

# Fisherman Bay Sewer District

P. O. Box 86  
Lopez Island, WA 98261  
(360) 468-2131

**SPECIAL MEETING**  
**BOARD OF COMMISSIONERS**  
Thursday, May 6th @10:00 a.m.

Please email [clerk@fishbaysewer.com](mailto:clerk@fishbaysewer.com) for your Zoom invite.

**Join Zoom Meeting**

<https://us02web.zoom.us/j/2686820941?pwd=Q1BhWEdEaHdobEhMZGtzNDFlRnc0QT09>

## SPECIAL MEETING MINUTES

### I. CALL TO ORDER

II.

The Board of Commissioners of Fisherman Bay Sewer District held an Emergency meeting on the 6th of May 2021 electronically through Zoom. President Lauren Stephens called the meeting to order at 10:00a.m. Also, attending was the Commissioner Tom McDaniel and the Commissioner Donna Hasbrouck.

### II. PERSONAL APPEARANCES (Guests who address the board will need to identify themselves) \*

### III. NEW BUSINESS

- a. Phone call with attorney regarding roles and responsibilities of the Commissioners. Discussed.
- b. Compensation increase for the Clerk. Discussed.
- c. Resolution to accept planning loan from the State Department of Ecology (DOE). Resolution 2021-01 was discussed and passed unanimously by roll call vote.
- d. Emergency letter to the customers. Tabled.
- e. Discussion of the Emergency management crisis of the district. Discussed.

### IV. CONCLUDE.

A review of the responsibilities of the Commissioners meeting held on May the 6<sup>th</sup> through a ZOOM meeting. If a Commissioner wants to take a job responsibility, we will document with an engagement letter with duties and powers included. The board members hold the body of the company. If the Commissioner involves the plant activities insurance should be applied to the Commissioner or an employee. If worked on the field, an L&I is needed to be paid and reported to the DOR. The Clerk's on-the-job training ended with an offer of a full-time job employment with an additional field job responsibility compensated with a new hourly employment rate. Lauren Stephens moved effective immediately with an overtime pay rate over 40 hours. The Resolution #2021-01 on acceptance of the loan from the DOE was prepared and was accepted to be signed to be able to immediate start of processing it. It was moved by Lauren Stephens and seconded by Tom McDaniel.

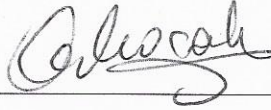
\*Personal appearances will be limited to 5 minutes. Thank you.

After the signing is complete, the Resolution will be sent to the relevant entity. Tom McDaniel will complete the agreement with Wilson Engineering. Until the DOE loan goes through our account, we will hold the Wilson invoices' payments. Anything Wilson will do, it will be included in Tom McDaniel's report. Tom will take the advice from the new consultant, Roy Light. There will be a Workshop ZOOM meeting when Jason Kramer, our new Technician is on board with the district. Lauren moved and Tom seconded.

The meeting was adjourned at 11:02a.m.



Commissioner



Clerk

FISHERMAN BAY SEWER DISTRICT  
SAN JUAN COUNTY, WASHINGTON

**RESOLUTION NO. 2021-01**

A RESOLUTION of the Board of Commissioners of Fisherman Bay Sewer District, San Juan County, Washington, accepting a loan from the Department of Ecology.

THE BOARD OF COMMISSIONERS OF FISHERMAN BAY SEWER DISTRICT, SAN JUAN COUNTY, WASHINGTON, RESOLVES AS FOLLOWS:

Whereas, Fisherman Bay Sewer District (the "District") has been approved for a \$166,000 loan from the Department of Ecology (the "Department") to finance the District's general sewer plan and facilities plan; and

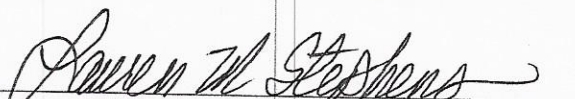
Whereas, it is in the best interest of the District to accept the loan and approve the loan agreement with the Department;

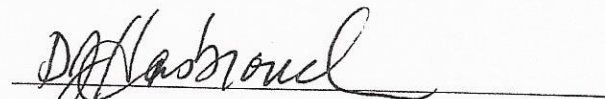
Now, therefore, be it resolved by the Board of Commissioners of the District:


The Board of Commissioners hereby approves the loan agreement between the Department and the District in the form on file with the District. The Commissioner, Tom McDaniel, is hereby authorized to execute the loan agreement and any other related documents and to take all action necessary to finalize the loan.

ADOPTED by the Board of Commissioners of Fisherman Bay Sewer District, San Juan County, Washington, at an open public meeting thereof, this 6th day of May, 2021.

FISHERMAN BAY SEWER DISTRICT

  
\_\_\_\_\_  
President and Commissioner

  
\_\_\_\_\_  
Commissioner

  
\_\_\_\_\_  
Commissioner

April 29, 2021

Fisherman Bay Sewer District  
San Juan County, Washington

Re: Fisherman Bay Sewer District, San Juan County, Washington-  
Loan Agreement

I am an attorney at law admitted to practice in the state of Washington and special counsel to the Fisherman Bay Sewer District, San Juan County, Washington (the "District"). I have examined the Loan Agreement between the District and the Department of Ecology providing the terms for a loan from the Department in the principal amount of \$166,000 (the "Loan Agreement"). In providing the following opinions, I am relying on certifications from the District regarding various matters, including no litigation and no conflict with other agreements. Capitalized terms that are not defined in this opinion have the definitions provided in the Loan Agreement.

Based on the foregoing, it is my opinion that:

1. The District is a duly organized and legally existing municipal corporation under the laws of the state of Washington;
2. The District has the power and authority to execute and deliver and to perform its obligations under the Loan Agreement;
3. The Loan Agreement has been duly authorized and executed by the District's authorized representatives and, to my best knowledge and after reasonable investigation, all other necessary actions have been taken to make the Loan Agreement valid, binding, and enforceable against the District in accordance with its terms, except as such enforcement is affected by bankruptcy, insolvency, moratorium, or other laws affecting creditors' rights and principles of equity if equitable remedies are sought;
4. To my best knowledge and after reasonable investigation, the Loan Agreement does not violate any other agreement, statute, court order, or law to which the District is a party or by which it or its properties are bound; and
5. There is currently no litigation seeking to enjoin the commencement or completion of the Project or to enjoin the District from entering into the Loan Agreement or from accepting or repaying the Loan. The District is not a party to litigation which will materially affect its ability to repay such Loan on the terms contained in the Loan Agreement; and

04/29/2021

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6. The Loan Agreement constitutes a valid obligation of the District payable from the net revenues of the District's sewer utility.

This opinion is given as of the date hereof, and we assume no obligation to revise or supplement this opinion to reflect any facts or circumstances that may hereafter come to our attention, or any changes in law that may hereafter occur.

We bring to your attention the fact that the foregoing opinions are expressions of our professional judgment on the matters expressly addressed and do not constitute guarantees of result.

Respectfully submitted,

FOSTER GARVEY P.C.