

CITY OF GRAND RAPIDS, MINNESOTA

RESOLUTION NO. _____

**RESOLUTION APPROVING A RIGHT OF ENTRY
AGREEMENT WITH SE 7TH AVE DISTRIBUTION LLC
RELATED TO THE L & M SUPPLY PROJECT**

BE IT RESOLVED by the City Council (the “City Council”) of the City of Grand Rapids, Minnesota (the “City”) as follows:

Section 1. Recitals.

1.01. The City manages and maintains certain property owned jointly by the City and Itasca County (the “County”) legally described in Exhibit A attached hereto (the “Property”) pursuant to a Grand Rapids/Itasca County Airport Joint Powers Cooperative Agreement, which the Grand Rapids Economic Development Authority (the “Authority”), a body corporate and politic organized and existing under the laws of the State of Minnesota, has proposed to purchase and sell to SE 7th Ave Distribution LLC, a Minnesota limited liability company, or an affiliate thereof or an entity related thereto (the “Developer”).

1.02. The Developer intends to construct, improve and equip on the Property and on adjacent property an approximately 210,000 square foot warehouse and distribution center (the “Project”) to be owned by the Developer and operated by L & M Supply, Inc., a Minnesota corporation (the “Tenant”), in connection with the expansion of the Tenant’s existing business, pursuant to a Development Assistance Agreement between the City, the Authority and the Developer (the “Contract”).

1.03. The Developer would like to begin work on the Project, specifically site clearance and grading (the “Site Preparation Activities”), pursuant to the Contract prior to purchasing the Property. To facilitate that work, the City is now presented with a Right of Entry Agreement by and between the City and the Developer related to the Property (the “Right of Entry”).

1.04. The City finds that it is in the best interest of the City and its residents for the City to allow the Developer and its employees, officers, contractors, subcontractors, representatives, and agents on the Property in order to commence the Site Preparation Activities at the Developer’s sole risk and expense.

Section 2. Right of Entry Approved.

2.01. The City hereby approves the Right of Entry substantially in accordance with the terms set forth in the form presented to the City Council, together with any related documents necessary in connection therewith, and without limitation all documents, exhibits, certifications or consents referenced in or attached to the Right of Entry (collectively, the “Right of Entry Documents”) and hereby authorizes the Mayor and the City Administrator to negotiate the final terms thereof and, in their discretion and at such time as they may deem appropriate, to execute the Right of Entry Documents on behalf of the City, and to carry out, on behalf of the City, the City’s obligations thereunder when all conditions precedent thereto have been satisfied.

2.02. The approval hereby given to the Right of Entry Documents includes approval of such additional details therein as may be necessary and appropriate and such modifications thereof, deletions therefrom and additions thereto as may be necessary and appropriate and approved by legal counsel to the City and by the officers authorized herein to execute said documents prior to their execution; and said officers are hereby authorized to approve said changes on behalf of the City. The execution of any instrument by the appropriate officers of the City herein authorized shall be conclusive evidence of the approval of such document

in accordance with the terms hereof. This resolution shall not constitute an offer and the Right of Entry Documents shall not be effective until the date of execution thereof as provided herein. In the event of absence or disability of the officers, any of the documents authorized by this Resolution to be executed may be executed without further act or authorization of the City Council by any duly designated acting official, or by such other officer or officers of the City Council as, in the opinion of the City Attorney, may act in their behalf.

2.03. Upon execution and delivery of the Right of Entry Documents, the officers and employees of the City are hereby authorized and directed to take or cause to be taken such actions as may be necessary on behalf of the City to implement the Right of Entry Documents.

Adopted on February 26, 2024 by the City Council of the City of Grand Rapids, Minnesota.

Mayor

City Clerk

EXHIBIT A

LEGAL DESCRIPTION OF PROPERTY

The property located in the City of Grand Rapids, Itasca County, Minnesota legally described as:

COUNTY PID NUMBER 91-033-1406

East 330 feet of the South one-half (S $\frac{1}{2}$) of the Southeast Quarter, Northeast Quarter (SE $\frac{1}{4}$ NE $\frac{1}{4}$) of Section Thirty-three (33), Township Fifty-five (55), Range Twenty-five (25) west of the Fourth Principal Meridian.

Abstract Property.