

Mandatory Resolution Cover Sheet

(to be completed by district)

Name of District: Puyallup School District No. 3

Date of Election: March 10, 2009

Contact Person*: Dr. Tony Apostle Title: Superintendent

Contact Phone Number*: 253 840 8950 Fax Number: (253) 435 0169

Contact Person: Debra Aungst Title: Assistant Superintendent

Contact Phone Number: (253) 841-8762 Fax Number: (253) 435 0169

District Address: P.O. Box 378
Puyallup, WA 98371

Contact Email: tapostk@puyallup.k12.wa.us

Type of Election (levy, bond, etc.): Bond and Capital Levy
(i.e. lid lift, benefit charge)

Attorney for District: Roy Koegen roy@koegenedwards.com

Attorney Phone Number: (509) 747-4040 Fax Number: 509 747-4545

Are you requesting Vote by Mail only? Yes No

Is it included with resolution? Yes No

Is there a separate letter requesting it? Yes No

-if no letter, you will need to send in a letter stating your request within 5 working days.

Special Instructions: _____

*Contact person or persons should have the authority to approve the completed ballot title(s) and should be available until this process is completed.

RECEIVED
PIERCE COUNTY AUDITOR

JAN 15 2009

**SPECIAL ELECTION - PROPOSITION NO. 1
SUBMITTED BY PUYALLUP SCHOOL DISTRICT NO. 3
CAPITAL IMPROVEMENT AND SCHOOL CONSTRUCTION GENERAL
OBLIGATION BONDS - \$257,000,000**

Official Ballot Title: The Board of Directors of Puyallup School District No. 3 adopted Resolution No. 129 2007-08 concerning a proposition to finance capital improvements to its education facilities. This proposition would authorize the District to replace Firgrove, Waller Road and Spinning Elementary Schools with new schools; build an additional elementary school; make capital improvements to Rogers High School; expand Emerald Ridge and Puyallup High Schools; construct other capital improvements, including safety and technology district-wide; issue general obligation bonds maturing within 20 years in the amount of \$257,000,000; and levy annual excess property taxes to pay such bonds, all as provided in Resolution No. 129 2007-08. Should Proposition No. 1 be:

Approved.....[]

Rejected.....[]

I approve this ballot title for my district

Signed [Signature]
Title January 22, 2009
Dated Superintendent



REVISION 2
1-22-09

**SPECIAL ELECTION - PROPOSITION NO. 2
SUBMITTED BY PUYALLUP SCHOOL DISTRICT NO. 3
CAPITAL IMPROVEMENT SCHOOL SUPPORT LEVY**

Official Ballot Title: The Board of Directors of Puyallup School District No. 3 adopted Resolution No. 130 2007-08 concerning acquiring technology for student learning, school building and system improvements. This proposition would authorize the District to levy the following excess taxes upon taxable property within the District to support the District's Capital Projects Fund for such purposes:

<u>Levy Year</u>	<u>Collection Year</u>	<u>Approximate Levy Rate Per \$1,000 of Assessed Value</u>	<u>Levy Amount</u>
2009	2010	\$0.99	\$14,500,000
2010	2011	\$0.81	\$12,500,000
2011	2012	\$0.47	\$ 7,500,000
2012	2013	\$0.46	\$ 7,500,000
2013	2014	\$0.45	\$ 7,500,000
2014	2015	\$0.43	\$ 7,500,000

all as provided in Resolution No. 130 2007-08. Should Proposition No. 2 be approved?

Yes.....[]

No.....[]

I approve this ballot title for my district.

Signed: *[Signature]*
 Title: Superintendent
 Date: January 23, 2009

MTR

RESOLUTION NO. 129 2007-08

JUN 26 2008

A RESOLUTION OF THE BOARD OF DIRECTORS OF PUYALLUP SCHOOL DISTRICT NO. 3, PIERCE COUNTY, WASHINGTON, DESCRIBING CERTAIN CAPITAL IMPROVEMENTS TO BE MADE TO ITS EDUCATION FACILITIES; DECLARING THE ESTIMATED COST OF SUCH IMPROVEMENTS; PROVIDING FOR THE ISSUANCE OF \$257,000,000 PRINCIPAL AMOUNT OF GENERAL OBLIGATION BONDS PAYABLE FROM AD VALOREM TAXES LEVIED AGAINST ALL THE TAXABLE PROPERTY WITHIN THE DISTRICT; PROVIDING FOR THE SUBMISSION OF THE PROPOSITION OF INCURRING SUCH INDEBTEDNESS TO THE QUALIFIED ELECTORS AT A SPECIAL ELECTION TO BE HELD ON TUESDAY, MARCH 10, 2009; PROVIDING FOR THE NOTICE OF SUCH ELECTION; AUTHORIZING THE SUPERINTENDENT TO SUBMIT A REQUEST FOR ELIGIBILITY FOR THE STATE OF WASHINGTON'S SCHOOL BOND GUARANTEE PROGRAM; AND PROVIDING FOR OTHER MATTERS PROPERLY RELATING THERETO

**PUYALLUP SCHOOL DISTRICT NO. 3
Pierce County, Washington**

**UNLIMITED TAX GENERAL OBLIGATION BONDS
PRINCIPAL AMOUNT OF \$257,000,000**

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF PUYALLUP SCHOOL DISTRICT NO. 3, PIERCE COUNTY, WASHINGTON, as follows:

WHEREAS, Puyallup School District No. 3, Pierce County, Washington (the "District"), is a first-class school district duly organized and existing under and by virtue of the Constitution and the laws of the state of Washington (the "State");

WHEREAS, the Board of Directors of the District (the "Board") has determined that certain capital improvements to the education facilities of the District are required to better serve the academic, health and safety needs of the students of the District in order to provide the students attending and using the same with adequate, proper and safe education facilities;

WHEREAS, in order to provide funds to plan, acquire, design, construct, equip and install such capital improvements, the Board hereby deems it necessary and advisable that the District issue and sell its unlimited tax general obligation bonds in the principal amount of \$257,000,000 (the "Bonds") to pay a portion of the costs of the Project (as defined in Section 2 herein), all pursuant to the provisions of chapters 28A.530, 39.36 and 39.46 RCW;

WHEREAS, RCW 28A.530.020 requires that a special election be called for the submission of a proposition to the qualified electors within the District for their approval or rejection prior to incurring such bonded indebtedness;

WHEREAS, the District will notify the Pierce County Auditor, as ex officio Supervisor of Elections for the District, in compliance with chapter 29A.04 RCW, of its intention to hold a special election on Tuesday, March 10, 2009, to submit the proposition of the issuance of the Bonds to the qualified electors of the District for their approval or rejection;

WHEREAS, chapter 39.98 RCW was enacted for the purpose of establishing a credit enhancement program (the "Program") for voter-approved school district general obligation bonds;

WHEREAS, RCW 39.98.040 authorizes the State Treasurer to make a determination that a school district is eligible for participation in the Program if the State Treasurer determines that a school district is eligible under rules adopted by the State Finance Committee; and

WHEREAS, to the extent the Program demonstrates substantial savings to the taxpayers of the District, the District wishes to participate in the Program;

NOW, THEREFORE, IT IS HEREBY FOUND, DETERMINED AND ORDERED, as follows:

Section 1: The Board hereby determines that the best interest of the residents and students of the District requires the planning, acquisition, design, construction and installation of certain capital improvements and betterments to its education facilities, together with all necessary appurtenances, fixtures and furnishings therefor, including technology improvements.

Section 2: The proposed capital improvements to be paid for with the Bond proceeds and State school construction financing assistance are as follows:

- (a) the replacement of Firgrove, Waller Road and Spinning Elementary Schools with new elementary schools;
- (b) the acquisition, construction and installation of an additional elementary school in the southwest area of the District;
- (c) the acquisition, construction and installation of capital improvements to and/or modernization of Rogers High School;
- (d) the acquisition, construction and installation of additions and/or modernization of Emerald Ridge and Puyallup High Schools;
- (e) the acquisition, construction and installation of modernization/upgrades to the lunch service areas of selected elementary schools;
- (f) the acquisition and installation of all necessary appurtenances, equipment, fixtures and furnishings of the foregoing as deemed necessary by the Board;
- (g) the acquisition, construction and installation of all such other capital improvements deemed necessary by the Board; and

(h) ancillary costs of planning, engineering, architectural, construction management, attorneys' fees, costs of bond issuance, permits, accounting costs, easements and any other expenses or consultant fees incidental thereto, together with all necessary appurtenances, fixtures and furnishings thereto (collectively the "Project").

The Project, which does not include the replacement of equipment, is to be more fully described in the plans and specifications to be prepared by the District's architects and engineers and to be filed with the District.

Section 3: If, in the opinion of the Board, the needs of the District change in a manner that results in a circumstance wherein any portion of the Project is not required or in the best interests of the District, the Board retains the right not to acquire, construct and install such portion of the Project and to reallocate the money originally contemplated therefor to other capital improvements to the District's education facilities deemed more necessary by the Board, or to deposit such money into the District's Debt Service Fund to make debt service payments on the Bonds or to call and redeem a portion of the Bonds prior to maturity; provided, any change in use of Bond proceeds shall be in the form and manner required by law.

Section 4: The total estimated cost of the Project is hereby declared to be approximately \$257,000,000 which shall be paid, if authorized and empowered by the three-fifths (3/5) majority approving vote of the qualified electors of the District, by the issuance and sale of unlimited tax general obligation bonds in the principal amount of \$257,000,000.

Section 5: In the event the District has other legally available money or there are Bond proceeds (or interest earnings thereon) remaining after the Project has been completed or duly provided for, the Board retains the right to make additional capital improvements to the education facilities of the District as are deemed necessary and desirable by the Board, or to deposit such money into the District's Debt Service Fund to make debt service payments on the Bonds outstanding or to call and redeem a portion of the Bonds prior to maturity.

Section 6: In the event the Bond proceeds are insufficient to complete the Project, the District shall use the available money to pay the costs of the Project deemed most necessary and to be in the best interest of the District by the Board.

Section 7: The Bonds, if approved and issued, shall be sold in such amounts and at such time or times as deemed necessary and advisable by the Board all as permitted by law. The Bonds shall bear interest at such rate or rates not to exceed the maximum provided by law at the time they are sold. The Bonds shall mature in such amounts and at such time or times within a maximum term of 20 years from their date of issue but may mature at an earlier date or dates, as authorized by the Board and provided by law. The Bonds shall be unlimited tax general obligations of the District; and, unless paid from other sources, both principal thereof and interest thereon shall be payable out of annual property tax levies to be made upon all taxable property within the District without limitation as to rate or amount. The designation of the Bonds may be changed to reflect the actual date of issuance. The exact date, form, terms and maturities of the Bonds shall be hereafter fixed by resolution of the Board.

Section 8: A special election is hereby requested to be called, conducted and held within the District on Tuesday, March 10, 2009, for the purpose of submitting to the qualified electors of the District, for their approval or rejection, the District's proposal to complete the Project; to incur indebtedness; to issue the Bonds to finance the costs of the Project; and to levy taxes in excess of the regular property tax levies to pay the principal of and interest on the Bonds.

Section 9: The Pierce County Auditor, as ex officio Supervisor of Elections for the District, is hereby requested to call and conduct a special election to be held within the District on Tuesday, March 10, 2009.

Section 10: Pursuant to RCW 29A.36.071, the Pierce County Prosecuting Attorney is requested to prepare the concise description of the proposition for the ballot title substantially in the following form:

PROPOSITION NO. 1
PUYALLUP SCHOOL DISTRICT NO. 3
CAPITAL IMPROVEMENT AND SCHOOL CONSTRUCTION GENERAL
OBLIGATION BONDS - \$257,000,000

The Board of Directors of Puyallup School District No. 3 adopted Resolution No. 129 2007-08, concerning a proposition to finance capital improvements to its education facilities. This proposition would authorize the District to replace Firgrove, Waller Road and Spinning Elementary Schools with new schools; build an additional elementary school; capital improvements to Rogers High School; expand Emerald Ridge and Puyallup High Schools; construct other capital improvements, including safety and technology districtwide; issue general obligation bonds maturing within 20 years in the amount of \$257,000,000; and levy annual excess property taxes to pay such bonds, as provided in Resolution No. 129 2007-08. Should this proposition be:

APPROVED:

REJECTED:

Section 11: The special election will be held on Tuesday, March 10, 2009. The procedures and forms to conduct the special election by mail ballot shall be prescribed by the Pierce County Auditor in accordance with chapter 29A.48 RCW and chapter 434-250 Washington Administrative Code.

Section 12: In the event the Project is approved pursuant to RCW 39.36.020 and Article VII, Section 2(b) of the State Constitution, there shall be levied and collected annual tax levies in an amount sufficient in each such year during the life of the Bonds, and until the full payment of both principal thereof and interest thereon, as will provide levy proceeds sufficient in amount to fully pay currently maturing installments of principal of and interest on the Bonds as such becomes due. Such tax levies will be in excess of the regular annual tax levies permitted by law.

Section 13: The Pierce County Auditor shall prepare the notice of special election which shall be published at least once, which publication shall take place not more than ten days nor less than three days prior to the date of such election. Such publication shall be in a newspaper of general circulation within the District.

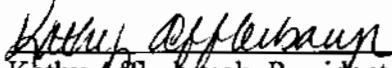
Section 14: The Secretary to the Board is hereby directed to deliver a certified copy of this resolution to the Pierce County Auditor, as ex officio Supervisor of Elections for the District, at least 52 days before the date of the special election.

Section 15: The Board hereby requests that the State Treasurer issue a certificate of eligibility in favor of the District for participation by the District in the Program with respect to the Bonds. The Superintendent of the District, or her designee, is hereby authorized and directed to submit such applications, resolutions and certifications as shall be required by the State Treasurer in reviewing the District's request for participation.

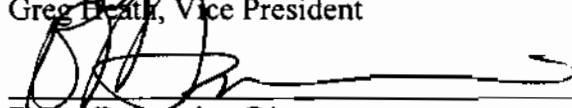
Section 16: This resolution shall take effect immediately upon adoption.

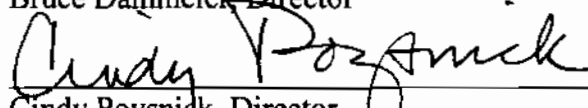
ADOPTED by the Board of Directors of Puyallup School District No. 3, Pierce County, Washington, at a regular meeting thereof, held on June 23, 2008.

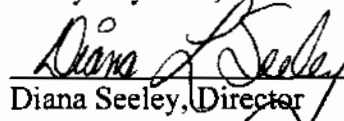
PUYALLUP SCHOOL DISTRICT NO. 3
Pierce County, Washington


Kathy Afflerbaugh, President

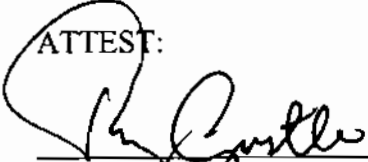

Greg Heath, Vice President


Bruce Dammeier, Director


Cindy Poysnick, Director


Diana Seeley, Director

ATTEST:


Dr. Tony Apostle
Secretary to the Board of Directors

(SEAL)

CERTIFICATE

I, Dr. Tony Apostle, Secretary to the Board of Directors of Puyallup School District No. 3, Pierce County, Washington, hereby certify that the foregoing resolution is a full, true and correct copy of a resolution duly passed and adopted at a regular meeting of the Board of Directors of such District, duly held at the regular meeting place thereof on June 23, 2008, of which meeting all members of such Board had due notice, and at which a majority thereof was present; and that at such meeting such resolution was adopted by the following vote:

AYES, and in favor thereof, Boardmembers: *Afflerbaugh, Heath, Kamme.e.c., Pognick + Sec. 129*

NAYS, Boardmembers: *none*

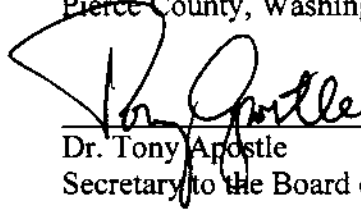
ABSENT, Boardmembers: *none*

ABSTAIN, Boardmembers: *none*

I further certify that I have carefully compared the same with the original resolution on file and of record in my office; that such resolution is a full, true and correct copy of the original resolution adopted at such meeting; and that such resolution has not been amended, modified or rescinded since the date of its adoption, and is now in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand this 23rd day of June, 2008.

PUYALLUP SCHOOL DISTRICT NO. 3
Pierce County, Washington



Dr. Tony Apostle
Secretary to the Board of Directors

(SEAL)

JUN 26 2008

RESOLUTION NO. 130 2007-08

Pat McCarthy

A RESOLUTION OF THE BOARD OF DIRECTORS OF PUYALLUP SCHOOL DISTRICT NO. 3, PIERCE COUNTY, WASHINGTON, REQUESTING THAT A SPECIAL ELECTION BE CALLED IN ORDER TO SUBMIT TO THE QUALIFIED ELECTORS OF THE DISTRICT THE PROPOSITION OF WHETHER EXCESS PROPERTY TAXES SHOULD BE LEVIED TO PAY THE COSTS OF ACQUIRING, CONSTRUCTING AND INSTALLING TECHNOLOGY AND SCHOOL BUILDING AND SYSTEM IMPROVEMENTS FOR THE DISTRICT'S EDUCATION FACILITIES; PROVIDING FOR THE SUBMISSION OF THE PROPOSITION OF AUTHORIZING SUCH LEVIES TO THE QUALIFIED ELECTORS AT A SPECIAL ELECTION TO BE HELD ON TUESDAY, MARCH 10, 2009; PROVIDING FOR THE NOTICE OF SUCH ELECTION; AND PROVIDING FOR OTHER MATTERS PROPERLY RELATING THERETO

**PUYALLUP SCHOOL DISTRICT NO. 3
Pierce County, Washington**

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF PUYALLUP SCHOOL DISTRICT NO. 3, PIERCE COUNTY, WASHINGTON, as follows:

WHEREAS, Puyallup School District No. 3, Pierce County, Washington (the "District"), is a first-class school district duly organized and existing under and by virtue of the Constitution and the laws of the state of Washington (the "State");

WHEREAS, pursuant to RCW 84.52.053, the District may authorize a six-year excess levy to support the construction, modernization or remodeling of school facilities, which includes technology improvements, when authorized to do so by a simple majority of the qualified electors of the District;

WHEREAS, the Board of Directors of the District (the "Board") has determined it is in the best interest of the students and residents of the District to modernize the District's education facilities through the acquisition, construction and installation of certain capital improvements which shall be part of an integrated technology system for instruction and research and building system improvements;

WHEREAS, to provide properly for such improvements, the Board hereby deems it necessary and advisable that: (1) an excess tax of approximately \$0.99 per \$1,000 of assessed valuation, to provide an aggregate amount of \$14,500,000, be levied in 2009 as part of the taxes to be collected in 2010, (2) an excess tax of approximately \$0.81 per \$1,000 of assessed valuation, to provide an aggregate amount of \$12,500,000, be levied in 2010 as part of the taxes to be collected in 2011, (3) an excess tax of approximately \$0.47 per \$1,000 of assessed valuation, to provide an aggregate amount of \$7,500,000, be levied in 2011 as part of the taxes to

be collected in 2012; (4) an excess tax of approximately \$0.46 per \$1,000 of assessed valuation, to provide an aggregate amount of \$7,500,000, be levied in 2012 as part of the taxes to be collected in 2013; (5) an excess tax of approximately \$0.45 per \$1,000 of assessed valuation, to provide an aggregate amount of \$7,500,000, be levied in 2013 as part of the taxes to be collected in 2014; and (6) an excess tax of approximately \$0.43 per \$1,000 of assessed valuation, to provide an aggregate amount of \$7,500,000, be levied in 2014 as part of the taxes to be collected in 2015; such excess taxes to be deposited into the District's Capital Projects Fund and used to pay a portion of the District's technology and infrastructure improvements;

WHEREAS, the Constitution and the laws of the State require that the proposition of whether or not such excess taxes may be levied must be submitted to the qualified electors of the District for their approval or rejection; and

WHEREAS, the Board deems it necessary and advisable to place the proposition for such excess tax levies before the qualified electors of the District at an election to be held within the District on March 10, 2009;

NOW, THEREFORE, IT IS HEREBY FOUND, DETERMINED AND ORDERED, as follows:

Section 1. The Board hereby determines that the best interest of the students and other residents of the District requires the District to place before the qualified electors of the District, for their approval or rejection, the issue of whether excess property taxes should be levied within the District to pay the costs of modernizing the District's education facilities through the acquisition, construction and installation of certain capital improvements which shall be part of an integrated technology system for instruction and research and building system improvements;

Section 2. The proposed capital improvements to be paid for with the excess tax levy proceeds are as follows:

- (a) replace obsolete student and staff computers;
- (b) install improvements to increase data capacity;
- (c) upgrade student library, District testing and school support data systems;
- (d) acquire and implement school bus routing and student technology systems;
- (e) capital improvements to school buildings;
- (f) improve maintenance systems;
- (g) improve handicap and wheelchair accessibility in District parking lots, sports fields and buildings;
- (h) acquire hardware, software, software licenses and on-line applications;

(i) installation of all necessary appurtenances, equipment, fixtures and furnishings, including ancillary costs of engineering, architectural, construction management, attorney's fees, permits, accounting costs, easements and any other expenses or consultant fees;

(j) training related to the installation of such technology systems; and

(k) ancillary costs of engineering, architectural, construction management, attorney's fees, permits, accounting costs, easements and any other expenses or consultant fees incidental thereto.

Section 3. If, in the opinion of the Board, the needs of the District change in a manner that results in a circumstance wherein any portion of the above-referenced technology improvements are not required or in the best interest of the District, the Board retains the right not to acquire, construct and install such technology improvements and to reallocate the money originally contemplated therefor to other capital improvements to the District's education facilities deemed more necessary by the Board.

Section 4. To provide money to pay the costs of the technology improvements described in Section 2 of this Resolution, the following excess taxes for the District's Capital Projects Fund shall be levied upon all taxable property within the District.

<u>Levy Year</u>	<u>Collection Year</u>	<u>Approximate Levy Rate Per \$1,000 Assessed Value</u>	<u>Levy Amount</u>
2009	2010	\$0.99	\$14,500,000
2010	2011	0.81	12,500,000
2011	2012	0.47	7,500,000
2012	2013	0.46	7,500,000
2013	2014	0.45	7,500,000
2014	2015	0.43	7,500,000

Section 5. If the proposition specified in Section 8 of this Resolution is approved by the qualified electors of the District as required by the Constitution and the laws of the State, the District shall be authorized to use such levy proceeds during the 2009-2010, 2010-2011, 2011-2012, 2012-2013, 2013-2014, 2014-2015 and 2015-2016 school years to pay the costs of such technology improvements and building system improvements as described in Section 2 of this Resolution.

Section 6. Upon approval of such proposition, the District may issue warrants, bonds or other lawful indebtedness against the District's Capital Projects Fund for such technology improvements and building system improvements described in Section 2 of this Resolution.

Section 7. The Pierce County Auditor, as ex officio Supervisor of Elections for the District, is hereby requested to call and conduct a special election to be held within the District on Tuesday, March 10, 2009.

Section 8. Pursuant to RCW 29A.36.071, the Pierce County Prosecuting Attorney is requested to prepare the concise description of the proposition for the ballot title substantially in the following form:

PROPOSITION NO. 2
 PUYALLUP SCHOOL DISTRICT NO. 3
 CAPITAL IMPROVEMENT SCHOOL SUPPORT LEVY

The Board of Directors of Puyallup School District No. 3 adopted Resolution No. 130 2007-08, concerning a proposition to acquire technology for student learning and school building and system improvements. This proposition would authorize the District to levy the following excess taxes upon the taxable property within the District for support of the District’s Capital Projects Fund for such purposes:

<u>Levy Year</u>	<u>Collection Year</u>	<u>Approximate Levy Rate Per \$1,000 Assessed Value</u>	<u>Levy Amount</u>
2009	2010	\$0.99	\$14,500,000
2010	2011	0.81	12,500,000
2011	2012	0.47	7,500,000
2012	2013	0.46	7,500,000
2013	2014	0.45	7,500,000
2014	2015	0.43	7,500,000

all as provided in Resolution No. 130 2007-08. Should this proposition be approved?

LEVY... YES

LEVY... NO

Section 9. The special election will be conducted by mail ballot. The procedures and forms to conduct the special election by mail ballot shall be prescribed by the Pierce County Auditor in accordance with chapter 29A.48 RCW and chapter 434-250 Washington Administrative Code.

Section 10. The Pierce County Auditor shall prepare the notice of special election which shall be published at least once, which publication shall take place not more than ten days nor less than three days prior to the date of such election. Such publication shall be in a newspaper of general circulation within the District.

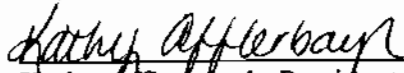
Section 11. The Secretary to the Board is hereby directed to deliver a certified copy of this resolution to the Pierce County Auditor, as ex officio Supervisor of Elections for the District, at least 52 days before the date for the special election.

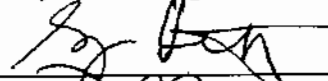
Section 12. All resolutions in conflict with this Resolution are hereby repealed in their entirety.


Section 13. This Resolution shall take effect immediately upon adoption.

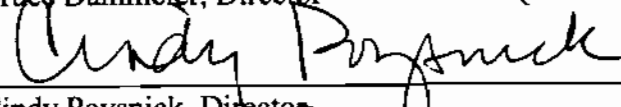
ADOPTED by the Board of Directors of Puyallup School District No. 3, Pierce County, Washington, at a regular meeting thereof, held on June 23, 2008.

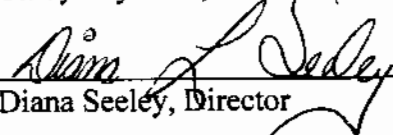
PUYALLUP SCHOOL DISTRICT NO. 3
Pierce County, Washington


Kathy Afflerbaugh, President

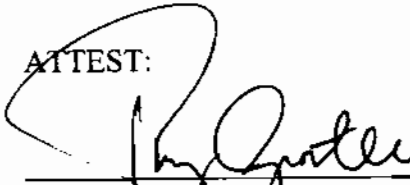

Greg Heady, Vice President


Bruce Dammeier, Director


Cindy Poysnick, Director


Diana Seeley, Director

ATTEST:


Dr. Tony Apostle
Secretary to the Board of Directors

(SEAL)

CERTIFICATE

I, Dr. Tony Apostle, Secretary to the Board of Directors of Puyallup School District No. 3, Pierce County, Washington, hereby certify that the foregoing resolution is a full, true and correct copy of a resolution duly passed and adopted at a regular meeting of the Board of Directors of such District, duly held at the regular meeting place thereof on June 23, 2008, of which meeting all members of such Board had due notice, and at which a majority thereof was present; and that at such meeting such resolution was adopted by the following vote:

AYES, and in favor thereof, Boardmembers: *Afflerbaugh, Heath, Damme, ex, Poyrick & Beeley*

NAYS, Boardmembers: *none*

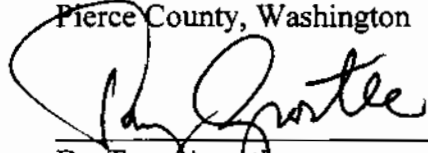
ABSENT, Boardmembers: *none*

ABSTAIN, Boardmembers: *none*

I further certify that I have carefully compared the same with the original resolution on file and of record in my office; that such resolution is a full, true and correct copy of the original resolution adopted at such meeting; and that such resolution has not been amended, modified or rescinded since the date of its adoption, and is now in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand this 23rd day of June, 2008.

PUYALLUP SCHOOL DISTRICT NO. 3
Pierce County, Washington



Dr. Tony Apostle
Secretary to the Board of Directors

(S E A L)

JUN 26 2008

TO: The Pierce County Auditor, as ex officio Supervisor of Elections for Puyallup School District No. 3, Pierce County, Washington

Pursuant to Resolution No. 129 2007-08, adopted by the Board of Directors of Puyallup School District No. 3, Pierce County, Washington (the "Board"), at a regular meeting of the Board held on June 23, 2008, a copy of such resolution is attached hereto and by this reference made a part hereof, you are respectfully requested to submit the following proposition to the qualified electors of Puyallup School District No. 3, Pierce County, Washington (the "District") for their approval or rejection, at a special election to be held on Tuesday, March 10, 2009.

The proposition shall be in substantially the following form:

PROPOSITION NO. 1

PUYALLUP SCHOOL DISTRICT NO. 3

CAPITAL IMPROVEMENT AND SCHOOL CONSTRUCTION GENERAL
OBLIGATION BONDS - \$257,000,000

The Board of Directors of Puyallup School District No. 3 adopted Resolution No. 129 2007-08, concerning a proposition to finance capital improvements to its education facilities. This proposition would authorize the District to replace Firgrove, Waller Road and Spinning Elementary Schools with new schools; build an additional elementary school; capital improvements to Rogers High School; expand Emerald Ridge and Puyallup High Schools; construct other capital improvements, including safety and technology districtwide; issue general obligation bonds maturing within 20 years in the amount of \$257,000,000; and levy annual excess property taxes to pay such bonds, as provided in Resolution No. 129 2007-08. Should this proposition be:

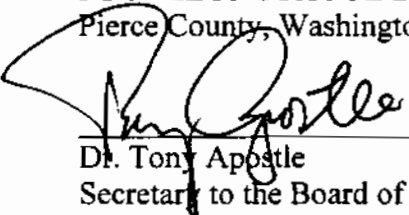
APPROVED:

REJECTED:

The special election shall be conducted by mail ballot; and the procedures and forms to conduct the special election by mail ballot shall be prescribed by the Pierce County Auditor in accordance with chapter 29A.48 RCW and chapter 434-250 Washington Administrative Code.

DATED as of June 23, 2008.

PUYALLUP SCHOOL DISTRICT NO. 3
Pierce County, Washington



Dr. Tony Apostle
Secretary to the Board of Directors

JUN 26 2008

Pat McCarthy

TO: The Pierce County Auditor, as Ex Officio Supervisor of Elections for Puyallup School District No. 3, Pierce County, Washington

Pursuant to Resolution No. 130 2007-08, adopted by the Board of Directors of Puyallup School District No. 3, Pierce County, Washington (the "Board"), at a regular meeting of the Board held on June 23, 2008, a certified copy of which is attached hereto, you are respectfully requested to submit the following proposition to the electors of the Puyallup School District No. 3, Pierce County, Washington (the "District") for their approval or rejection, at a special election to be held on Tuesday, March 10, 2009. The proposition shall be in substantially the following form:

PROPOSITION NO. 2
PUYALLUP SCHOOL DISTRICT NO. 3
CAPITAL IMPROVEMENT SCHOOL SUPPORT LEVY

The Board of Directors of Puyallup School District No. 3 adopted Resolution No. 130 2007-08, concerning a proposition to acquire technology for student learning and school building and system improvements. This proposition would authorize the District to levy the following excess taxes upon the taxable property within the District for support of the District's Capital Projects Fund for such purposes:

<u>Levy Year</u>	<u>Collection Year</u>	<u>Approximate Levy Rate Per \$1,000 Assessed Value</u>	<u>Levy Amount</u>
2009	2010	\$0.99	\$14,500,000
2010	2011	0.81	12,500,000
2011	2012	0.47	7,500,000
2012	2013	0.46	7,500,000
2013	2014	0.45	7,500,000
2014	2015	0.43	7,500,000

all as provided in Resolution No. 130 2007-08. Should this proposition be approved?

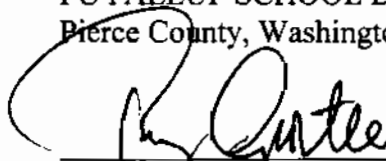
LEVY... YES

LEVY... NO

The special election shall be conducted by mail ballot; and the procedures and forms to conduct the special election by mail ballot shall be prescribed by the Pierce County Auditor in accordance with chapter 29A.48 RCW and chapter 434-250 Washington Administrative Code.

DATED as of June 23, 2008.

PUYALLUP SCHOOL DISTRICT NO. 3
Pierce County, Washington

A handwritten signature in black ink, appearing to read "Tony Aposile", written over a horizontal line.

Dr. Tony Aposile
Secretary to the Board of Directors