

AGENDA BILL APPROVAL FORM

Agenda Subject: Resolution No. 4299		Date: February 4, 2008
Department: Human Resources	Attachments: Resolution No. 4299	Budget Impact:
Administrative Recommendation: City Council to adopt Resolution No. 4299.		
Background Summary: Resolution No. 4299 authorizes the Mayor and City Clerk to execute an addendum to the purchase and sale agreement between Auburn On 1st, LLC, and the City of Auburn relating to the purchase of a city parcel located at 115 A Street NW. S0204-1		
Reviewed by Council & Committees:		Reviewed by Departments & Divisions:
<input type="checkbox"/> Arts Commission <input type="checkbox"/> Airport <input type="checkbox"/> Hearing Examiner <input type="checkbox"/> Human Services <input type="checkbox"/> Park Board <input type="checkbox"/> Planning Comm.	COUNCIL COMMITTEES: <input checked="" type="checkbox"/> Finance <input checked="" type="checkbox"/> Municipal Serv. <input type="checkbox"/> Planning & CD <input type="checkbox"/> Public Works <input type="checkbox"/> Other _____	<input type="checkbox"/> Building <input type="checkbox"/> Cemetery <input type="checkbox"/> Finance <input type="checkbox"/> Fire <input type="checkbox"/> Legal <input type="checkbox"/> Public Works <input type="checkbox"/> Information Services <input type="checkbox"/> M&O <input type="checkbox"/> Mayor <input type="checkbox"/> Parks <input type="checkbox"/> Planning <input type="checkbox"/> Police <input type="checkbox"/> Human Resources
Action:		
Committee Approval: <input type="checkbox"/> Yes <input type="checkbox"/> No Council Approval: <input type="checkbox"/> Yes <input type="checkbox"/> No Call for Public Hearing ___/___/___ Referred to _____ Until ___/___/___ Tabled _____ Until ___/___/___		
Councilmember: Backus		Staff: Heineman
Meeting Date: February 4, 2008		Item Number: VIII.B.2

RESOLUTION NO. 4 2 9 9

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF AUBURN, WASHINGTON, AUTHORIZING THE MAYOR AND CITY CLERK TO EXECUTE AN ADDENDUM TO THE PURCHASE AND SALE AGREEMENT BETWEEN AUBURN ON 1ST, LLC, AND THE CITY OF AUBURN RELATING TO THE PURCHASE OF A CITY PARCEL LOCATED AT 115 "A" STREET NW

WHEREAS, pursuant to the terms of a Purchase and Sale Agreement ("Agreement") between Auburn on 1st, LLC ("AOF"), and the City of Auburn, AOF purchased from the City a parcel of land commonly know as 115 A Street NW, located in the City of Auburn ("Property");and

WHEREAS, Section 14.1.1 of the Agreement requires AOF to construct an office building on the Property or on the adjoining AOF-owned parcel within twenty-four months of closing on the sale of the Property; and

WHEREAS, the City has requested, and AOF agreed, that the City continue its current use of the Property as City parking to offset the temporary loss of City parking on an adjoining city block due to on-going construction; and

WHEREAS, construction the office building is impracticable while City uses the Property for City parking; and

WHEREAS, it is in the public interest for the parties to amend the Agreement to extend the deadline for AOF to construct the office building.

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF AUBURN,
KING COUNTY, WASHINGTON, HEREBY RESOLVES as follows:

Section 1. The Mayor of the City of Auburn and the Auburn City Clerk are hereby authorized to execute Addendum No. 1 to the Purchase and Sale Agreement Between Auburn on 1st, LLC, and the City of Auburn Relating to Purchase of a City Parcel, which addendum shall be in substantial conformity with the addendum a copy of which is attached hereto, marked as Exhibit "A" and incorporated herein by this reference.

Section 2. The Mayor is hereby authorized to implement such administrative procedures as may be necessary to carry out the directives of this legislation.

Section 3. This resolution shall be in full force and effect upon passage and signatures hereon.

Dated and Signed this _____ day of _____, 2008.

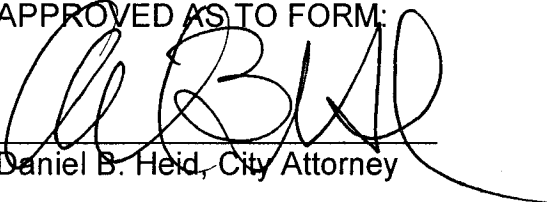
CITY OF AUBURN

PETER B. LEWIS
MAYOR

ATTEST:

Danielle E. Daskam, City Clerk

APPROVED AS TO FORM:



Daniel B. Heid, City Attorney

ADDENDUM NO. 1

**ADDENDUM TO PURCHASE AND SALE AGREEMENT
BETWEEN AUBURN ON 1ST, LLC, AND THE CITY OF AUBURN
RELATING TO PURCHASE OF A CITY PARCEL**

THIS ADDENDUM is made and entered into this _____ day of January, 2008, by and between **AUBURN ON 1ST, LLC** (hereinafter referred to as "AOF"), and the **CITY OF AUBURN**, a municipal corporation of the State of Washington (hereinafter referred to as the "CITY"), as an addendum to the Purchase and Sale Agreement ("Agreement") between the parties executed on the 20th day of March 2006.

WITNESSETH:

WHEREAS, pursuant to the terms of the Agreement AOF purchased from the City a parcel of land commonly know as 115 A Street NW, located in the City of Auburn, and fully described in the Agreement ("Property"); and,

WHEREAS, Section 14.1.1 of the Agreement requires AOF to construct an office building on the Property or on the adjoining AOF-owned parcel within twenty-four months of closing on the sale of the Property; and,

WHEREAS, the City has requested, and AOF agreed, that the City continue its current use of the Property as City parking to offset the temporary loss of City parking on an adjoining city block due to on-going construction; and,

WHEREAS, construction the office building is impracticable while City uses the Property for City parking,

NOW THEREFORE in consideration of their mutual covenants, conditions and promises, the PARTIES HERETO HEREBY AGREE as follows:

ITEM ONE REVISION TO SECTION 14.1.1: That Section 14.1.1 of the Agreement is amended to read as follows:

14.1.1 **AOF Covenants.** AOF shall develop and construct the Office Building at its sole cost and expense. AOF initially intends to use the Office Building for operation of a medical-dental or other professional office building and associated uses, but may develop and utilize the Office Building for any lawful use.

The Office Building shall be not less than five thousand square feet (5,000 sf) in size; it may be one or multiple stories in height and more than one Office Building may be constructed. The Office Building(s) may be located anywhere on the AOF Property or the City Parcel. The Office Building(s) shall comply with all applicable governmental requirements and AOF shall obtain and pay for all applicable permits and approvals therefor. AOF shall substantially complete construction and occupancy of the Office Building on or before February 28, 2011, subject to Permitted Delays. As used herein (and also as used in Section 14.3 below), the term "Permitted Delays" shall mean and include any delays which are the result of: (i) strikes lockouts or labor disputes; (ii) failure of power or other utilities; (iii) inability to obtain labor or materials or reasonable substitutes therefor; (iv) war, acts of terror, court order, condemnation, civil unrest, riot, fire or other casualty; (v) extreme or unusual weather conditions, acts of God or unforeseen soil conditions; or (vi) other matters outside the control of AOF, including but not limited to actions of the City.

ITEM TWO REMAINING TERMS UNCHANGED: That all other provisions of the Agreement shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF the parties hereto have executed this Agreement as of the day and year first above written.

AUBURN ON 1st LLC
a Washington limited liability company

By: Oliphant Real Estate Services Inc
a Washington corporation
its Manager

By: _____
Jeffrey Oliphant, President


CITY OF AUBURN

By: _____
Peter B. Lewis, Mayor

Attest:

By: _____
Danielle E. Daskam, City Clerk

Approved as to form:

By: 
Daniel B. Heid, City Attorney