undertaking the issuance of debt.

## Section VI. Debt Issuance

**Maturity Structure** - In no case will the term of any financing exceed the life of the asset being financed. The term of financing shall also take into account the repayment source when one is specifically identified.

Debt issued by the County should be structured to provide level annual debt service, although assessment-backed bonds may use equal annual principal. Certain debt supported by a unique revenue stream may be structured to match the revenue stream. Deferring the repayment of principal should be avoided except in select instances where it will take a period of time before project revenues are sufficient to pay debt service.

**Method of Sale** - The County Treasurer shall determine the method of sale best suited for each issue of debt. Possible methods of sale are described below.

**Competitive Sale** - Unless otherwise justified and deemed necessary to minimize the costs and risks of County borrowing and time constraints, general obligation fixed rate County debt may be sold by competitive bid. Any competitive sale of County debt will require a Commissioner resolution authorizing the issuance and sale of debt, and terms and conditions of sale.

County debt issued by competitive bid will be sold to the bidder proposing the lowest true interest cost to the County, provided the bid meets all other requirements. A Commissioner resolution will direct the Treasurer to accept the winning bid and to complete the issuance and delivery of the duly authorized debt.

**Negotiated Sale** - The Finance Committee, Financial Advisor or the Treasurer may recommend negotiation of the terms and conditions of the sale for large or complex transactions or for the refunding of debt, when in the best interest of the County. The Treasurer, working with the Finance Committee, and bond counsel, shall be responsible for the negotiations. Any negotiated sale of County debt will require Commissioner resolution.

Negotiation of terms and conditions occurs on all issues of negotiable sales. Guidelines will be based on prevailing terms and conditions in the marketplace for comparable issuers. Following the execution of a purchase contract, the lead underwriter will comply with all Municipal Securities Rulemaking Board regulations governing order priorities and allocations, and submit to the Treasurer a complete and timely account of all orders, allocations, and underwriting activities related to the sale of County debt under its management.

**Private Placement** – The County Treasurer may deem it appropriate, in order to minimize the costs and risks of the County's debt issue, to sell the County's debt obligations through a private placement or limited public offering.

**Credit Enhancement** - For all bond issues, the County may consider the use of credit enhancement. Credit enhancement will only be used when the projected present value benefit is greater than the cost of insurance. The projected present value benefit will be determined by comparing the expected interest cost for the financing both with and without insurance, when discounted by the expected interest rate on the bonds.

For insured debt, the County will not purchase more than one bond rating unless required. For competitive bond sales, the County may make insurance available at the option and expense of bidders. Bidders may choose to purchase additional bond ratings at their own expense.

## **Section VII. Refunding Obligations**

The County Treasurer shall continually review the County's outstanding debt and recommend issues for refunding as market opportunities arise. Debt shall be refinanced only for the purpose of achieving debt service savings, unless required to achieve specific debt management goals of the County.

The County will not refinance debt for the purpose of deferring scheduled debt service, unless unique circumstances are present. The County is aware that refinancing for the purpose of deferring debt service may have an impact on its credit rating.

**Advance refunding** transactions may be completed when net present value savings equal at least 3.5% of the amount of debt being refunded. Advance refunding transactions are those undertaken in advance of the first date on the refunded debt can be called for optional redemption, and require the establishment of an escrow account for the defeasance of the refunded debt. All costs incurred in completing the refunding shall be taken into account when determining the net present value savings.

**Current refunding** transactions shall be considered whenever possible. Current refunding transactions are those undertaken up to 90 days prior to or after the call date on outstanding debt, and provide for immediate redemption and replacement of refunded debt. The savings level required for a current refunding should take into account the number of years remaining on the bonds, within the following general guidelines:

<u>Years Between Refunding and Final Redemption</u>	<u>Present Value Savings Target</u>
1 -2 years	1%
3 -4 years	2%

5-6 years	2.5%
7-9 years	3.5%

The County may purchase its bonds in the open market for the purpose of retiring the obligations, when cost effective.

**Section VIII. Other Duties and Obligations**

**Investment of Bond Proceeds** - Each Bond Resolution will provide for establishment of funds and accounts, which will be designated in advance by the county Treasurer. The County Administrator will give direction to the County Treasurer on the length of time bond proceeds are to be invested. Investments will be made, in accordance with the Jefferson County Investment Policy and procedures established by the County Treasurer.

**Arbitrage and Tax Law Requirements** - Prior to any debt issuance, the County Administrator shall be provided with, or shall prepare, a schedule that shows the expected timing and amount of expenditures to be made from the project fund. This schedule will be provided to Bond Counsel for use in developing an Arbitrage Certificate.

The County Treasurer shall be responsible for compliance with arbitrage reporting and will keep records of investment of bond proceeds and bond funds sufficient to develop calculations required for compliance with arbitrage and other tax law requirements and may retain the services of a qualified professional firm to provide computations relating to potential arbitrage liability of the County.

The County Administrator shall be responsible for compliance with any other tax law requirements.

**Disclosure Documents -**

**Primary market disclosure** - The County Administrator will serve as the focal point for information requests relating to official statements to be used in the initial offering of the County's bonds or notes. The County Administrator will request from relevant departments, information required for disclosure to investors and rating agencies. Each department bears responsibility for the information provided for use in the County's official statements. The County Council will be provided with a copy of the official statement for each issue of debt, and the Chair of the Board will sign a statement attesting to the accuracy and completeness of the information therein.

**Secondary market disclosure** - The County Administrator shall review any proposed undertaking to provide secondary market disclosure, and will provide secondary market disclosure annually, if the County has contracted to provide any.

**Derivative Products**

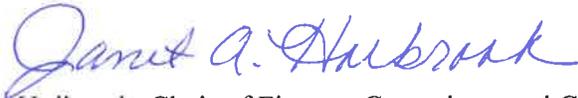
No derivative products will be utilized *unless permitted by law, and not without prior County Commissioner's approval*. No derivative products shall be utilized without an analysis by an independent financial advisor. No derivative products shall be used for the

purpose of interest rate speculation.

**Bond Users Clearinghouse**

The County Treasurer shall ensure that the Bond Users Clearinghouse receives municipal bond information for all debt sold as provided by chapters 39.44.200 through 39.44.240 RCW and Chapter 365-130 WAC. The information requested by RCW 39.44.210 includes but is not limited to: the par value of the bond issue; the effective interest rates; a schedule of maturities; the purposes of the bond issue; cost of issuance information; and the type of bonds that are issued.

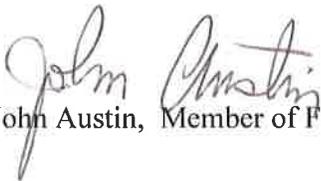
Approved and adopted this 22<sup>nd</sup> day of July 2014, by the Jefferson County Finance Committee.



Janet Holbrook, Chair of Finance Committee and County Treasurer



Donna Eldridge, Secretary Finance Committee and County Auditor



John Austin, Member of Finance Committee and Chair of County Board of Commissioners