



PUBLIC NOTICE

Notice of Proposed Actions Requiring Disclosure and Review - PC-1N

Notice of Public Meeting for Comment

Regarding MarketFront Debt, Low Income Housing Tax Credits, and New Markets Tax Credits

Monday, March 9, 2015

4:00 p.m.

In the Elliott Bay Room, located in the top floor of the Economy Building

Notice of Council Meeting and Possible Action

Regarding MarketFront Debt, Low Income Housing Tax Credits, and New Markets Tax Credits

Thursday, March 26, 2015

4:00 p.m.

In the Classroom, located in the top floor of the Economy Building

Please see attached Notice:

Contact: if questions, please contact Dianna Goodsell at dianna.goodsell@pikeplacemarket.org · 206.682.7453

**Notice of Public Meeting for Comment
Regarding MarketFront Debt, Low Income Housing Tax Credits,
and New Markets Tax Credits**

March 9, 2015, Pike Place Market
Elliott Bay Room, 3rd floor Economy Building
1433 First Avenue, Seattle, WA 98101.

**Notice of Council Meeting and Possible Action
Regarding MarketFront Debt, Low Income Housing Tax Credits,
and New Markets Tax Credits**

March 26, 2015, Pike Place Market
The Classroom, 3rd floor Economy Building
1433 First Avenue, Seattle, WA 98101.

Notice is hereby given that the Pike Place Market Preservation and Development Authority (the "PDA") likely will be undertaking redevelopment of the PC-1 North Site ("PC-1N") within the Pike Place Market Historical District pursuant to the Marketfront/PC-1 North Development Agreement by and between the City of Seattle and the PDA (the "Development Agreement"). The PC-1N site consists of approximately 0.75 acres bounded by Western Avenue to the east, the Alaskan Way Viaduct to the west, the existing Pike Place Market parking garage to the south, and Victor Steinbrueck Park and the Market Place North parking garage to the north. The redevelopment project known as MarketFront (MarketFront) includes approximately 300 parking spaces below the grade of Western Avenue, 40 units of low-income Senior Housing, approximately 12,000 sq/ft of commercial retail space, approximately 30,000 sq/ft of public open space including a rooftop plaza, stairs, walkways and breezeways and a weather protected plaza canopy that will accommodate additional daystall, farm and special event activity.

During the spring of 2013, the PDA completed the disclosure and review process required under RCW 35.21.747 and the PDA's Charter in connection with PDA participation in the prospective MarketFront Project itself generally; the granting of certain specific covenants regarding rates to be charged in parking spaces in the PDA's existing PC-1S garage as well as the future garage to be constructed as a feature of the MarketFront project; and more general disclosure of other potential transactions, encumbrances, conveyances and financing transactions that would be needed in the future to complete the MarketFront project as then envisioned.

The Development Agreement provides for the transfer of the City-owned PC-1N site to the PDA for the purposes of developing the MarketFront. As required under State law (RCW 35.21.747) and the Authority's Charter, the PC-1N Site will be conveyed to the PDA subject to appropriate deed restrictions necessary to ensure the continued use of such property for the public purposes for which it is being transferred.

In connection with financing the MarketFront, in whole or in part, the PDA is considering some or all of the following financing transactions:

1. PDA borrowing for Project development and construction costs. The PDA is evaluating options for borrowing approximately \$14 - \$18 million for Project costs and general Market purposes. The financing may take the form of a private placement of debt with a financial institution, a public sale of PDA special obligation bonds or such other form as the PDA Council may subsequently determine. Such financing may involve encumbrances, pledges or security interests in PDA revenues, specifically including but not necessarily limited to revenues from its parking facilities, including the MarketFront parking garage to be constructed as a feature of the project.
2. Low income housing tax credit for development and construction costs associated with the housing component of the MarketFront project. Such a financing contemplates a long term leasehold or leaseholds or other encumbrances; conveyance of an ownership interest or interests in such housing to a special purpose entity or entities formed for purposes of participating in the low income tax credit financing; long term use or other restrictions dedicating the housing to use by low or moderate income persons; loans or other financings required for the efficacy of the tax credit structure, as well as to secure additional funding for the housing external to the tax credit structure; and formation and participation in special purpose entities needed for the tax credit structure, all among other agreements, commitments, guaranties or obligations necessary to effectuate PDA participation in such a transaction;
3. New markets tax credit for Project development and construction costs. Such a financing contemplates a long term leasehold or leaseholds or other encumbrances involving a special purpose entity or entities formed for purposes of participating in the tax credit financing; loans or other financings required for the efficacy of the tax credit structure; and formation and participation in special purpose entities needed for the tax credit structure, all among other agreements, commitments, guaranties or obligations necessary to effectuate PDA participation in such a transaction; and
4. Other encumbrances, covenants, restrictions or commitments required by the City as conditions of conveyance of the PC-1N property to the PDA under State law or as features of subsequent agreements between the City and the PDA regarding management of all or portions of the MarketFront Project or adjacent City property or projects, specially including the Overlook Walk element of the City's central waterfront project.

A variety of actions involved in the PC-1N project may initiate obligations on the part of the PDA under RCW 35.21.747 and the PDA's Charter. In addition to the specific pending actions noted above, the PDA is providing the necessary parties with general notice of such actions at this time.

Notice is also hereby given that the required public information on the proposed specific and general actions will be available and distributed no later than February 23, 2015. A full written analysis will be available at the PDA's offices and a summary analysis will be distributed to the community.

Notice is also hereby given that the PDA Council will accept public comments on the proposed actions at the MarketFront Committee meeting on March 9, 2015 at 4:00p.m in the Elliott Bay Room -3rd floor Economy Building, 1433 First Avenue, Seattle, WA 98101. Community written questions and comments will be accepted until March 13, 2015 in order to be included in the PDA written response to any such

comments. The PDA's written responses to community questions and comments will be available at the PDA offices no later than March 20, 2015.

Notice is also hereby given that, consistent with the PDA's Charter, the PDA Council will consider the written response to written questions and comments prior to taking action on the proposed specific actions at its meeting on March 26, 2015 at 4:00 p.m. in the Classroom-3rd floor Economy Building, 1433 First Avenue, Seattle, WA 98101.