

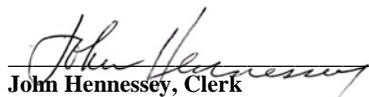


MEETING MINUTES
JANUARY 5, 2018 SPECIAL SESSION
FOREST LAKES FIRE DISTRICT BOARD



1. The meeting was called to order in the fire station by Chairman John Nelson at 9:11 am. He noted, for the record, that the agenda had been published as required by statute. Admin Asst. Roxie Allen confirmed that the agenda was published in the exact form as provided by our attorney, Bill Whittington.
 2. Due the distributed nature of the attendees, Chairman Nelson dispensed with the pledge of allegiance.
 3. Roll Call of Fire Board Members. Chairman Nelson was physically present at the fire station. Clerk Hennessey, Treasurer Cummiskey, Member Tolby and Member Massion attended telephonically. Also in attendance at the fire station were Chief Rodriquez and Admin Asst. Roxie Allen. Attorney Bill Whittington attended telephonically.
 4. Call to the Public/Audience Comments. As there were no members of the public in attendance, Chairman Nelson dispensed with the call to the public.
 5. Business
 - a) Discussion and possible action re: possible ratification of the approval of Resolution 2017-004 amending the Lease Purchase Agreement with ZB, N.A. For the record, all exhibits to resolution 2017-004 required for ratification had been sent to the board members for their review prior to this meeting, along with the Certificate of Authority and Form of Agenda, as prescribed by Attorney Whittington in his Client Letter dated January 3, 2018. By way of background, Attorney Whittington stated the ratification action was needed because Resolution 2017-004 as approved December 9, 2017 did not have the required attachments. He further related that he had prepared an Opinion of Counsel in support of the original lease purchase agreement, which the lender has asked to be updated; a draft Opinion of Counsel for the current ratification action, which the lender has agreed was in good form, and will be finalized following completion of certain actions by the lender and lessee; and that the County Board of Supervisors has certified the election of all board members, that they are all in good standing and have been properly seated. Attorney Whittington further stated the overall resolution language, as prepared by the lender, was in good order and that he had comments/clarifications regarding Section 9 of Resolution 2017-004. In his opinion, Section 9 is asking the lessee to certify/provide assurances for something that has not yet occurred, citing various examples for the board. In an ideal world, Attorney Whittington would modify the language and seek approval of the lender before providing his Opinion of Counsel. Since we have a January 10, 2018 deadline to close the loan, he stated that, in his opinion, there is low risk for the Fire District to ratify the resolution as presented. Treasurer Cummiskey stated the current language is acceptable to him. Clerk Hennessey concurred. There were no further board comments. Treasurer Cummiskey made a motion to ratify the previous approval of Resolution 2017-004, with attachments. Member Tolby seconded. There being no further discussion, the motion passed unanimously.
 - b) Discussion and possible action re: possible approval of Certificate of Authority in conjunction with the amendment to the Lease Purchase Agreement with ZB, N.A. Treasurer Cummiskey made a motion to approve the Certificate of Authority, as presented. Member Tolby seconded. The motion passed unanimously.
- Note: Chairman Nelson stated he will sign the ratified resolution 2107-004, with attachments, including the Certificate of Authority, and hand deliver them to Clerk Hennessey for his signature, who will then hand deliver the completed documents to Lee Davis at ZB, N.A. on Monday January 8th.
6. There being no further business before the board the meeting was adjourned at 9:31 am.

Approval for Meeting Minutes
Approved by the Forest Lakes Fire District Board on: January 20th, 2018.


John Hennessey, Clerk