

**CITY OF REDMOND
RESOLUTION NO. 1478**

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF REDMOND, WASHINGTON, APPROVING A PETITION BY MICROSOFT CORPORATION TO AMEND REDMOND COMMUNITY FACILITIES DISTRICT NO. 2016-1; MODIFYING THE PURPOSE OF SAID COMMUNITY FACILITIES DISTRICT TO INCLUDE FINANCING THE CONSTRUCTION OF MULTIMODAL IMPROVEMENTS, INCLUDING SIGNAL MODIFICATIONS, EASTBOUND AND WESTBOUND LEFT-TURN LANES AT THE INTERSECTION OF 156TH AVENUE NE AND NE 51ST STREET, EXTENSION OF STORM WATER PIPE FROM 172ND AVENUE NE TO LAKE SAMMAMISH ALONG THE NE 40TH STREET RIGHT-OF-WAY AND RELATED IMPROVEMENTS REQUIRED AS PART OF PROJECT CONSTRUCTION; FLOW SPLITTER VAULT AT THE INTERSECTION OF NE 40TH STREET AND 172ND AVENUE NE; ENERGY DISSIPATION VAULT AT END OF PIPE EXTENSION; OUTFALL AT LAKE SAMMAMISH; WATER QUALITY TREATMENT FACILITIES AND PROJECT MITIGATION; AND CONSTRUCT A GRADE SEPARATED PATH FOR PEDESTRIANS/BICYCLES ON THE WEST SIDE OF SR 520; MAKING FINDINGS IN SUPPORT OF THE AMENDMENT; AND INCORPORATING TERMS AND CONDITIONS SET FORTH IN THE PETITION

WHEREAS, Resolution No. 1453 of the City of Redmond, passed by the City Council on June 21, 2016, formed Redmond Community Facilities District ("CFD") No. 2016-1 for the purpose of financing the design and construction of multimodal improvements of eastbound and westbound left-turn lanes at the intersection of 154th Avenue NE and NE 51st Street along with bicycle lanes along NE 51st Street from 154th Avenue NE to the SR 520 eastbound on-ramp; and separately, multimodal improvements including bicycle lanes along NE 31st Street from the roundabout just east of SR 520 to 156th Avenue NE along with improvements to the intersection of NE 31st Street and 156th Avenue NE; and

WHEREAS, pursuant to RCW 36.145.020, the CFD was formed based upon the petition of Microsoft Corporation, the owner of one hundred percent (100%) of the land to be included within the district; and

WHEREAS, RCW 36.145.020 (3) provides that petitions for the formation of a CFD may be amended when the amended petition is signed by the owners of one hundred percent (100%) of the land in the district; and

WHEREAS, on June 1, 2017, the Redmond Finance Director received an amended petition from Microsoft Corporation for Redmond CFD No. 2016-1 requesting that the purpose of the CFD be expanded to add financing of the construction of multimodal improvements, including intersection improvements and eastbound and westbound left-turn lanes at the intersection of 156th Avenue NE and NE 51st Street; and extending storm water pipe from 172nd Avenue NE to Lake Sammamish along the NE 40th street right-of-way and related improvements required as part of project construction; flow splitter vault at the intersection of NE 40th Street and 172nd Avenue NE; energy dissipation vault at end of pipe extension; outfall at Lake Sammamish; water quality treatment facilities for a portion of the basin; and project mitigation; and

WHEREAS, the Redmond City Council held a public hearing on the proposed amendments to Redmond CFD No. 2016-1 on July 18, 2017, and continued the public hearing on July 25, 2017, and, after

considering all public testimony received, determined to approve the amended petition and authorize amendment of the purpose of the CFD as provided herein.

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF REDMOND, WASHINGTON, HEREBY RESOLVES AS FOLLOWS:

Section 1. Findings. Pursuant to RCW 36.145.020 and RCW 36.145.060, the Redmond City Council makes the following findings:

(A) The amended petition received by the City on June 1, 2017, was signed by one hundred percent (100%) of the owners of land within Redmond CFD No. 2016-1. Microsoft Corporation owns all of the land within the boundaries of the CFD and is the sole signatory on the petition.

(B) The City Council previously found, in Resolution No. 1453, that the land owned by Microsoft within the original boundaries of CFD No. 2016-1 will be specially benefited by the multimodal improvements identified described in that resolution. The land proposed to be added to the CFD by the Amended Petition will also be specially benefitted by the multimodal improvements identified in Resolution No. 1453 for the same reasons. The extension of storm water pipe and added multimodal improvements described herein will also specially benefit both the land owned by Microsoft within the original boundaries of CFD No. 2016-1 and

the land owned by Microsoft proposed to be added to the CFD for the following reasons:

(1) The eastbound and westbound left-turn lanes on NE 51st Street will reduce the potential for automobile and automobile/bicycle collisions by enabling left turns to occur at 154th Avenue NE without impeding eastbound and westbound through traffic, and will also reduce congestion on NE 51st Street.

(2) The bike lanes on NE 31st Street and NE 51st Street will improve non-motorized mobility and access to transit in the Overlake neighborhood and increase the potential for reduction of carbon dioxide emissions from motor vehicles.

(3) The signal modification at the intersection of NE 51st Street and 156th Avenue NE will reduce congestion on NE 51st Street.

(4) The NE 40th Street drainage basin improvements will improve storm water quality and result in water quality improvement in Lake Sammamish which will provide recreational benefits as well as improved habitat for salmonids and other aquatic life.

(5) The grade separated pedestrian/bicycle path on the west side of SR 520 will reduce the potential for automobile collisions with pedestrians/bicycles on NE 40th Street. The path will also improve non-motorized mobility in the Overlake neighborhood and increase the potential for reduction of carbon dioxide emissions from motor vehicles.

(C) Amending Redmond CFD No. 2016-1 will be in the best interest of the City of Redmond for the following reasons:

(1) The multimodal improvements will be available for use by all people who live, work and commute in Redmond and not just for those whose work is located on the property and included in the Community Facilities District.

(2) The multi modal improvements will increase public safety on City of Redmond streets and public ways by reducing traffic congestion and improving access and safety for pedestrians and bicyclists.

(3) Storm water improvements will improve storm water quality in the NE 40th Street drainage basin with concomitant improvement to water quality in Lake Sammamish.

(4) Upon completion of construction, the improvements will be owned by and become an asset of the City of Redmond.

(D) Expanding the purpose of Redmond CFD No. 2016-1 is consistent with the requirements of the Washington Growth Management Act (GMA), RCW 36.70A, for the following reasons:

(1) Construction of the multimodal improvements fulfills the GMA's transportation goal set forth in RCW 36.70A.020(3), which provides for the encouragement of efficient multimodal transportation systems that are based on regional priorities and coordinated with the City's comprehensive plan.

Section 2. Approval of Amended Petition - Amendment of Resolution No. 1453 as to the purpose of the CFD.

(A) The amended petition submitted by Microsoft Corporation seeking an expansion of the purpose of the CFD to include construction of multimodal facilities; including, signal modifications, and eastbound and westbound left-turn lanes at 156th Avenue NE and NE 51st Street, extension of the storm water pipe and related improvements, the grade separated path for pedestrians and bicyclists is hereby approved. The purpose of Redmond CFD No. 2016-1, formed by Section 1 of Resolution No. 1453 of the City of Redmond, is hereby amended to be as follows:

To finance the construction of (1) Multimodal improvements, including eastbound and westbound left-turn lanes at the intersection of 154th Avenue NE and NE 51st Street and at the intersection of 156th Avenue NE and NE 51st Street along with signal modification to the intersection of 156th Avenue NE and NE 51st Street and bicycle lanes along NE 51st Street from 154th Avenue NE to the SR 520 eastbound on-ramp. (2) Multimodal improvements, including bicycle lanes along NE 31st Street from the roundabout just east of SR 520 to 156th Avenue NE along with improvements to the intersection of NE 31st Street and 156th Avenue NE. (3) Extension of storm water pipe from 172nd Avenue NE to Lake Sammamish along the NE 40th street right-of-way and related improvements required as part of project construction; flow splitter vault at the intersection of NE 40th Street and 172nd Avenue NE; energy dissipation vault at end of pipe extension; outfall at Lake Sammamish that mitigates for wetland and lake impacts; water quality treatment facilities for a portion of the basin to improve water quality in Lake Sammamish and/or Villa Marina Creek; potential Salmon Safe certification; and project mitigation. (4) Grade separated path for

pedestrians/bicycles on the west side of SR 520 to reduce potential pedestrian/bicycle conflicts with motor vehicles on NE 40th Street. The extent of the funding for the grade separated pedestrian/bicycle path is dependent on the actual cost of the other three Improvements. To the extent there are funds available from the assessment approved by the District after construction of the other three Improvements, those remaining funds will be applied to the construction cost of the grade separated pedestrian/bicycle path.

(B) The amended petition submitted by Microsoft Corporation seeks to expand the property and boundaries in Redmond CFD No. 2016-1. The expansion of the boundaries of Redmond CFD No. 2016-1 to include the property owned by Microsoft commonly known as King County Tax Parcel 550300-0110 is hereby approved. With the approved expansion, the property in Redmond CFD No. 2016-1 is legally described in Exhibit A (First Amended and Restated Redmond CFD No. 2016-1) to this Resolution, as are the boundaries of Redmond CFD No. 2016-1.

Section 3. Costs to be Assessed. The total cost of the improvements to be paid for by Redmond CFD No. 2016-1 is estimated to be \$24,618,000.00. This is an increase of \$9,000,000 from the original assessment of \$15,618,000. All costs properly chargeable to Redmond CFD No. 2016-1 shall be assessed against the property legally described on Attachment 1 in the petition.

Section 4. Board of Supervisors. The Board of Supervisors for Redmond CFD No. 2016-1 shall remain as provided for in Section 4 of Resolution No. 1453.


Section 5. Procedures and Requirements for Special Assessments. As provided in Resolution No. 1453, the Board of Supervisors shall impose the necessary assessments on the property in Redmond CFD 2016-1 according to the procedures and requirements of RCW 36.145.110. The special assessments shall continue to be collected by the district treasurer, who shall remain the Finance Director of the City of Redmond as appointed by the Board of Supervisors as provided in RCW 36.145.140. All special assessments shall be a lien upon the property within the boundaries of Redmond CFD No. 2016-1 and enforced as provided in Chapters 36.145 and 35.44 RCW.

Section 6. Terms of Petition Incorporated by Reference. The terms and conditions of the original petition for Redmond CFD No. 2016-1 and the First Amended Petition for Redmond CFD No. 2016-1 are hereby incorporated by this reference as if set forth in full.

Section 7. Effective Date. This resolution shall become effective immediately upon passage by the Redmond City Council.

ADOPTED by the Redmond City Council this 25th day of July,
2017.

APPROVED:



JOHN MARCHIONE, MAYOR

ATTEST:



MICHELLE M. HART, MMC, CITY CLERK

FILED WITH THE CITY CLERK: July 18, 2017
PASSED BY THE CITY COUNCIL: July 25, 2017
RESOLUTION NO.: 1478

YES: BIRNEY, CARSON, MARGESON, MYERS, PADHYE, SHUTZ, STILIN



King County

Department of Elections
Julie Wise, Director

vote!

June 12, 2017

Mike Bailey
Technology and Information Services Director
City of Redmond
15670 NE 85th Street
PO Box 97010
Redmond, Washington 98073-9710

**RE: Petition to Amend Community Facilities District Pursuant to RCW 36.145.020
Certificate of Sufficiency**

Dear Mr. Bailey:

King County examined the signatures contained in the First Amended and Restated Petition for Community Facilities District No. 2016-1 in Redmond and confirmed that the petition has been validly executed by Michelle M. Hart. 100% of all owners of the property located within the proposed district. It is therefore determined that the petition is sufficient under RCW 36.145.020.

If you have questions, please contact Beth Ratzlaff, Elections Supervisor – Voter Services at (206) 477-4162.

Sincerely,

Julie Wise
Elections Director

cc: Beth Ratzlaff, Elections Supervisor – Voter Services

enclosures: Original Petition pages
Certificate of Sufficiency



**King County
Department of Elections**

CERTIFICATE OF SUFFICIENCY

THIS IS TO CERTIFY that the certification of the first amended and restated petition, originally submitted on June 9, 2017 to the King County Elections Department, seeking to amend the community facilities district in Redmond, Washington, has been examined by the King County Assessor and the King County Elections Department, and as a result of such examination, found to be sufficient under the provisions of the Revised Code of Washington 36.145.020.

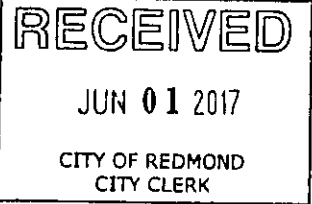
Dated this 12th day of June 2017



Julie Wise, Director



vote!



**FIRST AMENDED AND RESTATED
REDMOND CFD No. 2016-1
Community Facilities District (“CFD”) Petition Pursuant to Chapter 36.145 RCW**

Microsoft Corporation (“Petitioner”) respectfully submits this First Amended and Restated Community Facilities District Petition (the “Petition”) to the City of Redmond pursuant to Chapter 36.145 RCW. This Petition requests the amendment of Redmond CFD No. 2016-1 (the “District” or “CFD No. 2016-1”), which shall include the Redmond CFD No. 2016-1 Property, as defined below, that is both located within the Redmond Urban Growth Area (“UGA”) and within the city limits of Redmond as required by RCW 36.145.020. The requirements for a community facilities district petition are set forth in RCW 36.145.020(1). Each of these requirements is addressed subsection-by-subsection below.

RCW 36.145.020(1)(b): See the township, range, and legal subdivision description of the boundaries of the District attached to this Petition as Attachment 1 (the “Redmond CFD No. 2016-1 Property”).

RCW 36.145.020(1)(b): The undersigned property owner hereby requests that the Redmond CFD No. 2016-1 Property be subject to assessments up to the amount outlined in RCW 36.145.020(1)(i)(iv) as authorized by Chapter 36.145 RCW.

RCW 36.145.020(1)(c): See the certification attached to this Petition as Attachment 2.

RCW 36.145.020(1)(d): The District’s objective is to finance four specific improvements that provide special benefits to the Redmond CFD No. 2016-1 Property through the application of assessments. The net amount to be assessed on each parcel within the District is proportional to the special benefit conferred on such parcel by the four improvements. The District anticipates financing the following four specific facilities (the “Improvements”):

- Multimodal improvements, including eastbound and westbound left-turn lanes at the intersection of 154th Avenue NE and NE 51st Street and at the intersection of 156th Avenue NE and NE 51st Street along with signal modification to the intersection of 156th Avenue NE and NE 51st Street and bicycle lanes along NE 51st Street from 154th Avenue NE to the SR 520 eastbound on-ramp.
- Multimodal improvements, including bicycle lanes along NE 31st Street from the roundabout just east of SR 520 to 156th Avenue NE along with improvements to the intersection of NE 31st Street and 156th Avenue NE.
- Extension of storm water pipe from 172nd Avenue NE to Lake Sammamish along the NE 40th street right-of-way and related improvements required as part of project construction; flow splitter vault at the intersection of NE 40th Street and 172nd Avenue NE; energy dissipation vault at end of pipe extension; outfall at Lake Sammamish that mitigates for wetland and lake impacts; water quality treatment facilities for a portion of the basin to improve water quality in Lake Sammamish and/or Villa Marina Creek; potential Salmon Safe certification; and project mitigation.

- Grade separated path for pedestrians/bicycles on the west side of SR 520 to reduce potential pedestrian/bicycle conflicts with motor vehicles on NE 40th Street. The extent of the funding for the grade separated pedestrian/bicycle path is dependent on the actual cost of the other three Improvements. To the extent there are funds available from the assessment approved by the District after construction of the other three Improvements, those remaining funds will be applied to the construction cost of the grade separated pedestrian/bicycle path.

RCW 36.145.020(1)(e): The undersigned property owner declares that CFD No. 2016-1 will be conducive to public health, safety, and welfare for the following reasons. The proposed District will finance the Improvements which will improve the public health, safety, and welfare by reducing the incidence of automobile collisions, reducing the incidence of automobile/bicycle/pedestrian collisions, and reducing traffic congestion. The Improvements also create a more connected network of bicycle facilities, which helps facilitate travel and commuting by bicycle resulting in reduced production of carbon dioxide. The Improvements also improve storm water quality in the NE 40th Street drainage basin with concomitant improvement to water quality in Lake Sammamish. The Improvements are in the best interest of the City for these reasons. The Improvements have benefits for the City, its residents and those who visit or work in the City. The proposed District, through the application of assessments, provides a secure financing source for the Improvements which provide public health, safety, and welfare benefits to the Redmond CFD No. 2016-1 Property and the citizens of Redmond.

RCW 36.145.020(1)(f): The purpose of forming the District is to finance the Improvements. The Improvements will provide special benefit to the Redmond CFD No. 2016-1 Property and will increase the fair market value of the Redmond CFD No. 2016-1 Property on account of their proximity to the Redmond CFD No. 2016-1 Property. The Improvements provide special benefits to the Redmond CFD No. 2016-1 Property as summarized below:

- The eastbound and westbound left-turn lanes on NE 51st Street will reduce the potential for automobile and automobile/bicycle collisions by enabling left turns to occur at 154th Avenue NE without impeding eastbound and westbound through traffic, and will also reduce congestion on NE 51st Street.
- The bike lanes on NE 31st Street and NE 51st Street will improve non-motorized mobility and access to transit in the Overlake neighborhood and increase the potential for reduction of carbon dioxide emissions from motor vehicles.
- The signal modification at the intersection of NE 51st Street and 156th Avenue NE will reduce congestion on NE 51st Street.
- The NE 40th Street drainage basin improvements will improve storm water quality and result in water quality improvement in Lake Sammamish which will provide recreational benefits as well as improved habitat for salmonids and other aquatic life.

- The grade separated pedestrian/bicycle path on the west side of SR 520 will reduce the potential for automobile collisions with pedestrians/bicycles on NE 40th Street. The path will also improve non-motorized mobility in the Overlake neighborhood and increase the potential for reduction of carbon dioxide emissions from motor vehicles.

RCW 36.145.020(1)(g): See the “obligation” attached to this Petition as Attachment 3.

RCW 36.145.020(1)(h): Petitioner nominates the following two individuals as eligible supervisors for the District: (1) Jim Stanton, as a representative of the Petitioner; and (2) Donald Marcy, as a qualified professional. Both Mr. Stanton and Mr. Marcy are willing and able to serve on the District’s Board of Supervisors. Curriculum vitae for Mr. Stanton and Mr. Marcy, as well as documentation of their consent to serve, are attached hereto as Attachment 4.

RCW 36.145.020(1)(i): Subsections (i)-(v) of this section are each addressed separately below.

(i) See the diagram showing each separate lot, tract, parcel of land, or other property in the District attached hereto as Attachment 5.

(ii) The acreage of the Redmond CFD No. 2016-1 Property is 8.44 acres.

(iii) The name and address of the owner of each lot, parcel as shown on the tax roll of the King County Assessor:

Lot/Parcel	Property Owner	Property Owner Address
067310-0010	Microsoft Corporation	Microsoft Real Estate & Facilities One Microsoft Way Redmond, WA 98052
550300-0110	Microsoft Corporation	Microsoft Real Estate & Facilities One Microsoft Way Redmond, WA 98052

(iv) See Preliminary Assessment Roll on the following page:

Community Facility District (CFD) No. 2016-1 Preliminary Assessment Roll		
Parcel		Total \$ per Parcel
Number	Acreage	
1	5.39	\$17,675,724
2	3.05	\$6,942,276
Total:	8.44	\$24,618,000

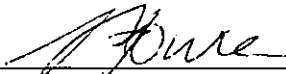
(v) Because there is only one parcel of property and one property owner in the proposed district, the method of allocating the special benefit and assessments among the properties is not relevant to this petition as one hundred percent of the assessments will be assigned to the single parcel.

RCW 36.145.020(1)(j): The security to ensure the timely payment of assessments and the timely payment of bonds issued by the District will be the Redmond CFD No. 2016-1 Property.

[see signature of property owner on the following page]

PROPERTY OWNER:

MICROSOFT CORPORATION, a Washington corporation

By: 
Rob Towne, Regional Director, Real
Estate & Facilities Puget Sound

Mailing Address: Microsoft Real Estate & Facilities
One Microsoft Way
Redmond, WA 98502

Telephone No.: (425) 882-8080

Date: 6-1-17

WARNING

Every person who signs this petition with other than his or her true name, or who knowingly signs more than one of these petitions, or signs a petition seeking an election when he or she is not a legal voter, or signs a petition when he or she is otherwise not qualified to sign, or who makes any false statements, shall be guilty of a misdemeanor.

NOTARIAL CERTIFICATE

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

On this day personally appeared before me Rob Towne, to me known to be the Regional Director, Real Estate & Facilities Puget Sound of Microsoft Corporation, the corporation that executed the within and foregoing instrument, and acknowledged the 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 is authorized to execute said instrument and that the seal affixed, if any, is the corporate seal of said corporation.

GIVEN under my hand and official seal this 1 day of June 2017,
2017.



Marie Rose Peddle
Marie Rose Peddle
(Print name of notary)
NOTARY PUBLIC in and for the State of
Washington, residing at Redmond
My commission expires 1-29-19

ATTACHMENT 1

REDMOND CFD NO. 2016-1

PARCEL 1

LOT 1 OF CITY OF REDMOND SHORT PLAT NO. SS-82-2R AS RECORDED NOVEMBER 3, 1988 UNDER KING COUNTY RECORDING NO. 8811030192, BEING A REVISION OF KING COUNTY SHORT PLAT NO. SS-82-2 AS RECORDED FEBRUARY 19, 1982 UNDER KING COUNTY RECORDING NO. 8202190622, IN KING COUNTY, WASHINGTON;

EXCEPTING THEREFROM THAT PORTION OF LOT 1 CONVEYED TO THE CITY OF REDMOND BY INSTRUMENT RECORDED FEBRUARY 24, 1983 UNDER RECORDING NO. 8302240792;

EXCEPT THAT PORTION LOT 1 THEREOF CONVEYED TO THE CITY OF REDMOND, A WASHINGTON MUNICIPAL CORPORATION, ITS SUCCESSORS AND ASSIGNS FOR 152ND AVENUE N.E. BY DEED RECORDED JULY 31, 2008 UNDER RECORDING NO. 20080731001810.

LOCATED IN SW QUARTER OF SECTION 23, TOWNSHIP 25, RANGE 5E, W.M.

PARCEL 2

LOT 11 OF MICROSOFT MAIN CAMPUS BINDING SITE PLAN RECORDED ON OCTOBER 22, 2008 UNDER RECORDING NO. 20081022000945 IN KING COUNTY, WASHINGTON.

LOCATED IN NE QUARTER OF SECTION 23, TOWNSHIP 25, RANGE 5 E, W.M.

ATTACHMENT 2


CERTIFICATION

Microsoft Corporation, the undersigned petitioner, voluntarily submits the Redmond CFD No. 2016-1 Property, as defined in Attachment 1 of the attached Petition, to the authority of the District described in the Petition pursuant to Chapter 36.145 RCW to approve the Petitioner's request to submit the Property to the assessments, up to the amount included in Section 36.145.020(1)(i) of the Petition and authorized under Chapter 36.145 RCW.

The undersigned petitioner certifies under the penalty of perjury under the laws of the State of Washington that the foregoing is true and correct.

PETITIONER:

MICROSOFT CORPORATION, a Washington corporation

By: 
Rob Towne, Regional Director, Real
Estate & Facilities Puget Sound

Mailing Address: Microsoft Real Estate & Facilities
One Microsoft Way
Redmond, WA 98502
Telephone No.: (425) 882-8080
Date: 6-1-17

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NOTARIAL CERTIFICATE

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

On this day personally appeared before me Rob Towne, to me known to be the Regional Director, Real Estate & Facilities Puget Sound of Microsoft Corporation, the corporation that executed the within and foregoing instrument, and acknowledged the 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 is authorized to execute said instrument and that the seal affixed, if any, is the corporate seal of said corporation.

GIVEN under my hand and official seal this 1 day of June 2017,
2017.



Marie Rose Peddle
Marie Rose Peddle
(Print name of notary)
NOTARY PUBLIC in and for the State of
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ATTACHMENT 3

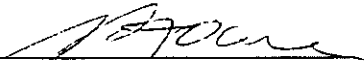
OBLIGATION

Microsoft Corporation certifies that it is the sole Petitioner for the attached Petition and that it agrees to pay the costs of the formation of the Redmond CFD No. 2016-1 pursuant to the Petition.

The undersigned Petitioner certifies under penalty of perjury under the laws of the State of Washington that the foregoing is true and correct.

PETITIONER:

MICROSOFT CORPORATION, a Washington corporation

By: 
Rob Towne, Regional Director, Real
Estate & Facilities Puget Sound

Mailing Address: Microsoft Real Estate & Facilities
One Microsoft Way
Redmond, WA 98502
Telephone No.: (425) 882-8080
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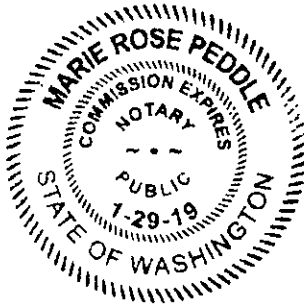
Every person who signs this petition with other than his or her true name, or who knowingly signs more than one of these petitions, or signs a petition seeking an election when he or she is not a legal voter, or signs a petition when he or she is otherwise not qualified to sign, or who makes any false statements, shall be guilty of a misdemeanor.

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GIVEN under my hand and official seal this 1 day of June 2017,
2017.



Marie Rose Peddle
Marie Rose Peddle
(Print name of notary)
NOTARY PUBLIC in and for the State of
Washington, residing at Redmond
My commission expires 1-29-19

R. James (Jim) Stanton

Work: 425-707-5076
Cell: 206-999-5389

22533 SE 47th Place
Sammamish, WA 98075

Email: jstanton@microsoft.com or jlstanton6532@msn.com

DIRECTOR / VICE PRESIDENT LEVEL | Corporate Real Estate & Community Affairs

AREAS of EXPERTISE

Development | Entitlement | Political Strategy | Relationship Management | Project Delivery

Summary: Senior business leader with a strong organizational and leadership background in corporate real estate, government affairs, and community affairs with a large multi-national corporation. Proven leadership in driving the municipal entitlement process for Microsoft's corporate headquarters' development. Proven track record as a collaborative manager who works effectively in political, managerial and technical environments. Politically astute, solution oriented, problem solver who can drive group consensus.

PROFESSIONAL BACKGROUND

Microsoft Corporation (2001 to Present)

Senior Community Affairs Manager / Development Manager

- Manage all Real Estate & Facilities Community Affairs engagement on new development with governmental agencies (including entitlement & transportation requirements) and local philanthropy. Project Manager for three historic jurisdictional Development Agreements facilitating incremental 3M square feet of expansion on the existing corporate campus, including \$40M infrastructure & transportation improvements through design and public adoption process
- Managed delivery of entitlement for all headquarters campus new building construction projects including schedule, scope and budget
- Collaborate with contractors, consultants, internal lines of business, and public agencies to ensure issues resolution and timely project delivery
- Direct Microsoft's energy supply strategy and represent the company to Puget Sound Energy
- Responsible for initiatives and advocacy at the legislative level on regional transportation, K-12 education and housing initiatives in partnership with Microsoft Legal & Community Affairs Department
- Establish strategic priorities, manage philanthropic contributions, and speak internally and externally on behalf of Microsoft. Direct engagement with local and State elected officials, staff and press.

Puget Sound Services Manager

- Manage Puget Sound delivery of Tenant Improvements, Furniture and Move businesses in Real Estate & Facilities
- Work directly with internal business group to support operational issues
- Manage annual budget for approximately \$100M for the combined business

{03308634.DOCX;3 }

- Successfully moved 22,000 employees to new workplace environments in 2003 on time and within budget

Jim Stanton

Page 2

City of Redmond, WA (1984 to 2001)

Building Division Manager

- Manage daily operations of Building Division including responsibility for all budgeting resources, project management, technical oversight
- Personnel management of the Permit Center, Plan Review, and Building Inspection staffs (25 people; \$3.7 million annual budget)
- Designed and implemented significant re-engineering and re-deployment strategies improving efficiencies and improving customer delivery
- Developed automated permit system, customer service improvements, and three-fold increase in professional staff functions
- Certified ICC Plans Examiner and Building Inspector

Senior Planner and Planner, City of Redmond

- Managed review process for full development proposals from application through final entitlement process, including engagement with City Council, Design Review Board, Hearings Examiner, and Planning Commission
- Experience with State and local regulations related to State Environmental Protection Agency, Growth Management Agency, Shorelines regulations
- Coordinated multidisciplinary teams to complete project reviews in a time effective manner
- Developed, designed, drafted, and reviewed land use and long range planning documents, policies, reports, and ordinances
- Project manager on 1994 - 1997 zoning code update for consistency with State of Washington Growth Management Act
- Project manager for permit system implementation from 1989 – 1991
- Represented City of Redmond in local and regional policy discussions with elected officials

Other / Former Employment of Note

GTE Sylvania and Pacific Northwest Bell (Seattle, WA)

Customer Service Supervisor

- Customer service and product procurement as supervisor of \$80 million electrical products distribution warehouse and production facility

EDUCATION and Board / Commission Affiliations

University of Washington - College of Architecture
Master of Urban Planning

St. John Fisher College
Bachelor of Arts - Political Science

City of Redmond Chamber of Commerce – Board member
Bellevue Downtown Association – Board and Executive Committee member
Puget Sound Regional Council Transportation Policy Board – Board Member
State of Washington Joint Transit Commission – Board Member

Jim Stanton

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RECOGNITION AND CERTIFICATIONS

2005: Microsoft CFO Award for completion of Microsoft – City of Redmond Development Agreement
1993: American Institute of Certified Planners (AICP)
1997: International Code Council - Certified Building Inspector/Plans Examiner
1995: City of Redmond All-Star Employee of the Year
1990: City of Redmond Distinguished Service Award

REFERENCES: Available upon request

CH&Donald E. Marcy

Contact
dmarcy@cairncross.com
Direct: 206.254.4465
Fax: 206.587.2308

Practice Areas
Land Use, Natural Resources & Environmental Law
Real Estate
Real Estate Development
Retail, Office & Industrial Leasing
Transit-Oriented Development

Donald is one of the leading lawyers in land use and real estate development matters in Seattle. For over 30 years, he has guided many of the region's significant mixed-use, office, business park, retail, and multi-family projects to successful conclusion through creative application of the law. He has assisted real estate developers and owners of property in developing commercial and residential projects in the Pacific Northwest and other regions of the county. He has represented clients in all aspects of real estate development; buying property; negotiating ground leases; obtaining land use entitlements; negotiating design, construction, and financing documents; negotiating leases; and selling fully developed properties. The skills he has developed through this legal work are varied and include structuring real estate deals, drafting and negotiating agreements and contracts, obtaining land use entitlements for real property, negotiating with government agencies, analyzing regulatory programs and requirements, and making public presentations.

As Chairman of the Government Affairs Committee of NAIOP, the commercial real estate organization, Donald is active in the crafting of legislation that affects the commercial real estate industry.

Education

- *Stanford University (A.B., with Honors in Economics, 1975)*
- *University of Southern California (J.D., 1979)*
Executive Editor of Articles, Southern California Law Review, 1978-1979
Member, Southern California Law Review, 1977-1978

Admissions

- *Washington State Bar Association*
- *US District Court, Western District of Washington*
- *US District Court, Eastern District of Washington*

Awards/Honors and Organizational Memberships

- *Chambers USA, Top Ranked*
- *Super Lawyer Award Recipient, Washington Law & Politics Magazine*
- *Lawyer of the Year in Seattle Land Use & Zoning Law, 2014, Listed in Best Lawyers in America*
- *Best Lawyer in Land Use & Zoning Law, Listed in Best Lawyers in America*
- *Best Lawyer in Litigation - Land Use & Zoning, Listed in Best Lawyers in America*
- *Best Lawyer in Litigation - Real Estate, Listed in Best Lawyers in America*
- *Best Lawyer in Real Estate Law, Listed in Best Lawyers in America*
- *Top Rated Lawyer in Land Use and Zoning, The American Lawyer & Corporate Counsel Magazines*
- *Top Lawyer - Real Estate Award Recipient, Seattle Metropolitan Magazine*
- *Top Business Lawyer Award Recipient, Seattle Business*
- *Top Lawyer Award Recipient, Seattle Magazine*
- *Top Ten Attorneys in Washington (in the Area of Real Estate Law) Award Recipient, Washington CEO Magazine in conjunction with Avvo, Inc.*
- *League of Justice - Environmental & Land Use Law Award Recipient, Washington CEO Magazine*
- *Top 100 Attorneys Award Recipient, Washington CEO Magazine*
- *Top 100 Washington Super Lawyers Award Recipient, Washington Law & Politics Magazine*

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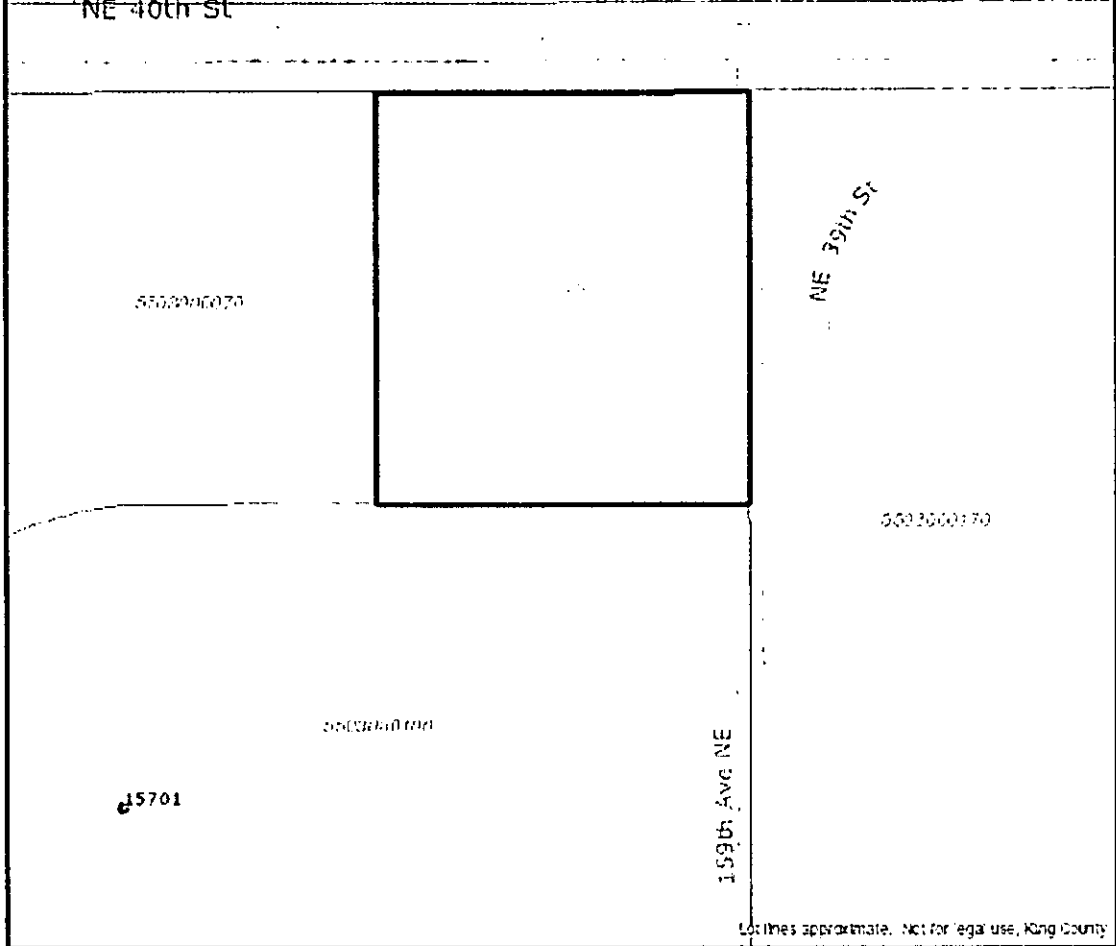
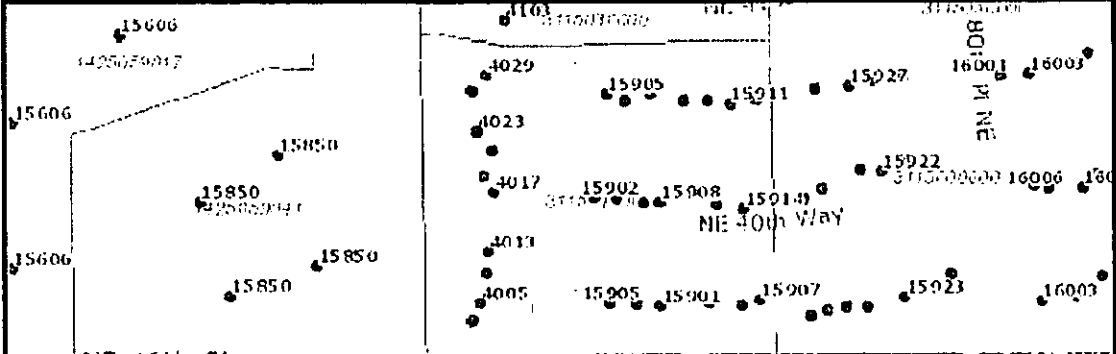
CH&Donald E. Marcy

- *NAIOP Washington State Chapter Member of the Year, 1994*
- *NAIOP Washington State Chapter Board Member of the Year, 2008*
- *Association of Washington Business Heavy Lifter Award Recipient, 2008*
- *Martindale-Hubbell Peer Review Rated AV® Preeminent™ (AV* "recognized for the highest level of professional excellence")*
 - **AV Preeminent is a certification mark of Reed Elsevier Properties Inc., used in accordance with the Martindale-Hubbell® certification procedures, standards and policies.*
- *NAIOP, Government Affairs Committee of Washington State Chapter, Chairman*
- *King County Bar Association, Member*
- *Lewis County Economic Development Council, Member*
- *Seattle Metropolitan Chamber of Commerce, Member*
- *Association of Washington Business, Environmental Affairs Council, Land Use Committee, and Regulatory Reform Committee, Member*

Publications/Speaking Engagements

- *"Seattle State of the Market," Bisnow, Seattle, WA, Moderator, December 17, 2013*
- *"Seattle Office 2020," Bisnow, Seattle, WA, Moderator, April 23, 2013*
- *"Seattle Construction & Development Summit," Bisnow, Seattle, WA, Moderator, March 27, 2013*

King County



Lot lines approximate. Not for legal use, King County

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Date: 4/14/2017

CERTIFICATE OF DESIGNATION

Real Estate Authorization

THIS CERTIFICATE OF DESIGNATION is made pursuant to and in accordance with that certain resolution of the Board of Directors of Microsoft Corporation (the "Company"), adopted on June 16, 2006, under which the undersigned are authorized to designate persons empowered to sign any and all documents as relates to real estate transactions on behalf of the Company and its subsidiary companies.

The following persons are so designated, in compliance with the objectives in the resolution:

Michael Ford, General Manager, Real Estate & Facilities

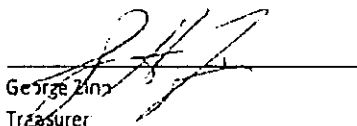
Mike DeMuro, Senior Director, RE&F International


Jay Pittenger, Senior Director, RE&F Americas and Retail

Susan Wagner, Senior Director, RE&F Center of Excellence

Rob Towne, Regional Director, RE&F Puget Sound

IN WITNESS WHEREOF, the undersigned have caused this Certificate of Designation to be executed as of 1/4/17 2016.


George Zing
Treasurer


Albert H. Damon
Assistant Treasurer