



MINUTES OF SPECIAL MEETING OF THE BOARD OF COMMISSIONERS

November 29, 2021

Pursuant to RCW 42.30.080 and proper notice, the meeting was called to order at 11:30 a.m. by Board President Patricia Hale. The meeting was held in a hybrid format. Commissioners and staff had the option to attend in person or by call in. Members of the public were invited to attend via conference call.

Commissioners Participating

Commissioner Patricia Hale, President
Commissioner Ron Ricker, Vice President
Commissioner Charlotte Haines, Secretary

Staff Participating

Diane Pottinger, District Manager – Via Phone
Max Woody, Director of Operations/Engineering
Kern Maresca, Director of Finance
Theresa Harrington, Executive Assistant
Joe Bennett, District Attorney

PUBLIC COMMENT

Members of the public were invited to participate by telephone conference call. The dial-in number was posted at the drive-up window at the District administrative offices and posted with the agenda on the District website. The District's special counsel, David Johnston of Peterson Russell Kelly Livengood PLLC, was on the phone for the discussion.

APPROVAL AND/OR ADJUSTMENTS TO AGENDA

Commissioner Haines moved to approve the agenda as presented. Commissioner Ricker seconded the motion. The motion passed unanimously.

NEW BUSINESS

a. Resolution 2021.11.41 Authorizing the Amendment to the Seller Financing of the Sale of th16906 15th Avenue NE, Shoreline WA

At the November 12 special meeting, the Board reviewed an amendment to the original purchase and sale agreement approved in Resolution 2021.07.20 authorizing the sale of real property located at 16906 15th Avenue NE. The amendment allows for the purchase to be made on a contract with the District and includes a Promissory Note, Deed of Trust, Assignment of Rents and Leases and Security Agreement, and Personal Guarantee Agreement.

At the November 12 special meeting, the Board instructed staff to review the personal financial statements and tax returns of the individual guarantors and the audited financial statements and cash balances of the business entities that wish to purchase the property. Ms. Pottinger reported that she and Director of Finance Kern Maresca completed review of the guarantors' financial documents and found them satisfactory. The District's management and attorneys recommend the approval of the amendment and completion of the sale of the property.

Commissioner Haines made a motion to approve the resolution. Commissioner Ricker seconded the motion, which then passed unanimously. The commissioners and Mr. Bennett signed the resolution.

An escrow agent will be by the District offices today to facilitate the closing.

b. Resolution 2021.11.42 Authorizing the Sale of Real Property King County Parcel No. 5589900030 and 5589900030, Shoreline Washington.

District Manager Diane Pottinger presented a resolution to authorize the sale of the two lots adjacent to the old maintenance facility. Over the weekend, the District Manager and attorney David Johnston presented the buyer with several proposed changes to the draft purchase and sale agreement that was provided in the meeting packet. After negotiations, the purchase and sales agreement was modified. The updated purchase and sale agreement was provided to the Board. The

Board discussed the purchase and sales agreement and Mr. Johnston answered questions. After review, Commissioner Ricker made a motion to approve the resolution. Commissioner Haines seconded the motion, which then passed unanimously. The commissioners and Mr. Bennett signed the resolution.

Commissioner Hale concluded the meeting at 11:50 a.m.

The next regular meeting of the Board will be on Tuesday, December 7, 2021, at 3:00 p.m. in a hybrid remote/in-person format.

Patricia M. Hale

Ron Ricker

Charlotte Haines