

**BEFORE THE BOARD OF COUNTY COMMISSIONERS  
MULTNOMAH COUNTY, OREGON**

In the matter of authorizing and approving )  
of the issuance and negotiated sale of the )  
Series 1992A Certificates of Participation, )  
approving and authorizing the Certificate )  
Purchase Agreement, the Lease-Purchase )  
and Escrow Agreement, and the Preliminary )  
Official Statement and Official Statement, )  
designating the Authorized Officer, and )  
authorizing the filing of Validation )  
Petition. )

**RESOLUTION**  
**#92- 87**

WHEREAS, the present Donald E. Long Home serves as a pretrial detention facility, a location for courts and support services for juveniles and their families and;

WHEREAS, the Board of County Commissioners has determined that the present Juvenile Detention Home is dilapidated and in critical need of replacement and;

WHEREAS, the Board of County Commissioners has recently entered into a Consent Decree in Federal Court settling litigation over conditions of detention at the Donald E. Long Home and;

WHEREAS, the Consent Decree obligates the Board of County Commissioners to construct completely new detention quarters for juveniles by October 31, 1993 and;

WHEREAS, the Youth Action Plan Task Force has determined that there is a need for an initial facility with the capacity of at least 128 beds and;

WHEREAS, Clackamas County and Washington County project an increased need for from 12 to 20 beds of detention space, along with current and future needs of Multnomah County of 32 AITP treatment beds, 16 shelter beds and 60 pre-adjudication detention beds for an initial facility need of 128 beds and;

WHEREAS, the Board of County Commissioners has determined that a new complex which will best serve the community can be constructed on the present site of the Donald E. Long Home and;

WHEREAS, the Board of County Commissioners of Multnomah County, Oregon (the "Board") desires to acquire and construct certain building and improvements to be known as the "Juvenile Justice Complex", including the demolition and removal of the existing Juvenile Department Donald E. Long Home, for the purpose of providing facilities for the detention of juveniles and for administrative and court facilities and;

**RESOLUTION - Page 1**

WHEREAS, the Board had reviewed a proposed plan to provide funds for the payment of the costs of such acquisition, construction and demolition through the issuance of Tax-Exempt Certificates of Participation under a Lease-Purchase and Escrow Agreement to be entered into between Multnomah County (the "County") and a Vendor and Escrow Agent (the "Vendor") and the Board determines that the proposed issuance of Certificates of Participation for the financing of the Juvenile Justice Complex is in the best interest of the County and;

WHEREAS, the Board is advised that it is the reasonable expectation that the cost of the acquisition and construction of the Juvenile Justice Complex, the funding of a Debt Service Reserve and the payment of the costs of the issuance of the Certificates of Participation will not exceed the sum of \$36,000,000 and;

WHEREAS, the Director, Finance Division, has negotiated documents for the issuance of the Certificates and has received from Lehman Brothers (the "Underwriter") a Certificate Purchase Contract for the purchase of the Certificates evidencing proportionate interest in the Lease-Purchase payments to be made by the County and;

WHEREAS, the Board does find and determine that it is reasonable and necessary to approve and authorize the execution of the financing documents and being advised by the Director, Finance Division that the documents are in substantially final form and ready for approval and authorization;

**THEREFORE BE IT RESOLVED THAT:**

1. Pursuant to the authority of Oregon Revised Statutes Section 419.612 and the Charter of the County the Board determines and authorizes the demolition and removal of the Juvenile Department present juvenile detention facility known as the Donald E. Long Home and the acquisition and construction of a new Juvenile Justice Complex to provide facilities for the detention of juveniles and for juvenile court and administrative facilities (the "Facilities").
2. The Board does authorize the issuance and private negotiated sale of Certificates of Participation in an amount not to exceed \$36,000,000 (the "Certificates") to finance the Facilities and to fund a debt service reserve fund to secure the payment of the Certificates and to provide for the payment of the costs of issuance of the Certificates.
3. The Board does approve of the Series 1992A Lease-Purchase and Escrow Agreement (the "Agreement") and does authorize the Director, Finance Division, as the Authorized Officer, to execute the Agreement on behalf of the County.
4. The Board does approve of the terms and provisions of the Series 1992A Certificate Purchase Contract (the "Purchase Contract") and does approve of the terms, provisions and interest rates therein set forth and does authorize the Authorized Officer, with the advice and consent of the Chair, to execute the Purchase Contract on behalf of the County.

5. The County does authorize the issuance of the Series 1992A Certificates in fully registered form, in denominations of five thousand dollars (\$5,000) each or integral multiples thereof to be dated and to be numbered and to bear interest semi-annually as set forth in the Purchase Contract. Interest shall be calculated on the basis of a thirty-day month, three hundred and sixty-day year and shall be payable by check or draft mailed on the interest payment date to the Certificate owners whose names appear on the registration books of the County maintained by the Paying Agent as of the close of business on the fifteenth (15th) day of the month preceding an interest payment date. The County may prepay the Certificates in whole, or in part, at any time as may be set forth in the Purchase Contract. In addition the Certificates may be refunded or redeemable in full in the event of the prepayment of the Lease Payments as set forth in the Agreement by the deposit by the County of sufficient cash or government obligations to prepay the outstanding Lease Payments.

6. The County may budget and appropriate expenditures sufficient to pay the Lease Payments for each fiscal year in the amount of the annual principal component maturities and the accruing interest components on the outstanding Certificates, but the County is not obligated to budget and appropriate such expenditures unless the Board of County Commissioners included such payments in the County budget for each fiscal year. In the event of appropriation of funds for Lease Payments, the County covenants to maintain such appropriation in full force and effect during that fiscal year and shall expend such appropriated funds only for Lease Payments. In the event the County determines not to appropriate funds sufficient for Lease Payments in any fiscal year, such failure shall constitute a termination of the Agreement and the Escrow Agent may exercise such remedies as are provided in the Agreement.

7. The Board does authorize the establishment of certain trust accounts as provided in the Agreement including the "Multnomah County, Oregon Series 1992A Juvenile Justice Complex Facilities Reserve Account". There shall be deposited at the close of the sale of the Certificates to the Reserve Account sufficient moneys to be held in trust to fully fund the debt service Reserve Account for the payment of Lease Payments pursuant to the Agreement. In the event of the failure to appropriate funds, or if other appropriated funds for payment of the Certificates are not available in any fiscal year for the payment of the Lease Payments, the Escrow Agent is authorized to transfer from the Reserve Account moneys, until the Reserve Account is exhausted, sufficient amounts to make up any deficiency in the amount of the Lease Payments due during the ensuing fiscal year. Funds in the Reserve Account shall be applied only upon the Lease Payments.

8. The Certificates shall be secured by a pledge and covenant of the County to apply "appropriated funds" from the general funds or from other available appropriated funds of the County upon the payment of the Lease Payments and to secure the Lease Payments by funds in the Reserve Account and by a pledge of the County's interest in the Facilities.

9. The County does designate and appoint Bank of America Oregon as the Vendor, Escrow Agent and Paying Agent and Registrar for the Certificates and does request the Paying Agent and Registrar to authenticate the Certificates as of the date of delivery to the purchasers thereof.

10. The County does approve of the preparation and distribution of the Preliminary Official Statement, does approve of the distribution thereof to prospective purchasers of the Certificates and does authorize the preparation and distribution of the Official Statement. When the Authorized Officer has been advised that the final Official Statement does not contain any untrue statement of a material fact or omit to state any material fact necessary to make the statements contained in the Official Statement not misleading in the light of the circumstances under which they are made, then the Authorized Officer may certify the accuracy of the Official Statement on behalf of the County.

11. The County does authorize the Authorized Officer of the County to execute such other and necessary documents as are proper to consummate the issuance of the Certificates.

12. Upon the recommendation of County Counsel and the consent of the Chair, the County does approve of and authorize the filing of a validation petition seeking a judicial confirmation of the Certificate Purchase Agreement and the Lease-Purchase and Escrow Agreement.

ADOPTED this 14th day of May, 1992.



BOARD OF COUNTY COMMISSIONERS  
MULTNOMAH COUNTY, OREGON

By Gladys McCoy  
Multnomah County Chair

Reviewed By:

LAURENCE KRESSEL  
County Counsel for  
Multnomah County, Oregon

By Laurence Kessel

County Counsel