

**EXTRACT OF MINUTES OF MEETING
OF THE GOVERNING BOARD OF
THE CARVER-SCOTT EDUCATIONAL COOPERATIVE, DISTRICT NO. 930
SHAKOPEE, MINNESOTA**

Pursuant to due call and notice thereof, a meeting of the Governing Board of the Carver-Scott Educational Cooperative, District No. 930, Shakopee, Minnesota, was held on the 18th day of March, 2014, at 5:30 p.m.

The following Board members were present:

Mary Romansky, Shakopee

John Weinand, Waconia

Amy Logue, Eastern Carver County

Rich Schug, Norwood-Young America

Dennis Havlicek, New Prague Area

Dan Giesen, Belle Plaine

Deb Pauly, Jordan

John McCain, Watertown-Mayer

Rich Wolf, Prior Lake-Savage

and the following were absent:

Member _____ introduced the following resolution and moved its adoption:

RESOLUTION APPROVING THE AMENDMENT TO JOINT POWERS AGREEMENT

WHEREAS, through a joint agreement entered into on October 12, 1976 by several school districts, the Carver-Scott Cooperative Center was established and

operated as a vocational education cooperative center under Minn. Stat. § 123.351 (1974); and

WHEREAS, subsequently, the Carver-Scott Cooperative Center was renamed as the Carver-Scott Educational Cooperative No. 930 (“CSEC”); and

WHEREAS, the Waconia School District and CSEC are parties to a joint powers agreement dated January 9, 2006 (the “Joint Powers Agreement”) wherein CSEC agreed (among other terms) to exercise its option to purchase certain real estate in the City of Waconia (the “Waconia Property”) upon full payment of a lease-purchase agreement dated August 4, 2005 between CSEC and All Points Funding LLC; and

WHEREAS, upon acquiring title to the Waconia Property, CSEC agreed to convey and transfer ownership of that real estate to the School District pursuant to the terms of the Joint Powers Agreement; and

WHEREAS, CSEC and the School District entered into Letter of Agreement dated April 17, 2012 which amended the Joint Powers Agreement to address additional obligations by the parties with respect to the Waconia Property; and

WHEREAS, Capital One Public Funding, the successor to All Points Funding LLC, has agreed to amend the lease-purchase agreement by replacing CSEC with SWMetro as the lessee; and

WHEREAS, in light of the amendment to the lease-purchase agreement which has made SWMetro the new lessee in place of CSEC, it is necessary to amend the Joint Powers Agreement so that its terms are made applicable to SWMetro, rather than CSEC.

NOW, THEREFORE, BE IT RESOLVED by the Governing Board of the Carver-Scott Educational Cooperative, District No. 930, as follows:

1. The Board Chair and Clerk are hereby authorized to execute and deliver an amended Joint Powers Agreement in which SWMetro assumes all of CSEC's rights and obligations with respect to the Joint Powers Agreement (including those in the Letter of Agreement dated April 17, 2012).

The motion for the adoption of the foregoing resolution was duly seconded by Member _____ and upon vote being taken thereon, the following voted in favor thereof:

Mary Romansky, Shakopee

John Weinand, Waconia

Amy Logue, Eastern Carver County

Rich Schug, Norwood-Young America

Dennis Havlicek, New Prague Area

Dan Giesen, Belle Plaine

Deb Pauly, Jordan

John McCain, Watertown-Mayer

Rich Wolf, Prior Lake-Savage

and the following voted against:

whereupon said resolution was declared duly passed and adopted.

