

AMENDMENT NUMBER 2

to

TRAIL LEASE

THIS AMENDMENT NUMBER 2 (Amendment) to that certain Trail Lease entered into by and between the WASHINGTON STATE DEPARTMENT OF TRANSPORTATION (**WSDOT**) and the CITY OF REDMOND (**TENANT**), executed by WSDOT on January 7, 2016, and amended by Trail Lease Amendment Number 1, executed by WSDOT on June 6, 2019, and as further designated by WSDOT as Trail Lease TR-01-13382, I.C. No. 1-17-10997, is entered into by and between the WSDOT and TENANT, a Washington State municipal corporation.

RECITALS

- A. WSDOT and TENANT entered into that certain lease designated by WSDOT as Trail Lease TR-01-13382, I.C. No. 1-17-10997 (Lease) and executed by WSDOT on January 7, 2016, and modified by Amendment Number 1 executed by WSDOT on June 6, 2019.
- B. The Lease included as Exhibit A the Agreement between the City of Redmond, the Central Puget Sound Regional Transit Authority and Microsoft Corporation (**Microsoft**) for the Overlake Transit Center Component of the East Link Extension Project entered into in February 2014 whereby Sound Transit would construct a trail and pedestrian bridge with appurtenances (**Trail Facility**) on behalf of TENANT in airspace over SR 520 pursuant to a WSDOT-issued temporary construction airspace lease.
- C. On June 3, 2019 Microsoft and TENANT entered into the Agreement for Construction of Redmond Technology Station Pedestrian/Bicycle Bridge, providing that Microsoft rather than Sound Transit will construct the Trail Facility and that Microsoft will execute agreements with Sound Transit and WSDOT that relate to and/or provide for construction of the Trail Facility.
- D. Microsoft and WSDOT have executed such agreement.
- E. Sound Transit has agreed to remove the construction area for the Trail Facility from its own temporary construction airspace lease in order to allow Microsoft use of the area required to construct the Trail Facility on behalf of TENANT.

Redmond Technology Center Pedestrian Trail and Bridge

- F. **Section 28** of the Lease authorizes modification of the Lease by written amendment signed by both parties.
- G. WSDOT and TENANT now desire to amend the Lease to allow Microsoft to construct the Trail Facility on behalf of TENANT in lieu of Sound Transit's constructing it.

AGREEMENT

NOW, THEREFORE in consideration of the terms and conditions herein, the Lease is modified as follows:

1. All capitalized terms used herein and defined herein have the respective meanings set forth in the Lease or, if not defined in the Lease, have their ordinary and usual meaning. All Section and Exhibit references herein, if any, are to the Sections and Exhibits of the Lease unless otherwise stated.

2. **Section 2. Term** is replaced in its entirety to read as follows:

2. **Term.** The term of this Lease shall COMMENCE ON THE DATE THE TENANT EXECUTES A LETTER OF ACCEPTANCE OF THE TRAIL FACILITY WITH THE MICROSOFT CORPORATION (Commencement Date) and shall have a term of twenty (20) years. TENANT's Letter of Acceptance with the documents identified below shall be provided to WSDOT within thirty (30) calendar days after TENANT issues its Letter of Acceptance to Microsoft. TENANT's Letter of Acceptance with the documents identified below shall be made exhibits to this Lease by amendment executed by WSDOT and TENANT. WSDOT shall provide the amendment to the TENANT for signing within sixty (60) calendar days after TENANT's Letter of Acceptance with the identified documents all have been submitted to WSDOT. TENANT's Letter of Acceptance shall include the documents following:

A. A recorded easement from each abutting property owner where the Trail Facility leaves the Premises, conveying unrestricted ingress, egress and use of the Trail Facility to the public over the abutting property. The easement(s) shall provide a connection from the Premises to another unrestricted public right of way;

B. A completed plan change to Exhibit B-1, showing the Trail Facility's centerline relative to SR 520's centerline and all access breaks where the Trail Facility breaks SR 520's limited Access; and

Redmond Technology Center Pedestrian Trail and Bridge

C. A complete set of final dimensioned As-Built scale drawings showing at least the information following: (i) the exact Premises and all of the Trail Facility's components including but not limited to landscaping, lighting and drainage; (ii) plan ties to beginning and end of Trail Facility; (iii) pedestrian bridge profile, showing vertical distance from the underside of the pedestrian bridge to the paved surface of the SR 520 right of way; and (iv) such other information as WSDOT may request. Acceptability of the As-Built drawings shall be determined solely by WSDOT. The current As-Built sheet is shown as **Exhibit C-1**. The parties agree to amend the current **Exhibit C-1** by replacing it with the final dimensioned As-Built drawings by amending the Lease pursuant to **Section 28**.

3. The effective date of this Amendment is the first day of the month following execution by WSDOT.

4. All other terms and conditions of the Lease shall remain in full force and effect as modified by this Amendment. The provisions of the Lease, as modified by this Amendment, shall apply equally to any and all other provisions in the Amendment as though the modified provisions were original, but all of which together shall constitute one and the same instrument. In the event of a conflict between the terms of this Amendment and the terms of the Lease, the terms of this Amendment shall govern and control.

THE REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK

Redmond Technology Center Pedestrian Trail and Bridge

IN WITNESS WHEREOF, the parties have caused this Amendment No. 1 to be effective as of the last date written below.

Signatures:

Accepted and Approved by:

CITY OF REDMOND

WASHINGTON STATE

DEPARTMENT OF TRANSPORTATION

By: [Signature]

By: [Signature]
Mike Cotten

^{Sec} Title: Mayor of the City of Redmond

Title: NW Region Administrator

Dated: 12/4/19

Dated: 12-27-19

APPROVED AS TO FORM

By: [Signature]
Assistant Attorney General

July 22, 2019

Redmond Technology Center Pedestrian Trail and Bridge

AGENCY ACKNOWLEDGMENT

STATE OF WASHINGTON)
) ss
COUNTY OF KING)

On this 4 day of December, 2019 before me Acting Finance Director
personally appeared Kelley Cochran to me known to be the Mayor of the City of
Redmond of the corporation that executed the foregoing instrument, and acknowledged said
instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes
therein mentioned, and on oath stated that he/she was authorized to execute said instrument.

GIVEN under my hand and official seal the day and year last above written.



Cheryl D Xanthos
(Signature)

Cheryl D Xanthos
(Print or type name)

Notary Public in and for the State of Washington
residing at Redmond, WA

My commission expires 2/9/22

Redmond Technology Center Pedestrian Trail and Bridge

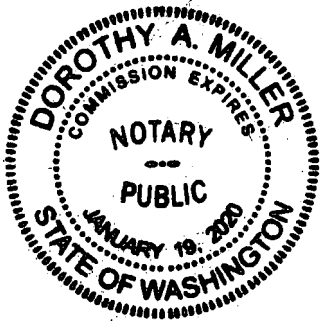
WSDOT ACKNOWLEDGMENT

STATE OF WASHINGTON)
) ss
COUNTY OF KING)

On this 27th day of December, 2019 before me personally appeared Mike Cotten, to me known to be the duly appointed NW Region Administrator and that he executed the within and foregoing instrument and acknowledged the said instrument to be the free and voluntary act and deed of said State of Washington, for the uses and purposes therein set forth, and on oath states that he was authorized to execute said instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the 27th day of December, 2019

Dorothy A Miller
(Signature)



Dorothy A Miller
Notary Public in and for the State of Washington
Residing at: Bothell, WA
My commission expires: 1/19/2020

Not part of Lease

Lease Premises

T.25N R.5E. W.M. CITY OF REDMOND

STATION	CURVE DATA	PLACES	LENGTH
L 511+04.56	R1=14.00' L1=100.00'	1791.41	1316.01'

LEGEND

ACCESS TO BE PERMITTED SHOWN THIS WAY

PROPERTY OWNERSHIP BOUNDARIES

PROPERTY LINES

SCALE IN FEET

0 50 100

THIS PLAN SUPERSEDES SHEETS 8 AND 10 OF 18 OF SR 410, NORTHUP INTERCHANGE TO JCT. SR 202, DATED FEBRUARY 6, 1969.

ACCESS NOTES:

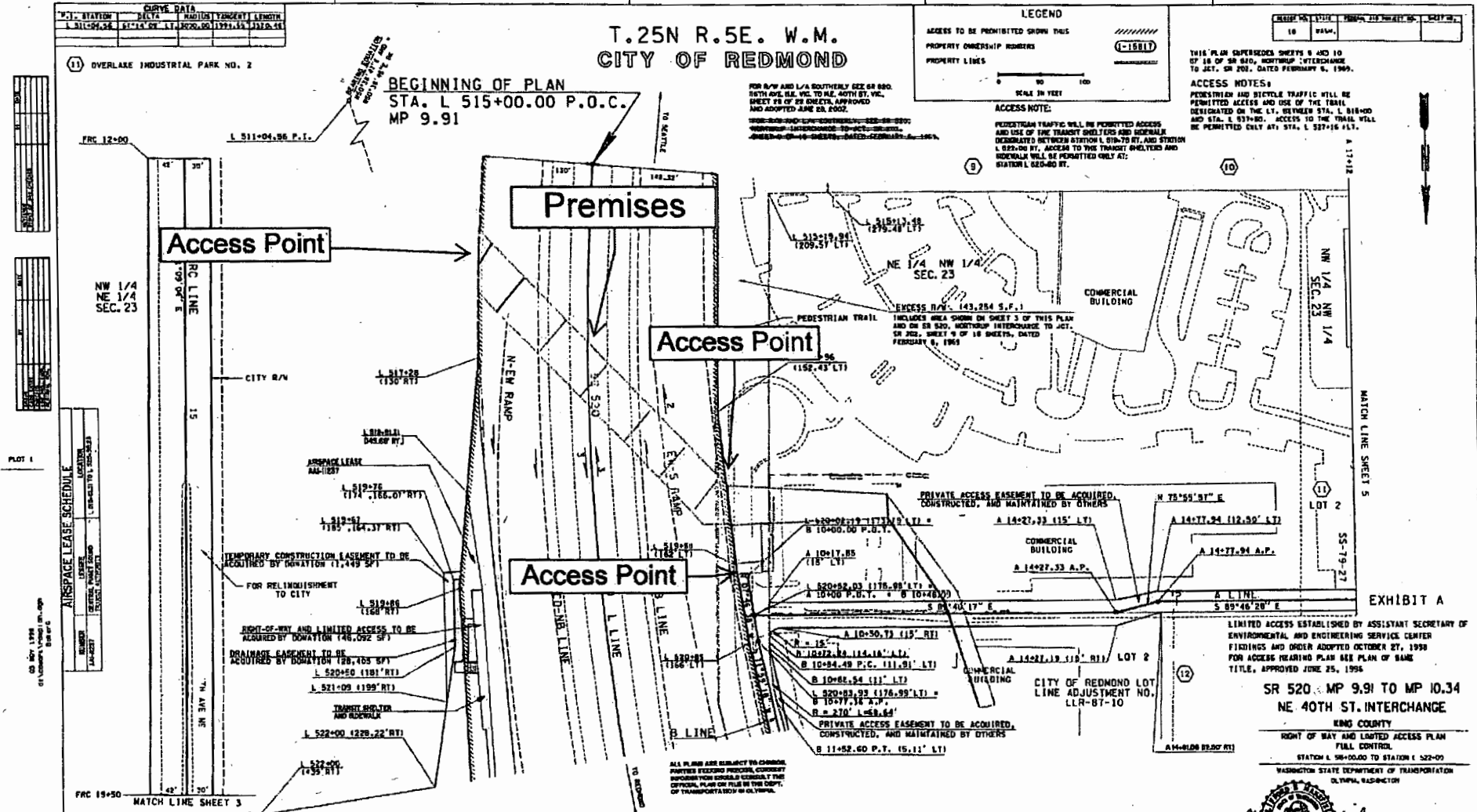
PEDESTRIAN AND BICYCLE TRAFFIC WILL BE PERMITTED ACCESS AND USE OF THE TRAIL DESIGNATED ON THE LT. BETWEEN STA. L 818+00 AND STA. L 837+00. ACCESS TO THE TRAIL WILL BE PERMITTED ONLY AT: STA. L 527+16 ALT.

BEGINNING OF PLAN
STA. L 515+00.00 P.O.C.
MP 9.91

FOR R/W AND L/A SOUTHERLY SEE SR 880, 16TH AVE. N.E. VIC. TO N.E. 40TH ST. VIC. SHEET 19 OF 28 SHEETS, APPROVED AND ADOPTED JUNE 28, 2002.

ACCESS NOTE:

PEDESTRIAN TRAFFIC WILL BE PERMITTED ACCESS AND USE OF THE TRAIL DESIGNATED ON THE LT. BETWEEN STA. L 818+00 AND STA. L 837+00. ACCESS TO THE TRAIL WILL BE PERMITTED ONLY AT: STA. L 527+16 ALT.



AIRSPACE LEASE SCHEDULE

NUMBER	DATE	TO	FROM	REMARKS
1	1/1/98	TO	1/1/98	LEASED TO AIRSPACE LEASEE
2	1/1/98	TO	1/1/98	LEASED TO AIRSPACE LEASEE
3	1/1/98	TO	1/1/98	LEASED TO AIRSPACE LEASEE

EXHIBIT A

LIMITED ACCESS ESTABLISHED BY ASSISTANT SECRETARY OF ENVIRONMENTAL AND ENGINEERING SERVICE CENTER FINDINGS AND ORDER ADOPTED OCTOBER 27, 1998 FOR ACCESS HEARING PLAN SEE PLAN OF SAME TITLE, APPROVED JUNE 25, 1998

SR 520 MP 9.91 TO MP 10.34 NE 40TH ST. INTERCHANGE

KING COUNTY
RIGHT OF WAY AND LIMITED ACCESS PLAN
FILL CONTROL

STATION L 515+00.00 TO STATION L 522+00

WASHINGTON STATE DEPARTMENT OF TRANSPORTATION
OLYMPIA, WASHINGTON



BEARINGS AND DISTANCES ARE BASED ON WASHINGTON COORDINATE SYSTEM NORTH EARS 1843 83/914. THE DISTANCES SHOWN ARE GRID DISTANCES. TO OBTAIN THE GRID DISTANCES, MULTIPLY THE GRID DISTANCE BY THE COMBINED FACTOR OF 0.99999027. THE COMBINED SCALE FACTOR IS DERIVED BY MULTIPLYING THE ELEVATION FACTOR OF 0.999994260 BY THE SCALE FACTOR OF 0.999995814.

DATE	BY	REVISION
1/1/98
1/1/98
1/1/98

DRAWER: 40 SEQUENCE 088

APPROVED NOVEMBER 6, 1998
SHEET 8 OF 5 SHEETS
SR 520/88

Exhibit B-1

TR-1-13382

IC 1-17-10997

City of Redmond

Redmond Technology Station

Pedestrian Bridge/Trail

Page 1 of 2

Not part of Lease

Lease Premises

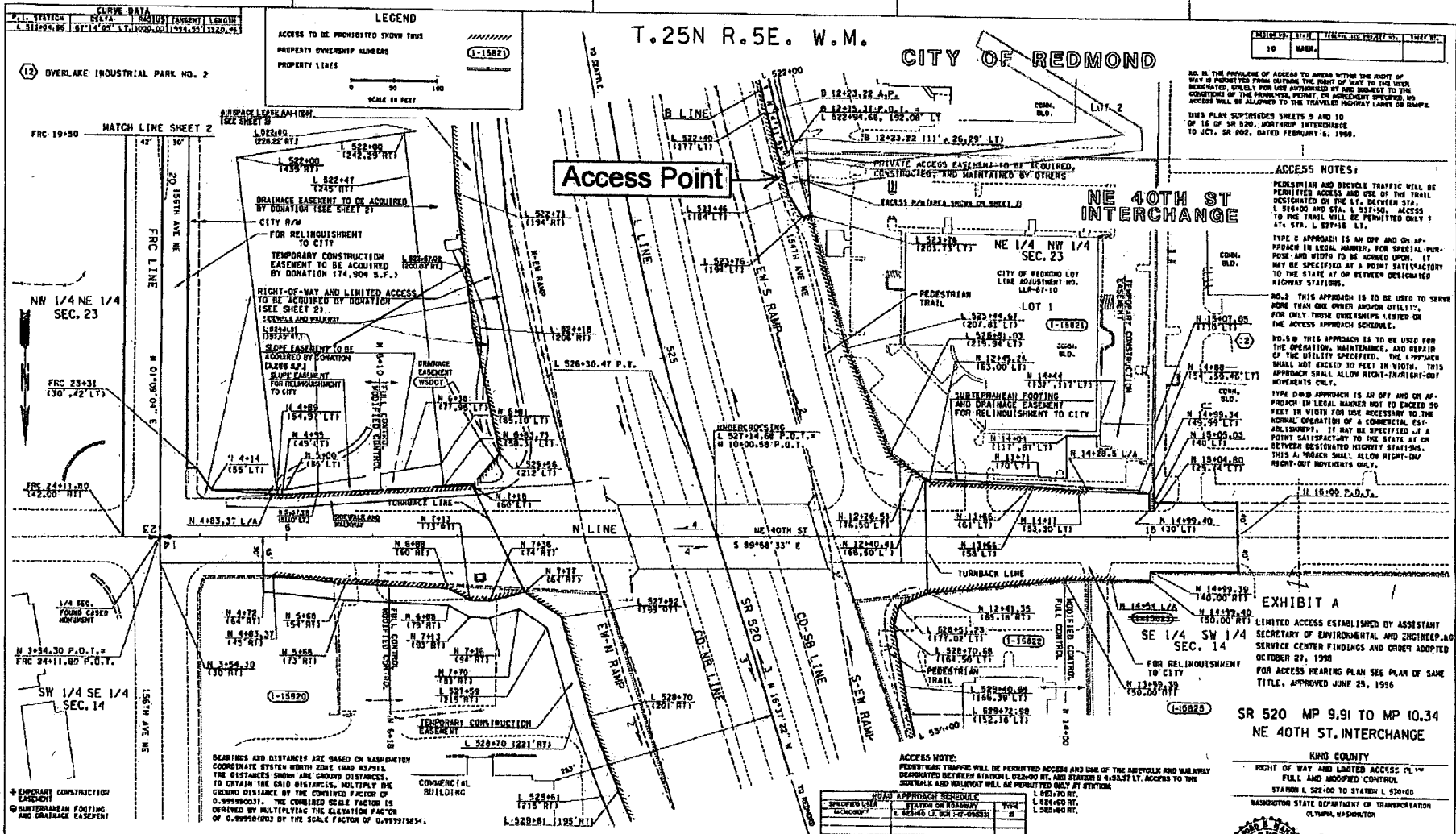


EXHIBIT A
LIMITED ACCESS ESTABLISHED BY ASSISTANT SECRETARY OF ENVIRONMENTAL AND ZONING, AS SERVICE CENTER FINDINGS AND ORDER ADOPTED OCTOBER 27, 1998 FOR ACCESS HEARING PLAN SEE PLAN OF SAME TITLE. APPROVED JUNE 25, 1996

KIRO COUNTY
RIGHT OF WAY AND LIMITED ACCESS PLN FULL AND MODIFIED CONTROL
STATION L 920+00 TO STATION L 930+00
WASHINGTON STATE DEPARTMENT OF TRANSPORTATION
M. PALM, SUPERVISOR



DEPUTY STATE DESIGN ENGINEER APPROVED NOVEMBER 6, 1998
SHEET 3 OF 5 SHEETS
Prepared For: [Name] Address: [Address] Checked by: [Name] Date: [Date]

Exhibit B-1
TR-1-13382
IC 1-17-10997
City of Redmond
Redmond Technology Station
Pedestrian Bridge/Trail
Page 2 of 2

STATION	TYPE	APPROACH
L 920+70 RT.	C	L 920+70 RT.
L 920+80 RT.	C	L 920+80 RT.
L 920+90 RT.	C	L 920+90 RT.

ACCESS APPROACH SCHEDULE

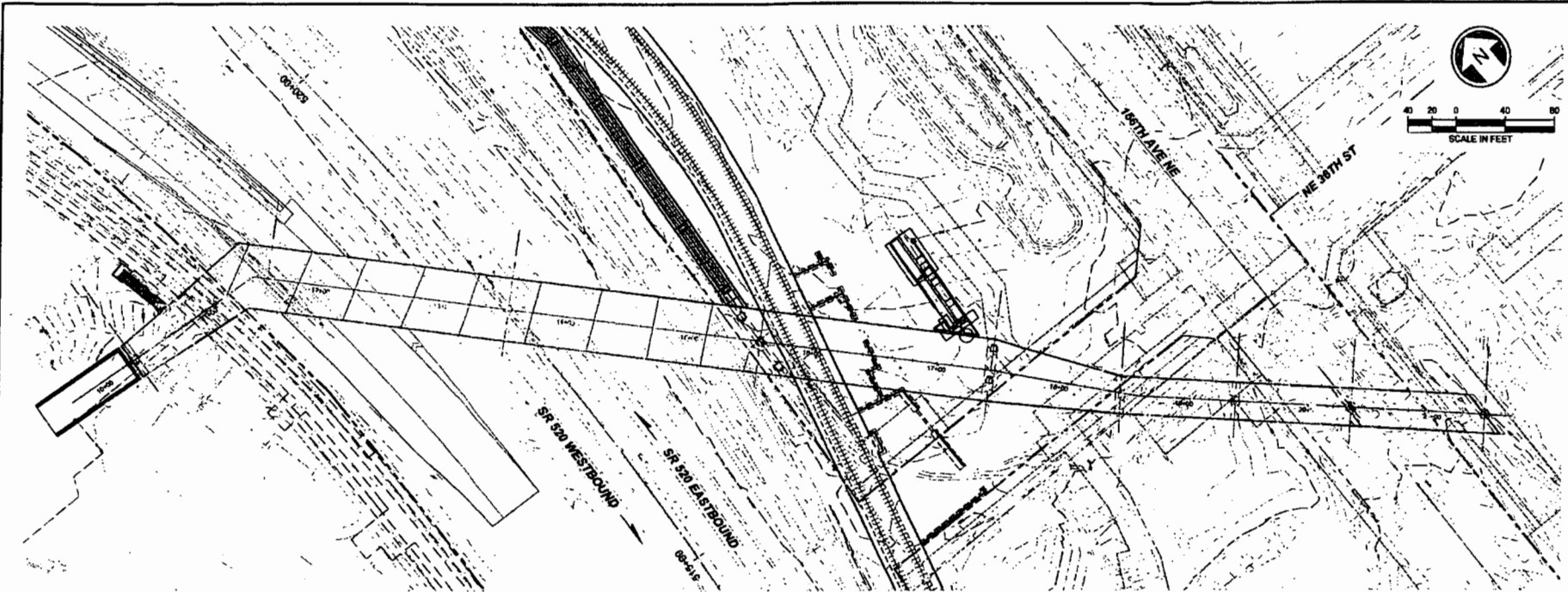
Drawer V040 Sequence 08B

D-1 R/W SA 520/58

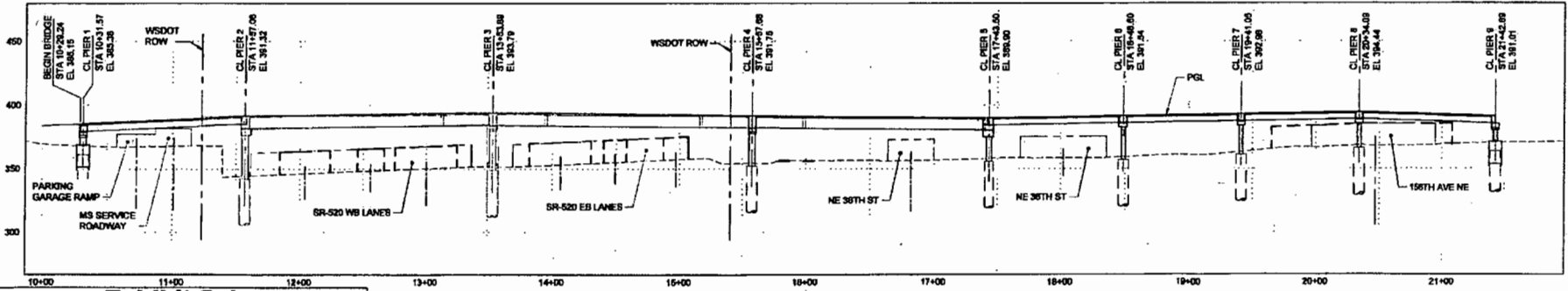
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SCALE IN FEET
0 20 40 80



PLAN
SCALE: 1" = 40'



DEVELOPED ELEVATION
SCALE: 1" = 40'

Exhibit C-1
TR-1-13382
IC 1-17-10997
City of Redmond
Redmond Technology Station Pedestrian Bridge/Trail
Page 1 of 1

DESIGNED BY:
S. DESPRADEL
 DRAWN BY:
T. ERICSON
 CHECKED BY:
W. EGGERS
 APPROVED BY:
S. DESPRADEL



KIEWIT-HOFFMAN
EAST LINK CONSTRUCTORS

LINE & PLAN
 FULL SCALE



SCALE:
1" = 40'
 FILENAME:
EXHIBIT_GPE
 CONTRACT NO.:
RTMCM 0122-13
 SUBMITTAL DATE:

EAST LINK EXTENSION
CONTRACT E380
 SR 520 TO OVERLAKE TRANSIT CENTER
 RTS PEDESTRIAN BRIDGE

DRAWING No.:
 FACILITY ID:
B-27
 SHEET No.:
REV:

12/21/16 1:56 PM J TORREY ERICSON
 C:\PROJECTS\REDMOND\TECHNOLOGY STATION\CONTRACT E380\EXHIBIT_C-1.dwg

CITY CONTRACT ROUTING & APPROVAL

Instructions on Back

Project Title: RTS Pedestrian ridge - WSDOT Trail Lease Amendment 2

Project No: N/A

Type of Service: N/A

Provider of Service: Lease between the City and WSDOT

Source of Funding: N/A

Original Contract/Agreement Amount: \$ 0.00 Estimated Start Date: May 2019

Current Contract/Agreement Amount (includes previous supplements, if any): \$ 0.00

Proposed Increase: \$ 0.00 Council Approval Date: 11/19/19

New Contract Total: \$ 0.00 Estimated Completion Date: May 2039

Project Administrator: Patty Criddle Ext: 2736

Return contract to: Tess Wilkinson Mailstop: 1NPW Ext: 2434

Supervisor/Manager Signature [Signature] Date 11/20/19

Department Head/Designee Signature [Signature] Date 11/21/19

Remarks: This is Amendment 2 to the WSDOT Trail Lease TR-01-13382, I.C. No. 1-17-10997 executed 1/7/16 Original #8044

ROUTING PROCESS: (2 copies)

To: City Clerk (for routing and signatures) DK Date 11/22/19

Risk Manager [Signature] Date 11/25/19
(Signature or initials)

City Attorney [Signature] Date 12/3/19
(Signature or initials)

Mayor [Signature] Date 12/4/19
(Signature or initials)

[Signature] City Clerk CR Date 12/4/19
(Signature or initials)

Note: Please return the fully executed routing sheet, contracts and agreements to the Originating Division for distribution except for one original retained by the City Clerk.

FINANCE USE ONLY: Dynamics (PA) Number [] City Contract Number 8044-2