



27 WEST ALLEN STREET
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CITY OF WINOOSKI

MAYOR NICOLE MACE

CITY COUNCIL

JESSIE BAKER
CITY MANAGER
COUNCILOR HAL COLSTON
COUNCILOR ERIC COVEY
COUNCILOR COREY MACK

**SPECIAL CITY COUNCIL
MEETING
Agenda
Tuesday, February 26, 2019
4:00 P.M.
CLAIRE BURKE COUNCIL CHAMBERS**

- I. Call to Order**
- II. Pledge of Allegiance**
- III. Executive Session:**
 - a. UMB – Executive Session Pursuant to 1 V.S.A. §313 (1) (E) “pending litigation to which the public body is a part” – UMB Bank N.A. v. City of Winooski and (2) “the negotiating....of real estate purchase or lease options”
- IV. Regular Items:**
 - a. Approval: Approve documents related to the Litigation Settlement with UMB, N.A.
 - i. Litigation Settlement Agreement
 - ii. Ground Lease Sale – Unit 1 of the West Block
 - iii. Ground Lease Sale – Unit 2 of the West Block
 - iv. Escrow Agreement
 - v. Parking Agreement
- V. Adjourn**

MINUTES

The Mayor called the meeting to order at 4:03 p.m. Mayor Mace and Councilor Covey were via phone. The meeting started with the Pledge of Allegiance led by Councilor Mack.

Members Present:

Mayor Nicole Mace was via phone

Councilors: Corey Mack, Eric Covey was via phone until he arrived at 4:15 p.m. Councilor Colston was absent.

Officers Present:

Jessie Baker, City Manager

Others Present:

Robert DiPalma, Attorney, Paul Frank & Collins

III. Executive Session

MOTION by Councilor Mack seconded by Councilor Covey to go into Executive Session at 4:05 p.m. to discuss UMB- Executive Session pursuant to 1 V.S.A. §313 (1) (E) “pending litigation to which the public body is a part” – UMB Bank N.A. v. City of Winooski and (2) “the negotiating ...of real estate purchase or lease options” as presented and to invite Mr. DiPalma, Attorney and Jessie Baker, City Manager in to Executive Session. Vote and passed 3-0 by a roll call vote.

Councilor Covey arrived at 4:15 p.m.

IV. Regular Items

Council entered regular session at 4:38.

a. Approval: Approve documents related to the Litigation Settlement with UMB, N.A.

Attorney DiPalma explained that as the documents are part of a litigation settlement, until they are executed, they should not be released publically as their early release may threaten the City’s negotiation position.

MOTION by Councilor Covey seconded by Councilor Mack: To approve the settlement documents (Litigation Settlement Agreement, Parking Agreement, two Purchase and Sale Agreements, Escrow Agreement) so long as the final versions thereof remain in substantial conformity with the documents reviewed. The City Manager is hereby authorized to negotiate ministerial and non-substantive changes to the documents and, when complete, to execute them on behalf of the City. The documents shall be released as public documents upon execution.

Voted and passed 3-0 by a roll call vote.

V. Adjourn

MOTION by Councilor Covey seconded by Councilor Mack to adjourn special city council meeting at 4:41 p.m. Voted and passed 3-0 by a roll call vote.

The City Manager took the above minutes.

ATTEST: _____
City Clerk