

**SAN JUAN COUNTY PUBLIC HOSPITAL DISTRICT NO. 3**

**RESOLUTION NO. 2018-19**

A Resolution of the Board of Commissioners of San Juan County Public Hospital District No. 3 (the "District") authorizing the District's President and Superintendent, or either of them, to enter into a revised Real Property Purchase and Sale Agreement related to the District's purchase from the Orcas Medical Foundation ("OMF") of two parcels of real property located at 7 Deye Lane, Eastsound, WA 98245 (the "Real Property").

**WHEREAS**, OMF currently owns the Real Property, which houses the Orcas Medical Center; and

**WHEREAS**, the District desires to purchase the Real Property from OMF so that it may lease the Orcas Medical Center to a clinical provider to assist in the furtherance of the District's mission to ensure that residents of the District and others served by the District are provided quality health care services appropriate to the needs of the District's population; and

**WHEREAS**, the District authorized the purchase of the Real Property at a purchase price not to exceed Three Hundred Sixty Thousand and No/100 Dollars on October 23, 2018 pursuant to Resolution No. 2018-17; and

**WHEREAS**, the District and OMF have negotiated certain revisions to the Real Property Purchase and Sale Agreement that was approved pursuant to Resolution No. 2018-17, including a revised purchase price, and now desire to approve the revised Real Property Purchase and Sale Agreement;

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF SAN JUAN COUNTY PUBLIC HOSPITAL DISTRICT NO. 3, AS FOLLOWS:**

1. The District is authorized to purchase the Real Property for a purchase price not to exceed \$379,441.00.
2. The form of the Real Property Purchase and Sale Agreement attached hereto as Exhibit A is hereby approved.
3. The District's President and Superintendent, or either of them, are authorized and directed to enter into and execute in the name of, and on behalf of, the District the Real Property Purchase and Sale Agreement for the District's purchase of the Real Property.
4. The District's President and Superintendent, or either of them, are authorized to approve alterations or amendments of the terms of the Real Property Purchase and Sale Agreement in such form as such officer(s) determine to be in the best interest of the District so

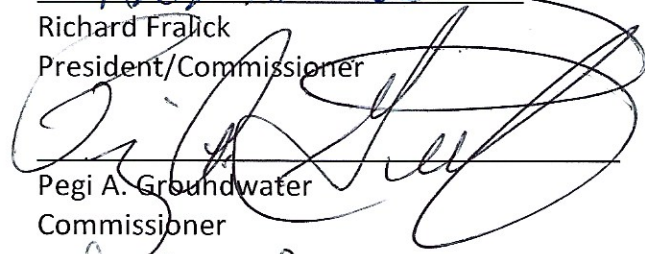
long as their actions are consistent with the intent and purpose of the resolutions contained herein, and provided such alterations or amendments are not substantive in nature.

5. The District's President and/or Superintendent are authorized to execute and deliver in the name of, and on behalf of, the District any and all agreements, instruments, certificates or documents and to do any and all acts or things as they, or either of them, deem necessary or advisable to document, evidence, carry out fully the terms of, and close the Real Property Purchase and Sale Agreement and the intent and purpose of the resolutions contained herein.

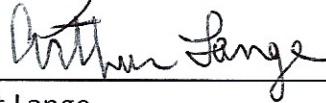
**ADOPTED AND APPROVED** by the Board of Commissioners of San Juan Public Hospital District No. 3 at a regular meeting thereof this 30th day of October, 2018, the following Commissioners being present and voting:



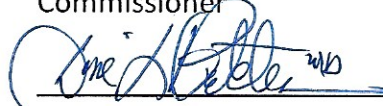
Richard Fralick  
President/Commissioner



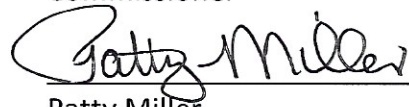
Pegi A. Groundwater  
Commissioner



Art Lange  
Commissioner



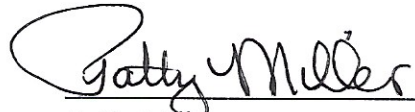
Diane Boteler, M.D.  
Commissioner



Patty Miller  
Secretary/ Commissioner

I, Patty Miller, Secretary of the Board of Commissioners of San Juan Public Hospital District No. 3 certify that the attached copy of Resolution No. 2018-19 is a true and correct copy of the original resolution adopted October 30, 2018, as that resolution appears on the Minute Book of the District.

DATED this 30<sup>th</sup> day of October, 2018.

  
\_\_\_\_\_  
Patty Miller  
Secretary

**Exhibit A**  
**Form of Real Property Purchase and Sale Agreement**  
**(Attached)**