

NOT PRINTED

WASHOE COUNTY, NEVADA HIGHWAY IMPROVEMENT REVENUE (Motor Vehicle
Fuel Tax) BONDS, SERIES JULY 1, 1978 - \$7,000,000. - PROCEEDINGS

BILL NO. 554, ORDINANCE NO. 386 (authorizing issuance of bonds)
adopted 6-6-78

Resolution No. 6-6-78 (authorizing sale of bonds)
adopted 6-6-78

STATE OF NEVADA)
) SS.
COUNTY OF WASHOE)

The Board of County Commissioners of Washoe County, Nevada, met in regular session in full conformity with law and the bylaws and rules of the Board at the regular place of meeting in the County Administration Building, in Reno, Nevada, on Tuesday, June 6, 1978, at 9:00 a.m.

The meeting was called to order by the Chairman, and on roll call the following members were found to be present, constituting a quorum:

Present:

Chairman: Robert F. Rusk
Other Commissioners: Jean Stoess
F. W. "Bill" Farr
Steven R. Brown
Dwight A. Nelson

Absent:

constituting all the members thereof.

There were also present:

Chief Deputy County Clerk: Judi Kuhn
County Manager: John A. MacIntyre
County Treasurer: Gary S. Simpson
Chief Civil Deputy
District Attorney: Larry D. Struve

Commissioner Brown introduced an ordinance, which was read by title and is as follows:

(The 7-1-78 Bond Ordinance follows.)

7-1-78 BOND ORDINANCE

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Summary - An ordinance authorizing the issuance of the Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978, in the principal amount of \$7,000,000; and otherwise concerning the bonds and the motor vehicle fuel taxes pledged for their payment.

BILL NO. 554
 ORDINANCE NO. 386
 (of Washoe County, Nevada)

AN ORDINANCE AUTHORIZING THE ISSUANCE BY THE COUNTY OF WASHOE, NEVADA, OF ITS NEGOTIABLE, COUPON, "WASHOE COUNTY, NEVADA, HIGHWAY IMPROVEMENT REVENUE (MOTOR VEHICLE FUEL TAX) BONDS, SERIES JULY 1, 1978," IN THE PRINCIPAL AMOUNT OF \$7,000,000 FOR STREET AND HIGHWAY CONSTRUCTION WITHIN THE COUNTY, IMPROVEMENTS INCIDENTAL THERETO, AND APPURTENANCES; DIRECTING THAT THE COUNTY SHALL EFFECT SUCH PURPOSE; PROVIDING THE FORM, TERMS AND CONDITIONS OF THE BONDS, THE MANNER AND TERMS OF THEIR ISSUANCE, THE MANNER OF THEIR EXECUTION, THE METHOD OF THEIR PAYMENT AND THE SECURITY THEREFOR, AND OTHER DETAILS IN CONNECTION THEREWITH; PROVIDING FOR THE DISPOSITION OF THE PROCEEDS OF CERTAIN MOTOR VEHICLE FUEL TAXES; PLEDGING REVENUES TO THE PAYMENT OF THE BONDS DERIVED FROM THE LEVY AND COLLECTION OF SUCH EXCISE TAXES; PROVIDING FOR THE ISSUANCE OF ADDITIONAL BONDS PAYABLE FROM SUCH EXCISE TAXES; PROVIDING OTHER COVENANTS, AGREEMENTS AND OTHER DETAILS AND MAKING OTHER PROVISIONS CONCERNING SUCH MOTOR VEHICLE FUEL TAXES, SUCH BONDS, AND THE REVENUES PLEDGED FOR THEIR PAYMENT; RATIFYING ACTION PREVIOUSLY TAKEN TOWARD ISSUING SUCH BONDS AND EFFECTING THE PURPOSE OF THEIR ISSUANCE; BY DECLARING THIS ORDINANCE PERTAINS TO THE SALE, ISSUANCE AND PAYMENT OF THE BONDS, PROVIDING FOR ITS ADOPTION AS IF AN EMERGENCY EXISTS; AND PROVIDING THE EFFECTIVE DATE HEREOF.

(1) WHEREAS, the County of Washoe, in the State of Nevada (the "County" or merely the "Issuer" and the "State," respectively), is a county incorporated and operating under the laws of the State; and

(2) WHEREAS, there has been prepared a "Regional Master Plan Study #1, as amended, Streets & Highways, a part of the Master Plan for Washoe County, Nevada" (the "Plan"); and

(3) WHEREAS, the Regional Planning Commission of Reno, Sparks, and Washoe County has adopted the Plan, including, without limitation, amendments thereto; and

(4) WHEREAS, the Board of County Commissioners of the Issuer (the "Board" or merely the "Governing Body") has approved and

adopted the Plan, including, without limitation, amendments thereto; and

(5) WHEREAS, the State legislature adopted and the Governor approved on April 13, 1965, ch. 470, Statutes of Nevada 1965, designated as sections 373.010 through 373.200, Nevada Revised Statutes, which act, as from time to time amended, is cited in section 373.010 thereof as the "County Motor Vehicle Fuel Tax Law" (the "Project Act"); and

(6) WHEREAS, pursuant to the Project Act, the Governing Body created the Regional Street and Highway Commission of Washoe County, State of Nevada (the "Highway Commission"); and

(7) WHEREAS, in addition to any other taxes provided by law, the Governing Body levied and required to be paid an excise tax of one cent (1¢) per gallon on all motor vehicle fuel sold, distributed or used in the County (subject to certain exceptions), imposed and effective commencing on August 1, 1965, by Ordinance No. 132 (Bill No. 118), proposed and passed as an emergency measure on June 15, 1965, as amended to increase in effect such excise tax to two cents (2¢) per gallon, effective May 1, 1970, by Ordinance No. 132 (Bill No. 239), proposed on February 16, 1970, and passed on March 5, 1970, and as otherwise amended (the "Tax Ordinance"); and

(8) WHEREAS, the first representatives of the Highway Commission were selected within thirty (30) days after the passage of the Tax Ordinance, and on July 9, 1965, the County contracted with the Nevada Tax Commission, since succeeded in its functions by the Nevada Department of Taxation (the "Department"), to perform all functions incident to the administration or operation of the Tax Ordinance, as required by the Project Act and the Tax Ordinance; and

(9) WHEREAS, the street and highway construction authorized (the "Project") is within the area covered by the Plan; and

(10) WHEREAS, the Project to be financed wholly or in part with the proceeds of the bonds herein authorized to be issued (the "1978 bonds" or merely the "bonds") constitutes street and highway construction, the character of which construction is shown in more detail in the Plan; and

(11) WHEREAS, pursuant to section 373.140, Project Act, the Highway Commission has evaluated the Project in terms of:

- (a) The priorities established by the Plan,
- (b) The relation of the proposed Project to other projects already constructed or authorized,
- (c) The relative need for the Project in comparison with other proposed projects, and
- (d) The funds available;

and

(12) WHEREAS, the Highway Commission has approved the Project; and

(13) WHEREAS, the Plan embraces all the area comprising the County; and

(14) WHEREAS, subsections 2 and 3 of section 373.130, Project Act, provide:

"2. The board may, after the enactment of an ordinance as authorized by NRS 373.030, from time to time issue revenue bonds and other revenue securities, on the behalf and in the name of the county:

"(a) The total of all of which, issued and outstanding at any one time, shall not be in an amount requiring a total debt service in excess of the estimated receipts to be derived from the tax imposed pursuant to the provisions of NRS 373.030; and

"(b) Which shall not be general obligations of the County or a charge on any real estate therein; but

"(c) Which may be secured as to principal and interest by a pledge authorized by this chapter of the receipts from the motor vehicle fuel taxes herein designated, except such portion of such receipts as may be required for the direct distributions authorized by NRS 373.150.

"3. A county is authorized to issue bonds without the necessity of their being authorized at any election in such manner and with such terms as herein provided."

and

(15) WHEREAS, subsection 6, section 373.130, Project Act, as amended, provides, subject to certain expressed exceptions herein irrelevant, that:

*** all bonds and other securities issued hereunder shall be payable solely from the proceeds of motor vehicle fuel taxes collected by or remitted to the county pursuant to chapter 365 of NRS, as supplemented by this chapter (i.e., ch. 373 of NRS). Receipts of the taxes levied in NRS 365.180 and 365.190 and accounted for in the general road fund of the county may be used by the county for the payment of securities issued hereunder and may be pledged therefor. If during any period any securities payable from such tax proceeds are outstanding, such tax receipts shall not be used directly for the construction, maintenance and repair of any streets, roads or other highways nor for any purchase of equipment therefor, and the receipts of the tax levied in NRS 365.190 shall not be apportioned pursuant to subsection 2 of NRS 365.560 unless, at any time such tax receipts are so apportioned, provision has been duly made in a timely manner for the payment of such outstanding securities as to

the principal of, any prior redemption premiums due in connection with, and the interest on the securities as the same become due, as provided in the securities, the ordinance authorizing their issuance, and any other instrument appertaining to the securities." (Parenthetical citation added to quotation herein.)

and

(16) WHEREAS, section 373.160, Project Act, as amended, reads:

"1. The ordinance or ordinances providing for the issuance of any bonds or other securities issued hereunder payable from the receipts from the motor vehicle fuel excise taxes herein designated may at the discretion of the board, in addition to covenants and other provisions authorized in the Local Government Securities Law, contain covenants or other provisions as to the pledge of and the creation of a lien upon the receipts of the tax collected for the county hereunder (excluding any tax proceeds to be distributed directly under the provisions of NRS 373.150) or the proceeds of the bonds or other securities pending their application to defray the cost of the project, or both such tax proceeds and security proceeds, to secure the payment of revenue bonds or other securities issued hereunder.

"2. If the board determines in any ordinance authorizing the issuance of any bonds or other securities hereunder that the proceeds of the tax levied and collected pursuant to the County Motor Vehicle Fuel Tax Law are sufficient to pay all bonds and securities, including the proposed issue, from the proceeds thereof, the board may additionally secure the payment of any bonds or other securities issued pursuant to ordinance hereunder by a pledge of and the creation of a lien upon not only the proceeds of any motor fuel tax authorized at the time of the issuance of such securities to be used for such payment in subsection 6 of NRS 373.130, but also the proceeds of any such tax thereafter authorized to be used or pledged or used and pledged for the payment of such securities, whether such tax be levied or collected by the county, the State of Nevada, or otherwise, or be levied in at least an equivalent value in lieu of any such tax existing at the time of the issuance of such securities or be levied in supplementation thereof.

"3. The pledges and liens authorized by subsections 1 and 2 of this section shall extend to the proceeds of any tax collected for use by the county on any motor vehicle fuel so long as any bonds or other securities

issued hereunder remain outstanding and shall not be limited to any type or types of motor vehicle fuel in use when the bonds or other securities shall be issued."

and

(17) WHEREAS, pursuant to the Project Act, the Local Government Securities Law (the "Bond Act") and other acts supplemental thereto, including, without limitation, chapter 365, Nevada Revised Statutes, and all laws amendatory thereof (the "Tax Act"), the Issuer has heretofore issued, pursuant to Ordinance No. 335, duly proposed and passed by the Board on October 15, 1976, and designated in section 101 thereof by the short title "9-1-76 Bond Ordinance," its "Washoe County, Nevada, Highway Revenue (Motor Vehicle Fuel Tax) Refunding Bonds, Series September 1, 1976" (the "1976 bonds"), in the original aggregate principal amount of \$13,340,000, payable to bearer, dated as of September 1, 1976, consisting of 2668 bonds in the denomination of \$5,000 each, numbered consecutively in regular numerical order from 1 through 2668, bearing interest from their date until their respective maturities at the rates designated below, interest being evidenced until the respective bond maturities by one (1) set of interest coupons payable to bearer, attached to the bonds, and payable semiannually on May 1 and November 1 in each year, commencing May 1, 1977, and the bonds being numbered and maturing serially in regular numerical order on November 1 in each of the designated amounts and years as follows:

<u>Bond Numbers</u> <u>(All Inclusive)</u>	<u>Interest Rates</u> <u>(Per Annum)</u>	<u>Principal</u> <u>Maturing</u>	<u>Years</u> <u>Maturing</u>
1 - 83	5.00%	\$ 415,000	1977
84 - 186	5.00%	515,000	1978
187 - 285	5.00%	495,000	1979
286 - 389	5.00%	520,000	1980
390 - 499	5.00%	550,000	1981
500 - 615	5.50%	580,000	1982
616 - 737	5.50%	610,000	1983
738 - 866	5.50%	645,000	1984
867 - 1002	5.50%	680,000	1985
1003 - 1146	5.75%	720,000	1986
1147 - 1299	5.75%	765,000	1987
1300 - 1461	5.75%	810,000	1988
1462 - 1633	6.00%	860,000	1989
1634 - 1815	6.00%	910,000	1990
1816 - 2009	6.25%	970,000	1991
2010 - 2215	6.25%	1,030,000	1992
2216 - 2435	6.25%	1,100,000	1993
2436 - 2668	6.25%	1,165,000	1994

the principal of, any prior redemption premiums due in connection with, and the interest on (the "Bond Requirements") the 1976 bonds being payable in lawful money of the United States of America, upon presentation and surrender of the 1976 bonds and the annexed interest coupons as they severally become due, without deduction for exchange or collection charges, at the office of the First National Bank of

Nevada, in Reno, Nevada; of which issue there remain Outstanding (as defined herein), as of the date of adoption hereof, the 1976 bonds numbered 84 through 2668, in the aggregate principal amount of \$12,925,000; and

(18) WHEREAS, the 1976 bonds are special obligations of the County payable from Fuel Taxes (as herein defined), now consisting of two cents (2¢) per gallon on all motor vehicle fuel sold, distributed or used in and levied by the County by the Tax Ordinance, and of an additional one and one-half (1-1/2¢) per gallon on all motor vehicle fuel sold, distributed or used in and levied by the State by sections 365.180 and 365.190, Tax Act, and distributed in part to the County (as well as the other counties of the State) by sections 365.550 and 365.560, Tax Act, but subject to the exempt sales and other exempt transactions provided by law, and subject to the credits and refunds authorized by law and pertaining thereto except those defrayed as Administration Expenses, after provision is made for the payment of certain Administration Expenses and any required Direct Distributions (as both terms are defined herein and of which Direct Distributions there are none with respect to the 1976 bonds), including, without limitation, deductions to reimburse dealers and users for certain handling losses, to make certain refunds to taxpayers, and to make certain other remittances and deposits required by law (the "Gross Pledged Revenues," and the "Net Pledged Revenues," respectively); and

(19) WHEREAS, sections 703, 704, 707, 712 and 713 of the 9-1-76 Bond Ordinance, as supplemented by other provisions of such instrument, provide certain conditions which must be met before additional bonds may be issued with a lien on the Pledged Revenues (as herein defined) which is on a parity with the lien thereon of the 1976 bonds; and

(20) WHEREAS, except as hereinabove otherwise provided, the County has never pledged nor in any way hypothecated revenues derived or to be derived (directly or indirectly) from any excise tax pertaining to motor vehicle fuel to the payment of any Outstanding bonds or for any other purpose (the bonds having been refunded by the 1976 bonds being no longer Outstanding by their terms), with the result that the proceeds of the Pledged Revenues may now be pledged lawfully and irrevocably for the redemption of the bonds herein authorized, and they may be made payable from the Pledged Revenues, all as herein provided; and

(21) WHEREAS, the Governing Body has considered, has further determined, and does hereby declare:

(a) The Governing Body has studied the desirability and feasibility of the Project and of issuing the 1978 bonds for that purpose, which bonds are to be payable

from Pledged Revenues, and pursuant to such study, opinions thereabout have been formed;

(b) It is necessary and for the best interests of the County and the inhabitants thereof that the County effect the Project and that with the principal of the 1978 bonds and any other available moneys the County shall defray the Cost of the Project (as herein defined);

(c) The total of all revenue bonds and any other securities payable from Pledged Revenues issued on the behalf and in the name of the County, consisting only of the Outstanding 1976 bonds and the 1978 bonds herein authorized:

(i) shall not be in an amount requiring a total debt service in excess of the net receipts estimated by the Board to be derived from the tax imposed pursuant to the provisions of section 373.030, Project Act, i.e., the proceeds of the Fuel Taxes levied by the County by the Tax Ordinance, as amended from time to time, of two cents (2¢) per gallon (subject to certain exceptions, as herein recited); and

(ii) shall not be general obligations of the County or a charge on any real estate therein; but

(iii) shall be secured as to principal and interest by a pledge authorized by the Project Act of the net receipts from the motor vehicle fuel taxes therein designated, except such portion of such receipts as may be required for the Direct Distributions authorized by section 373.150, Project Act, i.e., the Fuel Taxes levied by the County and the State of an aggregate of three and one-half cents (3-1/2¢) per gallon (subject to certain exceptions, as herein recited);

(d) Thus the limitation imposed by subsection 2, section 373.130, Project Act, is met;

(e) Pursuant to subsection 6, section 373.130, Project Act, and to all provisions in the act supplemental thereto, the payment of the 1978 bonds shall be and hereby are required not only to be secured by a pledge of and by the creation of a lien on the proceeds of the tax levied by the Issuer and collected pursuant to the Project Act by the Tax Ordinance, as provided and subject to the exceptions stated in this ordinance, in the Tax Ordinance, and in the Project Act, but also to be secured additionally by a pledge of and by the creation of a lien on (but not necessarily limited to) the proceeds of the tax levied in

NRS 365.180 and 365.190, and transmitted by the State in part to the Issuer originally to be accounted for in the general road fund of the Issuer (in the absence of such pledge and lien), pursuant to NRS 365.550 and 365.560, as provided and subject to the exceptions stated in this ordinance, in the Tax Act, and in the Project Act;

(f) The net proceeds of the tax levied and collected pursuant to the County Motor Vehicle Fuel Tax Law (i.e., the Project Act) are sufficient to pay all bonds and securities, including the proposed 1978 bonds, from the proceeds thereof;

(g) Thus the limitation imposed by subsection 2, section 373.160, Project Act, is met; and accordingly the Board, on the behalf and in the name of the County, may additionally secure the payment of the 1978 bonds issued pursuant to this ordinance under the Project Act by a pledge of and the creation of a lien on not only the proceeds of any motor fuel tax authorized at the time of the issuance of such securities to be used for such payment of all such securities payable from the Pledged Revenues, and authorized in subsection 6, section 373.130, Project Act, but also the proceeds of any such tax hereafter authorized to be used or pledged or used and pledged for the payment of such securities, whether such tax be levied or collected by the County, the State, or otherwise, or be levied in at least an equivalent value in lieu of any such tax existing at the time of the issuance of such securities or be levied in supplementation thereof;

(h) Pursuant to subsection 3, section 373.160, Project Act, the pledges and liens authorized by subsections 1 and 2, section 373.160, Project Act, shall extend to the proceeds of any tax collected for use by the County on any motor vehicle fuel so long as any bonds or other securities issued under the Project Act remain Outstanding and shall not be limited to any type or types of motor vehicle fuel in use when the bonds or other securities are issued; and the revenues pledged for the payment of the 1978 bonds, as received by the County, shall immediately be subject to the lien of each such pledge without any physical delivery thereof, any filing, or further act, and the lien of each such pledge and the obligation to perform the contractual provisions made in this ordinance shall have priority over any or all other obligations and liabilities of the County, except as may be otherwise provided in the Project Act or in this ordinance, and subject to any prior pledges and liens heretofore created; and the lien of each

such pledge shall be valid and binding as against all Persons (as herein defined) having claims of any kind in tort, contract or otherwise against the County, whether such Persons have notice thereof;

(i) The County is not in default in making any payments required by article V of the 9-1-76 Bond Ordinance at the time of the adoption of this ordinance;

(j) Applying the historic earnings test set forth in section 703 of the 9-1-78 Bond Ordinance (including, as necessary, the definition of the following terms as required thereby), the annual Net Pledged Revenues for the Fiscal Year immediately preceding the date of the issuance of the 1978 bonds are sufficient to pay an amount representing one hundred fifty per cent (150%) of the combined maximum annual principal and interest requirements to be paid during any one Bond Year ending on or before November 1, 1994, of the Outstanding 1976 bonds and any other Outstanding parity securities of the Issuer (of which Outstanding securities there are none other than the 1976 bonds) and the 1978 bonds proposed to be issued (excluding any reserves therefor);

(k) The respective annual Bond Requirements of the 1978 bonds and the Outstanding 1976 bonds (including as such a requirement the amount of any prior redemption premiums due on any prior redemption date as of which any Outstanding bonds have been called or have been ordered to be called for prior redemption) have not been reduced in the making of such determination, as such Bond Requirements are not now scheduled to be paid each of the respective Bond Years with any moneys held in trust or in escrow for that purpose by any Insured Bank located within or without the State and exercising trust powers, including the known minimum yield from any investment in Federal Securities (subject to the deposits required in article V of the 9-1-76 Bond Ordinance, to meet current requirements);

(l) The amount of the Net Pledged Revenues received for the immediately preceding full Fiscal Year has not been adjusted in making such determination because of any increase of the Fuel Taxes levied by the Issuer either in such Fiscal Year or in the current Fiscal Year;

(m) The 1978 bonds shall be payable from that portion of the net proceeds of the Fuel Taxes which may be pledged to secure the payment of the bonds, i.e., from the Gross Pledged Revenues:

(i) Except for charges payable therefrom to reimburse the Department for the collection and

transmittal to the County of the Fuel Taxes and otherwise for the performance by the Department of all functions incident to the administration or operation of the Tax Ordinance, and

(ii) Except for any other Administration Expenses or Direct Distributions;

(n) The payment of the 1978 bonds shall be secured by a pledge of and an irrevocable and a first (but not necessarily an exclusively first) lien on the Pledged Revenues on a parity with the pledge thereof and such lien thereon to secure the payment of the 1976 bonds;

(o) The pledge of and lien on the Pledged Revenues for the payment of securities payable therefrom and issued under the Project Act have not heretofore been extended to any Fuel Taxes other than the above designated taxes of three and one-half cents (3-1/2¢) per gallon; but such pledge and lien has been extended to such taxes by amendment of the Project Act, laws supplemental thereto, and the Tax Ordinance;

(p) In accordance with section 707 of the 9-1-76 Bond Ordinance, the proceeds of the 1978 bonds shall be used only for bettering, enlarging, extending and otherwise improving the Facilities (or any combination thereof), as the Governing Body has heretofore determined;

(q) In accordance with section 712 of the 9-1-76 Bond Ordinance, the 1978 bonds shall bear interest payable on May 1, 1979, and semiannually thereafter on May 1 and November 1 in each year; and such additional securities shall mature on November 1 in the years designated by the Governing Body during the term of such additional securities, i.e., the 1978 bonds;

(r) Each of the limitations in the Project Act, the Bond Act, the 9-1-76 Bond Ordinance and in the acts and ordinances supplemental thereto, has been met; and pursuant to section 350.708, Bond Act, this determination of the Governing Body that the limitations therein upon the issuance of the 1978 bonds thereunder have been met shall be conclusive in the absence of fraud or arbitrary and gross abuse of discretion;

(s) The 1978 bonds shall otherwise be issued in strict compliance with the Bond Act, this ordinance, and all other acts, ordinances and resolutions supplemental thereto; and

(t) It is advisable and in the best interests of the County to make appropriate provisions herein for the future issuance of additional bonds or other securities

payable from the Pledged Revenues to be derived hereafter, which additional bonds or other securities, if and when authorized in accordance with law, will, subject to designated conditions, occupy a position of parity and enjoy an equality of lien on the Pledged Revenues with the bonds herein authorized, and further to prescribe the restrictions, covenants, and limitations which shall govern the issuance of any additional bonds or any other additional securities payable from the Pledged Revenues;

and

(22) WHEREAS, the Governing Body has determined and does hereby declare that this ordinance pertains to the sale, issuance and payment of the 1978 bonds; and

(23) WHEREAS, such declaration shall be conclusive in the absence of fraud or gross abuse of discretion in accordance with the provisions of subsection 2, section 350.579, Bond Act; and

(24) WHEREAS, this ordinance may accordingly be adopted as if an emergency now exists by an affirmative vote of not less than two-thirds of all the voting members of the Governing Body (excluding from any such computation any vacancy on the Governing Body and any member thereon who may vote only to break a tie vote, there being no such member), and this ordinance may become effective at any time when an emergency ordinance of the Issuer may go into effect; and

(25) WHEREAS, this ordinance consequently shall take effect from and after its passage and publication twice by title and collateral statement in accordance with law.

NOW, THEREFORE, THE BOARD OF COUNTY COMMISSIONERS OF THE COUNTY OF WASHOE, IN THE STATE OF NEVADA, DO ORDAIN:

ARTICLE I

SHORT TITLE, DEFINITIONS, INTERPRETATION,
RATIFICATION, TRANSMITTAL AND EFFECTIVE
DATE

Section 101. Short Title. This ordinance may be designated by the short title "7-1-78 Bond Ordinance."

Section 102. Meanings and Construction.

A. Definitions. The terms in this section defined for all purposes of this Instrument and of any instrument amendatory hereof or supplemental hereto, or relating hereto, and of any other instrument or any other document appertaining hereto, except where the context by clear implication otherwise requires, shall have the meanings herein specified:

(1) The term "acquire" or "acquisition" means the opening, laying out, establishment, purchase, construction, securing, installation, reconstruction, lease, gift, grant from the Federal Government, the State, any body corporate and politic therein, any corporation, or any other Person, the endowment, bequest, devise, condemnation, transfer, assignment, option to purchase, other contract, or other acquirement, or any combination thereof, of any properties pertaining to the Facilities, or an interest therein, or any other properties herein designated.

(2) "Acquisition Fund" means the special account designated as the "Washoe County, Nevada, Highway Improvement Revenue Bonds, Series July 1, 1978, Project Acquisition Fund" created in subsection B, section 401 hereof.

(3) "Administration Expenses" means the expenses incurred in fixing and collecting the Fuel Taxes and the costs of administering and enforcing laws, rules and regulations pertaining thereto, including, without limitation, the deductions allowed by law to any dealer or user to cover his costs of collection of the taxes and of compliance with any law pertaining thereto, statute or ordinance, and the dealer's or user's handling losses occasioned by evaporation, spillage or other similar causes, not exceeding two per cent (2%) of the amount thereby collected, the reasonable charges against the Issuer or the State acting by or through the Department or otherwise to reimburse the State for the cost to it of rendering its services in the performance by it of all functions incident to the administration or operation of the Tax Ordinance,

which charges have been initially fixed by contract between the Issuer and the State in the amount of one-half of one per cent (1/2 of 1%) of the gross tax collected pursuant to the Tax Ordinance, but which are subject to renegotiation and reestablishment at a different rate or different amount, and such charges incident to the administration or operation of the Tax Act, not exceeding in the aggregate one per cent (1%) of the amount collected from the State's taxes imposed by sections 365.180 and 365.190, Tax Act, to defray such administration and operation costs incurred by the State, also so including an allocable and pro rata share of the net proceeds of the tax levied by the State in sections 365.180 and 365.190, Tax Act, needed to make the remittances and deposits required of the State annually in an amount determined by the formula provided in section 365.535, Tax Act, and pertaining to the amount of excise taxes paid on all motor vehicle fuel used in watercraft for recreational purposes, and also so including any such administration costs pertaining to any Fuel Taxes other than the taxes presently imposed by the Tax Ordinance and by the Tax Act and now or hereafter subject to the pledge and lien to secure the payment of the 1978 bonds; and the term may include at the Issuer's option (except as limited by law), without limitation:

(a) Auditing, legal and other overhead expenses of the Issuer directly or indirectly related to the administration, operation and maintenance of the Fuel Taxes;

(b) Property, liability and other insurance and fidelity bond premiums pertaining to the Pledged Revenues or the Facilities, or both, or a reasonably allocated share of a premium of any blanket policy or bond pertaining to the Pledged Revenues or the Facilities, or both;

(c) The reasonable charges of any depository bank pertaining to the Fuel Taxes or any securities payable from the Pledged Revenues;

(d) Any general taxes, assessments, excise taxes, or other charges which may be lawfully imposed on the Issuer or its income or operations pertaining to the Fuel Taxes;

(e) Ordinary and current rentals of equipment or other property;

(f) The costs of making any refunds of any Pledged Revenues lawfully due to others;

(g) Expenses in connection with the issuance of bonds or other securities evidencing any loan to the Issuer and payable from the Pledged Revenues;

(h) The expenses and compensation of any trustee or other fiduciary;

(i) Contractual services, professional services required by this Instrument, salaries, labor and the cost of materials and supplies used for current operation; and

(j) All other administrative, general and commercial expenses pertaining to the Fuel Taxes, but:

(i) Excluding any operation and maintenance expenses incurred in connection with the Facilities or other streets and highways in the County and not directly pertaining to the Fuel Taxes;

(ii) Excluding any allowance for depreciation or any amounts for capital replacements, renewals, major repairs and maintenance items (or any combination thereof);

(iii) Excluding any costs of the acquisition of any Facilities or any improvements thereto or any other costs pertaining to any other street or highway improvements, or any reserves therefor;

(iv) Excluding any reserves for operation, maintenance or repair of the Facilities or other streets and highways in the County;

(v) Excluding any allowance for the redemption of any bonds or other securities evidencing a loan, or the payment of any interest thereon, or any reserve therefor; and

(vi) Excluding liabilities incurred by the Issuer as the result of its negligence in the operation and maintenance of the Facilities or any other streets and highways in the County or any other ground of legal

liability not based on contract, or any reserve therefor.

(4) "Board" or "Governing Body" means the Board of County Commissioners of Washoe County, in the State of Nevada, or its successor in functions, if any.

(5) "Bond Act" means sections 350.500 through 350.720, Nevada Revised Statutes, and all laws amendatory thereof, and is designated in section 350.500 thereof as the Local Government Securities Law.

(6) "Bond Fund" means the "Washoe County, Nevada, Highway Parity Revenue Bonds, Interest and Bond Retirement Fund," created in Section 401 of the 9-1-76 Bond Ordinance and required to be accumulated, deposited and maintained in section 505 thereof, and other provisions therein supplemental thereto, and authorized to be continued in section 505 hereof.

(7) "Bond Requirements" means the principal of, any prior redemption premiums due in connection with, and the interest on the 1978 bonds and any additional bonds or other securities payable from the Pledged Revenues, or such part of such securities as may be designated.

(8) "Bond Year" for the purposes of this Instrument means the twelve (12) months commencing on the second day of July of any calendar year and ending on the first day of July of the next succeeding calendar year.

(9) The term "bonds" (except in quotations herein from the 9-1-76 Bond Ordinance) or "1978 bonds" means the securities issued hereunder and designated as the "Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978."

(10) "Chairman" means the de jure or de facto chairman of the Board, or his successor in functions, if any.

(11) "Clerk" or "County Clerk" means the de jure or de facto county clerk of Washoe County, Nevada, or his successor in functions, if any.

(12) The term "combined maximum annual principal and interest requirements" means the maximum sum of the principal of and interest on the Outstanding 1978 bonds, and any other Outstanding designated securities payable from the Net Pledged Revenues, including any such parity securities in the computation of the Minimum Reserve under section 506 hereof and in the computation of an earnings test under section 703 hereof, to be paid during any one Bond Year for the period beginning with the Bond Year in which such computation is made and ending with the Bond

Year in which any 1978 bond last becomes due at maturity or on a Redemption Date on which any 1978 bond thereafter maturing has been called for prior redemption, but excluding any reserve requirements to secure such payments unless otherwise expressly provided. Any such computation shall be made by an Independent Accountant unless otherwise expressly provided.

(13) The term "commercial bank" or "Insured Bank" means a state or national bank or trust company which is a member of the Federal Deposit Insurance Corporation and of the Federal Reserve System, is located within the United States, and has a capital and surplus of \$4,000,000 or more, including, without limitation, any "trust bank" as herein defined.

(14) "Comparable Bond Year" means, in connection with any Fiscal Year, the Bond Year which commences in the Fiscal Year. For example, for the Fiscal Year commencing on the first day of July, 1978, the Comparable Bond Year commences on the second day of July, 1978, and ends on the first day of July, 1979.

(15) "Cost of the Project," or any phrase of similar import, means all or any part designated by the Governing Body of the cost of the Project, or interest in the Improvements being acquired, which cost, at the option of the Governing Body (except as limited by law) may include all or any part of the incidental costs pertaining to the Project, including, without limitation:

(a) Preliminary expenses advanced by the Issuer from funds available for use therefor or any other source, or advanced by any city or town with the approval of the Issuer from funds available therefor or from any other source, or advanced by the State or the Federal Government, with the approval of the Issuer (or any combination thereof);

(b) The costs in the making of surveys, audits, preliminary plans, other plans, specifications, estimates of costs, and other preliminaries;

(c) The costs of premiums on builders' risk insurance and performance bonds, or a reasonably allocable share thereof;

(d) The costs of appraising, printing, estimates, services of engineers, architects, financial consultants, attorneys at

law, clerical help, or other agents or employees;

(e) The costs of making, publishing, posting, mailing and otherwise giving any notice in connection with the Project, the filing or recordation of instruments, the taking of options, the issuance of the bonds and any other securities pertaining to the Project, and the bank fees and expenses;

(f) The costs of contingencies;

(g) The costs of the capitalization with the proceeds of the 1978 bonds of any interest on the bonds for any period not exceeding the period estimated by the Governing Body to effect the Project plus one (1) year, of any discount on the bonds, and of any reserves for the payment of the Bond Requirements of the bonds, of any replacement expenses, and of any other cost of the issuance of the bonds;

(h) The costs of amending any ordinance, resolution or other instrument authorizing the issuance of or otherwise pertaining to outstanding securities payable from any Pledged Revenues;

(i) The costs of funding any emergency loans, construction loans and other temporary loans of not exceeding three (3) years pertaining to the Project and of the incidental expenses incurred in connection with such loans;

(j) The costs of any properties, rights, easements or other interests in properties, of any licenses, privileges, agreements and franchises;

(k) The costs of demolishing, removing or relocating any buildings, structures or other facilities on land acquired for the Project, and of acquiring lands to which such buildings, structures or other facilities may be moved or relocated; and

(l) All other expenses necessary or desirable and pertaining to the Project, as estimated or otherwise ascertained by the Governing Body.

(16) "County" or "Issuer" means the County of Washoe in the State of Nevada, and constituting a political subdivision thereof, or any successor municipal

corporation; and where the context so indicates, either such term means the geographical area comprising the County of Washoe.

(17) "County Treasurer," or "Treasurer" means the de jure or de facto county treasurer of the Issuer, or his successor in functions, if any.

(18) The term "coupons" means those obligations evidencing interest on and pertaining to the 1978 bonds and any other securities payable from the Pledged Revenues, or such part of such securities as may be designated.

(19) "Department of Taxation" or "Department" means the Nevada Department of Taxation created by section 11, chapter 748, Statutes of Nevada 1975, being the successor in functions of the Nevada Tax Commission.

(20) "Direct Distributions" means the shares of the proceeds of the Fuel Taxes levied and collected pursuant to the Project Act and the Tax Ordinance and allocated thereunder to those cities and towns within the County, whose respective territories are not included wholly or in part in the Plan in aid of approved construction projects from the Highway Fund, in the proportion which the total assessed valuation of those cities and towns bears to the total assessed valuation of the entire County, pursuant to subsections 1 and 2 section 373.150, Project Act, which Direct Distributions the County is not now obligated to make as the Plan encompasses the entire County and the territory of each city or town in the County is included wholly in the Plan. "Direct Distributions" also means the shares of the unrefunded balance of the Fuel Taxes levied and collected pursuant to the Project Act and the Tax Ordinance, which are subject to refund by reason of the use of such taxed fuel as aviation fuel, and allocated to the local governments which own or control any airports, landing areas and air navigation facilities within the County, pursuant to subsection 3 of Section 373.150, Project Act.

(21) The term "7-1-78 Bond Ordinance" means this Instrument and is its short title as provided in section 101 hereof.

(22) The term "7-1-78 Post-Sale Ordinance" is the short title for and means the instrument of the Governing Body accepting the best bid for the 1978 bonds, designating the Purchaser, stating the interest rates which the bonds shall bear until their respective maturities, providing the price to be paid by the Purchaser for the bonds, and providing other matters relating to the bonds and the Project.

(23) The term "events of default" means the events stated in section 1003 hereof.

(24) "Facilities" means the properties comprising the street and highway system embraced by the Plan, as from time to time amended, consisting of all properties real, personal, mixed, or otherwise, now owned or hereafter acquired by the Issuer, the State, and any other political subdivision of the State (other than the Issuer), through purchase, construction, or otherwise, and used in connection with the street and highways system within the Plan, as so amended, and in any way pertaining thereto.

(25) "Federal Government" means the United States, or any agency, instrumentality or corporation thereof.

(26) "Federal Securities" means bills, certificates of indebtedness, notes, bonds or similar securities which are direct obligations of, or the principal and interest of which securities are unconditionally guaranteed by, the United States of America.

(27) "Financial Consultant" means Burrows, Smith and Company of Nevada, with its principal office in Salt Lake City, Utah, and a branch office in Las Vegas, Nevada, which firm has been retained by the Issuer to render to it fiscal advice and to perform financial services in connection with the bonds.

(28) "Fiscal Year" for the purposes of this Instrument means the twelve (12) months commencing on the first day of July of any calendar year and ending on the last day of June of the next succeeding calendar year.

(29) "Fuel Taxes" means the excise taxes collected for use by the Issuer in connection with the privilege of selling, using or distributing motor vehicle fuel in the County or the State, as the case may be, so long as the bonds issued hereunder remain Outstanding, the proceeds of which taxes now or hereafter are authorized to be pledged for the payment of the bonds, whether levied by the Issuer, the State, or otherwise, subject to the exempt sales and to the other exempt transactions provided by law, and subject to the credits and refunds authorized by law and pertaining thereto except those defrayed as Administration Expenses. Such taxes are not necessarily limited to any type or types of motor vehicle fuel in use when the bonds are issued; and, subject to such exempt sales and to such other exempt transactions, such taxes now consist:

(a) Of a tax levied by the Issuer by the Tax Ordinance pursuant to the Project Act of two cents per gallon on all motor vehicle fuel sold, distributed or used in the County as provided by the Tax Ordinance, except as therein otherwise provided, and

(b) Of additional taxes levied by the State in sections 365.180 and 365.190, Tax Act, of one-half cent and one cent, respectively, per gallon on all motor vehicle fuel sold, distributed or used in the County, as well as other counties of the State, as provided in sections 365.550 and 365.560, Tax Act, except as otherwise provided in the Tax Act, but

(c) Not of any portion of any such excise tax otherwise now levied by the State; and such taxes may hereafter consist of any excise taxes pertaining to motor vehicle fuel of at least an equivalent value and pledged in lieu of such present taxes or of any such excise taxes of any value pledged in supplementation thereof.

(30) "Governing Body" means the Board.

(31) The term "Gross Pledged Revenues" or "gross income" means all income and revenues derived directly or indirectly by the Issuer from the Fuel Taxes, or any part thereof, whether resulting from excise taxes pertaining to motor vehicle fuel hereafter authorized to be pledged to the bonds, or otherwise, and includes all revenues received for use by the Issuer or any political corporation succeeding to the rights of the Issuer from the Fuel Taxes, but:

(a) Excluding any moneys received as grants, appropriations or gifts from the United States, the State, or other sources, the use of which is limited by the grantor or donor to the construction of capital improvements for the Issuer, and

(b) Excluding any other moneys which are not authorized by statute heretofore or hereafter adopted to be pledged to the payment of the bonds.

(32) The term "hereby," "herein," "hereinabove," "hereinafter," "hereinbefore," "hereof," "hereto," "hereunder" and any similar term refer to this Instrument and not solely to the particular portion thereof in which such word is used; "heretofore" means before the

adoption of this Instrument; and "hereafter" means after the adoption of this Instrument.

(33) "Highway Commission" means the Regional Street and Highway Commission of the County, or the commission's successor in functions, if any.

(34) "Highway Fund" means the Regional Street and Highway Fund in the County Treasury of the Issuer, which fund was created by subsection C, section 12, Tax Ordinance, pursuant to section 373.110, Project Act, and to which fund are credited the proceeds of the Gross Pledged Revenues, except for certain Administration Expenses defrayed by other than the Issuer, except for amounts refunded to taxpayers and except for such tax proceeds needed to make certain remittances and deposits, as further delineated in section 502 hereof.

(35) The term "holder" or any similar term, when used in connection with any coupons, any bonds, or any other designated securities, means the Person in possession and the apparent owner of the designated item.

(36) The term "improve" or "improvement" means the extension, widening, lengthening, betterment, alteration, reconstruction or other major improvement, or any combination thereof, or any properties pertaining to the Facilities, or an interest therein, or any other properties herein designated; but the term does not mean renovation, reconditioning, patching, general maintenance or other minor repair.

(37) "Improvements" means the facilities constructed, installed and otherwise acquired by the Project.

(38) "Independent Accountant" means any certified public accountant, or firm of such certified public accountants, as from time to time determined by the Governing Body, duly licensed to practice and practicing as such under the laws of the State, appointed and compensated by the Governing Body on behalf and in the name of the Issuer:

(a) Who is, in fact, independent and not under the domination of the Issuer,

(b) Who does not have any substantial interest, direct or indirect, with the Issuer, and

(c) Who is not connected with the Issuer as an officer or employee thereof, but who may be regularly retained to make annual or

similar audits of any books or records of the Issuer.

(39) "Instrument" means this ordinance, designated in section 101 hereof by the short title "7-1-78 Bond Ordinance"; and the term "instrument of the Issuer," "instrument of the Governing Body," "amendatory instrument," "supplemental instrument," or any phrase of similar import means any resolution or ordinance adopted by the Governing Body on behalf of the Issuer.

(40) "Issuer" means the County.

(41) "Minimum Bond Reserve" means the amount required to be accumulated, deposited, and maintained in the Reserve Fund pursuant to section 506 of the 9-1-76 Bond Ordinance and section 506 hereof, and other provisions therein as herein supplemental thereto.

(42) The term "Net Pledged Revenues" or "net income" means the Gross Pledged Revenues, after the deduction of the Administration Expenses and of any Direct Distributions, and in the case of the taxes levied by the State in sections 365.180 and 365.190, Tax Act, including, without limitation, the deduction from such taxes by the State of an amount determined by the formula provided in section 365.535, Tax Act, for the remittances and deposits required by the provisions of such section.

(43) The term "newspaper" means a newspaper printed in the English language, published at least once each calendar week.

(44) The term "9-1-76 Bond Ordinance" means Ordinance No. 335, authorizing the issuance of the 1976 bonds, duly passed and adopted by the Board on the 15th day of October, 1976.

(45) The term "1976 bonds" means those securities issued pursuant to the 9-1-76 Bond Ordinance and designated as the "Washoe County, Nevada, Highway Revenue (Motor Vehicle Fuel Tax) Refunding Bonds, Series September 1, 1976."

(46) "Outstanding" when used with reference to the bonds or any other designated securities and as of any particular date means all the bonds or any such other securities payable from the Pledged Revenues in any manner theretofore and thereupon being executed and delivered:

(a) Except any bond or other security cancelled by the Issuer or otherwise on the Issuer's behalf, at or before such date;

(b) Except any bond or other security for the payment or the redemption of which cash

at least equal to the Bond Requirements to the date of maturity or the Redemption Date, shall have theretofore been deposited with a trust bank in escrow or in trust for that purpose, as provided in section 901 hereof; and

(c) Except any bond in lieu of or in substitution for which another bond shall have been duly executed and delivered.

(47) The term "parity bonds" or "parity securities" means in either case bonds or securities payable from the Pledged Revenues on a parity with the bonds herein authorized to be issued, including, without limitation, the 1976 bonds.

(48) "Paying Agent" means the Nevada National Bank, Reno, Nevada, or its successors in functions, if any.

(49) "Person" means a corporation, firm, other body corporate (including the Federal Government, the State, and any other body corporate and politic other than the Issuer), partnership, association or individual, and also includes an executor, administrator, trustee, receiver or other representative appointed according to law.

(50) "Plan" means the "Regional Master Plan Study #1, as amended, Streets and Highways, a part of the Master Plan for Washoe County, Nevada," as from time to time amended and supplemented.

(51) "Pledged Revenues" means all or a portion of the proceeds of the gross Fuel Taxes, i.e., the Gross Pledged Revenues. The designated term indicates a source of revenues and does not necessarily indicate all or any portion or other part of such revenues in the absence of further qualification.

(52) "Project" means the street and highway construction herein authorized, as stated in the preambles hereof and as delineated in the Plan, including, without limitation:

(a) The acquisition and improvement of any street, avenue, boulevard, alley, highway or other public right-of-way used for any vehicular traffic,

(b) A sidewalk designed primarily for use by pedestrians,

(c) Grades, regrades, gravel, oiling, surfacing, macadamizing, paving, cross-walks, sidewalks, pedestrian rights-of-way, driveway approaches, curb cuts, curbs, gutters, culverts,

catch basins, drains, sewers, manholes, inlets, outlets, retaining walls, bridges, overpasses, tunnels, underpasses, approaches, sprinkling facilities, artificial lights and lighting equipment, parkways, grade separators, traffic separators, and traffic control equipment, and all appurtenances and incidentals, or any combination thereof, and

(d) The acquisition and improvement of all types of property therefor.

(53) "Project Act" means sections 373.010 through 373.200, Nevada Revised Statutes, and all laws amendatory thereof, and cited in section 373.010 thereof as the County Motor Vehicle Fuel Tax Law.

(54) "Project Engineer" means any registered or licensed professional engineer, or firm of such engineers, as from time to time determined by the Governing Body:

(a) Who has a wide and favorable repute for skill and experience in the field of designing, preparing plans and specifications for, and supervising the construction of, facilities like those comprising the Facilities:

(b) Who is entitled to practice and is practicing under the laws of the State; and

(c) Who is selected, retained and compensated by the Governing Body, in the name and on behalf of the Issuer, and who may be in the regular employ or control of the Issuer.

(55) "Purchaser" means the investment banking firm or other Person purchasing the 1978 bonds or any portion thereof sold as one issue or any other securities of the Issuer in connection with which such term is used; or if the 1978 bonds or any portion thereof or any such securities of any other series or any portion thereof be purchased by more than one Person, "Purchaser" means the manager of the account purchasing the securities; and "Purchaser" includes any successor thereof.

(56) "Redemption Date" means a date fixed for the redemption prior to their respective maturities of any bonds or other designated securities payable from Pledged Revenues in any notice of prior redemption or otherwise fixed and designated by the Issuer.

(57) "Reserve Fund" means the "Washoe County, Nevada, Highway Parity Revenue Bonds, Reserve Fund," created in and required to be accumulated, deposited and maintained in section 506 of the 9-1-76 Bond Ordinance, and

other provisions therein supplemented thereto, and authorized to be continued in section 506 hereof.

(58) "State" means the State of Nevada; and where the context so indicates, "State" means the geographical area comprising the State of Nevada.

(59) The term "subordinate bonds" or "subordinate securities" means in either case bonds or securities payable from the Pledged Revenues and junior to the lien thereon of the 1978 bonds.

(60) The term "superior bonds" or "superior securities" means in either case bonds or securities payable from the Pledged Revenues and senior to the lien thereon of the bonds herein authorized to be issued.

(61) "Tax Act" means section 365.010 through 365.590, Nevada Revised Statutes, and all laws amendatory thereof.

(62) "Tax Ordinance" means Ordinance No. 132 (Bill No. 118) of the Issuer, as amended by Ordinance No. 132 (Bill No. 239), and as otherwise amended, as more specifically delineated in the preambles hereof.

(63) The term "trust bank" means a "commercial bank," as defined herein, which bank is authorized to exercise and is exercising trust powers, and also means any branch of the Federal Reserve Bank.

B. Construction. This Instrument, except where the context by clear implication herein otherwise requires, shall be construed as follows:

(1) Words in the singular include the plural, and words in the plural include the singular.

(2) Words in the masculine gender include the feminine and the neuter, and when the sense so indicates words of the neuter gender refer to any gender.

(3) Any bonds held by the Issuer shall not be deemed Outstanding for the purpose of redemption, for the purpose of consents hereunder, or for any other purpose provided herein.

(4) Articles, sections, subsections, paragraphs and subparagraphs mentioned by number, letter, or otherwise, correspond to the respective articles, sections, subsections, paragraphs and subparagraphs of this Instrument so numbered or otherwise so designated.

(5) The titles applied to articles, sections, subsections, paragraphs and subparagraphs in this Instrument are inserted only as a matter of convenience and ease in reference and in no way define, limit or describe the scope of any provisions of this Instrument.

Section 103. Successors. Whenever the Issuer or the Governing Body is named or is referred to, such provision shall be deemed to include any successors of the Issuer or the Governing Body, respectively, whether so expressed or not. All of the covenants, stipulations, obligations and agreements by or on behalf of and other provisions for the benefit of the Issuer or the Governing Body contained herein shall bind and inure to the benefit of any such successors and shall bind and inure to the benefit of any officer, board, district, commission, authority, agent or instrumentality to whom or to which there shall be transferred by or in accordance with law any right, power or duty of the Issuer or the Governing Body or of their respective successors, if any, the possession of which is necessary or appropriate in order to comply with any such covenants, stipulations, obligations, agreements or other provisions hereof.

Section 104. Parties Interested Herein. Nothing herein expressed or implied is intended or shall be construed to confer any right, remedy or claim under or by reason hereof or any covenants, condition or stipulation hereof upon or to give such to any Person, other than the Issuer, the Governing Body, the Paying Agent, and the holders of the 1978 bonds and the coupons thereunto pertaining, and such holders of any other securities payable from the Pledged Revenues and any coupons pertaining to such securities when reference is expressly made thereto. All the covenants, stipulations, promises and agreements herein contained by and on behalf of the Issuer shall be for the sole and exclusive benefit of the Issuer, the Governing Body, the Paying Agent, and any holder of any 1978 bonds and the coupons thereunto pertaining and any holder of any such other security and any coupon pertaining thereto in the event of such reference.

Section 105. Ratification. All action heretofore taken (not inconsistent with the provisions of this Instrument) by the Governing Body, the officers of the Issuer and the Financial Consultant, and otherwise taken by the Issuer directed:

- A. . Project. Toward the Project, and
 - B. . Bonds. Toward the sale and delivery of the Issuer's bonds for that purpose,
- be, and the same hereby is, ratified, approved and confirmed.

Section 106. Transmittal of Instrument. The Clerk is hereby authorized, instructed and directed to transmit a certified copy of this Instrument:

- A. . To the clerk of the City of Reno for its city council,
- B. . To the clerk of the City of Sparks for its city council, and
- C. . To the Treasurer.

Section 107. Instrument Irrepealable. After any of the 1978 bonds are issued, this Instrument shall constitute an

irrevocable contract between the Issuer and the holder or holders of the bonds; and this Instrument (subject to the provisions of section 901 and article XI hereof), if any bonds are in fact issued, shall be and shall remain irrevocable until the bonds, as to all Bond Requirements, shall be fully paid, canceled and discharged, as herein provided, except as herein otherwise expressly provided.

Section 108. Severability. If any section, subsection, paragraph, clause or other provision of this Instrument shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, subsection, paragraph, clause or provision shall not affect any of the remaining provisions of this Instrument.

Section 109. Repealer. All bylaws, orders, and other instruments, or parts thereof, inconsistent herewith are hereby repealed to the extent only of such inconsistency. This repealer shall not be construed to revive any bylaw, order, or other instrument, or part thereof, heretofore repealed.

Section 110. Emergency, Effective Date and Publication. The Governing Body has expressed in the preambles to this ordinance that this Instrument pertains to the sale, issuance and payment of the bonds and accordingly may be adopted as if an emergency now exists, pursuant to NRS 350.579. Consequently, final action shall be taken immediately, and this ordinance shall be in effect from and after its publication as hereinafter provided. After this ordinance is signed by the Chairman and attested and sealed by the Clerk, this ordinance shall be published by title only, together with the names of the commissioners voting for or against its passage, and with a statement that typewritten copies of such ordinance are available for inspection by all interested parties at the office of the Clerk, such publication to be made in the Nevada State Journal, a newspaper published and having general circulation in the County, at least once a week for a period of two (2) weeks by two (2) insertions, pursuant to section 244.100, Nevada Revised Statutes, and all laws thereunto enabling, such publication to be in substantially the following form:

(Form of Publication)

BILL NO. 554

ORDINANCE NO. 386

(of Washoe County, Nevada)

AN ORDINANCE AUTHORIZING THE ISSUANCE BY THE COUNTY OF WASHOE, NEVADA, OF ITS NEGOTIABLE, COUPON, "WASHOE COUNTY, NEVADA, HIGHWAY IMPROVEMENT REVENUE (MOTOR VEHICLE FUEL TAX) BONDS, SERIES JULY 1, 1978," IN THE PRINCIPAL AMOUNT OF \$7,000,000 FOR STREET AND HIGHWAY CONSTRUCTION WITHIN THE COUNTY, IMPROVEMENTS INCIDENTAL THERETO, AND APPURTENANCES; DIRECTING THAT THE COUNTY SHALL EFFECT SUCH PURPOSE; PROVIDING THE FORM, TERMS AND CONDITIONS OF THE BONDS, THE MANNER AND TERMS OF THEIR ISSUANCE, THE MANNER OF THEIR EXECUTION, THE METHOD OF THEIR PAYMENT AND THE SECURITY THEREFOR, AND OTHER DETAILS IN CONNECTION THEREWITH; PROVIDING FOR THE DISPOSITION OF THE PROCEEDS OF CERTAIN MOTOR VEHICLE FUEL TAXES; PLEDGING REVENUES TO THE PAYMENT OF THE BONDS DERIVED FROM THE LEVY AND COLLECTION OF SUCH EXCISE TAXES; PROVIDING FOR THE ISSUANCE OF ADDITIONAL BONDS PAYABLE FROM SUCH EXCISE TAXES; PROVIDING OTHER COVENANTS, AGREEMENTS AND OTHER DETAILS AND MAKING OTHER PROVISIONS CONCERNING SUCH MOTOR VEHICLE FUEL TAXES, SUCH BONDS, AND THE REVENUES PLEDGED FOR THEIR PAYMENT; RATIFYING ACTION PREVIOUSLY TAKEN TOWARD ISSUING SUCH BONDS AND EFFECTING THE PURPOSE OF THEIR ISSUANCE; BY DECLARING THIS ORDINANCE PERTAINS TO THE SALE, ISSUANCE AND PAYMENT OF THE BONDS, PROVIDING FOR ITS ADOPTION AS IF AN EMERGENCY EXISTS; AND PROVIDING THE EFFECTIVE DATE HEREOF.

PUBLIC NOTICE IS HEREBY GIVEN that typewritten copies of the above-numbered and entitled ordinance are available for inspection by all interested parties at the office of the County Clerk of Washoe County, Nevada, at his office in the Washoe County Courthouse, Reno, Nevada; and that the ordinance was proposed by Commissioner Brown and was passed at the regular meeting on June 6, 1978, by the following vote of the Board of County Commissioners:

Those Voting Aye:	<u>Robert F. Rusk</u>
	<u>Jean Stoess</u>
	<u>F. W. "Bill" Farr</u>
	<u>Steven R. Brown</u>

Those Voting Nay:	<u>None</u>
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Those Absent and Not Voting:	<u>Dwight A. Nelson</u>
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This ordinance shall be in full force and effect from and after June 19, 1978, i.e., the date of the second publication of the ordinance by its title only.

DATED this June 6, 1978.

/s/ Robert F. Rusk
Chairman
Board of County Commissioners
Washoe County, Nevada

(SEAL)

Attest:

/s/ Alex A. Coon
County Clerk

(End of Form of Publication)

Publish Nevada State Journal
on June 12 and 19, 1978
Please Furnish Proof of Publication SEVEN (7) copies to

Washoe County Clerk
P. O. Box 11130
Reno, Nevada

ARTICLE II

GOVERNING BODY'S DETERMINATIONS, AUTHORITY
FOR AND AUTHORIZATION OF PROJECT, NECESSITY
OF PROJECT AND BONDS, PROJECT COST, AND
OBLIGATION OF ISSUER

Section 201. Authority for this Instrument. This Instrument is adopted by virtue of the Project Act, the Bond Act and pursuant to their provisions; and the Issuer has ascertained and hereby determines:

A. Compliance with Project and Bond Acts. Each and every matter and thing as to which provision is made herein is necessary in order to carry out and to effectuate the purposes of the Issuer in accordance with the Project Act and the Bond Act; and

B. Approval. The total cost, capacity, type, and plans and specifications of and for the Project, to the extent heretofore prepared, have been and hereby are approved.

Section 202. Life of Improvements. The Governing Body, on behalf of the Issuer, has determined and does hereby declare:

A. Estimated Life. The estimated life or estimated period of usefulness of the Improvements to be acquired with the proceeds of the bonds is not less than twenty-four (24) years from the date of the bonds; and

B. Bond Term. The bonds shall mature at times not exceeding such estimated life or estimated period of usefulness.

Section 203. Necessity of Project and Bonds. It is necessary and for the best interests of the Issuer and the inhabitants thereof, that the Issuer effect the Project and defray the cost thereof in part by issuing the 1978 bonds therefor; and it is hereby so determined and declared.

Section 204. Authorization of Project. The Governing Body, on behalf of the Issuer, does hereby determine to better, enlarge, extend and otherwise improve the Facilities by constructing, installing and otherwise acquiring, the Improvements; and the Project is hereby so authorized.

Section 205. Estimated Cost of Project. The Cost of the Project is estimated not to exceed \$7,000,000, excluding any such cost defrayed or to be defrayed by any source other than the proceeds of the principal amount of the 1978 bonds.

Section 206. Instrument To Constitute Contract. In consideration of the purchase and acceptance of the 1978 bonds by those who shall hold the same from time to time, the provisions hereof shall be deemed to be and shall constitute contracts between the Issuer and the holders from time to time of the bonds and coupons.

Section 207. Bonds Equally Secured. The covenants and agreements herein set forth to be performed on behalf of the Issuer shall be for the equal benefit, protection and security of the

holders of any and all of the Outstanding 1978 bonds and the coupons appertaining thereto, all of which, regardless of the time or times of their issue or maturity, shall be of equal rank without preference, priority or distinction of any of the bonds or coupons over any other thereof, except as otherwise expressly provided in or pursuant to this Instrument.

Section 208. Special Obligations. All of the 1978 bonds, as to all Bond Requirements, shall be payable and collectible solely out of the Net Pledged Revenues, which revenues are so pledged; the holder or holders thereof may not look to any general or other fund for the payment of such Bond Requirements, except the herein-designated special funds pledged therefor; the bonds shall not constitute an indebtedness or a debt within the meaning of any constitutional or statutory provision or limitation and the bonds shall not be considered or held to be general obligations of the Issuer but shall constitute its special obligations.

Section 209. Character of Agreement. None of the covenants, agreements, representations, and warranties contained herein or in the bonds issued hereunder, in the absence of any breach thereof, shall ever impose or shall be construed as imposing any liability, obligation, or charge against the Issuer (except for the special funds pledged therefor) or its general credit, payable out of its general fund or out of any funds derived from taxation other than the Fuel Taxes.

Section 210. Modifications of Project. The Issuer reserves the right to make from time to time alterations, amendments, additions to, and deletions from the Project, subject to the approval of each such modification by the Highway Commission, prior to the withdrawal in accordance with article IV hereof of all moneys accounted for in the Acquisition Fund, hereinafter created in subsection B, section 401 hereof.

Section 211. No Pledge of Property. The payment of the bonds is not secured by an encumbrance, mortgage or other pledge of property of the Issuer, except for its Pledged Revenues and any other moneys pledged for the payment of the bonds. No property of the Issuer, subject to such exception, shall be liable to be forfeited or taken in payment of the bonds.

Section 212. No Recourse against Officers and Agents. No recourse shall be had for the payment of the Bond Requirements of the bonds or for any claim based thereon or otherwise upon this Instrument authorizing their issuance or other instrument pertaining thereto, against any individual member of the Governing Body or any officer or other agent of the Issuer, past, present or future, either directly or indirectly through the Governing Body or the Issuer, or otherwise, whether by virtue of any constitution, statute or rule of law, or by the endorsement of any penalty or otherwise, all such

liability, if any, being by the acceptance of the bonds and as a part of the consideration of their issuance specially waived and released.

Section 213. No Bond Election Nor Other Preliminaries.
The 1978 bonds shall be issued without their being authorized at an election by any electors of the Issuer or without any other preliminaries being taken other than tendering them for the receipt of offers for their public sale.

ARTICLE III

AUTHORIZATION, TERMS, EXECUTION AND
ISSUANCE OF BONDS

Section 301. Authorizaion of Bonds. The "Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978," in the principal amount of \$7,000,000, payable as to all the Bond Requirements solely out of the Net Pledged Revenues, are hereby authorized to be issued, pursuant to the Project Act and the Bond Act; and the Issuer pledges irrevocably, but not necessarily exclusively, such revenues to the payment of the Bond Requirements of the bonds, the proceeds thereof to be used (except as herein otherwise expressly provided) solely to defray the Cost of the Project.

Section 302. Bond Details. The bonds shall be issued payable to bearer, dated as of the first day of July, 1978, consisting of 1400 bonds in the denomination of \$5,000 each, numbered consecutively in regular numerical order from 1 through 1400, bearing interest from their date until their respective maturities at the rates hereafter established upon their sale, interest being evidenced until the respective bond maturities by one (1) set of interest coupons payable to bearer, attached to the bonds, and payable on the first day of May, 1979, and semiannually thereafter on the first days of May and November in each year, and the bonds being numbered and maturing serially in regular numerical order on the first day of November in each of the designated amounts and years, as follows:

<u>Bond Numbers</u> (All Inclusive)	<u>Principal</u> <u>Maturing</u>	<u>Years</u> <u>Maturing</u>
1 - 4	\$ 20,000	1980
5 - 8	20,000	1981
9 - 20	60,000	1982
21 - 40	100,000	1983
41 - 87	235,000	1984
88 - 137	250,000	1985
138 - 190	265,000	1986
191 - 246	280,000	1987
247 - 305	295,000	1988
306 - 368	315,000	1989
369 - 435	335,000	1990
436 - 506	355,000	1991
507 - 581	375,000	1992
582 - 661	400,000	1993
662 - 745	420,000	1994
746 - 836	455,000	1995
837 - 932	480,000	1996
933 - 1033	505,000	1997
1034 - 1141	540,000	1998
1142 - 1255	570,000	1999
1256 - 1376	605,000	2000
1377 - 1400	120,000	2001

the Bond Requirements of the 1978 bonds being payable in lawful money of the United States of America, upon presentation and surrender of the bonds and the annexed interest coupons as they severally become due, without deduction for exchange or collection charges, at the Paying Agent. In the event any of the bonds shall not be paid upon its presentation at maturity, it shall continue to draw interest at the rate of eight per cent (8%) per annum until the principal thereof is paid in full.

Section 303. Prior Redemption Option. The bonds numbered 1 through 305, maturing on and before the first day of November, 1988, shall not be subject to redemption prior to their respective maturities. The bonds numbered 306 through 1400, maturing on and after the first day of November, 1989, shall be subject to redemption prior to their respective maturities at the option of the Issuer, on and after the first day of November, 1988, in whole at any time, or in part in inverse numerical order on any interest payment date, at a price equal to the principal amount of each bond so redeemed, accrued interest thereon to the redemption date, and a premium computed in accordance with the following schedule:

- 2.50% of the principal amount of each bond so redeemed if redeemed on or before April 30, 1989;
- 2.00% of such principal amount if redeemed thereafter and on or before April 30, 1990;
- 1.50% of such principal amount if redeemed thereafter and on or before April 30, 1991;
- 1.00% of such principal amount if redeemed thereafter and on or before April 30, 1992; and
- .50% of such principal amount if redeemed thereafter.

Section 304. Notice of Prior Redemption. Notice of any prior redemption shall be given by the Treasurer in the name of the Issuer:

A. Publication. By publication of such notice at least once, not less than thirty (30) days prior to the redemption date in each:

- (1) A newspaper of general circulation in the City of Reno, Nevada, and
- (2) The Daily Bond Buyer, New York, New York, or in a similar financial newspaper published therein, as the Governing Body may determine; and

B. Mail. By sending a copy of such notice by certified or registered, first-class, postage prepaid mail, at least thirty (30) days prior to the redemption date to each:

- (1) The Purchaser, or to any successor thereof known to the Treasurer, and

(2) The Financial Consultant, or to any successor thereof known to the Treasurer.

Such notice shall specify the number or numbers of the bonds to be so redeemed (if less than all are to be redeemed) and the Redemption Date; and such notice shall further state that on such Redemption Date there will become and will be due and payable upon each bond so to be redeemed at the office of the Paying Agent (designated by name), the principal amount thereof, accrued interest thereon to the Redemption Date, and the stipulated premium, and that from and after such date interest will cease to accrue. Notice having been given in the manner hereinabove provided, the bond or bonds so called for redemption shall become due and payable on the Redemption Date so designated; and upon presentation thereof at the Paying Agent, together with the appurtenant coupons maturing subsequent to the Redemption Date, the Issuer will pay the bond or bonds so called for redemption. Any bonds redeemed prior to their respective maturities by call for prior redemption (or otherwise) shall not be reissued and shall be canceled the same as bonds redeemed at or after maturity.

Section 305. Negotiability. Title to any bond or to any coupon shall pass by delivery merely, as a negotiable instrument payable to bearer. Subject to the provisions expressly made or necessarily implied herein, the bonds and the coupons pertaining thereto shall be fully negotiable and shall have all the qualities of negotiable paper, and the holder or holders thereof shall possess all rights enjoyed by the holders of negotiable instruments under the provisions of the Uniform Commercial Code - Investment Securities.

Section 306. Execution of Bonds. The bonds shall be executed as follows:

A. Filings with Secretary of State. Pursuant to section 350.638, Bond Act, and to the act cited as the Uniform Facsimile Signatures of Public Officials Act, designated as chapter 351, Nevada Revised Statutes, and prior to the execution of any 1978 bonds, the Chairman, the Treasurer and the Clerk shall each file with the Secretary of State of the State of Nevada his manual signature certified by him under oath.

B. Manner of Execution. Each bond shall be signed and executed in the name of and on behalf of the Issuer with the engraved, imprinted, stamped or otherwise reproduced facsimile of the signature of the Chairman and shall be countersigned, manually subscribed and executed by the Treasurer; each bond shall be authenticated with the printed, engraved, stamped or otherwise placed thereon facsimile of the official seal of the Issuer; and each bond shall be signed, executed and attested with such a facsimile of the signature of the Clerk.

Section 307. Form and Execution of Coupons. The interest accruing to maturity on the bonds shall be evidenced by interest

coupons thereto attached, payable to bearer, consecutively numbered from one upwards; and each coupon shall evidence a semiannual installment of interest; provided that the first coupon, designated No. 1 and attached to each bond, shall evidence ten months' interest. Each coupon shall be authenticated by such a facsimile signature of the Treasurer as it appears on the bonds, which officer by the execution of the bonds and of a signature certificate pertaining thereto shall adopt as and for his signature the facsimile thereof appearing on the coupons. Before the delivery of any bond all coupons pertaining thereto then matured, if any, shall be cut off and canceled. The coupons when so executed and delivered as part of the bonds to which they pertain shall be the lawful obligations of the Issuer, according to their tenor, securing the payment of interest in the hands of all Persons to whom they may come.

Section 308. Use of Predecessor's Signature. The bonds and coupons bearing the signatures of the officers in office at the time of the signing thereof shall be the valid and binding obligations of the Issuer, notwithstanding that before the delivery thereof and the payment therefor any or all of the persons whose signatures appear thereon shall have ceased to fill their respective offices. Each the Chairman, the Treasurer and the Clerk, at the time of the execution of the bonds and of a signature certificate pertaining thereto by the Chairman, the Treasurer and the Clerk, respectively, may adopt as and for his own facsimile signature the facsimile signature of his predecessor in office in the event that such facsimile signature appears upon any of the bonds or any of the coupons pertaining thereto.

Section 309. Incontestable Recital in Bonds. Pursuant to section 350.628 of the Bond Act, each bond shall recite that it is issued pursuant to the Project Act and to the Bond Act, which recital shall be conclusive evidence of the validity of the bonds and the regularity of their issuance.

Section 310. Tax Exemption. Pursuant to section 350.710 of the Bond Act, the bonds, their transfer, and the income therefrom shall forever be and remain free and exempt from taxation by the State or any subdivision thereof.

Section 311. Bond Execution. The Chairman, the Treasurer and the Clerk are hereby authorized and directed to prepare and to execute the bonds as herein provided.

Section 312. Registration by Treasurer. Before any bonds are delivered, they shall be registered by the Treasurer in a book kept in his office for that purpose, pursuant to section 350.612 of the Bond Act. The register shall show:

A. Principal. The aggregate principal amount of the bonds and the denomination of each bond,

B. Payment Dates. The time of payment of each of the bonds, and

C. Interest Rates. The rate of interest which each of the bonds bears.

Section 313. Bond Delivery. After such registration by the Treasurer, he shall cause the bonds to be delivered to the Purchaser thereof, upon payment being made therefor on the terms of the sale of the bonds.

Section 314. Causes for Reissuance. In case any outstanding bond or coupon shall be lost, apparently destroyed, or wrongfully taken, it may be reissued, at the discretion of the Issuer, in the form and tenor of the lost, destroyed or taken bond or coupon as provided in section 104.8405 of the Uniform Commercial Code - Investment Securities, as from time to time amended, and all laws supplemental thereto.

Section 315. Other Reissuance. Nothing contained in the provisions of section 314 hereof shall be construed as prohibiting the Issuer from reissuing, pursuant to other provisions herein, in the Project Act or the Bond Act, or otherwise, upon such terms and conditions as the Governing Body may determine, any outstanding bond or coupon which shall not have become lost, apparently destroyed, or wrongfully taken.

Section 316. Bond and Coupon Form. Subject to the provisions of this Instrument, each bond and the coupons to be attached thereto shall be, respectively, in substantially the following form, with such omissions, insertions, endorsements and variations as to any recitals of fact or other provisions as may be required by the circumstances, be required or permitted by this Instrument, or be consistent with this Instrument and necessary or appropriate to conform to the rules and requirements of any governmental authority or any usage or requirement of law with respect thereto:

(Form of Bond)

UNITED STATES OF AMERICA
STATE OF NEVADA
WASHOE COUNTY
HIGHWAY IMPROVEMENT REVENUE
(MOTOR VEHICLE FUEL TAX) BOND
SERIES JULY 1, 1978

NO. _____

\$5,000

The County of Washoe, in the State of Nevada (herein the "Issuer" and the "State," respectively), for value received hereby promises to pay to the bearer hereof solely from the special funds provided therefor, as hereinafter set forth, on the first day of November, 19__, the principal sum of

FIVE THOUSAND DOLLARS

and to pay solely from such special funds interest thereon from date until maturity at the rate of

_____ per cent (____%)

per annum, payable on the first day of May, 1979, and semiannually thereafter on the first days of May and November in each year, upon presentation and surrender of this bond and of the annexed coupons as they severally become due. If upon presentation at maturity payment of this bond is not made as herein provided, interest shall continue at the rate of eight per cent (8%) per annum until the principal hereof is paid in full. Principal, interest and any prior redemption premium due (herein the "Bond Requirements") are payable in lawful money of the United States of America, without deduction for exchange or collection charges, at the Nevada National Bank, in Reno, Nevada (herein the "Paying Agent").

The bonds of the series of which this is one (herein the "1978 bonds" or merely the "bonds"), maturing on and before the first day of November, 1988, are not subject to redemption prior to their respective maturities. The bonds maturing on and after the first day of November, 1989, are subject to redemption prior to their respective maturities at the option of the Issuer, on and after the first day of November, 1988, in whole at any time, or in part in inverse numerical order on any interest payment date, at a price equal to the principal amount of each bond so redeemed, accrued interest thereon to the redemption date, and a premium computed in accordance with the following schedule:

- 2.50% of the principal amount of each bond so redeemed if redeemed on or before April 30, 1989;
- 2.00% of such principal amount if redeemed thereafter and on or before April 30, 1990;

- 1.50% of such principal amount if redeemed thereafter and on or before April 30, 1991;
- 1.00% of such principal amount if redeemed thereafter and on or before April 30, 1992; and
- .50% of such principal amount if redeemed thereafter.

Redemption shall be made upon not less than thirty days' prior published and mailed notice in the manner and upon the conditions provided in the ordinance authorizing the issuance of the bonds and designated in section 101 thereof by the short title "7-1-78 Bond Ordinance (as amended and supplemented, herein the "Instrument"). A copy of the Instrument is on file for public inspection in the office of the Clerk of the Issuer in Reno, Nevada.

The bonds do not constitute a debt or an indebtedness of the Issuer within the meaning of any constitutional or statutory provision or limitation, shall not be considered or held to be general obligations of the Issuer, and are payable and collectible solely out of the net income derived from certain excise taxes concerning motor vehicle fuel, now consisting of two cents per gallon levied by the Issuer on all motor vehicle fuel sold, distributed or used in the Issuer, and of an additional one and one-half cent per gallon levied by the State on all motor vehicle fuel sold, distributed or used in the State and distributed in part to the Issuer (as well as the other counties of the State), subject to certain exceptions, the net income of which taxes (subject to certain exceptions) is so pledged; and the holder hereof may not look to any general or other fund for the payment of the Bond Requirements of this obligation except the special funds pledged therefor.

Payment of the Bond Requirements of the bonds shall be made solely from and as security for such payment there are irrevocably pledged, pursuant to the Instrument, two special accounts identified as the "Washoe County, Nevada, Highway Parity Revenue Bonds, Interest and Bond Retirement Fund" and as the "Washoe County, Nevada, Highway Parity Revenue Bonds, Reserve Fund," into which accounts the Issuer covenants to pay, respectively, from the revenues derived from such motor vehicle fuel taxes, including, without limitation, if hereafter authorized by law, any excise taxes pertaining to motor vehicle fuel of at least an equivalent value and pledged in lieu of such present taxes or any such excise taxes of any value pledged in supplementation of such present taxes (herein the "Gross Pledged Revenues"), after provision only for the payment of certain administration expenses and direct distributions, and except for certain unpledged portions of such net income of such motor vehicle fuel taxes (the remaining revenues being herein sometimes designated as the "Net Pledged Revenues"), sums sufficient to pay when due

the Bond Requirements of the bonds and to create and maintain for such purpose a reasonable and specified reserve.

The bonds are equitably and ratably secured by a lien on such Net Pledged Revenues, and the 1978 bonds constitute an irrevocable and first lien (but not necessarily an exclusively first lien) upon such Net Pledged Revenues, on a parity with the lien thereon of the outstanding Washoe County, Nevada, Highway Revenue (Motor Vehicle Fuel Tax) Refunding Bonds, Series September 1, 1976. Bonds and other securities, in addition to the 1978 bonds, subject to expressed conditions, may be issued and made payable from such Net Pledged Revenues having a lien thereon subordinate and junior to the lien or, subject to additional expressed conditions, having a lien thereon on a parity with the lien of the 1978 bonds, in accordance with the provisions of the Instrument.

The Issuer covenants and agrees with the holder of this bond and with each and every person who may become the holder hereof that it will keep and will perform all of the covenants of the Instrument.

This bond is one of a series of fourteen hundred bonds of like tenor, amount and date, except as to number, interest rate, prior redemption option, and maturity, authorized for the purpose of defraying the costs of certain street and highway construction in the Issuer.

Reference is made to the Instrument and any and all modifications and amendments thereof and supplements thereto, to the Tax Ordinance therein designated, to the contract pertaining to such ordinance between the State and the Issuer, to the State's County Motor Vehicle Fuel Tax Law, now cited as sections 373.010 through 373.200, Nevada Revised Statutes, and all laws amendatory thereof (herein the "Project Act"), to the Local Government Securities Law, now cited as sections 350.500 through 350.720, Nevada Revised Statutes, and all laws amendatory thereof (herein the "Bond Act"), to chapter 365, Nevada Revised Statutes, and all laws amendatory thereof (herein the "Tax Act"), and to all laws supplemental thereto, for an additional description of the nature and extent of the security for the 1978 bonds, the accounts, funds or revenues pledged, the nature and extent and manner of enforcement of the pledge, the rights and remedies of the holders of the 1978 bonds with respect thereto, the terms and conditions upon which the 1978 bonds are issued, and a statement of rights, duties, immunities and obligations of the Issuer, and other rights and remedies of the holders of the 1978 bonds.

The 1978 bond are issued pursuant to the County Motor Vehicle Fuel Tax Law, i.e., the Project Act, and to the Local Government Securities Law, i.e., the Bond Act; pursuant to section 350.628 of the Bond Act, this recital is conclusive evidence of the

validity of the bonds and the regularity of their issuance; and pursuant to section 350.710 of the Bond Act, the bonds, their transfer, and the income therefrom shall forever be and remain free and exempt from taxation by the State or any subdivision thereof.

To the extent and in the respects permitted by the Instrument, the provisions of the Instrument or any instrument amendatory thereof or supplemental thereto may be modified or amended by action of the Issuer taken in the manner and subject to the conditions and exceptions prescribed in the Instrument. The pledge of revenues and other obligations of the Issuer under the Instrument may be discharged at or prior to the respective maturities or redemption of the 1978 bonds upon the making of provision for the payment thereof on the terms and conditions set forth in the Instrument.

This bond is subject to the conditions, and every holder hereof by accepting the same agrees with the obligor and with every subsequent holder hereof that (a) the delivery of this bond to any transferee shall vest title in this bond and in the interest coupons attached hereto in such transferee to the same extent for all purposes as would the delivery under like circumstances of any negotiable instrument payable to bearer; (b) the obligor and any agent of the obligor may treat the bearer of this bond as the absolute owner hereof for all purposes and shall not be affected by any notice to the contrary; (c) the Bond Requirements of this bond shall be paid, and this bond and each of the coupons pertaining thereto are transferable, free from and without regard to any equities between the obligor and the original or any intermediate holder hereof or any set-offs or cross-claims; and (d) the surrender to the obligor or to any agent of the obligor of this bond and of each of the coupons shall be a good discharge to the obligor for the same.

It is further certified, recited and warranted that all the requirements of law have been fully complied with by the proper officers of the Issuer in the issuance of this bond, and that it is issued pursuant to and in strict conformity with the Constitution and laws of the State, particularly under the terms and provisions of the Project Act, the Bond Act and all laws supplemental thereto.

No recourse shall be had for the payment of the Bond Requirements of this bond or for any claim based thereon or otherwise in respect to the Instrument, against any individual member of the board of county commissioners of the Issuer, or any officer or other agent of the Issuer, past, present or future, either directly or indirectly through such governing body or the Issuer, or otherwise, whether by virtue of any constitution, statute or rule of law, or by the endorsement of any penalty or otherwise, all such liability, if any, being by the acceptance of this bond and as a part of the consideration of its issuance specially waived and released.

IN WITNESS WHEREOF, the Issuer has caused this bond to be signed and executed in its name and upon its behalf with the facsimile signature of the Chairman of its board of county commissioners, and to be countersigned, manually subscribed and executed by its County Treasurer; has caused the facsimile of the seal of the Issuer to be affixed hereon; has caused this bond to be signed, executed and attested with the facsimile signature of its County Clerk; and has caused the coupons hereto annexed to be authenticated with the facsimile signature of its County Treasurer, who, by the execution of this bond, does adopt as and for his own proper signature his facsimile signature appearing on each such coupons, all as of the first day of July, 1978.

COUNTY OF WASHOE, NEVADA

By _____ (Facsimile Signature)
Chairman
Board of County Commissioners

Countersigned:

_____ (Manual Signature)
County Treasurer

(FACSIMILE SEAL)

Attest:

_____ (Facsimile Signature)
County Clerk

(End of Form of Bond)

(Form of Coupon)

Coupon

No. _____

\$ _____

On the first day of May, November, 19__, unless the bond to which this coupon is attached, if callable, has been duly called for prior redemption on an earlier date, the County of Washoe, in the State of Nevada, upon surrender of this coupon, will pay to bearer in lawful money of the United States of America, without deduction for exchange or collection charges, at the Nevada National Bank, in Reno, Nevada, the amount herein stated, solely from and secured by a pledge of two special accounts created from a portion of the net revenues derived from certain excise taxes concerning motor vehicle fuel, and being the interest then due on its Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bond, Series July 1, 1978, and bearing

Bond

No. _____

(Facsimile Signature)

County Treasurer

(End of Form of Coupon)

ARTICLE IV

USE OF BOND PROCEEDS

Section 401. Disposition of Bond Proceeds. The proceeds of the 1978 bonds, upon the receipt thereof, shall be accounted for in the following manner and priority and are hereby pledged therefor:

A. Bond Fund. First, there shall be credited to the separate account created in subsection A, section 401 of the 9-1-76 Bond Ordinance and known as the "Washoe County, Nevada, Highway Parity Revenue Bonds, Interest and Bond Retirement Fund" (the "Bond Fund"), all moneys received, if any, as accrued interest on the bonds from their sale by the Issuer from the date of the bonds to the date or respective dates of their delivery to the Purchaser, and any premium from such sale, to apply on the payment of interest on the 1978 bonds as the same becomes due after their delivery, in accordance with subsection B, section 505 hereof.

B. Acquisition Fund. Second, the proceeds derived from the sale of the bonds, except as herein otherwise expressly provided, shall be credited to a separate account hereby created and to be known as the "Washoe County, Nevada, Highway Improvement Revenue Bonds, Series July 1, 1978, Project Acquisition Fund" (the "Acquisition Fund").

Section 402. Moneys for Project. All moneys received and held by the Issuer for the Project from all sources, including, without limitation, surplus Pledged Revenues appropriated by the Governing Body for that purpose, shall be deposited in the Acquisition Fund, including, without limitation, the bond proceeds deposited therein pursuant to subsection B, section 401 hereof. The moneys in the Acquisition Fund, except as herein otherwise expressly provided, shall be used and paid out solely for the purpose of defraying the Cost of the Project.

Section 403. Application of Acquisition Fund. Moneys, except as herein otherwise expressly provided, shall be withdrawn from the Acquisition Fund for the Project only upon warrants approved by the Governing Body, drawn by the County Comptroller, and countersigned by the Treasurer, in the same manner that other claims against the Issuer are presented and paid. No such warrant for any sum for construction work shall be issued:

A. Completion Certificate. Until the County Comptroller and Treasurer have received a certificate from the Project Engineer certifying that such a sum is due and owing for materials supplied or work satisfactorily completed in substantial accordance with the plans and specifications for the work involved, and

B. Warrant Resolution. Until the Governing Body has adopted a resolution authorizing and directing the drawing of such

warrant, upon the due filing of such a certificate as provided above. (Any such resolution may be generalized in nature and may provide for the drawing of warrants to a designated maximum during a designated Fiscal Year.)

Section 404. Prevention of Bond Default. The Treasurer shall use any bond proceeds credited to the Acquisition Fund, without further order or warrant, to pay the Bond Requirements of the 1978 bonds as the same become due whenever and to the extent moneys in the Bond Fund and the Reserve Fund or otherwise available therefor are insufficient for that purpose, unless such bond proceeds shall be needed to defray obligations accrued and to accrue under any contracts then existing and pertaining to the Project. The Treasurer shall promptly notify:

- A. Chairman. The Chairman,
 - B. Manager. The County Manager,
 - C. Comptroller. The County Comptroller, and
 - D. Governing Body. The Clerk for the Governing Body,
- of any such use. Any moneys so used shall be restored to the Acquisition Fund from the first Pledged Revenues thereafter received and not needed to meet the requirements provided in sections 504 through 510 hereof.

Section 405. Completion of Project. When the Project shall have been completed in accordance with the relevant plans and specifications and all amounts due therefor, including all proper incidental expenses, shall have been paid, or for which full provision shall have been made, the Treasurer, upon the receipt from the Project Engineer of a certificate so stating, and upon the receipt of a resolution adopted by the Governing Body so ordering, shall cause to be transferred to the Bond Fund, for the payment of the Bond Requirements of the 1978 Bonds, all surplus moneys remaining in the Acquisition Fund, if any, except for any moneys designated in the resolution to be retained to pay for any unpaid accrued costs or contingent obligations. Nothing herein contained:

A. Periodic Transfers. Prevents the Treasurer from causing to be transferred from the Acquisition Fund to the Bond Fund at any time prior to the termination of the Acquisition Fund any moneys which the Project Engineer by certificate and the Governing Body by resolution determine will not be necessary for the Project; or

B. Limitations upon Transfers. Requires the transfer to the Bond Fund of any surplus moneys (other than bond proceeds) received as grants, appropriations or gifts the use of which moneys is limited by the grantor or donor to the construction of capital improvements or otherwise so that such surplus moneys (other than bond proceeds) may not be properly transferred to the Bond Fund under the terms of such grants, appropriations or gifts.

Section 406. Purchaser Not Responsible. The validity of the bonds shall not be dependent on or be affected by the validity or

regularity of any proceedings relating to the acquisition of the Improvements, or any part thereof, or to the completion of the Project. The Purchaser of the 1978 bonds, any associate thereof, and any subsequent holder of any 1978 bond shall in no manner be responsible for the application or disposal by the Issuer or by any of its officers, agents and employees of the moneys derived from the sale of the bonds or of any other moneys herein designated.

Section 407. Lien on Bond Proceeds. Until and unless the proceeds of the 1978 bonds are applied as hereinabove provided and used to defray the Cost of the Project from time to time, the bond proceeds shall be subject to a lien thereon and pledge thereof for the benefit solely of the holders of the 1978 bonds. Nothing herein shall be construed as requiring or permitting the application of such proceeds to the payment of the Bond Requirements of the 1976 bonds or of any parity or subordinate securities hereafter issued.

ARTICLE VADMINISTRATION OF AND ACCOUNTING FOR
PLEDGED REVENUES

Section 501. Pledge Securing Bonds. Subject only to the rights and obligations of the Issuer to cause amounts to be withdrawn therefrom and paid on account of Administration Expenses, to make the Direct Distributions (in the case of the 1978 bonds) and to pay the Cost of the Project as provided herein, the Gross Pledged Revenues and all moneys and securities paid or to be paid to or held or to be held in any account under article V of this Instrument and under section 401 hereof are hereby pledged to secure the payment of the Bond Requirements of the 1976 bonds and the 1978 bonds, except as provided in section 407 hereof; and this pledge shall be valid and binding so far as the 1978 bonds are concerned from and after the date of the first delivery of any 1978 bonds, and the moneys, as received by the Issuer and hereby pledged, shall immediately be subject to the lien of this pledge without any physical delivery thereof, any filing, or further act, and the lien of this pledge and the obligation to perform the contractual provisions hereby made shall have priority over any or all other obligations and liabilities of the Issuer, except for the Outstanding 1976 bonds and for any Outstanding bonds or other Outstanding securities hereafter authorized, the liens of which on the Pledged Revenues are on a parity with the lien thereon of the 1978 bonds; and the lien of this pledge shall be valid and binding as against all parties having claims of any kind in tort, contract or otherwise against the Issuer (except as herein otherwise provided), irrespective of whether such parties have notice thereof.

Section 502. Highway Fund Deposits. So long as any of the 1978 bonds shall be Outstanding, as to any Bond Requirements, the entire Gross Pledged Revenues, except for such amounts withheld by dealers, users and the Department to reimburse themselves (excluding the Department) for handling losses occasioned by evaporation, spillage and other similar causes, and to reimburse themselves (including the Department) for the costs of their respective services in the performance by them of all functions incident to the administration of the Fuel Taxes, and constituting Administration Expenses, pursuant to the Project Act, to the Tax Act, to the Tax Ordinance, and to the contract pertaining thereto between the Issuer and the State acting by and through the Department, except for amounts refunded to taxpayers as provided in such statutes, ordinance and contract, and except for an allocable and pro rata share of the net proceeds of the taxes levied by the State in sections 365.190, Tax Act, needed to make the remittances and deposits required of the State by section 365.535, Tax Act, shall continue to be set aside upon the receipt of such

revenues by the Issuer and credited to the special account in the County Treasury of the Issuer created by subsection C, section 12, Tax Ordinance, pursuant to section 373.110, Project Act, and designated as the "Regional Street and Highway Fund" (the "Highway Fund").

Section 503. Administraion of Highway Fund. So long as any of the bonds hereby authorized shall be Outstanding, as to any Bond Requirements, the following payments shall be made from the Highway Fund, as provided herein in sections 504 through 510.

Section 504. First Charges. First, as first charge on the Highway Fund, there shall from time to time be withdrawn and set aside:

A. Administration Expenses. Initially, as a first charge thereon, sufficient moneys to pay any Administration Expenses not withheld by dealers, users and the Department or otherwise defrayed by other than the Issuer as permitted in section 502 hereof; and

B. Direct Distributions. Thereafter, as the next charge thereon, sufficient moneys to make required Direct Distributions.

Nothing herein contained permits the payment of any Administration Expenses incurred by the Issuer with any proceeds of the taxes levied by the State in sections 365.180 and 365.190, Tax Act, or otherwise, or requires the withdrawal from the Highway Fund of any moneys allocated for the payment of Administration Expenses or Direct Distributions until obligations pertaining thereto have accrued and become due, and any such moneys so allocated may be retained in the Highway Fund pending withdrawals for the payment of such obligations. Any such withdrawals becoming surplus and remaining at the end of the Fiscal Year and not needed for Administration Expenses or Direct Distributions shall be transferred back to the Highway Fund and shall be used for the purposes thereof, as herein provided.

Section 505. Bond Fund Payments. Second, and subject to the aforesaid provisions (except as otherwise required in the case of the 1976 bonds by the 9-1-76 Bond Ordinance), from any moneys remaining in the Highway Fund, i.e., from the Net Pledged Revenues, the following transfers shall be made for the payment of the securities hereinafter designated:

A. 1976 Bonds. There shall continue to be credited to the Bond Fund the following:

(1) Monthly, commencing on each interest payment date, one-sixth of the amount necessary to pay the next maturing installment of interest on the Outstanding 1976 bonds, except to the extent any other moneys are available therefor.

(2) Monthly, commencing on each principal payment date, one-twelfth of the amount necessary to pay

the next maturing installment of principal of the Outstanding 1976 bonds, except to the extent any other moneys are available therefor.

B. 1978 Bonds. Concurrently with the payments provided by subsection A of this section, there shall be credited to the Bond Fund, the following:

(1) Monthly, commencing on the first day of the month immediately succeeding the delivery of any of the 1978 bonds and any parity securities hereafter authorized, an amount in equal monthly installments necessary, together with any other moneys from time to time available therefor from whatever source, including without limitation the moneys, if any, provided in subsection A, section 401, and in section 405 hereof, to pay the next maturing installment of interest on the Outstanding 1978 bonds and any Outstanding parity securities hereafter authorized, and monthly thereafter, commencing on each interest payment date, one-sixth of the amount necessary to pay the next maturing installment of interest on the Outstanding 1978 bonds and any Outstanding parity securities hereafter authorized, except to the extent any other moneys are available therefor.

(2) Monthly, commencing on the first day of the month immediately succeeding the delivery of any of the 1978 bonds and any parity securities hereafter authorized, an amount in equal monthly installments necessary, together with any other moneys from time to time available therefor from whatever source, to pay the next maturing installment of principal of the Outstanding 1978 bonds and any Outstanding parity securities hereafter authorized, and monthly thereafter, commencing on each principal payment date, one-twelfth of the amount necessary to pay the next maturing installment of principal of the Outstanding 1978 bonds and any Outstanding parity securities hereafter authorized and then Outstanding, except to the extent any other moneys are available therefor.

The moneys credited to the Bond Fund shall be used to pay the Bond Requirements of the the 1978 bonds and any Outstanding parity securities, as the same become due.

Section 506. Reserve Fund Payments. Third, but concurrently with the transfers required to be made to the Bond Fund by section 505 hereof, except as provided in sections 507 and 508 hereof, there shall continue to be credited monthly from the remaining Net Pledged Revenues to the account known as the "Washoe County, Nevada, Highway Parity Bonds, Reserve Fund" (the "Reserve Fund") created by section 506 of the 9-1-76 Bond Ordinance, commencing on

the first day of the month next succeeding the date on which the 1978 bonds or any parity securities hereafter authorized are delivered (or the date on which the moneys accounted for in the Reserve Fund for any other reason are less than the Minimum Bond Reserve as hereinafter defined) such sums in substantially equal monthly amounts as shall be necessary, together with the moneys credited thereto, to accumulate (and reaccumulate if necessary) in not more than 60 such installments the Reserve Fund as a continuing reserve in an amount not less than the combined maximum principal and interest requirements of the Outstanding 1978 bonds and any Outstanding parity securities heretofore or hereafter issued (the "Minimum Bond Reserve"). No transfer need be made to the Reserve Fund so long as the moneys therein shall equal not less than the Minimum Bond Reserve. The moneys in the Reserve Fund shall continue to be accumulated and maintained as a continuing reserve to be used, except as provided in sections 507, 508, 606 and 901 hereof, and other provisions herein supplemental to such sections, only to prevent deficiencies in the payment of the principal of and the interest on the Outstanding 1978 bonds and any Outstanding parity securities heretofore or hereafter issued resulting from the failure to deposit into the Bond Fund sufficient funds to pay such principal and interest as the same accrue.

Section 507. Termination of Deposits. No payment need be made into the Bond Fund, the Reserve Fund, or both, if the amount in the Bond Fund and the amount in the Reserve Fund total a sum at least equal to the entire amount of the Outstanding 1978 bonds and any Outstanding parity securities heretofore or hereafter issued as to all Bond Requirements to their respective maturities or to any Redemption Date on which the Issuer shall have exercised or shall have obligated itself to exercise its option to redeem prior to their respective maturities the Outstanding 1978 bonds or any such Outstanding parity securities thereafter maturing, and both accrued and not accrued, in which case moneys in those two accounts in an amount, except for any interest or other gain to accrue from any investment of moneys in Federal Securities from the time of any such deposit to the time or respective times the proceeds of any such investment shall be needed for such payment, at least equal to such Bond Requirements, shall be used together with any such gain from investments solely to pay such Bond Requirements as the same become due; and any moneys in excess thereof in those two accounts and any other moneys derived from the Pledged Revenues may be used in any lawful manner determined by the Governing Body.

Section 508. Defraying Delinquencies. If in any month the Issuer shall for any reason fail to pay into the Bond Fund the full amount above stipulated from the Net Pledged Revenues, then an amount shall be paid into the Bond Fund in such month from the Reserve Fund equal to the difference between that paid from the Net Pledged

Revenues and the full amount so stipulated. The money so used shall be replaced in the Reserve Fund from the first revenues thereafter received from the Net Pledged Revenues not required to be otherwise applied by sections 505, 506 and 509 hereof, but excluding any payments required for any subordinate securities as permitted by section 509 hereof. The moneys in the Bond Fund and in the Reserve Fund shall be used solely and only for the purpose of paying the Bond Requirements of the 1978 bonds and any Outstanding parity securities heretofore or hereafter issued; but any moneys at any time in excess of the Minimum Bond Reserve in the Reserve Fund, including, without limitation, any such excess resulting from investment gain as provided in section 606 hereof, may be withdrawn therefrom, and transferred from time to time to the Bond Fund, and used as herein provided for the redemption of the Outstanding 1978 bonds and any such Outstanding parity securities as they become due at maturity, on any Redemption Date, or as they otherwise are made available for payment by purchase in the open market or otherwise; and also any moneys in the Bond Fund and in the Reserve Fund in excess of the Bond Requirements, both accrued and not accrued, to the respective maturities or designated Redemption Date of the Outstanding 1978 bonds and any such Outstanding parity securities may be used as hereinabove provided in section 507 hereof.

Section 509. Payment of Additional Subordinate Securities. Fourth, and subject to the provisions hereinabove in this article V, but either concurrently with or subsequent to the payments required by sections 505 and 506 hereof, as provided in section 703 through section 713 hereof, any moneys remaining in the Highway Fund may be used by the Issuer for the payment of Bond Requirements of additional subordinate bonds or other additional subordinate securities payable from the Pledged Revenues and hereafter authorized to be issued in accordance with article VII and any other provisions herein supplemental thereto, including reasonable reserves for such securities, as the same accrue; but the lien of such additional bonds or other additional securities on the Pledged Revenues and the pledge thereof for the payment of such additional securities shall be subordinate to the lien and pledge of the 1978 bonds and any parity securities, as herein provided. (Any additional parity securities shall be payable from the Bond Fund and the Reserve Fund, pursuant to sections 505 through 508 hereof.)

Section 510. Use of Remaining Revenues. After the transfers hereinabove required to be made by sections 504 through 509 hereof are made, any remaining Net Pledged Revenues in the Highway Fund may be used at the end of any Fiscal Year or whenever in any Fiscal Year there shall have been credited to the Bond Fund, to the Reserve Fund and to each other bond account and reserve account, if any, for the payment of any additional subordinate securities, all

amounts required to be credited to those special accounts for all of that Fiscal Year, both accrued and thereafter becoming due in the balance of the Fiscal Year, as hereinabove provided in this article V, for any one or any combination of lawful purposes, as the Governing Body may from time to time determine, including, without limitation:

A. State Tax of 1/2¢. The use of the proceeds received by the Issuer pursuant to section 365.550, Tax Act (or such part thereof as may remain after there are made the payments hereinabove required to be made in the preceding sections of this article) of the tax of one-half cent (1/2¢) per gallon levied by the State on motor vehicle fuel by section 365.180, Tax Act, for any one or combination of purposes (other than the payment of securities issued pursuant to the Project Act or any law supplemental thereto) permitted by section 365.550, as from time to time amended, and by all laws supplemental thereto; and

B. State Tax of 1¢. The apportionment by the Issuer of the proceeds received thereby pursuant to section 365.560, Tax Act (or such part thereof as may remain after there are made the payments hereinabove required to be made in the preceding sections of this article) between the Issuer and the unincorporated towns and the incorporated cities therein pursuant to section 365.560 from the tax of one cent (1¢) per gallon levied by the State in section 365.190, Tax Act, as allocated by the State to the Issuer and received by it, and the use of the part remaining to the Issuer after such allocation for any one or combination of purposes (other than the payment of securities issued pursuant to the Project Act or any law supplemental thereto) permitted by subsection 3, section 365.560, Tax Act, as from time to time amended, and by all laws supplemental thereto.

For the purpose of accounting for such remaining revenues to meet the requirements of sections 365.550 and 365.560, Tax Act, there shall be deemed to have been used in any Fiscal Year from the moneys accounted for in the Highway Fund to meet the requirements provided above as to the use of the Net Pledged Revenues in the preceding sections of this article, the proceeds of the taxes levied by the State in sections 365.180 and 365.190, Tax Act, only to the extent that the proceeds of the Fuel Taxes levied by the Issuer are insufficient for that purpose. If the proceeds of such State taxes are so used in any Fiscal Year, the proceeds of the State tax designated above in subsection A of this section and the proceeds of the State tax designated above in subsection B of this section shall respectively be reduced to the extent of such use for such Fiscal Year on a pro rata basis related to the amount received in the Fiscal Year by the Issuer from each such State tax, prior to the use of any such tax proceeds pursuant to subsections A and B of this section as moneys become available therefor.

ARTICLE VI

GENERAL ADMINISTRATION

Section 601. Administration of Accounts. The special accounts designated in articles IV and V hereof shall be administered as provided in this article VI (except as may be otherwise provided in the 9-1-76 Bond Ordinance, for any account created in such ordinance so long as the 1976 bonds authorized thereby remain Outstanding).

Section 602. Places and Times of Deposits. Each of the special accounts hereinabove designated in article IV and article V hereof shall be maintained as a book account and kept separate from all other accounts as a trust account solely for the purpose herein designated therefor, and the moneys accounted for in such special book accounts shall be deposited in one bank account or more in an Insured Bank or Insured Banks as determined and designated by the Governing Body (except as otherwise expressly stated herein). Nothing herein shall prevent the commingling of moneys accounted for in any two (2) or more book accounts pertaining to the Pledged Revenues or to such fund and any other funds of the Issuer (each of which funds consists of a self-balancing group of accounts and constitutes an independent fiscal and accounting entity) in any bank account or any investment in Federal Securities hereunder. Each such bank account shall be continuously secured to the fullest extent required or permitted by the laws of the State for the securing of public funds and shall be irrevocable and not withdrawable by anyone for any purpose other than the respective designated purposes. Each periodic payment shall be credited to the proper account not later than the date therefor herein designated, except that when any such date shall be a Saturday, a Sunday or a legal holiday, then such payment shall be made on or before the next preceding secular day. Notwithstanding any other provision herein to the contrary, moneys shall be deposited with the Paying Agent at least five (5) days prior to each interest payment date herein designated sufficient to pay the Bond Requirements then becoming due on the Outstanding 1978 bonds.

Section 603. Investment of Moneys. Any moneys in any account designated in articles IV and V hereof, and not needed for immediate use, may be invested or reinvested by the Treasurer:

A. Bank Deposits. By deposit in one or more Insured Banks, as hereinafter provided in section 608 hereof, and

B. Federal Securities. In Federal Securities which:

(1) Optional Redemption. Either shall be subject to redemption at any time at a fixed value by the holder thereof at the option of such holder, or

(2) Scheduled Maturities. Shall mature not later than five (5) days prior to the date or respective dates on which the proceeds are to be expended as estimated by the Treasurer upon each date of such investment or reinvestment,

but Federal Securities in the Reserve Fund shall so be subject to redemption at the holder's option at face value or shall mature at least 5 days prior to the last maturity date of the outstanding 1978 bonds or any other Outstanding securities but in no event exceeding 10 years from the date of the investment or reinvestment. For the purpose of any such investment or reinvestment, Federal Securities shall be deemed to mature at the earliest date on which the obligor is, on demand, obligated to pay a fixed sum in discharge of the whole of such obligations.

Section 604. Scheduling Disbursements. Before the Treasurer invests or reinvests any moneys accounted for in the Acquisition Fund, the Project Engineer shall furnish to the Treasurer a certificate setting forth a schedule of amounts and times when funds are estimated by the Project Engineer to be needed to pay the Cost of the Project. The Treasurer may conclusively rely upon the estimates contained in such certificate or any addendum thereto, and shall have no liability or responsibility for any loss on any investment or reinvestment made or changed in accordance with any such certificate or any addendum thereto.

Section 605. Required and Permissive Investments. The Treasurer shall have no obligation to make any investment or reinvestment hereunder, unless any moneys on hand and accounted for in any one account exceeds \$5,000 and at least \$5,000 therein will not be needed for a period of not less than sixty (60) days. In such event the Treasurer shall invest or reinvest in Federal Securities not less than substantially all the amount which will not be needed during such sixty-day period, except for any moneys on deposit in an interest-bearing account in any Insured Bank, regardless whether such moneys are evidenced by a certificate of deposit or otherwise, pursuant to section 608 hereof. The Treasurer may invest or reinvest any moneys on hand at any time as provided in section 603 hereof even though he is not obligated to do so.

Section 606. Accounting for Investments. The Federal Securities so purchased as an investment or reinvestment of moneys in any such account shall be deemed at all times to be a part of the account and held in trust therefor. Except as herein otherwise provided. Any interest or other gain in any account from any investments and reinvestments in Federal Securities and from any deposits of moneys in any Insured Bank pursuant to this article shall be credited to the account, and any loss in any account resulting from any such investments and reinvestments in Federal Securities and from any

such deposits in any Insured Bank shall be charged or debited to the account; but any gain from any such investments or reinvestments of moneys in the Reserve Fund in excess of the Minimum Bond Reserve (as well as any such excess resulting from other than any investments or reinvestments) may be withdrawn from the Reserve Fund and transferred and credited from time to time to the Bond Fund pursuant to section 508 hereof. No loss or profit in any account on any investments or reinvestments in Federal Securities or any certificates of deposit shall be deemed to take place as a result of fluctuations in the market quotations of the investments, reinvestments or certificates prior to the sale or maturity thereof. In the computation of the amount in any account for any purpose hereunder, except as herein otherwise expressly provided, Federal Securities and certificates of deposit shall be valued at the cost thereof (including any amount paid as accrued interest at the time of the purchase of the obligation) and other bank deposits shall be valued at the amounts deposited, exclusive of any accrued interest or any other gain to the Issuer until such gain is realized by the presentation of matured coupons for payment, or otherwise. The expenses of purchase, safekeeping, sale and all other expenses incident to any investment or reinvestment of moneys pursuant to this article VI shall be accounted for as Administration Expenses, as permitted by section 504 hereof.

Section 607. Redemption or Sale of Federal Securities. The Treasurer shall present for redemption at maturity or sale on the prevailing market at the best price obtainable any Federal Securities and certificates of deposit so purchased as an investment or reinvestment of moneys in any account whenever it shall be necessary so to do in order to provide moneys to meet any withdrawal, payment or transfer from such account. Neither the Treasurer nor any other officer of the Issuer shall be liable or responsible for any loss resulting from any such investment or reinvestment made in accordance with this Instrument. The Treasurer shall promptly notify the County Manager and the Governing Body of any gain or loss in any account.

Section 608. Character of Funds. The moneys in any account herein authorized shall consist either of lawful money of the United States or Federal Securities, or both such money and such securities. Moneys deposited in a demand or time deposit account in or evidenced by a certificate of deposit of any Insured Bank, pursuant to section 602 hereof, appropriately secured according to the laws of the State, shall be deemed lawful money of the United States.

Section 609. Accelerated Payments. Nothing contained in article V hereof prevents the accumulation in any account herein designated of any monetary requirements at a faster rate than the rate or minimum rate, as the case may be, provided in article V; but no

payment shall be accelerated if such acceleration shall cause the Governing Body to default in the payment of any obligation of the Issuer pertaining to the Pledged Revenues. Nothing herein contained requires in connection with the Pledged Revenues received in any Fiscal Year the accumulation of monetary requirements in any account for the payment in the Comparable Bond Year of Bond Requirements due in connection with any series of bonds or other securities payable from the Pledged Revenues and heretofore, herein or hereafter authorized, in excess of such Bond Requirements due in such Comparable Bond year, or of any reserves required to be accumulated and maintained therefor, and of any existing deficiencies, and payable from such account, as the case may be, except as may be otherwise provided herein.

Section 610. Payment of Securities Requirements. The moneys credited to any account designated in article V hereof for the payment of the Bond Requirements due in connection with any series of bonds or other securities payable from the Pledged Revenues and heretofore, herein or hereafter authorized shall be used, without requisition, voucher, warrant or further order or authority (other than is contained herein) or any other preliminaries, to pay promptly the Bond Requirements payable from such account as such securities become due, upon the respective call dates, if any, on which the Issuer is obligated to pay such securities, or upon the respective interest payment and bond maturity dates of such securities, as provided therefor herein or otherwise, except to the extent any other moneys are available therefor, including, without limitation, moneys accounted for in the Bond Fund.

Section 611. Payment of Redemption Premiums. Notwithstanding any other provision herein, this Instrument requires the accumulation in any account designated in article V hereof for the payment of any series of bonds or other securities payable from the Pledged Revenues of amounts sufficient to pay not only the principal thereof and interest thereon but also the prior redemption premiums due in connection therewith, as the same become due, whenever the Issuer shall have exercised or shall have obligated itself to exercise a prior redemption option pertaining thereto, except to the extent provision is otherwise made therefor, if any prior redemption premium is due in connection therewith. In such event moneys shall be deposited into such account in due season for the payment of all such Bond Requirements without default as the same become due.

ARTICLE VII

SECURITIES LIENS AND ADDITIONAL SECURITIES

Section 701. First Lien Bonds. The 1978 bonds authorized herein, subject to the payment of the Administration Expenses and Direct Distributions, constitute an irrevocable and first lien (but not necessarily an exclusively first lien) upon the Gross Pledged Revenues on a parity with the lien thereon of the Outstanding 1976 bonds.

Section 702. Equality of Bonds. The 1978 bonds authorized to be issued hereunder and any parity securities heretofore or hereafter authorized to be issued and from time to time Outstanding, including without limitation the 1976 bonds, are equitably and ratably secured by a lien on the Pledged Revenues and shall not be entitled to any priority one over the other in the application of the Pledged Revenues regardless of the time or times of the issuance of such securities, it being the intention of the Governing Body that there shall be no priority among the 1978 bonds and any such parity securities regardless of the fact that they may be actually issued and delivered at different times.

Section 703. Issuance of Parity Securities. Nothing in this Instrument contained, subject to the limitations stated in sections 712 and 713 hereof, prevents the issuance by the Issuer of additional bonds or other additional securities payable from the Pledged Revenues and constituting a lien thereon on a parity with, but not prior nor superior to, the lien thereon of the 1978 bonds or prevents the issuance of bonds or other securities refunding all or a part of the 1978 bonds, except as provided in sections 708 through 713 hereof; but before any such additional parity bonds or other additional parity securities are authorized or actually issued (excluding any parity refunding bonds or other parity refunding securities other than any securities refunding subordinate bonds or other subordinate securities, as permitted in section 709 hereof).

A. Absence of Default. At the time of the adoption of the supplemental instrument authorizing the issuance of the additional securities as provided in section 713 hereof, the Issuer shall not be in default in making any payments required by article V hereof.

B. Historic Earnings Test. The Net Pledged Revenues derived in the Fiscal Year immediately preceding the date of the issuance of such additional parity securities shall have been at least sufficient to pay an amount equal to 150% of the combined maximum annual principal and interest requirements of the Outstanding 1978 bonds and any other Outstanding parity securities of the Issuer and the bonds or other securities proposed to be issued (excluding

any reserves therefor), except as hereinafter otherwise expressly provided.

C. Adjustment of Pledged Revenues. In any computation of such earnings test as to whether or not additional parity securities may be issued as provided in subsection B of this section, the amount of the Net Pledged Revenues for the next preceding Fiscal Year shall be decreased and may be increased by the amount of net loss or net gain estimated by an Independent Accountant resulting from any change in any Fuel Taxes, as if the schedule of such modified Fuel Taxes had been in effect during the entire next preceding Fiscal Year, if such change shall have been made by the Governing Body prior to such computation of the designated earnings test but made in the same Fiscal Year as such computation or in the next preceding Fiscal Year.

D. Reduction of Annual Requirements. The respective annual Bond Requirements (including as such a requirement for the purposes of this section 703 the amount of any prior redemption premiums due on any prior redemption date as of which the Issuer shall have exercised or shall have obligated itself to exercise its prior redemption option) shall be reduced to the extent such Bond Requirements are scheduled to be paid in each of the respective Bond Years with moneys held in trust or in escrow for that purpose by any trust bank within or without the State, including the known minimum yield from any investment in Federal Securities.

Section 704. Certification of Revenues. A written certification or written opinion by an Independent Accountant, based upon estimates thereby as provided in subsection C of section 703 hereof, that such Net Pledged Revenues, when adjusted as hereinabove provided in subsections C and D of section 703 hereof, are sufficient to pay such amounts, as provided in subsection B of section 703 hereof, shall be conclusively presumed to be accurate in determining the right of the Issuer to authorize, issue, sell and deliver additional bonds or other additional securities on a parity with the 1978 bonds.

Section 705. Subordinate Securities Permitted. Nothing herein contained, subject to the limitations stated in sections 712 and 713 hereof, prevents the Issuer from issuing additional bonds or other additional securities payable from the Pledged Revenues and having a lien thereon subordinate, inferior and junior to the lien thereon of the 1978 bonds.

Section 706. Superior Securities Prohibited. Nothing herein contained permits the Issuer to issue additional bonds or other additional securities payable from the Pledged Revenues and having a lien thereon prior and superior to the lien thereon of the 1978 bonds.

Section 707. Use of Proceeds. The proceeds of any additional bonds or other additional securities (other than any

funding or refunding securities) payable from the Pledged Revenues shall be used only to acquire or to improve, or both to acquire and improve, the Facilities.

Section 708. Issuance of Refunding Securities. At any time after the 1978 bonds, or any part thereof, are issued and remain Outstanding, if the Governing Body shall find it desirable to refund any Outstanding bonds or other Outstanding securities payable from and constituting a lien upon the Pledged Revenues, such bonds or other securities, or any part thereof, may be refunded (but only with the consent of the holder or holders of all such Outstanding securities unless the bonds or other securities at the time or times of their required surrender for payment shall then mature or shall be then callable for prior redemption for refunding purposes at the Issuer's option upon proper call), regardless of whether the priority of the lien for the payment of the refunding securities on the Pledged Revenues is changed (except as provided in sections 706 and 709 through 713 hereof).

Section 709. Issuance of Parity Refunding Securities. No refunding bond or other refunding securities payable from the Pledged Revenues shall be issued on a parity with the 1978 bonds:

A. Parity Lien. Unless the lien on the Pledged Revenues of the Outstanding securities so refunded is on a parity with the lien thereon of the 1978 bonds; or

B. Default and Earnings Test. Unless the refunding bonds or other refunding securities are issued in compliance with section 703 hereof (including subsections A, B, C and D thereof) and section 704 hereof.

Section 710. Partial Refundings. The refunding bonds or other refunding securities so issued shall enjoy complete equality of lien with the portion of any bonds or other securities of the same issue which is not refunded, if there are any; and the holder or holders of such refunding bonds or such other refunding securities shall be subrogated to all of the rights and privileges enjoyed by the holder or holders of the unrefunded bonds or other unrefunded securities of the same issue partially refunded by the refunding securities.

Section 711. Limitations Upon Refundings. Any refunding bonds or other refunding securities payable from the Pledged Revenues shall be issued with such details as the Governing Body may by instrument provide, subject to the provisions of sections 712 and 713 hereof, and subject to the inclusion of any such rights and privileges designated in section 710 hereof, but without any impairment of any contractual obligation imposed upon the Issuer by any proceedings authorizing the issuance of any unrefunded portion of such Outstanding securities of any one or more issues (including but not necessarily limited to the 1978 bonds). If only a part of the

Outstanding bonds and any other Outstanding securities of any issue or issues payable from the Pledged Revenues is refunded, then such securities may not be refunded without the consent of the holder or holders of the unrefunded portion of such securities:

A. Requirements Not Increased. Unless the refunding bonds or other refunding securities do not increase for any Bond Year the aggregate principal and interest requirements evidenced by such refunding securities and by the Outstanding securities not refunded on and prior to the last maturity date of such unrefunded securities, and the lien of any refunding bonds or other refunding securities on the Pledged Revenues is not raised to a higher priority than the lien thereon of the bonds or other securities thereby refunded; or

B. Subordinate Lien. Unless the lien on the Pledged Revenues for the payment of the refunding securities is subordinate to each such lien for the payment of any securities not refunded.

Section 712. Payment Dates of Additional Securities. Any additional parity or subordinate bonds or other additional parity or subordinate securities (including but not necessarily limited to any funding or refunding securities) issued in compliance with the terms hereof shall bear interest payable semiannually on the first days of May and November in each year, except that the first interest payment date may be for interest accruing for any period not in excess in the aggregate of one year; and such additional securities shall mature on the first day of November in the years designated by the Governing Body during the term of the additional bonds or other additional securities.

Section 713. Supplemental Instrument. Additional bonds or other additional securities payable from the Pledged Revenues shall be issued only after authorization thereof by a supplemental instrument of the Governing Body stating the purpose or purposes of the issuance of such additional securities, directing the application of the proceeds thereof to such purpose or purposes, directing the execution thereof, and fixing and determining the date, principal amount, maturity or maturities, designation and numbers thereof, the maximum rate or the rate or rates of interest to be borne thereby, any prior redemption privileges of the Issuer with respect thereto and other provisions thereof in accordance with this Instrument. All additional securities shall bear such date, shall bear such numbers and series designation, letters or symbols prefixed to their numbers distinguishing them from each other security, shall be payable at such place or places, may be subject to redemption prior to maturity on such terms and conditions, and shall bear interest at such rate or at such different or varying rates per annum, as may be fixed by instrument or other document of the Governing Body.

ARTICLE VIII

MISCELLANEOUS PROTECTIVE COVENANTS

Section 801. General. The Issuer particularly covenants and agrees with the holders of the bonds and coupons pertaining thereto and makes provisions which shall be a part of its contract with such holders to the effect and with the purpose set forth in the following provisions and sections of this article VIII.

Section 802. Performance of Duties. The Issuer, acting by and through the Governing Body or otherwise, will faithfully and punctually perform or cause to be performed all duties with respect to the Pledged Revenues and the Facilities required by the Constitution and laws of the State and the various instruments of the Issuer, including, without limitation, the proper segregation of the Pledged Revenues and their application to the respective accounts provided from time to time therefor.

Section 803. Contractual Obligations. The issuer shall perform all contractual obligations undertaken by it under the contract to purchase the bonds with the Purchaser and any other agreements relating to the bonds, the Pledged Revenues, the Improvements or any Facilities (or any combination thereof) with all other Persons.

Section 804. Further Assurances. At any and all times the Issuer shall, so far as it may be authorized by law, pass, make, do, execute, acknowledge, deliver and file or record all and every such further instruments, acts, deeds, conveyances, assignments, transfers, other documents, and assurances as may be necessary or desirable for the better assuring, conveying, granting, assigning and confirming all and singular the rights, the Pledged Revenues, and other moneys and accounts hereby pledged or assigned, or intended so to be, or which the Issuer may hereafter become bound to pledge or to assign, or as may be reasonable and required to carry out the purposes of this Instrument and to comply with the Project Act and the Bond Act. The Issuer, acting by and through the Governing Body, or otherwise, shall at all times, to the extent permitted by law, defend, preserve and protect the pledge of the Pledged Revenues and other moneys and accounts pledged hereunder and all the rights of every holder of any bond hereunder against all claims and demands of all Persons whomsoever.

Section 805. Conditions Precedent. Upon the date of issuance of any 1978 bonds, all conditions, acts and things required by the Constitution or statutes of the State or this Instrument to exist, to have happened, and to have been performed precedent to or in the issuance of the bonds shall exist, have happened, and have been performed; and the bonds, together with all other obligations of

the Issuer shall not contravene any debt or other limitation prescribed by the State Constitution or statutes.

Section 806. Rules, Regulations and Other Details. The Issuer, acting by and through the Governing Body, shall establish and enforce reasonable rules and regulations governing the Fuel Taxes. All compensation, salaries, fees and other charges paid by it in connection with the Fuel Taxes shall be reasonable. The Issuer shall observe and perform all of the terms and conditions contained in the Project Act and the Bond Act and shall comply with all valid acts, rules, regulations, orders and directions of any legislative, executive, administrative or judicial body applicable to the Fuel Taxes or to the Issuer.

Section 807. Payment of Governmental Charges. The Issuer shall pay or cause to be paid all taxes and assessments or other municipal or governmental charges, if any, lawfully levied or assessed upon or in respect of the Fuel Taxes, or upon any portion of the Pledged Revenues, when the same shall become due, and shall duly observe and comply with all valid requirements of any municipal or governmental authority relative to any part of the Fuel Taxes, except for any period during which the same is being contested in good faith by proper legal proceedings. The Issuer shall not create or suffer to be created any lien or charge upon the Pledged Revenues, except the pledge and lien created by this Instrument for the payment of the Bond Requirements due in connection with the 1978 bonds, and except as herein otherwise permitted. The Issuer shall pay or cause to be discharged or shall make adequate provision to satisfy and to discharge, within sixty (60) days after the same shall become payable, all lawful claims and demands for labor, materials, supplies or other objects which, if unpaid, might by law become a lien upon the Facilities, or any part thereof, or the Pledged Revenues; but nothing in this section contained requires the Issuer to pay or to cause to be discharged or to make provision for any such lien or charge, so long as the validity thereof is contested in good faith and by appropriate legal proceedings.

Section 808. Protection of Security. The Issuer, the officers, agents and employees of the Issuer, and the Governing Body shall not take any action in such manner or to such extent as might prejudice the security for the payment of the Bond Requirements of the securities payable from the Pledged Revenues according to the terms of such securities. No contract shall be entered into nor any other action taken by which the rights of any holder of any bond or any other security payable from the Pledged Revenues might be impaired or diminished.

Section 809. Accumulation of Interest Claims. In order to prevent any accumulation of coupons or claims for interest after maturity, the Issuer shall not directly or indirectly extend or

assent to the extension of the time for the payment of any coupon or claim for interest on any of the 1978 bonds or any other securities payable from the Pledged Revenues; and the Issuer shall not directly or indirectly be a party to or approve any arrangements for any such extension or for the purpose of keeping any of such coupons or other claims for interest. If the time for the payment of any such coupons or of any other such installment of interest is extended in contravention of the foregoing provisions, such coupon or installment or installments of interest after such extension or arrangement shall not be entitled in case of default hereunder to the benefit or the security of this Instrument, except upon the prior payment in full of the principal of all bonds and any such other securities then Outstanding and of all matured interest on such securities the payment of which has not been extended.

Section 810. Prompt Payment of Bonds. The Issuer shall promptly pay the Bond Requirements of every 1978 bond issued hereunder and secured hereby at the place, on the dates, and in the manner specified herein and in the bonds and in the coupons thereto pertaining according to the true intent and meaning hereof.

Section 811. Use of Bond and Reserve Funds. The Bond Fund and the Reserve Fund shall be used solely and only and the moneys credited to such accounts are hereby pledged for the purpose of paying the Bond Requirements of the 1978 bonds and any parity securities heretofore or hereafter authorized, except for those moneys in the Bond Fund and in the Reserve Fund as are in excess of such Bond Requirements, both accrued and not accrued, to their respective maturities or any other due dates (subject to the provisions concerning surplus moneys in sections 507, 508, 606 and 901 hereof), and except for those moneys in the Reserve Fund in excess of the Minimum Bond Reserve, as hereinabove provided.

Section 812. Additional Securities. The Issuer shall not hereafter issue any bonds or other securities payable from the Pledged Revenues so long as any bonds herein authorized are Outstanding, unless such additional bonds or other securities are issued in conformance with the provisions of articles V and VII hereof.

Section 813. Other Liens. Other than as provided by this Instrument, there are no liens or encumbrances of any nature whatsoever on or against the Pledged Revenues.

Section 814. Corporate Existence. The Issuer shall maintain its corporate identity and existence so long as any of the bonds issued hereunder remain Outstanding, unless another body corporate and politic by operation of law succeeds to the powers, privileges, rights, liabilities, disabilities, duties and immunities of the Issuer and is obligated by law to levy and collect or cause to be levied and collected the Fuel Taxes herein provided without adversely

affecting to any substantial degree the privileges and rights of any holder of any Outstanding bond at any time.

Section 815. Fidelity Bonds. Each official of the Issuer or other person having custody of any Pledged Revenues or of any other moneys pertaining thereto, including, without limitation, bond proceeds, or responsible for the handling of such moneys, shall be bonded at all times in an amount of at least \$500,000, which bond shall be conditioned upon the proper application of such funds (but need not necessarily be limited thereto). The costs of each such bond or a reasonably allocated share of the costs of any such blanket bond may be considered and paid as Administration Expenses.

Section 816. Maintenance of Fuel Taxes. While the bonds or any of them remain Outstanding and unpaid, the Issuer shall cause Fuel Taxes to be levied and collected in amounts of not less than three and one-half cents (3-1/2¢) per gallon on all motor vehicle fuel sold, distributed or used in the County as provided in this Instrument, in the Tax Ordinance, in the Project Act, and in the Tax Act, except as otherwise provided in this Instrument, such ordinance and such acts, including, without limitation, provisions therein for any deductions and any refunds not constituting Administration Expenses, and so including provisions in this Instrument, such ordinance and such acts pertaining to the distribution of the proceeds of the respective State Fuel Taxes to the Issuer and other counties in the State and the respective bases therefor, to exempt sales and other exempt transactions, or to amounts derived from any other excise taxes pertaining to motor vehicle fuel of at least an equivalent value and pledged in lieu of such present taxes, regardless of whether now or hereafter fixed and imposed.

Section 817. Collection of Fuel Taxes. The Issuer shall cause all proceeds of the Fuel Taxes to be collected as soon as reasonable, shall prescribe and enforce rules and regulations for the payment thereof, and shall provide methods of collection, by the Department, or otherwise, and penalties, to the end that the Net Pledged Revenues shall be adequate to meet the requirements hereof. So long as any 1978 bonds remain Outstanding, the Governing Body on the behalf and in the name of the Issuer shall not exercise any option granted pursuant to subsection 3, section 365.190, Tax Act, or otherwise, to decline to accept the tax levied by the State in section 365.190 of one cent (1¢) per gallon on motor vehicle fuel sold, distributed or used in the Issuer; and during the period the 1978 bonds remain Outstanding the Governing Body shall not adopt any resolution or other instrument declining to accept such tax, wholly or in part.

Section 818. Records. So long as any of the bonds and any other securities payable from the Pledged Revenues remain Outstanding, proper books of record and account will be kept by the

Issuer, separate and apart from other other records and accounts, showing complete and correct entries of all transactions relating to the Fuel Taxes upon their receipt by the Issuer from the State or otherwise. Such books shall include (but not necessarily be limited to) monthly or quarterly records showing:

A. Gross. The Gross Pledged Revenues, to the extent of their receipt by the Issuer,

B. Classification. The revenues received from the Fuel Taxes by classes of customers, to the extent it is practicable to show such information,

C. Expenses and Distributions. A detailed statement of the Administration Expenses, both the amounts retained by the Department and any other such expenses, and of any Direct Distributions, to the extent reflected by the books and other records of the Issuer, including, without limitation, reports received from the State,

D. Securities Payments. A detailed statement of amounts credited to various accounts for the payment of bonds and any other securities payable from the Pledged Revenues, and reserves therefor, including, without limitation, the Bond Fund and the Reserve Fund, and

E. Other Withdrawals. The amounts of any other withdrawals from the proceeds of the Fuel Taxes to the extent reflected by reports from the State to the Issuer and by other records of the Issuer.

All requisitions, requests, certificates, opinions and other documents received by any Person on behalf of the Issuer in connection with the Fuel Taxes under the provisions of this Instrument shall be retained in his possession or in the Issuer's official records.

Section 819. Rights Concerning Records and Facilities. Any holder of any of the bonds or any other securities payable from the Pledged Revenues or any duly authorized agent or agents of such holder, the Purchaser or the Financial Consultant shall have the right at all reasonable times to inspect all records, accounts and data of the Issuer relating thereto, concerning the Pledged Revenues, and to make copies of such records, accounts and data.

Section 820. Audits Required. The Issuer within ninety (90) days following the close of each Fiscal Year, commencing with the Fiscal Year ending on the last day of June, 1979, shall order an audit for the Fiscal Year of such books and accounts to be made forthwith by an Independent Accountant, and shall order an audit report showing the receipts and disbursements for each account of the Issuer pertaining to the Pledged Revenues, and such audit report will be available for inspection by the Purchaser, the Financial Consultant, or any holder of any of the securities payable from the

Pledged Revenues. Nothing herein contained requires an audit of any books and accounts of the Department.

Section 821. Contents of Audit Reports. Each such audit report, in addition to whatever matters may be thought proper by the accountant to be included therein, shall include the following:

A. Statement. A statement in detail of the income and expenditures concerning the Fuel Taxes for the audit period, including, without limitation, a statement of Gross Pledged Revenues (at least to the extent of their receipt by the Issuer) and of the Net Pledged Revenues;

B. Balance Sheet. A balance sheet as of the end of such Fiscal Year, including, without limitation, the amounts on hand, both cash and investments, in each of the accounts created by the various instruments and other proceedings authorizing the issuance of Outstanding bonds and other securities payable from the Pledged Revenues;

C. Accountant's Comment. The accountant's comment regarding the Issuer's methods of operation and accounting practice and the manner in which the Issuer has carried out the requirements of this Instrument and any other instrument and other proceedings authorizing the issuance of Outstanding bonds or other Outstanding securities payable from the Pledged Revenues, as the accountant deems appropriate; and

D. Recapitulation. A recapitulation of each account created by the various instruments, and any other proceedings authorizing the issuance of Outstanding bonds and any other Outstanding securities payable from the Pledged Revenues, into which account are put moneys derived from:

- (1) The Fuel Taxes,
- (2) Any sale of Federal Securities, and
- (3) Any sale of such Outstanding bonds and any other such Outstanding securities of the Issuer, or any other properties thereof,

such analysis to show the balance in such account at beginning of the audit period, the deposits and withdrawals during such period, and the balance at the end of such period.

Section 822. Distribution of Audit Reports. The Issuer agrees to furnish by first-class mail, postage prepaid, forthwith, and in any event within ninety (90) days from the time each audit report is filed with the Issuer, a copy of such report to the holder of any of the Outstanding bonds or any other Outstanding securities payable from the Pledged Revenues at his request, and without request to each:

A. Purchaser. The Purchaser, or any successor thereof known to the Treasurer,

B. Consultant. The Financial Consultant, or any successor thereof known to the Treasurer, and

C. Others. Any other Person designate in any instrument or other proceedings pertaining to any Outstanding securities payable from the Pledged Revenues other than the 1978 bonds;

a copy of each such report shall be kept on file in the records of the Issuer for public inspection; and any such holder or other recipient of such report shall have the right to discuss with the Independent Accountant or with the person making the audit and report the contents thereof and to ask for such additional information as he may reasonably require.

Section 823. Title to Sites. Each of the Improvements shall be constructed on land owned in fee simple by the Issuer or over which the Issuer has a perpetual easement, free and clear of all liens and encumbrances of whatsoever nature, except for any Facilities located in a public street or highway or upon other lands of any public body politic and corporate (the interest of the Issuer in which lands in the opinion of counsel for the Issuer is sufficient for its purposes).

Section 824. Performance Bonds. In order to insure the completion of the Project, the Issuer shall require each firm, corporation or other Person with whom it may contract for labor or for materials of construction to furnish a performance bond in the full amount of any contract exceeding \$5,000 in amount. Any such contract for labor and materials shall provide that payment thereunder shall not be made by the Issuer in excess of ninety per cent (90%) of current estimates until the completion of such construction under the contract and the acceptance of the construction by the Issuer; but in case of any contract under which the Project Engineer shall estimate a total payment to the contractor of \$200,000 or more and under which not less than fifty per cent (50%) of the labor or materials shall have been done satisfactorily, as determined by the Governing Body, payment thereunder for any remaining labor or materials of construction or both such labor and materials may be made up to one hundred per cent (100%) of current estimates prior to the completion of the construction under the contract, as determined by the Governing Body by contract or otherwise. Any sum or sums derived from such performance bond or performance bonds shall be used within six (6) months after such receipt for the completion of such construction and, if not so used within such period, shall be placed in and shall be subject to the provisions of the Highway Fund provided for herein.

Section 825. Completion of Project. The Issuer, with the proceeds derived from the sale of the bonds, shall proceed to complete the Project without delay, as hereinabove provided. A contract or contracts for the construction and other acquisition of the Improvements to be acquired by the Project shall be let as soon as

practicable after the delivery of any 1978 bonds, except to the extent theretofore let, if theretofore let.

Section 826. Arbitrage Bond Investments Prohibited. The Issuer hereby further covenants for the benefit of each holder of the 1978 bonds that:

A. Character of Investments. Sums credited to the various accounts pertaining to the Facilities, the Project or the 1978 bonds shall not be invested in such a manner as to result in the loss of exemption from federal income taxation of interest on any such bonds or to affect adversely such exemption with respect to any governmental obligations subsequently issued by the Issuer:

B. Use of Bond Proceeds. The Issuer shall make no use of proceeds of the 1978 bonds which, if such use had been reasonably expected on the date of issue of the bonds, would have caused them to be "arbitrage bonds" under section 103(c) of the Tax Code and the applicable regulations thereunder; and the Issuer and its officers, employees and other agents shall take appropriate action so that on the basis of the facts, estimates, and circumstances in existence on the date of issue of the 1978 bonds it is reasonably expected that the proceeds of the 1978 bonds shall be used in a manner that shall not cause the bonds to be taxable "arbitrage bonds" under section 103(c) of the Tax Code, and the applicable regulations thereunder;

C. Prohibited Investments. Such sums constituting in the aggregate a major portion or more of the proceeds of the 1978 bonds shall not be invested directly or indirectly in taxable obligations so as to produce a yield which is materially higher than the yield of the bonds and which results in the bonds constituting taxable "arbitrage bonds" within the meaning of section 103(c) of the Tax Code, and the applicable regulations thereunder, except for any such investments permitted by the "special rules" pertaining to "temporary periods" and to "reasonably required reserve or replacement funds" and except as may be otherwise permitted by law;

D. Effect of Covenant. The covenant in this section imposes an obligation on the Issuer to comply with the requirements of section 103(c) of the Tax Code, and such regulations; but

E. Permissible Investments. Such sums may be otherwise invested if and when such act and regulations permit the investment to be made in the manner made without causing the bonds to become taxable "arbitrage bonds."

Section 827. Bonds Are Not IDB's. The Issuer hereby also covenants for the benefit of each holder of any 1978 bonds that they are not obligations:

A. Trade or Business Test. Which are issued as part of an issue all or a major portion of the proceeds of which are to be used directly or indirectly in any trade or business carried on by any Person not an exempt Person, and

B. Security Interest Test. The payment of the principal of or interest on which (under the terms of such obligations or any underlying arrangement) is, in whole or in major part, (i) secured by any interest in property used or to be used in a trade or business or in payments in respect of such property, or (ii) to be derived from payments in respect of property, or borrowed money, used or to be used in a trade or business, as such provisions are used in section 103(b) of the Tax Code, and the applicable regulations thereunder.

ARTICLE IX

MISCELLANEOUS

Section 901. Defeasance. When all Bond Requirements of the 1978 bonds have been duly paid, the pledge and lien and all obligations hereunder shall thereby be discharged and the bonds shall no longer be deemed to be Outstanding within the meaning of this Instrument. There shall be deemed to be such due payment when the Issuer has placed in escrow or in trust with a trust bank located within or without the State, an amount sufficient (including the known minimum yield available for such purpose from Federal Securities in which such amount wholly or in part may be initially invested) to meet all Bond Requirements of the 1978 bonds, as the same become due to the final maturities of the bonds or upon any prior redemption date as of which the Issuer shall have exercised or shall have obligated itself to exercise its prior redemption option by a call of bonds for payment then. The Federal Securities shall become due prior to the respective times on which the proceeds thereof shall be needed, in accordance with a schedule established and agreed upon between the Issuer and such bank at the time of the creation of the escrow or trust, or the Federal Securities shall be subject to redemption at the option of the holders thereof to assure such availability as so needed to meet such schedule.

Section 902. Delegated Powers. The officers of the Issuer be, and they hereby are, authorized and directed to take all action necessary or appropriate to effectuate the provisions of this Instrument, including, without limitation:

A. Printing Bonds. The printing of the bonds, including, without limitation, the printing on each bond of a certified true copy of bond counsel's approving opinion;

B. Final Certificates. The execution of such certificates as may be reasonably required by the Purchaser, relating, inter alia, to:

- (1) The signing of the bonds,
- (2) The tenure and identity of the officials of the Governing Body and of the Issuer,
- (3) The exemption of interest on the bonds from federal income taxation,
- (4) The delivery of the bonds and the receipt of the bond purchase price, and
- (5) If it is in accordance with fact, the absence of litigation, pending or threatened, affecting the validity thereof;

C. Information. The assembly and dissemination of financial and other information concerning the Issuer and the bonds;

D. Official Statement. The preparation of a bond offering brochure or official statement for use for prospective buyers of the bonds, including, without limitation, such use by the Purchaser and its associates, if any, and

E. Bond Sale. The sale and issuance of the bonds pursuant to the provisions of this Instrument and to any supplemental instrument.

Section 903. Statute of Limitations. No action or suit based upon any bond, coupon or other obligation of the Issuer shall be commenced after it is barred by any statute of limitations pertaining thereto. Any trust or fiduciary relationship between the Issuer and the holder of any bond or coupon or other obligee regarding any such obligation shall be conclusively presumed to have been repudiated on the maturity date or other due date thereof unless the bond or coupon is presented for payment or demand before the expiration of the applicable limitation period. Any moneys from whatever source derived remaining in any account reserved, pledged or otherwise held for the payment of any such obligation, action or suit shall revert to the Highway Fund, unless the Governing Body shall otherwise provide by instrument of the Issuer. Nothing herein contained prevents the payment of any such obligation after any action or suit for its collection has been barred if the Governing Body deems it in the best interests of the public so to do and orders such payment to be made.

Section 904. Evidence of Bondholders. Any request, consent or other instrument which this Instrument may require or may permit to be signed and to be executed by the holder of any bonds may be in one or more instruments of similar tenor and shall be signed or shall be executed by each such holder in person or by his attorney appointed in writing. Proof of the execution of any such instrument or of an instrument appointing any such attorney, or the holding by any Person of the bonds or coupons pertaining thereto, shall be sufficient for any purpose of this Instrument (except as otherwise herein expressly provided) if made in the following manner:

A. Proof of Execution. The fact and the date of the execution by any holder of any bonds or his attorney of such instrument may be provided by the certificate, which need not be acknowledged or verified, of an officer of a bank or trust company satisfactory to the Clerk or of any notary public or other officer authorized to take acknowledgments of deeds to be recorded in the state in which he purports to act, that the individual signing such request or other instrument acknowledged to him the execution thereof, or by an affidavit of a witness of such execution, duly sworn to before such notary public or other officer; the authority of the individual or individuals executing any such instrument on behalf of a corporate holder of any bonds may be established without further proof if such

instrument is signed by an individual purporting to be the president or vice president of such corporation with a corporate seal affixed and attested by an individual purporting to be its secretary or an assistant secretary; and the authority of any Person or Persons executing any such instrument in any fiduciary or representative capacity may be established without further proof if such instrument is signed by a Person or Persons purporting to act in such fiduciary or representative capacity; and

B. Proof of Holdings. The amount of bonds transferable by delivery held by any Person executing any instrument as a holder of bonds and the numbers, date and other identification thereof, together with the date of his holding the bonds, may be provided by a certificate which need not be acknowledged or verified, in form satisfactory to the Clerk, executed by a member of a financial firm or by an officer of a bank or trust company, insurance company or financial corporation or other depository satisfactory to the Clerk, or by any notary public or other officer authorized to take acknowledgments of deeds to be recorded in the state in which he purports to act, showing at the date therein mentioned that such Person exhibited to such member, officer, notary public or other officer so authorized to take acknowledgments of deeds or had on deposit with such depository the bonds described in such certificate; and such certificate may be given by a member of a financial firm or by an officer of any bank, trust company, insurance company or financial corporation or depository satisfactory to the Clerk or by a notary public or other officer so authorized to take acknowledgments of deeds with respect to bonds owned by such holder, if acceptable to the Clerk; but the Clerk may nevertheless in his discretion require further or other proof in cases where he deems the same advisable.

Section 905. Warranty upon Issuance of Bonds. Any bonds, when duly executed and delivered for the purpose provided for in this Instrument, shall constitute a warranty by and on behalf of the Issuer for the benefit of each and every future holder of any of the bonds that the bonds have been issued for a valuable consideration in full conformity with law.

Section 906. Immunities of Purchaser. The Purchaser and any associate thereof are under no obligation to any holder of the bonds for any action that they may or may not take or in respect of anything that they may or may not do by reason of any information contained in any reports or other documents received by them under the provisions of this Instrument. The immunities and exemptions from liability of the Purchaser and any associate thereof hereunder extend to their partners, directors, successors, employees and agents.

Section 907. Prior Contracts. Nothing herein contained impairs the Issuer's obligation of contracts with any Person in

connection with the Issuer, including, without limitation, the Pledged Revenues, the Outstanding 1976 bonds, the 9-1-76 Bond Ordinance, the Facilities, the Improvements or the Project (or any combination thereof). If any provision herein is inconsistent with any provision in any existing contract pertaining to the Issuer in such a manner as to affect prejudicially and materially the rights and privileges thereunder, so long as such contract shall remain viable and in effect such provision therein shall control such inconsistent provision herein and the latter provision shall be subject and subordinate to such provision in such existing contract.

Section 908. Governmental Powers. The enforceability of the obligations of the Issuer is:

A. State and U.S. Powers. Subject to the reasonable exercise in the future by the State and its governmental bodies of the police power inherent in the sovereignty of the State and to the exercise by the United States of the powers delegated to it by the Constitution of the United States,

B. Limitations upon Suits. Subject to the limitations stated in the 11th Amendment, Constitution of the United States, upon suits against states in federal courts by citizens of other states or citizens or subjects of foreign states, and

C. Sovereign Immunity. Subject to the possible passage hereafter of a State statute re-establishing the doctrine of sovereign immunity (heretofore waived by the State subject to certain exceptions and conditions) of the State, the Issuer, and any other political subdivision of the State from liability and suits thereagainst in the absence of the State's consent thereto.

Nothing herein prohibits or limits the exercise by the Federal Government, the State, the Issuer, or any other governmental entity of their respective sovereign powers. Generally, the Issuer can neither contract away any such sovereign powers nor limit or inhibit by contract the proper exercise of such powers, and this Instrument does not purport to do so.

ARTICLE X

PRIVILEGES, RIGHTS AND REMEDIES

Section 1001. Bondholder's Remedies. Each holder of any bond shall be entitled to all of the privileges, rights and remedies provided herein, in the Project Act, in the Bond Act, and as otherwise provided or permitted at law or in equity or by other statute, but subject to the provisions herein concerning the pledge of and the covenants and the other contractual provisions concerning the Pledged Revenues and the proceeds of the 1978 bonds.

Section 1002. Right to Enforce Payment. Nothing in this article affects or impairs the right of any holder of any bond issued hereunder to enforce the payment of the Bond Requirements of his bond or the obligation of the Issuer to pay the Bond Requirements of each bond to the holder thereof at the time and the place expressed in the bond and in the appurtenant coupons.

Section 1003. Events of Default. Each of the following events is hereby declared an "event of default":

A. Nonpayment of Principal and Premium. Payment of the principal of any of the bonds, or any prior redemption premium due in connection therewith, or both, shall not be made when the same shall become due and payable, either at maturity or by proceedings for prior redemption, or otherwise;

B. Nonpayment of Interest. Payment of any installment of interest shall not be made when the same becomes due and payable or within thirty (30) days thereafter;

C. Incapable To Perform. The Issuer shall for any reason be rendered incapable of fulfilling its obligations hereunder;

D. Nonperformance of Duties. The Issuer shall have failed to carry out and to perform (or in good faith to begin the performance of) all acts and things lawfully required to be carried out or to be performed by it under any contract relating to the Pledged Revenues, or otherwise, including, without limitation, this Instrument, and such failure shall continue for sixty (60) days after receipt of notice from either the Purchaser of the bonds or from the holders of ten per cent (10%) in principal amount of the bonds issued under this Instrument and then Outstanding;

E. Appointment of Receiver. An order or decree shall be entered by a court of competent jurisdiction with the consent or acquiescence of the Issuer appointing a receiver or receivers for the Pledged Revenues and any other moneys subject to the lien to secure the payment of the 1978 bonds, or if an order or decree having been entered without the consent or acquiescence of the Issuer, shall not be vacated or discharged or stayed on appeal within sixty (60) days after entry; and

F. Default of Any Provision. The Issuer shall make default in the due and punctual performance of any other of the representations, covenants, conditions, agreements and other provisions contained in the bonds or in this Instrument on its part to be performed, and if such default shall continue for sixty (60) days after written notice specifying such default and requiring the same to be remedied shall have been given to the Issuer by either the Purchaser of the bonds or by the holders of ten per cent (10%) in principal amount of the bonds then Outstanding.

Section 1004. Remedies for Default. Upon the happening and continuance of any of the events of default, as provided in section 1003 hereof, then and in every case the holder or holders of not less than ten per cent (10%) in principal amount of the bonds then outstanding, including, without limitation, a trustee or trustees therefor, may proceed against the Issuer and its agents, officers and employees to protect and to enforce the rights of any holder of bonds or coupons under this Instrument by mandamus or by other suit, action or special proceedings in equity or at law, in any court of competent jurisdiction, either for the appointment of a receiver or for the specific performance of any covenant or agreement contained herein or in an award of execution of any power herein granted for the enforcement of any proper, legal or equitable remedy as such holder or holders may deem most effectual to protect and to enforce the rights aforesaid, or thereby to enjoin any act or thing which may be unlawful or in violation of any right of any holder of any bond, or to require the Issuer to act as if it were the trustee of an expressed trust, or any combination of such remedies. All such proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all holders of the bonds and coupons then Outstanding.

Section 1005. Receiver's Rights and Privileges. Any receiver appointed in any proceedings to protect the rights of such holders hereunder, the consent to any such appointment being hereby expressly granted by the Issuer, may collect, receive and apply all Pledged Revenues arising after the appointment of such receiver in the same manner as the Issuer itself might do.

Section 1006. Rights and Privileges Cumulative. The failure of any holder of any Outstanding bond to proceed in any manner herein provided shall not relieve the Issuer, its Governing Body, or any of its officers, agents or employees of any liability for failure to perform or carry out any duty, obligation or other commitment. Each right or privilege of any such holder (or trustee thereof) is in addition and is cumulative to any other right or privilege, and the exercise of any right or privilege by or on behalf of any holder shall not be deemed a waiver of any other right or privilege thereof.

Section 1007. Duties Upon Defaults. Upon the happening of any of the events of default as provided in section 1003 hereof, the Issuer, in addition, shall do and perform all proper acts on behalf of and for the holders of bonds and coupons to protect and to preserve the security created for the payment of their bonds and coupons and to insure the payment of the Bond Requirements promptly as the same become due. During any period of default, so long as any of the bonds issued hereunder, as to any Bond Requirements, are Outstanding, except to the extent it may be unlawful to do so, all Pledged Revenues shall be paid into the Bond Fund. If the Issuer fails or refuses to proceed as in this section provided, the holder or holders of not less than ten per cent (10%) in principal amount of such bonds then Outstanding, after demand in writing, may proceed to protect and to enforce the rights of the holders of the bonds as hereinabove provided; and to that end any such holders of Outstanding bonds shall be subrogated to all rights of the Issuer under any agreement or contract involving the Pledged Revenues entered into prior to the effective date of this Instrument or thereafter while any of the bonds are Outstanding.

Section 1008. Duties in Bankruptcy Proceedings. If any Person obligated to pay any Fuel Tax proceeds under any laws of the United States relating to bankruptcy, including, without limitation, any action under any law providing for corporate reorganization, it shall be the duty of the Issuer, and its appropriate officers are hereby authorized and directed, to take all necessary steps for the benefit of the holders of the bonds in such proceedings, so including the filing of any claims for unpaid Fuel Tax proceeds and other payments to or otherwise arising from the breach of any of the covenants, terms or conditions of any instrument or obligation pertaining to the Pledged Revenues, except to the extent the State acting by and through the Department or otherwise takes such action, unless the Governing Body by resolution or other instrument determines that the costs of such action are likely to exceed the amounts thereby recovered from such taxpayer.

Section 1009. Prejudicial Action Unnecessary. Nothing in this article requires the Issuer to proceed as provided herein if the Governing Body determines in good faith and without any abuse of its discretion that if the Issuer so proceeds it is more likely than not to incur a net loss rather than a net gain or such action is otherwise likely to affect materially and prejudicially the holders of the Outstanding 1978 bonds and any Outstanding parity securities.

ARTICLE XI

AMENDMENT OF INSTRUMENT

Section 1101. Privilege of Amendments. This Instrument may be amended or supplemented by instruments adopted by the Governing Body in accordance with the laws of the State, without receipt by the Issuer of any additional consideration, but with the written consent of the holders of sixty-six per cent (66%) in aggregate principal amount of the bonds authorized by this Instrument and Outstanding at the time of the adoption of such amendatory or supplemental instrument, not including in any case any bonds which may then be held or owned for the account of the Issuer, but including such refunding securities as may be issued for the purpose of refunding any of the bonds issued hereunder if such refunding securities are not owned by the Issuer.

Section 1102. Limitations Upon Amendments. No such instrument shall permit:

A. Changing Payment. A change in the maturity or in the terms of redemption of the principal of any Outstanding bond or any installment of interest thereon; or

B. Reducing Return. A reduction in the principal amount of any bond, the rate of interest thereon, or any prior redemption premium payable in connection therewith, without the consent of the holder of the bond; or

C. Prior Lien. The creation of a lien upon or a pledge of revenues ranking prior to the lien or to the pledge created by this Instrument; or

D. Modifying Any Bond. A reduction of the principal amount or percentages or otherwise affecting the description of bonds or the consent of the holders of which is required for any such modification or amendment; or

E. Priorities Between Bonds. The establishment of priorities as between bonds issued and Outstanding under the provisions of this Instrument; or

F. Partial Modification. The modifications of or otherwise prejudicially affecting the rights or privileges of the holders of less than all of the bonds then Outstanding.

Section 1103. Notice of Amendment. Whenever the Governing Body proposes to amend or modify this Instrument under the provisions of this article, it shall cause notice of the proposed amendment:

A. Publication. To be published one (1) time in a newspaper or journal published in the Issuer, and in a financial newspaper or journal published in New York, New York, as determined by the Governing Body; and

B. Mailing. To be mailed within thirty (30) days to each:

(1) The Purchaser, or to any successor thereof known to the Clerk, and

(2) The Financial Consultant, or to any successor thereof known to the Clerk.

Such notice shall briefly set forth the nature of the proposed amendment and shall state that a copy of the proposed amendatory instrument is on file in the office of the Clerk for public inspection.

Section 1104. Time for Amendment. Whenever at any time within one (1) year from the last date of the publication of such notice there shall be filed in the office of the Clerk an instrument or instruments executed by the holders of at least sixty-six per cent (66%) in aggregate principal amount of the bonds then Outstanding, which instrument or instruments shall refer to the proposed amendatory instrument described in such notice and shall specifically consent to and approve the adoption of such instrument, thereupon, but not otherwise, the Governing Body may adopt such amendatory instrument and such instrument shall become effective.

Section 1105. Binding Consent to Amendment. If the holders of at least sixty-six per cent (66%) in aggregate principal amount of the bonds Outstanding, at the time of the adoption of such amendatory instrument, or the predecessors in title of such holders, shall have consented to and approved the adoption thereof as herein provided, no holder of any bond whether or not such holder shall have consented to or shall have revoked any consent as in this article provided, shall have any right or interest to object to the adoption of such amendatory instrument or to object to any of the terms or provisions therein contained or to the operation thereof or to enjoin or restrain the Issuer from taking any action pursuant to the provisions thereof.

Section 1106. Time Consent Binding. Any consent given by the holder of a bond pursuant to the provisions of this article shall be irrevocable for a period of six (6) months from the date of the publication of the notice above provided for and shall be conclusive and binding upon all future holders of the same bond during such period. Such consent may be revoked at any time after six (6) months from the last date of the publication of such notice, by the holder who gave such consent or by a successor in title by filing notice of such revocation with the Clerk, but such revocation shall not be effective if the holders of sixty-six per cent (66%) in aggregate principal amount of the bonds Outstanding have, prior to the attempted revocation, consented to and approved the amendatory instrument referred to in such revocation.

Section 1107. Unanimous Consent. Notwithstanding anything contained in the foregoing provisions of this article, the terms and

the provisions of this Instrument or of any instrument amendatory thereof or supplemental thereto, the rights and the obligations of the Issuer and of the holders of the bonds and coupons thereunder may be modified or amended in any respect upon the adoption by the Issuer and upon the filing with the Clerk of an instrument to that effect and with the consent of the holders of all the then Outstanding bonds, such consent to be given as provided in section 904 hereof; and no notice to holders of bonds, either by mailing or by publication, shall be required, nor shall the time of consent be limited except as may be provided in such consent.

Section 1108. Exclusion of Issuer's Bonds. Bonds owned or held by or for the account of the Issuer shall not be deemed Outstanding and shall be excluded for the purpose of consent or of other action or of any calculation of Outstanding bonds provided for in this article, and the Issuer shall not be entitled with respect to such bonds to give any consent or to take any other action provided for in this article. At the time of any consent or of other action taken under this article, the Issuer shall furnish the Clerk a certificate of the Treasurer, upon which the Issuer may rely, describing all bonds so to be excluded.

Section 1109. Notation on Bonds. Bonds authenticated and delivered after the effective date of any action taken as in this article provided may bear a notation by endorsement or otherwise in form approved by the Governing Body as to such action; and if any such bond so authenticated and delivered shall bear such notation, then upon demand of the holder of any bond Outstanding at such effective date and upon presentation of his bond for the purpose at the principal office of the Clerk, suitable notation shall be made on such bond by the Clerk as to any such action. If the Governing Body shall so determine, new bonds so modified as in the opinion of the Governing Body to conform to such action shall be prepared, authenticated and delivered; and upon demand of the holder of any bond then Outstanding, shall be exchanged without cost to such holder for bonds then Outstanding upon surrender of such bonds with all unpaid coupons pertaining thereto.

Section 1110. Proof of Instruments and Bonds. The fact and date of execution of any instrument under the provisions of this article, the amount and number of the bonds held by any Person executing such instrument, and the date of his holding the same may be proved as provided by section 904 hereof.

Proposed on June 6, 1978.
Proposed by Commissioner Brown.
Passed on June 6, 1978.

Ayes:	Steven R. Brown
	F. W. "Bill" Farr
	Robert F. Rusk
	Jean Stoess
Nays:	None
Absent:	Dwight A. Nelson



Chairman

Board of County Commissioners
Washoe County, Nevada

(SEAL)

Attest:



Clerk

This ordinance shall be in force and effect from and after June 19, 1978, i.e., the date of the second publication of such ordinance by its title only.

It was then moved by Commissioner Brown and seconded by Commissioner Stoess that all rules of the Board which might prevent, unless suspended in cases of emergency, the final passage and adoption at this meeting of the bill for an ordinance designated as Bill No. 554, and introduced and read by title at this regular meeting of the Board on this June 6, 1978, be, and the same hereby are, suspended for the purpose of permitting the final passage and adoption of such ordinance designated as Bill No. 554 at this meeting. The question being upon the adoption of such motion and the suspension of the rules, the roll was called with the following result:

Those Voting Aye:	Steven R. Brown
	F. W. "Bill" Farr
	Robert F. Rusk
	Jean Stoess

Those Voting Nay:	None
Those Absent:	Dwight A. Nelson

All members present of the Board of County Commissioners having voted in favor of such motion, the presiding officer declared such motion carried and the rules suspended.

Commissioner Brown then moved that Bill No. 554, introduced and read by title at such meeting, be now finally passed and adopted as read as an ordinance. Commissioner Stoess seconded the motion. The question being upon the final passage and adoption of such bill as an ordinance, the roll was called with the following result:

Those Voting Aye:	Steven R. Brown
	F. W. "Bill" Farr
	Robert F. Rusk
	Jean Stoess

Those Voting Nay:	None
Those Absent:	Dwight A. Nelson

The presiding officer thereupon declared that all members present of the Board of County Commissioners of Washoe County, Nevada, having voted in favor thereof, such motion was carried and Bill No. 554 duly passed and adopted as an ordinance.

On motion duly made, seconded and adopted, it was ordered that such ordinance be approved and authenticated by the signature of the Chairman of such Board of County Commissioners, sealed with the seal of Washoe County, attested by the County Clerk and recorded in the minute book of such Board, such record to be signed by such officers and properly sealed.

Commissioner Farr then moved that such ordinance heretofore designated as Bill No. 554, be numbered Ordinance 386

and published twice by title and collateral statement as therein provided. Commissioner Brown seconded such motion. The question being upon so numbering and publishing said ordinance, the roll was called with the following result:

Those Voting Aye:	Steven R. Brown
	F. W. "Bill" Farr
	Robert F. Rusk
	Jean Stoess

Those Voting Nay:	None
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Those Absent:	Dwight A. Nelson
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The presiding officer thereupon declared that all members present of such Board having voted in favor thereof, such motion was carried and such ordinance so numbered and ordered published.

Thereupon, Commissioner Brown introduced a resolution, which resolution was read by title and is as follows:

(the 7-1-78 Public Sale Resolution, follows.)

Summary -- A resolution authorizing the sale of the Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978, in the aggregate principal amount of \$7,000,000.

RESOLUTION NO. 6-6-78
(of Washoe County, Nevada)

A RESOLUTION AUTHORIZING THE SALE BY WASHOE COUNTY OF ITS NEGOTIABLE, COUPON, WASHOE COUNTY, NEVADA, HIGHWAY IMPROVEMENT REVENUE (MOTOR VEHICLE FUEL TAX) BONDS, SERIES JULY 1, 1978, IN THE PRINCIPAL AMOUNT OF \$7,000,000, FOR STREET AND HIGHWAY CONSTRUCTION WITHIN THE COUNTY; PROVIDING THE FORMS OF THE NOTICES FOR SUCH SALE; PROVIDING FOR GIVING NOTICE OF THE SALE AND OTHER DETAILS RELATING THERETO; PROVIDING OTHER DETAILS CONCERNING THE BONDS, THEIR SALE, AND THE PROCEEDS OF CERTAIN MOTOR VEHICLE FUEL TAXES PLEDGED IN PART FOR THE PAYMENT OF THE BONDS; RATIFYING ACTION PREVIOUSLY TAKEN AND PERTAINING THERETO; PROVIDING OTHER MATTERS RELATING THERETO; BY DECLARING THIS RESOLUTION PERTAINS TO THE SALE OF THE BONDS, PROVIDING FOR ITS ADOPTION AS IF AN EMERGENCY EXISTED; AND PROVIDING THE EFFECTIVE DATE HEREOF.

WHEREAS, the County of Washoe, in the State of Nevada (the "County" or merely the "Issuer" and the "State," respectively), is a county incorporated and operating under the laws of the State; and

WHEREAS, the Board of County Commissioners of the County (the "Governing Body"), pursuant to sections 373.010 through 373.200, Nevada Revised Statutes, as from time to time amended, and cited in section 373.010 thereof as the "County Motor Vehicle Fuel Tax Law" (the "Project Act"), as supplemented by sections 350.500 through 350.720, Nevada Revised Statutes, and all laws amendatory thereof, and cited in section 350.500 thereof as the "Local Government Securities Law" (the "Bond Act"), has authorized the issuance of the Issuer's negotiable, coupon, "Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978" (the "1978 bonds" or merely the "bonds"), in the aggregate principal amount of \$7,000,000, for street and highway construction within the Issuer, (the "Project"), by the adoption of an ordinance designated in section 101 thereof by the short title "7-1-78 Bond Ordinance" and herein sometimes merely designated as the "Bond Ordinance"; and

WHEREAS, the Issuer has not heretofore delivered or authorized the sale or delivery of any of the bonds authorized by the Bond Ordinance; and

WHEREAS, section 373.190 of the Project Act provides in relevant part that the Governing Body is authorized to sell the bonds from time to time at public or private sale, as the Governing Body may determine; and

WHEREAS, the Governing Body has determined, and does hereby declare, that:

A. The bonds should be offered for sale at this time as provided in this resolution (the "7-1-78 Public Sale Resolution" and "this instrument"); and

B. The interest of the Issuer and the public interest, necessity and desirability demand the immediate sale and issuance of the bonds in the aggregate principal amount of \$7,000,000;

and

WHEREAS, the Governing Body has determined, and does hereby declare, that:

A. This instrument pertains to the issuance and sale of the 1978 bonds; and

B. Such declaration shall be conclusive in the absence of fraud or gross abuse of discretion in accordance with the provisions of subsection 3, section 350.579, Bond Act;

and

WHEREAS, this instrument may accordingly be adopted as if an emergency now exists and may become effective at any time when an emergency instrument of the Issuer may go into effect.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF THE COUNTY OF WASHOE, IN THE STATE OF NEVADA:

Section 1. The bonds comprising an issue designated as the "Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978," dated the first day of July, 1978, in the aggregate principal amount of \$7,000,000, as hereinafter provided, shall be, and the same are hereby ordered to be, advertised for sale; and the Governing Body on Tuesday, June 27, 1978, at the hour of 10:30 a.m., local time, in the Commissioners Chambers, 1205 Mill Street, Reno, Nevada, will cause sealed bids to be received and to be opened publicly for the purchase of the bonds.

Section 2. The Chairman of the Governing Body and the County Clerk (the "Chairman" and the "Clerk," respectively), be, and they hereby are, authorized and directed to have published a notice of sale of the bonds:

A. At least once a week for three (3) consecutive weeks by three (3) weekly insertions a week apart, the first publication to be not later than June 12, 1978, in the Nevada State Journal, being a newspaper published

within the boundaries of the Issuer and having general circulation therein; and

B. At least once not later than June 19, 1978, in The Daily Bond Buyer, a financial newspaper published in the City of New York and State of New York.

Section 3. The notice of bond sale so to be published shall be in substantially the following form:

(Form of Notice of Bond Sale for Publication)

NOTICE OF BOND SALE

\$7,000,000

WASHOE COUNTY, NEVADA
HIGHWAY IMPROVEMENT REVENUE
(MOTOR VEHICLE FUEL TAX) BONDS
SERIES JULY 1, 1978

NOTICE IS HEREBY GIVEN that the Board of County Commissioners of Washoe County, Nevada (the "Governing Body" and the "Issuer," respectively) on Tuesday, June 27, 1978, at the hour of 10:30 a.m., local time, in the Commissioners Chambers, 1205 Mill Street, Reno, Nevada, will cause sealed bids to be received and to be opened publicly for the purchase of the Issuer's negotiable coupon bonds designated as the Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978, in the principal amount of \$7,000,000. Bids may be delivered to the Governing Body, c/o Mr. John A. MacIntyre, County Manager, 1205 Mill Street, Reno, Nevada 89510, for receipt by him on or before 10:30 a.m., local time, on such day of sale.

The bonds will be dated July 1, 1978, payable to bearer, in the denomination of \$5,000 each and numbered consecutively in regular numerical order from 1 through 1400, and will mature serially on the first day of November in each of the designated amounts and years, as follows:

<u>Principal</u> <u>Maturing</u>	<u>Years</u> <u>Maturing</u>
\$ 20,000	1980
20,000	1981
60,000	1982
100,000	1983
235,000	1984
250,000	1985
265,000	1986
280,000	1987
295,000	1988
315,000	1989
335,000	1990
355,000	1991
375,000	1992
400,000	1993
420,000	1994
455,000	1995
480,000	1996
505,000	1997
540,000	1998
570,000	1999
605,000	2000
120,000	2001

The bonds maturing on and before November 1, 1988, shall not be subject to redemption prior to their respective maturities. The bonds maturing on and after November 1, 1989, shall be subject to redemption prior to their respective maturities, at the option of the Issuer, on and after the first day of November, 1988, in whole at any time, or in part in inverse numerical order on any interest payment date, at a price equal to the principal amount of each bond so redeemed, accrued interest thereon to the redemption date, and a premium consisting of 2-1/2% of the principal amount of each bond so redeemed, but commencing May 1, 1989, and at annual intervals thereafter, reducing at the rate of 1/2% to a minimum redemption premium of 1/2%. Redemption shall be made upon not less than 30 days' prior notice by publication and by mail as provided in the ordinance authorizing the issuance of the bonds, cited in section 101 thereof by the short title, "7-1-78 Bond Ordinance" (the "Bond Ordinance").

Interest coupons shall be payable semiannually on May 1 and November 1 in each year, commencing on May 1, 1979. The bonds shall bear interest at a rate or rates of not exceeding 8% per annum. The maximum interest spread permitted is 1-1/2% per annum. The maximum number of interest rates for the issue is 5. Each interest rate evidenced by any coupon shall be stated in a multiple of 1/8 or 1/20 of 1% per annum. One interest rate only shall be stated for any maturity. Interest will be evidenced until maturity by only one set of coupons payable to bearer. It is permissible to bid different or split interest rates for the bonds, subject to the above-stated limitation as to the number of rates specified. If any bond is not paid upon presentation at its maturity, interest thereon shall continue at the rate of 8% per annum until the principal thereof is paid in full.

The principal of, interest on, and any prior redemption premium due in connection with any bond (the "Bond Requirements") shall be payable, without any privileges of registration for payment, at the Nevada National Bank, in Reno, Nevada.

The bonds are special obligations of the Issuer payable as to all Bond Requirements solely from, and their payment is secured by a pledge of, a portion of the proceeds derived from certain motor vehicle fuel taxes, pursuant to the Bond ordinance, reference to which is made for further detail.

Any bidder is required to submit an unconditional, written and sealed bid for all the bonds, specifying the lowest rate or rates of interest and premium, if any, at or above par at which such bidder will purchase the bonds.

Each bid (except any bid of the State of Nevada or any board or department thereof, if one is received) shall be accompanied by a deposit of at least \$140,000, either cash, or a cashier's or treasurer's check of, or certified check drawn on, a solvent

commercial bank or trust company in the U.S.A., payable to the County of Washoe, which deposit will be promptly returned if the bid is not accepted.

The Governing Body reserves the privilege of waiving any irregularity or informality in any bid, of rejecting any or all bids, and of reoffering the bonds for sale. The bonds, subject to such reservations, will be sold by the Governing Body to the responsible bidder making the best bid for them. None of the bonds will be sold at less than the principal amount thereof and accrued interest thereon, nor will any discount or commission be allowed or paid on their sale.

The successful bidder or bidders will be required to make payment for and to accept delivery of the bonds in a bank or trust company in Reno, Nevada, or, at the successful bidder's request and expense, at some other bank or trust company in the U.S.A.

The Official Notice of Bond sale, of which this publication is a condensation, an official statement or offering brochure, the Bond Ordinance and financial and other information concerning the Issuer and the bonds may be obtained from Burrows, Smith and Company of Nevada, 1003 Kearns Bldg., Salt Lake City, Utah 84101, phone: (801)328-1511, and from Mr. Jerry Hall, Special Projects Manager, Regional Street and Highway Commission, P. O. Box 11130, Reno, Nevada 89520, phone: (702)785-6184.

The validity and enforceability of the bond issue will be approved by bond counsel, Messrs. Dawson, Nagel, Sherman & Howard, Attorneys at Law, 2900 First of Denver Plaza, Denver, Colorado 80202, phone: (303)893-2900, whose unqualified, final, approving opinion, together with the printed bonds (including such opinion printed thereon) and a certified transcript of the legal proceedings, will be furnished the purchaser without charge. The matters to be passed upon by bond counsel do not extend beyond matters relating to the validity and enforceability of, and tax exemption of the interest on, the bonds, and bond counsel is not passing upon the accuracy or completeness of any statements made in connection with any sale of the bonds (except bond counsel has participated in the preparation of this notice).

DATED at Reno, Nevada, this June 6, 1978.

/s/ Robert F. Rusk
Chairman
Board of County Commissioners
Washoe County, Nevada

(SEAL)

Attest:

/s/ Alex A. Coon
County Clerk

(End of Form of Notice of Bond Sale for Publication)

Section 4. The Chairman and the Clerk be, and they hereby are, authorized and directed to mail or cause to be mailed, postage prepaid, as first-class mail deposited in the mails of the United States, a copy of the Official Notice of Bond Sale, on or before Tuesday, June 6, 1978, i.e., at least three (3) weeks prior to the date fixed for the opening of bids for the purchase of the bonds, to the State Board of Finance, State of Nevada, State Capitol Building, Carson City, Nevada 89701.

Section 5. The Official Notice of Bond Sale shall be in substantially the following form:

(Form of Official Notice of Bond Sale)

OFFICIAL NOTICE OF BOND SALE

\$7,000,000

WASHOE COUNTY, NEVADA

HIGHWAY IMPROVEMENT REVENUE

(MOTOR VEHICLE FUEL TAX) BONDS

SERIES JULY 1, 1978

PUBLIC NOTICE IS HEREBY GIVEN that the Board of County Commissioners of the County of Washoe, in the State of Nevada (the "Board" or the "Governing Body," the "County" or the "Issuer," and the "State," respectively, on Tuesday, June 27, 1978, at the hour of 10:30 a.m., local time, in the Commissioners Chambers, 1205 Mill Street, Reno, Nevada, will cause sealed bids to be received and to be opened publicly for the purchase of the negotiable, coupon, revenue bonds (the "1978 bonds" or the "bonds") of the Issuer, particularly described below. Bids may be delivered to the Board at such office by such hour or may be addressed and mailed to the: Board of County Commissioners, c/o Mr. John A. MacIntyre, County Manager, 1205 Mill Street, Reno, Nevada 89510, for receipt by him on or before 10:30 a.m., local time, on such day of sale.

BOND PROVISIONS

ISSUE: The Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978, in the aggregate principal amount of \$7,000,000, payable to bearer, dated the first day of July, 1978, and consisting of fourteen hundred (1400) bonds in the denomination of \$5,000 each, numbered consecutively in regular numerical order from 1 through 1400.

MATURITIES: The bonds shall be numbered and mature serially in regular numerical order on the first day of November in each of the designated amounts and years, as follows:

<u>Bond Numbers</u> <u>(All Inclusive)</u>	<u>Principal</u> <u>Maturing</u>	<u>Years</u> <u>Maturing</u>
1 - 4	\$ 20,000	1980
5 - 8	20,000	1981
9 - 20	60,000	1982
21 - 40	100,000	1983
41 - 87	235,000	1984
88 - 137	250,000	1985
138 - 190	265,000	1986
191 - 246	280,000	1987
247 - 305	295,000	1988
306 - 368	315,000	1989
369 - 435	335,000	1990

<u>Bond Numbers</u> (All Inclusive)	<u>Principal</u> <u>Maturing</u>	<u>Years</u> <u>Maturing</u>
436 - 506	355,000	1991
507 - 581	375,000	1992
582 - 661	400,000	1993
662 - 745	420,000	1994
746 - 836	455,000	1995
837 - 932	480,000	1996
933 - 1033	505,000	1997
1034 - 1141	540,000	1998
1142 - 1255	570,000	1999
1256 - 1376	605,000	2000
1377 - 1400	120,000	2001

PRIOR REDEMPTION: The bonds numbered 1 through 305, maturing on and before the first day of November, 1988, shall not be subject to redemption prior to their respective maturities. The bonds numbered 306 through 1400, maturing on and after the first day of November, 1989, shall be subject to redemption prior to their respective maturities, at the option of the Issuer, on and after the first day of November, 1988, in whole at any time, or in part in inverse numerical order on any interest payment date, at a price equal to the principal amount of each bond so redeemed, accrued interest thereon to the redemption date, and a premium computed in accordance with the following schedule:

- 2.50% of the principal amount of each bond so redeemed if redeemed on or before April 30, 1989;
- 2.00% of such principal amount if redeemed thereafter and on or before April 30, 1990;
- 1.50% of such principal amount if redeemed thereafter and on or before April 30, 1991;
- 1.00% of such principal amount if redeemed thereafter and on or before April 30, 1992; and
- .50% of such principal amount if redeemed thereafter.

Redemption shall be made upon not less than thirty (30) days' prior notice by publication and by mail addressed (among others) to the original purchaser of the bonds or to the manager of any purchasing account, in the manner and upon the conditions provided in the ordinance authorizing the issuance of the bonds cited in section 101 of the ordinance by the short title "7-1-78 Bond Ordinance" (the "Bond Ordinance").

INTEREST RATES AND LIMITATIONS: The following interest limitations are applicable:

- A. Interest coupons shall be payable semiannually on the first days of May and November in each year commencing on May 1, 1979.
- B. The maximum interest rate is eight per cent (8%) per annum.

C. The maximum interest spread permitted for the issue is one and one-half per cent (1-1/2%) per annum, i.e., the maximum rate of interest accruing on any bond prior to its maturity cannot exceed the minimum rate of interest accruing on any other bond prior to its maturity by more than one and one-half per cent (1-1/2%) per annum.

D. the maximum number of rates for the issue which can be stated is five (5), i.e., no bid for the bonds can state more than five (5) different rates of interest. (A repeated rate shall not be considered as a different rate.)

E. Each interest rate specified and to be evidenced by any coupon must be stated in a multiple of one-eighth (1/8) or one-twentieth (1/20) of one per cent (1%) per annum.

F. One interest rate only shall be stated for any maturity of the issue, i.e., all bonds of the same maturity shall bear the same rate of interest.

G. Each bond shall bear interest from its date to its stated maturity date at the interest rate stated in the bid. No bond shall bear more than one rate of interest. A zero (0) rate of interest cannot be named.

H. Interest on each bond shall be evidenced to and including its maturity by only one (1) set of coupons payable to bearer, supplemental coupons shall not be permitted, and no interest payment shall be evidenced by more than one (1) coupon.

It is permissible to bid different or "split" interest rates for the bonds, as stated only in the bid, subject to the above-stated limitations. If any bond shall not be paid upon presentation at its maturity, it shall draw interest at the rate of eight per cent (8%) per annum until the principal thereof is paid in full.

PLACE OF PAYMENT: The principal of, the interest on, and any prior redemption premium due in connection with the bonds (the "Bond Requirements") will be payable to bearer in lawful money of the United States of America, without deduction for exchange or collection charges, at the Nevada National Bank, in Reno, Nevada.

NO REGISTRATION FOR PAYMENT: The Bond Ordinance (see "Bond Ordinance" below) contains, and the 1978 bonds shall contain, no provision for the registration of the bonds for payment as to principal or interest, or as to both principal and interest.

PURPOSE OF ISSUE: The 1978 bonds are authorized to be issued for street and highway construction included within the "Regional Master Plan Study #1, as amended, Streets and Highways, a part of the Master Plan for Washoe County, Nevada" (the "Plan"), as

from time to time amended and supplemented and encompassing all of the County.

PROJECT ACT: The Issuer is authorized, by chapter 470, Statutes of Nevada 1965, as from time to time amended, also cited as sections 373.010 through 373.200, Nevada Revised Statutes ("NRS"), and all laws amendatory thereof, which act is designated in section 373.010 thereof as the "County Motor Vehicle Fuel Tax Law" (the "Project Act"), among other powers:

A. To create a regional street and highway commission, contingent upon the adoption of a streets and highways plan for all or a part of the County,

B. To impose a tax on motor vehicle fuel sold, distributed or used in the County (subject to certain exceptions) of two cents (2¢) per gallon,

C. To finance from time to time street and highway construction projects approved by such commission with the proceeds of such tax, and

D. To pay the cost of any such project embraced within such plan by direct use or by borrowing money therefor by the issuance of revenue bonds and other revenue securities payable from the net proceeds of such motor vehicle fuel taxes (except for any such direct distributions).

Pursuant to the Project Act in 1965 the Issuer readopted and amended the Plan, and created such a commission (the "Commission"), imposed and caused to be collected by the State such an excise tax (which originally was fixed at one cent (1¢) per gallon but which was increased to two cents (2¢) per gallon effective the first day of May, 1970), by Ordinance No. 132, duly adopted by the Governing Body on June 15, 1965, as from time to time amended (the "Tax Ordinance") and an agreement between the Issuer and the State, and dated as of July 9, 1965 (the "Tax Contract"), has subsequently undertaken such street and highway construction projects, and has issued revenue bonds to defray the cost of such projects (see "Outstanding Securities" below).

STATE TAX ACT: Chapter 365 of NRS (the "Tax Act") pertains to motor vehicle fuel taxes and similar taxes on other fuels for the operation of a self-propelled motor vehicle on a surface highway and imposed by the State. Subject to exempt sales and other exempt transactions (see "Extent of Pledged Revenues," "Exempt Transactions and Sales," and "Credits and Refunds" below), the State has levied such excise taxes, among others, on all motor vehicle fuel sold, distributed or used in the State:

A. Of one-half cent (.5¢) per gallon (NRS 365.180) for credit to the county gasoline fund of the State Treasurer, and

B. Of one cent (1¢) per gallon (NRS 365.190) for credit to such county gasoline fund.

Administration expenses are paid from such proceeds (see "Administration Expenses" below). Further, there are now deducted annually the excise taxes paid on all motor vehicle fuel used in watercraft for recreational purposes, pursuant to the formula in NRS 365.535, which "watercraft" taxes are not refundable to the consumer, and which the State applies for the improvement of boating and other recreational facilities associated with boating.

The net receipts of the tax levied in NRS 365.180 are allocated monthly under NRS 365.550 to the Issuer and the other counties of the State one-fourth (1/4) in proportion to each (1) total area, (2) population according to the last federal census, (3) road and street mileage (nonfederal aid primary roads), and (4) vehicle miles of travel on such nonfederal aid primary roads, exclusively for the service and redemption of revenue bonds issued pursuant to the Project Act, for the construction, maintenance and repair of county roads and for the purchase of equipment therefor, but not for administration expenses.

The net receipts of the tax levied in NRS 365.190 are allocated monthly under NRS 365.560 to the Issuer and the other counties in which the respective tax payments originate for apportionment by each county among the county, the incorporated cities therein, and those unincorporated towns therein with town boards, for use by each county for the service and redemption of revenue bonds issued pursuant to the Project Act, for the construction, maintenance and repair of public highways of the county and for the purchase of equipment therefor, but not for administration expenses, and for use by such cities and towns for their respective streets, alleys and public highways, other than state highways.

The Project Act, by NRS 373.130, authorizes a pledge of and the placement of a lien on the net receipts of such State taxes collected by or remitted to the County pursuant to the Tax Act, as supplemented by the Project Act, if the board determines that the estimated net receipts of the tax levied by the County pursuant to the Project Act are sufficient to pay all outstanding bonds and other securities payable therefrom and the proposed issue secured by such pledge and lien. Such State tax receipts from NRS 365.180 and 365.190 shall not be apportioned among the County, such cities and such towns for such highway construction unless at any time such tax receipts are so apportioned, provision has been made in a timely manner for the payment of such outstanding securities as provided therein and in their authorizing proceedings.

BOND ACT: An act supplemental in nature, sections 350.500 through 350.720 of NRS, and all laws amendatory thereof, designated in section 350.500 thereof as the "Local Government Securities Law"

(the "Bond Act"), provides a procedure for the Issuer and other municipalities for financing any project otherwise authorized by law (other than by the levy and collection of special assessments) and for the issuance, among other types of securities, of revenue bonds and other revenue securities to evidence or re-evidence obligations incurred in connection with such a project.

BOND ORDINANCE: The 1978 bonds have been authorized to be issued by the Bond Ordinance duly adopted by the Governing Body pursuant to the Project Act and the Bond Act (see "Prior Redemption" above). It provides, among other matters, the form, terms and conditions of the bonds, the manner and terms of their issuance, the manner of their execution, the method of paying them, the security therefor, the disposition of revenues derived from certain excise taxes pertaining to the sale, use or distribution of motor vehicle fuel (see "Project Act" and "State Tax Act" above and "Pledged Revenues" below), and other details concerning the Commission and the Plan (see "Project Act" above), the 1978 bonds, the project for which they are issued (see "Purpose of Issue" above), and the Issuer itself, including, without limitation, covenants and agreements in connection therewith, reference to which Bond Ordinance is made for further detail.

OUTSTANDING SECURITIES: Pursuant to the Project Act and other acts supplemental thereto, to an ordinance duly adopted by the Governing Body and designated in section 101 thereof by the short title "9-1-76 Bond Ordinance," and to certain other instruments supplemental thereto, the County has issued its "Washoe County, Nevada, Highway Revenue (Motor Vehicle Fuel Tax) Refunding Bonds, Series September 1, 1976" (the "1976 bonds"), in the original aggregate principal amount of \$13,340,000, maturing serially in progressively larger amounts of principal on the first day of November in each of the years 1977 through 1994, and payable from the proceeds of such motor vehicle fuel taxes (see "Pledged Revenues" below), for the purpose of refunding in advance of their maturities all of the bonds of the County theretofore issued for the purpose of paying the costs of a street and highway construction project included within the Plan, of which issue there remain outstanding and unpaid the 1976 bonds numbered 84 through 2668, in the aggregate principal amount of \$12,925,000.00. No other securities, the payment of which is secured by a pledge of or lien on the Pledged Revenues (see "Pledged Revenues," "Gross Pledged Revenues," "Administration Expenses," "Net Pledged Revenues," and "Parity Pledges and Liens" below), are presently outstanding.

PLEGGED REVENUES: The 1978 bonds will, in the opinion of bond counsel, be special obligations of the Issuer, payable as to all Bond Requirements solely from, and such payment of the bonds is secured by a pledge of an lien upon, the net revenues (see "Net

Pledged Revenues" below) derived from certain excise taxes concerning motor vehicle fuel (the "Pledged Revenues"), now consisting of an excise tax levied by the Issuer pursuant to sections 373.030 and 373.070, Project Act, and other provisions therein supplemental to such sections, of two cents (2¢) per gallon on all motor vehicle fuel sold, distributed or used in the Issuer (subject to certain exceptions), and also consisting of additional taxes levied by the State pursuant to sections 365.180 and 365.190, Tax Act, and other provisions therein supplemental to such sections, of one-half cent (.5¢) per gallon, and one cent (1¢) per gallon, respectively, on all motor vehicle fuel sold, distributed or used in the State (also subject to certain exceptions), and distributed to the Issuer and the other counties within the State by it in the manner provided by NRS 365.550 and NRS 365.560, respectively, the net income of which taxes levied by the Issuer and the State (subject to certain exceptions) and received by the Issuer is so pledged; and any holder of any 1978 bonds may not look to any general or other fund for the payment of such Bond Requirements except the special funds pledged therefor. Such Pledged Revenues are not necessarily limited to excise taxes pertaining to any type or types of motor vehicle fuel in use when the 1978 bonds are issued, and the Pledged Revenues may hereafter consist of any excise taxes pertaining to motor vehicle fuel of at least an equivalent value and pledged in lieu of such present taxes or of any such excise taxes of any value pledged in supplementation thereof.

GROSS PLEDGED REVENUES: Gross Pledged Revenues constitute all the proceeds of such excise taxes to which the pledges thereof and liens thereon to secure the payment of securities payable from the Pledged Revenues are now and may hereafter be extended, including, without limitation, in the absence hereafter of any such modification of the scope of such pledges and liens, the proceeds of such existing excise taxes of both the Issuer and the State, subject to exempt sales and other exempt transactions provided by law (see "Extent of Pledged Revenues" and "Exempt Transactions and Sales" below), and subject to credits and refunds authorized by law (see "Credits and Refunds" below), other than those defrayed as Administration Expenses (see "Administration Expenses" below).

EXTENT OF PLEDGED REVENUES: The Issuer's ordinance imposing its motor vehicle fuel tax was modeled after many provisions of the Tax Act, pertaining to the State's motor vehicle fuel taxes. Thus, most of the definitions and many other provisions are substantially the same in such ordinance and such act. "Motor vehicle" means every self-propelled motor vehicle, including tractors, operated on a surface highway. "Motor vehicle fuel" means gasoline, natural gasoline, casinghead gasoline and any other inflammable or combustible liquid, the chief use of which in the State is for the propulsion of motor vehicles, motorboats or airplanes. (Kerosene,

gas oil, fuel oil, jet aircraft fuel, diesel fuel and liquified petroleum gas are not considered motor vehicle fuel and constitute special fuel taxed under the Special Fuel Act of 1953, i.e., ch. 366, NRS.) "Special fuel" means all combustible gases and liquids suitable for the generation of power for the propulsion of motor vehicles except for motor vehicle fuel. The proceeds of such special fuel tax do not constitute Pledged Revenues.

EXEMPT TRANSACTIONS AND SALES: The Issuer's Tax Ordinance and the Tax Act state that the provisions thereof requiring the payment of such excise taxes shall not apply to any of the following:

A. Motor vehicle fuel so long as it remains in interstate or foreign commerce,

B. Motor vehicle fuel exported from the State by a dealer,

C. Motor vehicle fuel sold to the United States Government for official use of the United States Armed Forces, and

D. Motor vehicle fuel sold by a dealer in individual quantities of 500 gallons or less for export to a state other than Nevada, or, in the case of the State tax, a country other than the United States, by the purchaser other than in the supply tank of a motor vehicle, provided such dealer is licensed in the state of destination to collect and remit the applicable destination state taxes thereon.

Motor vehicle fuel carried out of the County or the State, in the case of the County tax or the State tax, respectively, into another state or onto federal proprietary lands or reservations, to an amount not exceeding twenty-five (25) gallons in the fuel tank or tanks of a transporting motor vehicle is not deemed so to be exported. Further, any such exemption is void unless such motor vehicle fuel is distributed, or is delivered on the order of the owner, to a dealer who has established that the bond or other security is sufficient to assure payment of all such excise taxes as they may become due, and who claims exemption in due season, furnishes certain periodic reports and certificates, and meets certain other procedural requirements.

CREDITS AND REFUNDS: Any person who has paid either the Issuer's tax or the State's tax, and

A. Who exports any motor vehicle fuel from the State, or

B. Who sells any such fuel to the United States Government for official use of the United States Armed Forces, or

C. Who buys and uses any such fuel for purposes other than in and for the propulsion of motor vehicles,

shall be reimbursed and repaid the amount of such tax so paid by him upon filing a claim therefor and complying with certain procedural requirements; but

(i) The minimum claim for refund shall be based on at least two hundred (200) gallons purchased and used in a six-month period,

(ii) In the case of the State tax, two per cent (2%) of the refund shall be deducted and deposited in the state highway fund,

(iii) No refund of motor vehicle fuel taxes shall be made for off-highway use of motor vehicle fuel consumed in watercraft in the State for recreational purposes,

(iv) No refund is made for off-highway use when the consumption of such fuel takes place on highways constructed and maintained by public funds, on federal proprietary lands or reservations where the claimant has now ownership or control over such lands or highways, except where such person is under a contractual relationship with the Federal Government (other than the employment of an individual) and is engaged in the performance of his duties pursuant to such relationship,

(v) Any farmer or rancher, not engaged in other activities which would distort his highway usage, may claim a refund only on the basis of eighty per cent (80%) of his bulk purchases (in excess of fifty (50) gallons), without maintaining records of use, and

(vi) The State tax derived from motor vehicle fuel used in aircraft is distributed annually, after the payment of refund claims, as follows:

(a) The total of such receipts but not exceeding \$30,000 is transferred to the Civil Air Patrol fund of the State Treasurer, and

(b) The remaining balance is remitted to counties and incorporated cities for airport use.

Credits may be given taxpayers in lieu of refunds.

ADMINISTRATION EXPENSES: Administration Expenses, as defined in the Bond Ordinance, are the expenses incurred in fixing and collecting such motor vehicle fuel taxes and the costs of administering and enforcing laws, rules and regulations pertaining thereto, including, without limitation, the deductions allowed by law to any dealer or user to cover his costs of collection of the taxes and of compliance with any law pertaining thereto, statute or ordinance, and the dealer's or user's handling losses occasioned by

evaporation, spillage or other similar causes, not exceeding two per cent (2%) of the amount thereby collected, the reasonable charges against the Issuer to reimburse the State for its services pertaining to the administration by the State of the Issuer's tax of two cents (2¢) per gallon imposed pursuant to the Project Act, now fixed at one-half of one per cent (.5%) of the gross tax collected but subject to renegotiation and reestablishment by the Issuer and the State, and such charges incident to the administration or operation of the Tax Act, but not exceeding in the aggregate one per cent (1%) of the amount collected from the State's taxes imposed by NRS 365.180 and 365.190, and an allocable and pro rata share of the proceeds of such State tax needed to make the remittances and deposits required annually of the State pertaining to "watercraft" tax proceeds (see "State Tax Act" above).

DIRECT DISTRIBUTIONS: Direct Distributions, as defined in the Bond Ordinance, are the shares of the proceeds of the motor vehicle fuel taxes levied and collected pursuant to the Project Act and the Tax Ordinance and allocated thereunder to those cities and towns within the Issuer, whose respective territories are not included wholly or in part in the Plan, in the proportion which the total assessed valuation of those cities and towns bears to the total assessed valuation of the entire Issuer, pursuant to subsections 1 and 2, section 373.150, Project Act, which Direct Distributions the Issuer is not now obligated to make as the Plan encompasses the entire County and the territory of each city or town in the County is included wholly in the Plan. Direct Distributions also include those shares of the unrefunded balance of the motor vehicle fuel taxes levied and collected pursuant to the Project Act and the Tax Ordinance, which are subject to refund by reason of the use of such taxed fuel as aviation fuel, and which are allocated to the local governments which own or control any airports, landing areas and air navigation facilities within the Issuer, pursuant to subsection 3 of Section 373.150, Project Act.

NET PLEDGED REVENUES: The 1978 bonds are payable from such Gross Pledged Revenues, after provision is made for the payment of the Administration Expenses and for any Direct Distributions. For greater detail, reference is made to the Project Act, to the Tax Act, to acts supplemental thereto, to the Tax Ordinance imposing the Issuer's tax, to the Tax Contract, (see "Project Act" above), to the Bond Ordinance, and to the 9-1-76 Bond Ordinance.

PARITY PLEDGES AND LIENS: The 1976 bonds and the 1978 bonds are payable from the Net Pledged Revenues described above. The payment of the 1978 bonds is secured by a pledge of, and they constitute an irrevocable and first lien (but not necessarily an exclusively first lien) upon, such Net Pledged Revenues, on a parity with

the pledges thereof and the liens thereon to secure the payment of the 1976 bonds.

SECURITY: The payment of the Bond Requirements of the 1978 bonds shall be made solely from and as security for such payment there are irrevocably pledged, pursuant to the Bond Ordinance, two special accounts identified as the "Washoe County, Nevada, Highway Parity Revenue Bonds, Interest and Bond Retirement Fund" and as the "Washoe County, Nevada, Highway Parity Revenue Bonds, Reserve Fund," into which accounts the Issuer has covenanted to pay, respectively, from the Net Pledged Revenues sums sufficient to pay when due the Bond Requirements of the bonds and to accumulate and maintain for such purpose a designated reserve, as provided in the Bond Ordinance.

ADDITIONAL SECURITIES: Bonds and other securities in addition to the 1978 bonds, subject to expressed conditions, may be issued and made payable from the Pledged Revenues and having a lien thereon subordinate and junior to the lien, or, subject to additional expressed conditions, having a lien thereon on a parity with the lien thereon of the 1978 bonds, as provided in the Bond Ordinance. The Issuer does not now intend to issue any bonds or other securities of any type payable from the Pledged Revenues prior to the first day of January, 1979; but the Issuer reserves the privilege of issuing securities of any type prior to then or thereafter if the Issuer determines to do so.

FEDERAL TAX EXEMPTION: In the opinion of bond counsel the interest on the bonds is exempt from income taxation by the United States of America under present laws and court decisions. If, prior to the delivery of the bonds to the successful bidder therefor, the income received by private holders of obligations of the same type and character shall be taxable or shall be required to be used in any income tax computation by the terms of any federal law hereafter enacted, the successful bidder, at its election made prior to the tender by the Issuer of the bonds for delivery, may be relieved of its obligation under the contract to purchase the bonds. In such case the contract to purchase the bonds will terminate, and the deposit accompanying the purchaser's bid will be returned to the purchaser upon written request therefor. Any such option shall be exercised by a letter addressed to the bond counsel hereinafter designated and deposited in the United States mails, as first-class mail, postage prepaid.

STATE TAX EXEMPTION: Section 350.710 of the Bond Act, provides that the bonds, their transfer and the income therefrom, shall forever be and remain free and exempt from taxation by the State or any subdivision thereof.

LEGAL INVESTMENTS: Section 350.714 of the Bond Act states:

"1. It is legal for any bank, trust company, banker, savings bank or institution, any building and loan association, savings and loan association, investment company and any other person carrying on a banking or investment business, any insurance company, insurance association, or any other person carrying on an insurance business, and any executor, administrator, curator, trustee or any other fiduciary, to invest funds or moneys in their custody in any of the bonds or other securities issued in accordance with the provisions of the Local Government Securities Law.

"2. Nothing contained in this section with regard to legal investments shall be construed as relieving any representative of any corporation or other person of any duty of exercising reasonable care in selecting securities."

IMMUNITY OF INDIVIDUALS: Section 350.606 of the Bond Act provides:

"No recourse shall be had for the payment of the principal of, any interest on, and any prior redemption premiums due in connection with any bonds or other municipal securities or for any claim based thereon or otherwise upon the ordinance authorizing their issuance or other instrument appertaining thereto, against any individual member of the governing body or any officer or other agent of the municipality, past, present or future, either directly or indirectly through the governing body of the municipality, or otherwise, whether by virtue of any constitution, state or rule of law, or by the endorsement of any penalty or otherwise, all such liability, if any, being by the acceptance of the securities and as a part of the consideration of their issuance specially waived and released."

ACTS IRREPEALABLE: Section 350.610 of the Bond Act provides:

"The faith of the state is hereby pledged that the Local Government Securities Law, or any law supplemental or otherwise appertaining thereto, and any other act concerning the bonds or other municipal securities, taxes or the pledged revenues or any combination of such securities, such taxes and such revenues shall not be repealed nor amended or otherwise directly or indirectly modified in such a manner as to impair adversely any outstanding municipal securities, until all such securities have been discharged in full or provision for their payment and redemption has been fully made, including without

limitation the known minimum yield from the investment or reinvestment of moneys pledged therefor in federal securities."

CORPORATE ORGANIZATION: The Issuer is a legally and regularly created, established, organized and existing political subdivision of the State, its full corporate name being the "County of Washoe," was incorporated in the year 1861 by section 4, chapter 24, Statutes of Nevada 1861, and is operating under the provisions of the general laws of the State. After April 3, 1871, the county seat has been located at Reno, Nevada, pursuant to section 1, chapter 131, Statutes of Nevada 1871.

POPULATION: The County's population as shown by the 1970 Federal Census was 121,068, and the County's population is currently estimated to be 170,613.

TERMS OF SALE

BID PROPOSALS: No specified form of bid is required. Any bidder is required to submit an unconditional and written bid for all of the bonds of the issue specifying:

A. The lowest rate or rates of interest and premium, if any, at or above par, at which the bidder will purchase the bonds.

It is also requested for informational purposes only, but is not required that each bid disclose:

B. The total net interest cost in dollars and cents to the Issuer; and

C. The net interest rate in a stated per cent.

Each bid must also be enclosed in a sealed envelope marked on the outside:

"Proposal for Bonds"

and addressed to:

Mr. John A. MacIntyre, County Manager
1205 Mill Street
Reno, Nevada 89510.

BID CHECK: Each bid (except any bid of the State or any board or department thereof, if one is received) shall be accompanied by a deposit of cash, or by a cashier's check or treasurer's check of, or by certified check drawn on, a solvent commercial bank or trust company in the United States of America, made payable to the County of Washoe, in an amount equal to \$140,000, which deposit of the best bidder will be held as evidence of good faith pending the delivery of the bonds, to secure the Issuer against any loss resulting from a failure of the best bidder to comply with the terms of its proposal. (The Issuer, however, prior to the delivery of the bonds, shall not deposit for collection any such good faith deposit

evidenced by a check.) Checks accompanying bids, other than that accompanying the bid which is accepted, will be returned upon the award of the bonds by the Governing Body.

BIDDER'S OPTIONS: It is permissible, subject to expressed limitations, for any bidder:

- A. To bid different interest rates for the bonds (see "Interest Rates and Limitations" above); and
- B. To be relieved of any bidder's obligation to purchase due to the repeal of the exemption from federal income taxes (see "Federal Tax Exemption" above).

METHOD OF EXERCISING BIDDER'S OPTIONS: Any option herein granted a bidder for the bonds may be exercised (unless herein otherwise expressly provided) only by the inclusion of an appropriate statement in the bid submitted for the bonds.

SALE RESERVATIONS: The Governing Body, in connection with the issue herein designated for sale, reserves the privilege:

- A. Of waiving any irregularity or informality in any bid;
- B. Of rejecting any and all bids; and
- C. Of reoffering the bonds for sale, as provided by law.

BASIS OF AWARD: The bonds herein designated for sale, subject to such sale reservations, will be sold by the Governing Body to the responsible bidder making the best bid for all the bonds. The best bid will be determined by deducting the amount of the premium bid, if any, from the total amount of interest which the Issuer would be required to pay from the date of the bonds to the respective maturity dates at the coupon rate or rates specified in the bid, without reference to the possible redemption of the bonds prior to maturity; and the award will be made on the basis of the lowest net interest cost to the Issuer. If there are two (2) or more equal bids for the bonds and such equal bids are the best bids received and for not less than the principal amount of the bonds, and accrued interest, the Governing Body will determine which bid will be accepted.

SALE BELOW PAR, DISCOUNT AND COMMISSION PROHIBITED: None of the bonds will be sold for less than their principal amount and accrued interest thereon to the date of their delivery to the purchaser, nor will any discount or commission be allowed or paid on the sale of any of the bonds.

PLACE AND TIME OF AWARD: The Governing Body will cause the bids submitted to be opened at the time and place hereinabove stated. It will promptly take action, upon determining the best bid, awarding the bonds or rejecting all bids for the bonds. In any event the Governing Body will take action awarding the bonds or rejecting all bids not later than twenty-four (24) hours after the time herein stated for opening bids. An award may be made after the period

herein designated if the bidder shall not have given to the Manager of the Issuer notice in writing of the withdrawal of its bid.

MANNER AND TIME OF DELIVERY: The deposit of the best bidder will be credited to the purchaser at the time of delivery of the bonds (without accruing interest). If the successful bidder for the issue fails or neglects to complete the purchase of the bonds within thirty (30) days following the acceptance of its bid, or within ten (10) days next after the date on which the bonds are made ready and are tendered by the Issuer for delivery, whichever is later, the amount of the deposit of the successful bidder shall be forfeited (as liquidated damages for noncompliance with the bid) to the Issuer. In that event, the Governing Body may reoffer the bonds for sale, as provided by law. The purchaser will not be required to accept delivery of any of the bonds, if they are not made ready and are not tendered by the Issuer for delivery within sixty (60) days from the date herein stated for opening bids; and if the bonds are not so tendered within such period of time, the good faith deposit will be returned to the purchaser upon its request. The bonds will be made available for delivery by the Issuer to the purchaser as soon as reasonably possible after the date of the sale; and the Issuer contemplates delivering them in about thirty (30) days from the date stated for opening bids and as soon as reasonably possible thereafter. The purchaser of the issue will be given seventy-two (72) hours' notice of the time fixed by the Issuer for tendering the bonds for delivery. (Nothing herein shall be construed as preventing the bonds from being delivered from time to time as moneys are needed by the Issuer if the State or any board or department thereof is the successful bidder.)

PAYMENT AT AND PLACE OF DELIVERY: The successful bidder or bidders (other than the State) will be required to make payment of the balance due for and to accept delivery of the bonds:

A. At some commercial bank or trust company in Reno, Nevada; or

B. At the successful bidder's request and expense, at some other commercial bank or trust company in the United States of America, as requested.

Payment of the balance of the purchase price due for the issue at the time of its delivery must be made in Federal funds for immediate and unconditional credit to the account of the Issuer, as directed by the Issuer, at a bank or banks designated by the Issuer and located in Reno, Nevada, or New York, New York, or located in both such municipalities, at the Issuer's option, so that bond proceeds may be so deposited or invested in federal securities, or both so deposited and so invested, as the Issuer may determine, simultaneously with the delivery of the bonds by the use of the proceeds thereof. The balance of the purchase price, including without limitation any

premium, must be paid in such funds and not by cancellation of any interest coupons, nor by any waiver of interest nor by any other concession as a substitution for such funds.

INFORMATION: This Official Notice of Bond Sale (a condensation of which was ordered published), an official statement or offering brochure, the Bond Ordinance and financial and other information concerning the Issuer and the bonds may be obtained from:

Burrows, Smith and Company of Nevada
Suite 1003, Kearns Building
Salt Lake City, Utah 84101
Telephone: (801)328-1511

or

Burrows, Smith and Company of Nevada
Suite 202
723 South Third Street
Las Vegas, Nevada 89101
Telephone: (702)382-4422

or

Mr. Jerry Hall, Special Projects Manager
Regional Street and Highway Commission
P. O. Box 11130
Reno, Nevada 89520
Telephone: (702)785-6184

LEGAL OPINION, BONDS AND TRANSCRIPT: The validity and enforceability of the bond issue will be approved by Messrs. Dawson, Nagel, Sherman & Howard, Attorneys at Law, 2900 First of Denver Plaza, Denver, Colorado 80202, Telephone: (303)893-2900, whose unqualified, final, approving opinion, together with the printed bonds, a certified transcript of the legal proceedings, including a certificate stating that there is no litigation pending affecting the validity of the bonds as of the date of their delivery, certificates relating to the tax exemption of interest on the bonds and other closing documents, will be furnished to the purchaser of the bonds without charge by the Issuer. A certified true copy of the approving opinion of bond counsel for the issue will be printed on each bond thereof at the Issuer's expense over a facsimile signature of the Clerk attesting to the fact that a manually executed and dated copy of the opinion is on file in the records of the Issuer in his office and that a like copy was forwarded to a designated representative of the purchaser for retention in its records.

FORM OF OPINION: Bond counsel's unqualified, final, approving opinion pertaining to the issue will recite in conventional form that the designated law firm has examined the Constitution and laws of the State and a certified copy of the record of the proceedings of the Governing Body taken preliminary to and in the issue of the bonds, describing them in some detail, and that the designated firm has examined bond numbered one of such issue and has found the same properly executed and in due legal form. The last paragraph of

the approving opinion for the issue will read (subject to provisions hereinabove entitled "Federal Tax Exemption") substantially as follows:

"It is our opinion as Bond Counsel:

"1. Such proceedings show lawful authority for such issue of bonds under the laws of the State now in force;

"2. The bonds constitute the valid and legally binding obligations of the Issuer:

"3. The bonds are payable and collectible as special obligations of the Issuer solely from, and such payment is secured by an irrevocable pledge of, revenues derived from certain excise taxes collected for use by the Issuer in connection with the privilege of selling, using or distributing motor vehicle fuel, the proceeds of which taxes now or hereafter are authorized to be pledged for the payment of the bonds, whether levied by the Issuer, the State, or otherwise, which taxes are not limited to any type or types of motor vehicle fuel in use when the bonds are issued, which taxes now consist of two cents per gallon levied by the Issuer on all motor vehicle fuel sold, distributed or used in the Issuer (subject to certain exceptions) and of an additional one and one-half cent per gallon levied by the State on all motor vehicle fuel sold, distributed or used in the State (subject to certain exceptions) and distributed to the Issuer (and other counties in the State), and which taxes may consist subsequently of any excise taxes pertaining to motor vehicle fuel levied in at least an equivalent value and pledged in lieu of such present tax or such excise taxes levied in any amount and pledged in supplementation thereof, regardless whether now or hereafter fixed and imposed, after the deduction of the Administration Expenses pertaining to the Issuer taxes and State taxes and subject to Direct Distributions, both as defined in the ordinance authorizing the issuance of the 1978 bonds (sometimes designated as the '7-1-78 Bond Ordinance'), including, without limitation the deduction of an allocable and pro rata share of the proceeds of such State tax for the remittances and deposits required by such chapter 365 (the 'Net Pledged Revenues');

"4. As security for the payment of the Bond Requirements of the 1978 bonds, there are irrevocably pledged, pursuant to the 7-1-78 Bond Ordinance, two special accounts identified as the 'Washoe County, Nevada, Highway Parity Revenue Bonds, Interest and Bond Retirement Fund' and as the 'Washoe County, Nevada, Highway Parity Revenue

Bonds, Reserve Fund,' into which accounts the Issuer has covenanted to pay, respectively, from the Net Pledged Revenues, sums sufficient to pay when due the Bond Requirements of the 1978 bonds and to maintain for such purpose a reasonable and specified reserve;

"5. The 1978 bonds are equitably and ratably secured by a pledge of and a lien on the Net Pledged Revenues, and the 1978 bonds constitute an irrevocable and first lien (but not necessarily an exclusively first lien) upon the Net Pledged Revenues, on a parity with the pledges thereof and the liens thereon to secure the payment of the outstanding Washoe County, Nevada, Highway Revenue (Motor Vehicle Fuel Tax) Refunding Bonds, Series September 1, 1976;

"6. Bonds and other securities, in addition to the 1978 bonds, subject to expressed conditions, may be issued and made payable from the the Pledged Revenues having a lien thereon subordinate and junior to the lien, or, subject to additional expressed conditions, having a lien thereon on a parity with the lien, of the 1978 bonds;

"7. The interest on the 1978 bonds is exempt from taxation by the United States of America under present federal income tax laws;

"8. The bonds, their transfer, and the income therefrom, are free and exempt from taxation by the State or any subdivision thereof; and

"9. The obligations of the Issuer are subject to the reasonable exercise in the future by the State of Nevada and its governmental bodies of the police power inherent in the sovereignty of the State and to the exercise by the United States of America of the powers delegated to it by the Federal Constitution.

"As Bond Counsel, we are passing upon only those matters set forth in this opinion, and we are not passing upon the accuracy or completeness of any statements made in connection with any sale of the bonds."

By order of the Board of County Commissioners of the County
of Washoe, in the State of Nevada, dated June 6, 1978.

/s/ Robert F. Rusk
Chairman
Board of County Commissioners
Washoe County, Nevada

(SEAL)

Attest:

/s/ Alex A. Coon
County Clerk

(End of Form of Official Notice of Bond Sale)

Section 6. The Chairman, the Clerk, and the Issuer's financial consultant, Burrows, Smith and Company of Nevada, be, and they hereby are, authorized and directed to give such other notice of such bond sale as they shall individually or collectively determine, including, without limitation:

A. The publication of the notice authorized by section 3 hereof or an excerpt thereof in any financial newspapers and periodicals; and

B. The distribution among investment bankers and others of a bond brochure or an official statement and other information relating to the bonds, to the Issuer, and to the Project.

Section 7. Upon receipt of such bids, the financial consultant and the Treasurer of the Issuer shall cause them to be tabulated and otherwise analyzed and shall report forthwith the results thereof to the Governing Body, which shall thereupon accept the bid of the highest responsible bidder making the best bid for the bonds or reject all bids.

Section 8. The officers of the Issuer, with the assistance of the Issuer's financial consultant, be, and they hereby are, authorized and directed to take all action necessary or appropriate to effectuate the provisions of this instrument, including, without limitation:

A. The assembly of financial and other information concerning the Issuer and the bonds, and

B. The preparation of an offering statement or prospectus and other material for prospective bidders.

Section 9. All action heretofore taken (not inconsistent with the provisions of this resolution) by the Governing Body and the officers of the Issuer, on its behalf, directed:

A. Toward the Project and

B. Toward the public sale of the bonds and their issuance for that purpose,

be, and the same hereby is, ratified, approved and confirmed, including, without limitation, the giving of notice of the sale of the bonds.

Section 10. The meeting at which this instrument is adopted, upon the adjournment of the meeting, shall adjourn (regardless of any intervening meetings) until the date, hour and place provided in section 1 hereof for the opening of bids for the bonds, at which time and place such meeting shall reconvene to consider the bids for the bonds and the acceptance of the best bid for the bonds submitted by a responsible bidder therefor.

Section 11. All orders, bylaws and resolutions, or parts thereof, in conflict with this instrument are hereby repealed to the extent only of such inconsistency. This repealer shall not be

construed to revive any order, bylaw or resolution, or part thereof, heretofore repealed.

Section 12. If any section, paragraph, clause or provision of this instrument shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this resolution.

Section 13. This instrument will promote the health, safety, prosperity, security and general welfare of the inhabitants of the Issuer; an emergency is hereby declared to exist; and this resolution shall be in effect from and after its adoption.

Proposed on June 6, 1978.

Proposed by Commissioner Brown.

Passed on June 6, 1978.

Ayes:


Steven R. Brown
F. W. "Bill" Farr
Robert F. Rusk
Jean Stoess

Nays:

None

Absent:

Dwight A. Nelson



Chairman
Board of County Commissioners
Washoe County, Nevada

(SEAL)

Attest:



County Clerk

It was then moved by Commissioner Brown and seconded by Commissioner Stoess that all rules of this Board which, unless suspended in cases of emergency, might prevent the final passage and adoption of this resolution at this meeting be, and the same hereby are, suspended for the purpose of permitting the final passage and adoption of the resolution at this meeting. The question being upon the adoption of such motion and upon the suspension of the rules, the roll was called with the following result:

Those Voting Aye: Steven R. Brown
F. W. "Bill" Farr
Robert F. Rusk
Jean Stoess

Those Voting Nay: None

Those Absent: Dwight A. Nelson

All members present of the Board of County Commissioners having voted in favor of such motion, the presiding officer declared the motion carried and the rules suspended.

Commissioner Brown then moved that the aforesaid resolution, introduced and read by title at this meeting, be now finally passed and adopted as read. Commissioner Stoess seconded the motion. The question being upon the final passage and adoption of the resolution, the roll was called with the following result:

Those Voting Aye: Steven R. Brown
F. W. "Bill" Farr
Robert F. Rusk
Jean Stoess

Those Voting Nay: None

Those Absent: Dwight A. Nelson

The presiding officer thereupon declared that all members present of the Board of County Commissioners of Washoe County, Nevada, having voted in favor thereof, the motion was carried and Resolution No. 6-6-78 duly passed and adopted.

On motion duly made, seconded and adopted, it was ordered that the resolution be approved and authenticated by the signature of the Chairman of the Board of County Commissioners, sealed with the seal of Washoe County, attested by the County Clerk, and recorded in the minute book of the Board of County Commissioners, such record to be signed by such officers and properly sealed.

Thereupon, after considering other matters not concerning the foregoing matter, upon motion duly made, seconded and adopted, the meeting was adjourned.



Chairman
Board of County Commissioners
Washoe County, Nevada

(SEAL)

Attest:



County Clerk

STATE OF NEVADA)
) SS.
COUNTY OF WASHOE)

I, Alex A. Coon, the duly elected, qualified and acting County Clerk of the County of Washoe, in the State of Nevada, and ex officio Clerk of the County's Board of County Commissioners (the "County" and the "Board," respectively), do hereby certify:

1. The foregoing pages numbered (1) through (5), excerpts from the minutes of a meeting of the Board held on June 6, 1978, constitute a true, correct, complete, and compared copy of the proceedings of the Board so far as such minutes relate to the introduction, passage, and adoption of an ordinance designated in section 101 thereof by the short title "7-1-78 Bond Ordinance," a copy of which is set forth as pages -1- through -81- in such minutes; and a resolution designated in the preambles thereof by the short title "7-1-78 Public Sale Resolution," a copy of which resolution is set forth as pages -1- through -29- in such minutes; and each such instrument is a true, correct, complete, and compared copy of the original as proposed, introduced, passed, and adopted at such meeting.

2. The original of each such instrument has been approved and authenticated by the signatures of the Chairman of the Board and myself as County Clerk, and sealed with the seal of the County, and has been recorded in the minute book of the Board kept for that purpose in my office, which record has been duly signed by such officers and properly sealed.

3. Copies of each such instrument were on file for public inspection prior to any action being taken thereon; all of the Commissioners voted on the passage of each such instrument as in such minutes set forth, and all members of the Board were duly notified of such meeting.

4. The foregoing proceedings were in fact held as in such minutes specified as originally of record in my possession.

5. All members of the Board were given due and proper notice of the meeting. Pursuant to § 241.020, Nevada Revised Statutes, as amended, written notice of the meeting was given on May 31 __, 1978, i.e., given at least three working days before the meeting, including in the notice the time, place, location, and agenda of the meeting:

(a) By mailing a copy of the notice to each member of the Board;

(b) By posting a copy of the notice at the principal office of the Board, or if there is no principal office, at the building in which the meeting is to be held,

and at least three other separate, prominent places within the jurisdiction of the Board, to wit:

- (i) Washoe County Courthouse
So. Virginia & Court Streets
Reno, Nevada,
- (ii) Washoe County Library, Reno
301 So. Center Street
Reno, Nevada,
- (iii) Justice Court Office, Sparks
814 B Street
Sparks, Nevada, and
- (iv) Washoe County Administration Building
1205 Mill Street
Reno, Nevada,

(c) By mailing a copy of the notice to each person, if any, who has requested notice of the meetings of the Board in the same manner in which notice is required to be mailed to a member of the Board.

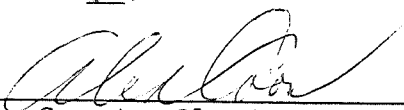
6. A copy of the notice so given of the meeting of the Board held on June 6, 1978, is attached to this certificate as Exhibit A.

7. No other proceedings were adopted and no other action was taken or considered at such meeting pertaining to the proposed Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978, or to the Project for which such bonds are authorized to be issued.

8. On June 30, 1978, pursuant to section 106 of such ordinance, I transmitted a certified copy of such ordinance to each:

- (a) The Clerk of the City of Reno for its City Council,
- (b) The Clerk of the City of Sparks for its City Council, and
- (c) The Treasurer of the County.

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of Washoe County, Nevada, on this June 30, 1978.



County Clerk

(SEAL)

EXHIBIT A

(Attach Copy of Notice of Meeting)

COUNTY COMMISSIONERS

Robert F. Rusk, Chairman
Dwight A. Nelson, Vice Chairman
F. W. 'Bill' Farr
Steve Brown
Jean Stoess

COUNTY MANAGER

John A. MacIntyre

CHIEF CIVIL DEPUTY
DISTRICT ATTORNEY

Larry D. Struve

A G E N D A

MEETING OF

WASHOE COUNTY BOARD OF COUNTY COMMISSIONERS

AUDITORIUM — 1205 Mill Street, Reno, Nevada

June 6, 1978

NOTE: Items on the agenda without a time designation may not necessarily be considered in the order in which they appear on the agenda.

Public input for an item not scheduled on the agenda may be received under Manager's Items following each agenda topic item.

9:00 a.m. 1. Call to order; salute to the flag.

* * * * *

3:30 p.m. C. Recommendation for approval of Resolution authorizing sale of Highway Improvement Revenue Bonds and an Ordinance authorizing issuance of said Bonds.

* * * * *

(Attach Affidavit of Publication of Ordinance)

RENO NEWSPAPERS, INC. Publishers of
RENO EVENING GAZETTE and NEVADA STATE JOURNAL
PHONE: 786-8989 • P.O. BOX 280 • RENO, NEVADA 89504

- Washoe County Clerk
- P.O. Box 11130
- Reno, NV 89520

DESCRIPTION OF LEGAL ADVERTISING

Bond Ordinance 1x6½
3349008

TERMS: NET, PLEASE PAY FROM THIS INVOICE. IT'S DUE UPON PRESENTATION AND IS PAST DUE AFTER 15 DAYS.

TOTAL AMOUNT DUE _____

PLEASE RETURN ONE COPY WITH YOUR PAYMENT

MONTH	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31
June												x							x												

DECLARATION OF PUBLICATION

STATE OF NEVADA, }
COUNTY OF WASHOE } ss.

Pat Fye

being first duly sworn, deposes and says: That she is the legal clerk of THE RENO EVENING GAZETTE, a daily newspaper published at Reno, in Washoe County, in the State of Nevada. That the notice _____

Bond Ordinance _____ of which a copy is hereto attached, was first published in said newspaper in its issue dated the 12th day of June, 19 78 and, June 19th,

the full period of 2 days, the last publication thereof being in the issue of June 19th, 19 78.

Signed [Signature]

Subscribed and sworn to before me this 27th day of June, 19 78

[Signature]
Notary Public

GEORGE CAUDLE
Notary Public — State of Nevada
Washoe County
My Commission Expires April 23, 1979

BILL NO 554
ORDINANCE NO 386
(of Washoe County, Nevada)
AN ORDINANCE AUTHORIZING THE ISSUANCE BY THE COUNTY OF WASHOE, NEVADA, OF ITS NEGOTIABLE COUPON "WASHOE COUNTY NEVADA, HIGHWAY IMPROVEMENT REVENUE (MOTOR VEHICLE FUEL TAX) BONDS, SERIES JULY 1, 1978," IN THE PRINCIPAL AMOUNT OF \$7,000,000 FOR STREET AND HIGHWAY CONSTRUCTION WITHIN THE COUNTY, IMPROVEMENTS INCIDENTAL THERETO, AND APPURTENANCES; DIRECTING THAT THE COUNTY SHALL EFFECT SUCH PURPOSE; PROVIDING THE FORM, TERMS AND CONDITIONS OF THE BONDS; THE MANNER AND TERMS OF THEIR ISSUANCE, THE MANNER OF THEIR EXECUTION, THE METHOD OF THEIR PAYMENT AND THE SECURITY THEREFOR, AND OTHER DETAILS IN CONNECTION THEREWITH; PROVIDING FOR THE DISPOSITION OF THE PROCEEDS OF CERTAIN MOTOR VEHICLE FUEL TAXES; PLEDGING REVENUES TO THE PAYMENT OF THE BONDS DERIVED FROM THE LEVY AND COLLECTION OF SUCH EXCISE TAXES, PROVIDING FOR THE ISSUANCE OF ADDITIONAL BONDS PAYABLE FROM SUCH EXCISE TAXES; PROVIDING OTHER COVENANTS, AGREEMENTS AND OTHER DETAILS AND MAKING SUCH PROVISIONS CONCERNING SUCH MOTOR VEHICLE FUEL TAXES, SUCH BONDS, AND THE REVENUES PLEDGED FOR THEIR PAYMENT; RATIFYING ACTION PREVIOUSLY TAKEN TOWARD ISSUING SUCH BONDS AND EFFECTING THE PURPOSE OF THEIR ISSUANCE; BY DECLARING THIS ORDINANCE PERTAINS TO THE SALE, ISSUANCE AND PAYMENT OF THE BONDS, PROVIDING FOR ITS ADOPTION AS IF AN EMERGENCY EXISTS; AND PROVIDING THE EFFECTIVE DATE HEREOF.

PUBLIC NOTICE IS HEREBY GIVEN that typewritten copies of the above numbered and entitled ordinance are available for inspection by all interested parties at the office of the County Clerk of Washoe County, Nevada, at his office in the Washoe County Courthouse, Reno, Nevada; and was passed at the regular meeting on June 6, 1978, by the following vote of the Board of County Commissioners:

Those Voting Aye:
Robert F. Rusk
Jean Sioess
F. W. "Bill" Farr
Steven R. Brown

Those Voting Nay:
None

Those Absent and Not Voting:
Dwight A. Nelson

This ordinance shall be in full force and effect from and after June 19, 1978, i.e., the date of the second publication of the ordinance by its title only.

DATED this June 6, 1978.
/s/ Robert F. Rusk
Chairman, Board of
County Commissioners,
Washoe County, Nevada

(SEAL) Attest:
/s/ Alex A. Coon
County Clerk

33-49008—Bond Ordinance
June 12 19
MC12MON11G

STATE OF NEVADA)
) SS.)
 COUNTY OF WASHOE) AFFIDAVIT OF MAILING
OF NOTICE

Alex A. Coon, being first duly sworn, upon his oath according to law, deposes and says:

9. He is and at all times hereinafter mentioned was the duly qualified, sworn, and acting Clerk of the County of Washoe, in the State of Nevada (the "County"); and he is the lawful custodian of the corporate seal of the County and of the books and records of the Board of County Commissioners of the County.

10. A copy of the Official Notice of Bond Sale of \$7,000,000 Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978, was mailed on June 6, 1978, a time at least three weeks prior to the date fixed for the public sale thereof to be held on June 27, 1978, to the:

State Department of Taxation
 State of Nevada
 State Capitol Building
 Carson City, Nevada 89701

as first-class mail deposited in the mails of the United States, postage prepaid.

Further affiant saith not.

Alex Coon

 County Clerk

(COUNTY SEAL)

SUBSCRIBED AND SWORN to before me at the City of Reno, Nevada, on this June 30, 1978.

Judi Kuhn

 Notary Public

(NOTARIAL SEAL)

JUDI KUHN
 Notary Public - State of Nevada
 Washoe County
 My Commission expires Nov. 4, 1981

(Attach Affidavit of Publication of Notice of Bond Sale in Nevada Newspaper)

RENO NEWSPAPERS, INC. Publishers of
RENO EVENING GAZETTE and NEVADA STATE JOURNAL
PHONE: 786-8989 • P.O. BOX 280 • RENO, NEVADA 89520

DESCRIPTION OF LEGAL ADVERTISING

Bond Sale 1x16
3349008

TERMS: NET, PLEASE PAY
FROM THIS INVOICE. IT'S DUE
UPON PRESENTATION AND IS
PAST DUE AFTER 15 DAYS.

LEGAL AD _____
EXTRA PROOFS _____
TOTAL AMOUNT DUE 179.20

- Washoe County Clerk
 - P.O. Box 11130
 - Reno, NV 89520
- Attn: C. Tuttle

MONTH	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31
June											X								X							X					

PROOF OF PUBLICATION

STATE OF NEVADA,) ss.

NOTICE OF BOND SALE
\$7,000,000
WASHOE COUNTY, NEVADA
HIGHWAY IMPROVEMENT REVENUE
(MOTOR VEHICLE FUEL TAX) BONDS
SERIES JULY 1, 1978

NOTICE IS HEREBY GIVEN that the Board of County Commissioners of Washoe County, Nevada (the "Governing Body" and the "Issuer," respectively) on Tuesday, June 27, 1978, at the hour of 10:30 a.m., local time, in the Commissioners' Chambers, 1205 Mill Street, Reno, Nevada, will cause sealed bids to be received and to be opened publicly for the purchase of the issuer's negotiable coupon bonds designated as the Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978, in the principal amount of \$7,000,000. Bids may be delivered to the Governing Body, c/o Mr. John A. MacIntyre, County Manager, 1205 Mill Street, Reno, Nevada 89510, for receipt by him on or before 10:30 a.m., local time, on such day of sale.

The bonds will be dated July 1, 1978, payable to bearer, in the denomination of \$5,000 each and numbered consecutively in regular numerical order from 1 through 1400 and will mature serially on the first day of November in each of the designated amounts and years, as follows:

Principal Maturing	Years Maturing
\$ 20,000	1980
20,000	1981
60,000	1982
100,000	1983
235,000	1984
250,000	1985
265,000	1986
280,000	1987
295,000	1988
315,000	1989
335,000	1990
355,000	1991
375,000	1992
400,000	1993
420,000	1994
455,000	1995
480,000	1996
505,000	1997
540,000	1998
570,000	1999
605,000	2000
120,000	2001

The bonds maturing on and before November 1, 1988, shall not be subject to redemption prior to their respective maturities. The bonds maturing on and after November 1, 1989, shall be subject to redemption prior to their respective maturities, at the option of the issuer, on and after the first day of November, 1988, in whole or any time, or in part in inverse numerical order on any interest payment date, at a price equal to the principal amount of each bond so redeemed, accrued interest thereon to the redemption date, and a premium consisting of 2-1/2% of the principal amount of each bond so redeemed, but commencing May 1, 1989, and at annual intervals thereafter, reducing at the rate of 1/2% to a minimum redemption premium of 1/2%.

Redemption shall be made upon not less than 30 days' prior notice by publication and by mail as provided in the ordinance authorizing the issuance of the bonds, cited in section 101 thereof by the short title, "7-1-78 Bond Ordinance" (the "Bond Ordinance").

Interest coupons shall be payable semiannually on May 1 and November 1 in each year, commencing on May 1, 1979. The bonds shall bear interest at a rate or rates of not exceeding 8% per annum. The maximum interest spread permitted is 1-1/2% per annum. The maximum number of interest rates for the issue is 5. Each interest rate evidenced by any coupon shall be stated in a multiple of 1/8 or 1/20 of 1% per annum. One interest rate only shall be stated for any maturity. Interest will be evidenced until maturity by only one set of coupons payable to bearer. It is permissible to bid different or split interest rates for the bonds, subject to the above-stated limitation as to the number of rates specified. If any bond is not paid upon presentation at its maturity, interest thereon shall continue at the rate of 8% per annum until the principal thereof is paid in full.

The principal of interest on, and any prior redemption premium due in connection with any bond (the "Bond Requirements") shall be payable, without any privileges of registration for payment, at the Nevada National Bank, in Reno, Nevada.

The bonds are special obligations of the issuer payable as to all Bond Requirements solely from, and their payment is secured by a pledge of, a portion of the proceeds derived from certain motor vehicle fuel taxes, pursuant to the Bond ordinance, reference to which is made for further detail.

Any bidder is required to submit an unconditional, written and sealed bid for all the bonds, specifying the lowest rate or rates of interest and premium, if any, at or above par of which such bidder will purchase the bonds.

Each bid (except any bid of the State of Nevada or any board or Department thereof, if one is received) shall be accompanied by a deposit of at least \$100,000, either cash, or a cashier's or treasurer's check of, or certified check drawn on, a solvent commercial bank or trust company in the U.S.A., payable to the County of Washoe, which deposit will be promptly returned if the bid is not accepted.

The Governing Body reserves the privilege of waiving any irregularity or informality in any bid, if such irregularity or informality does not affect the substance of the bid.

The validity and enforceability of the bond issue will be by bond counsel, Messrs. Dawson, Nagel, Sherman & Howard, Attorneys at Law, 2900 First of Denver Plaza, Denver, Colorado 80202, phone: (303) 893-2500, whose unqualified, final, approving opinion, together with the printed bonds (including such opinion printed thereon) and a certified transcript of the legal proceedings, will be furnished the purchaser without charge. The matters to be passed upon by bond counsel do not extend beyond matters relating to the validity and enforceability of, and tax exemption of the interest on, the bonds, and bond counsel is not passing upon the accuracy or completeness of any statements made in connection with any sale of the bonds (except bond counsel has participated in the preparation of this notice).

DATED at Reno, Nevada, this June 6, 1978.

Attest:
/s/ ALEX A. COON
County Clerk
33-9008-Bond Sale
June 12, 1978
lm12m2j

Board of County Commissioners
Washoe County, Nevada

uses and says: That she is the legal clerk of
RNAL, a daily newspaper published in Reno,
te of Nevada. That the notice _____
Notice _____

of which a copy is hereto
ed in said newspaper in its issue dated the
day of June, 1978 and, June 19th and 26th,
period of 3 days, the last publication thereof being in
e of June 26th, 1978.

Signed _____
Subscribed and sworn to before me this
27th day of June, 1978

Notary Public

GEORGE CAUDLE
Notary Public — State of Nevada
Washoe County
My Commission Expires April 23, 1979

RENO NEWSPAPERS, INC. Publishers of
RENO EVENING GAZETTE and NEVADA STATE JOURNAL
PHONE: 786-8989 • P.O. BOX 280 • RENO, NEVADA 89520

DESCRIPTION OF LEGAL ADVERTISING

Bond Sale 1x16
3349008

TERMS: NET, PLEASE PAY
FROM THIS INVOICE. IT'S DUE
UPON PRESENTATION AND IS
PAST DUE AFTER 15 DAYS.

LEGAL AD _____
EXTRA PROOFS _____
TOTAL AMOUNT DUE 179.20

- Washoe County Clerk
 - P.O. Box 11130
 - Reno, NV 89520
- Attn: C. Tuttle

MONTH	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31
June										X									X							X					

PROOF OF PUBLICATION

STATE OF NEVADA,) ss.

NOTICE OF BOND SALE
\$7,000,000
WASHOE COUNTY, NEVADA
HIGHWAY IMPROVEMENT REVENUE
(MOTOR VEHICLE FUEL TAX) BONDS
SERIES JULY 1, 1978

NOTICE IS HEREBY GIVEN that the Board of County Commissioners of Washoe County, Nevada (the "Governing Body" and the "Issuer," respectively) on Tuesday, June 27, 1978, at the hour of 10:30 a.m., local time, in the Commissioners' Chambers, 1205 Mill Street, Reno, Nevada, will cause sealed bids to be received and to be opened publicly for the purchase of the Issuer's negotiable coupon bonds designated as the Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978, in the principal amount of \$7,000,000. Bids may be delivered to the Governing Body, c/o Mr. John A. MacIntyre, County Manager, 1205 Mill Street, Reno, Nevada 89510, for receipt by him on or before 10:30 a.m., local time, on such day of sale.

The bonds will be dated July 1, 1978, payable to bearer, in the denomination of \$5,000 each and numbered consecutively in regular numerical order from 1 through 1400 and will mature serially on the first day of November in each of the designated amounts and years, as follows:

Principal Maturing	Years Maturing
\$ 20,000	1980
20,000	1981
60,000	1982
100,000	1983
235,000	1984
250,000	1985
265,000	1986
280,000	1987
295,000	1988
315,000	1989
335,000	1990
355,000	1991
375,000	1992
400,000	1993
420,000	1994
455,000	1995
480,000	1996
505,000	1997
540,000	1998
570,000	1999
605,000	2000
120,000	2001

The bonds maturing on and before November 1, 1988, shall not be subject to redemption prior to their respective maturities.

The bonds maturing on and after November 1, 1989, shall be subject to redemption prior to their respective maturities, at the option of the Issuer, on and after the first day of November, 1988, in whole at any time, or in part in inverse numerical order on any interest payment date, at a price equal to the principal amount of each bond so redeemed, accrued interest thereon to the redemption date, and a premium consisting of 2-1/2% of the principal amount of each bond so redeemed, but commencing May 1, 1989, and at annual intervals thereafter, reducing at the rate of 1/2% to a minimum redemption premium of 1/2%. Redemption shall be made upon not less than 30 days' prior notice by publication and by mail as provided in the ordinance authorizing the issuance of the bonds, cited in section 101 thereof by the short title, "7-1-78 Bond Ordinance" (the "Bond Ordinance").

Interest coupons shall be payable semiannually on May 1 and November 1 in each year, commencing on May 1, 1979. The bonds shall bear interest at a rate or rates of not exceeding 8% per annum. The maximum interest spread permitted is 1-1/2% per annum. The maximum number of interest rates for the issue is 5. Each interest rate evidenced by any coupon shall be stated in a multiple of 1/8 or 1/20 of 1% per annum. One interest rate only shall be stated for any maturity. Interest will be evidenced until maturity by only one set of coupons payable to bearer. It is permissible to bid different or split interest rates for the bonds, subject to the above-stated limitation as to the number of rates specified. If any bond is not paid upon presentation at its maturity, interest thereon shall continue at the rate of 8% per annum until the principal thereof is paid in full.

The principal of, interest on, and any prior redemption premium due in connection with any bond (the "Bond Requirements") shall be payable, without any privileges of registration for payment, at the Nevada National Bank, in Reno, Nevada.

The bonds are special obligations of the Issuer payable as to all Bond Requirements solely from, and their payment is secured by a pledge of, a portion of the proceeds derived from certain motor vehicle fuel taxes, pursuant to the Bond Ordinance, reference to which is made for further detail.

Any bidder is required to submit an unconditional, written and sealed bid for all the bonds, specifying the lowest rate or rates of interest and premium, if any, at or above par at which such bidder will purchase the bonds.

Each bid (except any bid of the State of Nevada or any board or Department thereof, if one is received) shall be accompanied by a deposit of at least \$100,000, either cash, or a cashier's or treasurer's check of, or certified check drawn on, a solvent commercial bank or trust company in the U.S.A., payable to the County of Washoe, which deposit will be promptly returned if the bid is not accepted.

The Governing Body reserves the privilege of waiving any irregularity or informality in any bid, of rejecting any or all bids, and of reselling the bonds for sale. The bonds, subject to such reservations, will be sold by the Governing Body to the responsible bidder making the best bid for them. None of the bonds will be sold at less than the principal amount thereof and accrued interest thereon, nor will any discount or commission be allowed or paid on their sale.

The successful bidder or bidders will be required to make payment for and to accept delivery of the bonds in a bank or trust company in Reno, Nevada, or, at the successful bidder's request and expense, at some other bank or trust company in the U.S.A.

The Official Notice of Bond sale, of which this publication is a condensation, an official statement or offering brochure, the Bond Ordinance and financial and other information concerning the Issuer and the bonds may be obtained from Burrows, Smith and Company of Nevada, 1003 Kearns Bldg., Salt Lake City, Utah 84101, phone: (801) 328-1511, and from Mr. Jerry Hall, Special Projects Manager.

The validity and enforceability of the bond issue will be by bond counsel, Messrs. Dawson, Nagel, Sherman & Howard, Attorneys at Law, 2900 First of Denver Plaza, Denver, Colorado 80202, phone: (303) 893-2900, whose unqualified, final, approving opinion, together with the printed bonds (including such opinion printed thereon) and a certified transcript of the legal proceedings, will be furnished the purchaser without charge. The matters to be passed upon by bond counsel do not extend beyond matters relating to the validity and enforceability of, and tax exemption of the interest on, the bonds, and bond counsel is not passing upon the accuracy or completeness of any statements made in connection with any sale of the bonds (except bond counsel has participated in the preparation of this notice).

DATED at Reno, Nevada, this June 6, 1978.

/s/ ROBERT F. RUSK
Chairman
Board of County Commissioners
Washoe County, Nevada

Attest:

/s/ ALEX A. COON
County Clerk
33-9008-Bond Sale
June 12, 1978
rm12mo2j

_____ uses and says: That she is the legal clerk of

RNAL, a daily newspaper published in Reno,

te of Nevada. That the notice _____

_____ Notice _____
_____ of which a copy is hereto
_____ ed in said newspaper in its issue dated the
day of June, 1978 and, June 19th and 26th,
period of 3 days, the last publication thereof being in
e of June 26th, 1978.

Signed _____
Subscribed and sworn to before me this
27th day of June, 1978

Notary Public

GEORGE CAUDLE
Notary Public - State of Nevada
Washoe County
My Commission Expires April 23, 1979

(Attach Affidavit of Publication of Notice of Bond Sale in The Daily Bond Buyer)

Official Municipal Bond Notices

1,022

10

THE DAILY BOND BUYER

Thursday, June 15, 1978

Official Municipal Bond Notices

Official Municipal Bond Notices

Official Municipal Bond Notices

Official Municipal Bond Notices

NOTICE OF BOND SALE

\$7,000,000
WASHOE COUNTY
NEVADA
Highway Improvement Revenue
(Motor Vehicle Fuel Tax) Bonds
SERIES JULY 1, 1978

NOTICE IS HEREBY GIVEN that the Board of County Commissioners of Washoe County, Nevada (the "Governing Body" and the "Issuer," respectively) on Tuesday,

JUNE 27, 1978,

at the hour of 10:30 a.m., local time, in the Commissioners Chambers, 1205 Mill Street, Reno, Nevada, will cause sealed bids to be received and to be opened publicly for the purchase of the Issuer's negotiable coupon bonds designated as the Washoe County, Nevada, Highway Improvement Revenue (Motor Vehicle Fuel Tax) Bonds, Series July 1, 1978, in the principal amount of \$7,000,000. Bids may be delivered to the Governing Body, c/o Mr. John A. MacIntyre, County Manager, 1205 Mill Street, Reno, Nevada 89510, for receipt by him on or before 10:30 a.m., local time, on such day of sale.

The bonds will be dated July 1, 1978, payable to bearer, in the denomination of \$5,000 each and numbered consecutively in regular numerical order from 1 through 1400, and will mature serially on the first day of November in each of the designated amounts and years, as follows:

Principal	Years	Principal	Years
Maturing	Maturing	Maturing	Maturing
\$ 20,000	1980	\$355,000	1991
20,000	1981	375,000	1992
60,000	1982	400,000	1993
100,000	1983	420,000	1994
235,000	1984	455,000	1995
250,000	1985	480,000	1996
265,000	1986	505,000	1997
280,000	1987	540,000	1998
295,000	1988	570,000	1999
315,000	1989	605,000	2000
335,000	1990	120,000	2001

The bonds maturing on and before November 1, 1988, shall not be subject to redemption prior to their respective maturities. The bonds maturing on and after November 1, 1989, shall be subject to redemption prior to their respective maturities, at the option of the Issuer, on and after the first day of November, 1988, in whole at any time, or in part in inverse numerical order on any interest payment date, at a price equal to the principal amount of each bond so redeemed, accrued interest thereon to the redemption date, and a premium consisting of 2 1/2% of the principal amount of each bond so redeemed, but commencing May 1, 1989, and at annual intervals thereafter, reducing at the rate of 1/2% to a minimum redemption premium of 1/2%. Redemption shall be made upon not less than 30 days' prior notice by publication and by mail as provided in the ordinance authorizing the issuance of the bonds, cited in section 101 thereof by the short title, "7-1-78 Bond Ordinance" (the "Bond Ordinance").

Interest coupons shall be payable semiannually on May 1 and November 1 in each year, commencing on May 1, 1979. The bonds shall bear interest at a rate or rates of not exceeding 8% per annum. The maximum interest spread permitted is 1 1/2% per annum. The maximum number of interest rates for the issue is 5. Each interest rate evidenced by any coupon shall be stated in a multiple of 1/4 or 1/20 of 1% per annum. One interest rate only shall be stated for any maturity. Interest will be evidenced until maturity by only one set of coupons payable to bearer. It is permissible to bid different or split interest rates for the bonds, sub-

ject to the above-stated limitation as to the number of rates specified. If any bond is not paid upon presentation at its maturity, interest thereon shall continue at the rate of 8% per annum until the principal thereof is paid in full.

The principal of, interest on, and any prior redemption premium due in connection with any bond (the "Bond Requirements") shall be payable, without any privileges of registration for payment, at the Nevada National Bank, in Reno, Nevada.

The bonds are special obligations of the Issuer payable as to all Bond Requirements solely from, and their payment is secured by a pledge of, a portion of the proceeds derived from certain motor vehicle fuel taxes, pursuant to the Bond Ordinance, reference to which is made for further detail.

Any bidder is required to submit an unconditional, written and sealed bid for all the bonds, specifying the lowest rate or rates of interest and premium, if any, at or above par at which such bidder will purchase the bonds.

Each bid (except any bid of the State of Nevada or any board or department thereof, if one is received) shall be accompanied by a deposit of at least \$140,000, either cash, or a cashier's or treasurer's check of, or certified check drawn on, a solvent commercial bank or trust company in the U.S.A., payable to the County of Washoe, which deposit will be promptly returned if the bid is not accepted.

The Governing Body reserves the privilege of waiving any irregularity or informality in any bid, of rejecting any or all bids, and of reoffering the bonds for sale. The bonds, subject to such reservations, will be sold by the Governing Body to the responsible bidder making the best bid for them. None of the bonds will be sold at less than the principal amount thereof and accrued interest thereon, nor will any discount or commission be allowed or paid on their sale.

The successful bidder or bidders will be required to make payment for and to accept delivery of the bonds in a bank or trust company in Reno, Nevada, or at the successful bidder's request and expense, at some other bank or trust company in the U.S.A.

The Official Notice of Bond sale, of which this publication is a condensation, an official statement or offering brochure, the Bond Ordinance and financial and other information concerning the Issuer and the bonds may be obtained from Burrows, Smith and Company of Nevada, 1003 Kearns Bldg., Salt Lake City, Utah 84101, phone: (801) 328-1511, and from Mr. Jerry Hall, Special Projects Manager, Regional Street and Highway Commission, P. O. Box 11130, Reno, Nevada 89520, phone: (702) 785-6184.

The validity and enforceability of the bond issue will be approved by bond counsel, Messrs. Dawson, Nagel, Sherman & Howard, Attorneys at Law, 2900 First of Denver Plaza, Denver, Colorado 80202, phone: (303) 893-2900, whose unqualified, final, approving opinion, together with the printed bonds (including such opinion printed thereon) and a certified transcript of the legal proceedings, will be furnished the purchaser without charge. The matters to be passed upon by bond counsel do not extend beyond matters relating to the validity and enforceability of, and tax exemption of the interest on, the bonds, and bond counsel is not passing upon the accuracy or completeness of any statements made in connection with any sale of the bonds (except bond counsel has participated in the preparation of this notice).

DATED at Reno, Nevada, this June 6, 1978.

/s/ **ROBERT F. RUSK, CHAIRMAN,**
Board of County Commissioners
Washoe County, Nevada

Attest:
/s/ **ALEX A. COON,**
County Clerk

NOTICE OF SALE OF BONDS

\$2,555,000
CITY OF TOLEDO
OHIO
Bond Sale

Sealed bids will be received by the undersigned, City Auditor of the City of Toledo, County of Lucas, Ohio (said city hereinafter referred to as the "Issuer"), at the Mayor's Conference Room, Safety Building, 525 North Erie Street, Toledo, Ohio 43624, until 11:00 o'clock a.m., at the then prevailing standard time in Ohio, on the

27TH DAY OF JUNE, 1978,

at which time and place the bids will be opened and read publicly for the purchase of the following two (2) issues of general obligation special assessment bonds:

1) \$1,710,000 Special Assessment Street and Sewer Bonds of 1978, Series A, of the denomination of \$5,000 each, maturing \$170,000 on December 1 of each year from 1979 to 1988, inclusive, except that \$180,000 matures in 1988, and issued in anticipation of the collection of special assessments for the purpose of paying part of the cost and expense of improving sundry streets and sewers in the Issuer; and

2) \$845,000 Special Assessment Street and Sewer Bonds of 1978, Series B, of the denomination of \$5,000 each, maturing \$40,000 on December 1 of each year from 1979 to 1998, inclusive, except that \$45,000 matures in 1979, 1981, 1983, 1985, 1987, 1989, 1991, 1993 and 1995, and issued in anticipation of the collection of special assessments for the purpose of paying part of the cost and expense of improving sundry streets and sewers in the Issuer.

Bids for the bonds, which were authorized by legislation enacted on May 30, 1978, shall be sealed and endorsed "Special Assessment Street, Alley and Sewer Bonds of 1978, Series A and Series B," and each bid shall be made only for all or none of the bonds of both issues, and a single rate of interest shall be stated for each issue.

It is contemplated that the bond issuing authority will meet at 11:15 o'clock a.m., on the 27th day of June, 1978, to consider the bids and make an award.

Both issues of bonds will be dated the first day of July, 1978, and will draw interest payable semiannually on the first days of June and December of each year, beginning December 1, 1978, at the rate of six per centum (6%) per annum. Anyone desiring to do so may present a bid for said bonds based upon their

Notice of Advance Refunding

SALT RIVER PROJECT
AGRICULTURAL IMPROVEMENT AND
POWER DISTRICT

Notice to Holders of Electric System Revenue
Bonds, 1975 Series B

Notice is hereby given to the holders of the outstanding Electric System Revenue Bonds, 1975 Series B (the "1975 Series B Bonds"), of Salt River Project Agricultural Improvement and Power District and of the coupons appertaining thereto, that there has been deposited with First National Bank of Arizona, as Trustee, Investment Securities the principal of and the interest on which when due will provide moneys which, together with the moneys deposited with the Trustee at the same time, shall be sufficient and available to pay (i) the principal of and interest on the 1975 Series B Bonds becoming due and payable prior to July 1, 1987 and (ii) the principal of the 1975 Series B Bonds maturing on and after July 1, 1987, to be called for redemption on January 1, 1985, at 102% of the par amount thereof, and that the 1975 Series B Bonds and coupons appertaining thereto are deemed to be paid in accordance with Section 1201 of the Resolution Concerning Revenue Bonds of the District dated as of November 1, 1972.

THIS IS NOT A REDEMPTION NOTICE.
Dated this 15th day of June, 1978.

SALT RIVER PROJECT AGRICULTURAL
IMPROVEMENT AND POWER DISTRICT
By First National Bank of Arizona,
as Trustee

RENO NEWSPAPERS, INC. Publishers of
RENO EVENING GAZETTE and NEVADA STATE JOURNAL
PHONE: 786-8989 • P.O. BOX 280 • RENO, NEVADA 89520

DESCRIPTION OF LEGAL ADVERTISING

Bond Sale 1x16
3349008

TERMS: NET, PLEASE PAY
FROM THIS INVOICE. IT'S DUE
UPON PRESENTATION AND IS
PAST DUE AFTER 15 DAYS.

LEGAL AD _____
EXTRA PROOFS _____
TOTAL AMOUNT DUE 179.20

• Washoe County Clerk
• P.O. Box 11130
• Reno, NV 89520

Attn: C. Tuttle

MONTH	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31
June												X							X							X					

PROOF OF PUBLICATION

STATE OF NEVADA, } ss.
COUNTY OF WASHOE }

Pat Fye

being first duly sworn, deposes and says: That he is the legal clerk of
THE NEVADA STATE JOURNAL, a daily newspaper published in Reno,
in Washoe County, in the State of Nevada. That the notice _____

Bond Sale - Notice

_____ of which a copy is hereto
attached, was first published in said newspaper in its issue dated the
12th day of June, 1978 and, June 19th and 26th,
the full period of 3 days, the last publication thereof being in
the issue of June 26th, 1978.

Signed Pat Fye

Subscribed and sworn to before me this

27th day of June, 1978

George Caudle
Notary Public

GEORGE CAUDLE
Notary Public — State of Nevada
Washoe County
My Commission Expires April 23, 1979

any un-
signed amo-
lows:
Principa/
Maturin/
\$ 20.00
40.00
60.00
100.00
235.00
250.00
265.00
280.00
295.00
315.00
335.00
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