

1
2 BOARD OF COUNTY COMMISSIONERS
3 LEWIS COUNTY, WASHINGTON
4

5
6 RE: Formation of Public
7 Facilities District Coextensive with the
8 Boundaries of Lewis County
9

RESOLUTION NO. 07-247

10 A RESOLUTION providing for the creation, powers and governance of a public
11 facilities district to provide for the design, construction, ownership, operation, and/or
12 financing of a public facility, including related parking facilities.
13

14 WHEREAS, Chapter 36.100 RCW (the "County PFD Act") authorizes Lewis
15 County ("the County") to create a public facilities district coextensive with the
16 boundaries of the County for the purposes, among others, of acquiring, constructing,
17 owning, remodeling, maintaining, equipping, reequipping, repairing, operating and/or
18 financing public facility(ies) together with related parking facilities; and
19

20 WHEREAS, a public facilities district is authorized under RCW 36.100.030 to
21 acquire, construct, own, remodel, maintain, equip, reequip, repair, and operate sports
22 facilities, entertainment facilities, convention facilities, or regional centers together with
23 contiguous parking facilities; and
24

25 WHEREAS, the Board of County Commissioners for Lewis County has
26 determined that it is in the best interest of the County and its citizens to provide for the
27 design, construction, ownership, operation and/or financing of a public facility(ies), for
28 purposes including but not limited to, equestrian, rodeo, musical, and other cultural
29 exhibitions, presentations, or performances located within the County to provide a
30 needed public facility(ies) to serve the public and to serve local and regional
31 businesses, community, family entertainment, youth, performance, sport, recreation and
32 athletic organizations, to promote economic development and to further the
33 revitalization of business, financial and commercial interests within the County; and
34

35 WHEREAS, as authorized by the County PFD Act and RCW 82.14.390, and
36 subject to certain restrictions, a public facilities district created by a County before
37 September 1, 2007, in which there are no other public facilities districts and in which the
38 total population in the public facilities district is greater than 70,000, that commences
39 construction of a new regional center before January 1, 2009, may impose solely for
40 regional center purposes, a 0.033 percent (0.033 percent) sales and use tax that is
41 deducted from the amount of the sales and use tax otherwise required to be collected
42 and paid over to the Washington State Department of Revenue under Chapter 82.08
43 and 82.12 RCW; and
44

45 WHEREAS, this additional sales and use tax authorization is taken as a credit
46 against the State portion of the sales and use tax and does not increase the total tax

1 rate paid by the public, and therefore this additional sales and use tax monies would
2 come out of monies that would otherwise go to the State. A copy of the resolution
3 adopting the additional sales and use tax authorized by RCW 82.14.390 will be given to
4 the Department of Revenue at least thirty (30) days prior to the effective date of the tax
5 and the effective date of the tax must be the first of a month; and
6
7

8 WHEREAS, according to the Office of Financial Management's population
9 estimates as of June 29, 2006, the population of Lewis County is 72,900, the largest city
10 within Lewis County is Centralia, and the population of Centralia is less than forty
11 percent of the total population of Lewis County; and
12

13 WHEREAS, the Board of County Commissioners following consideration of
14 testimony at a duly noticed public hearing has determined that it is in the best interest of
15 the County and its citizens to create a public facilities district to assist in the
16 construction, ownership, operation, and/or financing of viable public facility(ies) or
17 project(s) located within Lewis County;
18

19 NOW, THEREFORE, BE IT RESOLVED:
20

21 Section 1. Creation and Purpose. Pursuant to Chapter 36.100 RCW (the
22 "County PFD Act"), there is hereby created a public facilities district, which shall be
23 called the Lewis County Public Facilities District (the "District", or the "Lewis County
24 PFD") coextensive with the boundaries of the County, with the powers and authority set
25 forth by law and below. The District is established for the purpose, among others, of
26 pursuing the design, construction, ownership, operation and/or financing of public
27 facility(ies) or project(s), individually or in cooperation with any other public entity as
28 allowed by law.
29

30 As provided by RCW 36.100.010(3), the District is a municipal corporation, an
31 independent taxing "authority" within the meaning of Article VII, section 1 of the state
32 Constitution and a "taxing district" within the meaning of Article VII, section 2 of the state
33 Constitution.
34

35 Section 2. Board of Directors. The Board of Directors (the "District Board") shall
36 consist of five directors ("Directors"). The Directors of the Board shall be selected and
37 appointed by the Board of County Commissioners to reflect the interests of cities and
38 towns in the County, as well as the unincorporated area of the County. Of the initial
39 Directors, two shall be appointed to two-year terms of office, and the remainder shall be
40 appointed to four-year terms of office. Thereafter, all Directors shall be appointed to
41 four-year terms of office.
42

43 In addition, the Treasurer of the district shall be the Lewis County Treasurer,
44 serving ex officio as treasurer of the Public Facilities District.
45

46 If it is determined by the Board of County Commissioners that, for any reason,
any, or all of the Directors should be removed from office, the Board of County

1 Commissioners may, if approved by two-thirds vote of the Commissioners, remove one
2 or more Directors from office. Vacancies due to removal, resignation, or any other
3 reason shall be filled in the same manner as the original appointment and the person
4 appointed shall serve the remainder of the unexpired term of the position to which he or
5 she was appointed.

6
7 Section 3. Organizational Meeting. The District shall be established as of the
8 date the enabling resolution is adopted. Within a reasonable amount of time following
9 appointment of the initial Directors of the District Board, the Chairman of the Board of
10 County Commissioners for Lewis County, or his designee, shall hold an organizational
11 meeting of the District's initial Board, giving at least three (3) days' advance notice to
12 each of the Directors, unless waived in writing. At such meeting, the Board shall
13 organize itself, may appoint officers, and shall select the District's place of business.

14 The Chairman of the Board of County Commissioners, the Lewis County
15 Treasurer and their designees are authorized and directed to take any and all additional
16 actions as may be necessary or desirable to accomplish the organization of the District.

17
18 Section 4. Powers, Duties, and Limitations. For the purpose among others, of
19 providing for the design, construction, ownership, operation and/or financing of a public
20 facility(ies) or public project(s), the District shall have the powers, duties, and limitations
21 specified by the County PFD Act, RCW 82.14.390 and other applicable law, that are
22 consistent with this Resolution.

23
24 Section 5. Organization. The District shall adopt and maintain rules of
25 procedure and governance of its activities through bylaws duly adopted by the District
26 Board. The power to alter, amend, or repeal the bylaws and adopt new bylaws shall be
27 vested in the District Board, except the bylaws shall be consistent with this Resolution.

28
29 Section 6. Dissolution. The District shall dissolve in the event it is deemed
30 inactive as that term is defined in RCW 36.96.010. Any dissolution of the District will be
31 effectuated consistent with Chapter 36.96 RCW.

32
33 Section 7. Conflicts of Interest. The District shall adopt and abide by the
34 following conflict of interest provision.

1 A Board member or employee of the District may not participate in Board
2 decisions if that person or a member of that person's immediate family has a financial
3 interest in the issue being decided unless the financial interest is a remote financial
4 interest and participation is approved hereunder.

5 A Board member or employee may participate in a decision if that person or a
6 member of that person's immediate family has only a remote financial interest, the fact
7 and extent of the interest is disclosed to the Board in a public meeting and is noted in
8 the minutes of the Board before any participation by the member in the decision, and
9 thereafter in a public meeting the Board by vote authorizes or approves the
10 participation. If the person whose participation is under consideration is a Board
11 member, that person may not vote under this subsection. For purposes of this
12 subsection, "remote financial interest" means:

- 13 i) that of a non-salaried officer or director of a nonprofit corporation
- 14 ii) that of an employee or agent of a contracting party where the compensation of
15 the employee or agent consists entirely of fixed wages or salary and the contract
16 is awarded by bid or other competitive process;
- 17 iii) that of a landlord or tenant of a contracting party, except in cases where the
18 property subject to the lease or sublease is owned or managed by the public
19 corporation;
- 20 iv) that of a holder of less than one (1) percent of the shares of the corporation or
21 cooperative that is the contracting party; or
- 22 v) that of an owner of a savings and loan or bank savings or share account or
23 credit union deposit account if the interest represented by the account is less
24 than two percent (2%) of the total deposits held by the institution.

25 A Board member or employee is not considered to be financially interested in a decision
26 when the decision could not affect that person in a manner different from its effect on
27 the public.

28 No Board member or employee of the district shall accept, directly or indirectly, any gift,
29 favor, loan, retainer, entertainment or other thing of monetary value from any person,
30 firm or corporation having dealings with the District when such acceptance would
31 conflict with the performance of a Board member of employee's official duties. A
32 conflict, or possibility of conflict, shall be deemed to exist where a reasonable and
33 prudent person would believe that it was given for the purpose of obtaining special
34 considerations or influence; provided that application of this provision shall take into
35 consideration the established customs and practices of the District.

36 The Board may adopt additional conflict of interest and ethical rules it considers
37 appropriate.

38 For purposes of this section, "participate in a decision" includes all discussions,
39 deliberations, preliminary negotiations, and votes.

40 For purposes of this section, "immediate family" means:

- 41 i) a spouse;
- 42 ii) any dependent parent, parent-in-law, child, son-in-law, or daughter-in-
43 law; and
- 44 iii) any parent, parent-in-law, child, sibling, uncle, aunt, cousin, niece or
45 nephew residing in the household of the corporate official or employee.

1 Section 9. Limit on Liability. The District shall not take action that might impose
2 liability upon the County. All liabilities incurred by the District shall be satisfied
3 exclusively from the assets, credit, and properties of the District, and no creditor or other
4 person shall have any right of action against or recourse to the County, its assets,
5 credit, or services, on account of any debts, obligations, liabilities or acts or omissions of
6 the District.

7
8 Section 10. Severability. If any section, sentence, clause, or phrase of this
9 Resolution should be held invalid or unconstitutional by a court of competent jurisdiction
10 such invalidity or unconstitutionality shall not affect the validity of the constitutionality of
11 any other section, sentence, clause, or phrase of this Resolution.

12
13 Section 11. Effective Date. This Resolution shall go into effect immediately upon
14 adoption.

15
16 ADOPTED this 13th day of August, 2007.

17
18 ATTEST:

19
20
21 Kari Mui
22 Clerk of the Board



23
24
25 LEWIS COUNTY
26 Lewis County, Washington

27 Richard A. Paha
28 Chairperson

29
30 Approved as to form only:

[Signature]
Deputy Prosecuting Attorney

[Signature]
Member

[Signature]
Member