

REVISED AGENDA

*Port of Kennewick
Regular Commission Business Meeting
Port of Kennewick Commission Chambers
350 Clover Island Drive, Suite 200, Kennewick, Washington*

Tuesday, February 27, 2018
2:00 p.m.

- I. CALL TO ORDER**
- II. PLEDGE OF ALLEGIANCE**
- III. APPROVAL OF AGENDA**
- IV. PUBLIC COMMENT** *(Please state your name and address for the public record)*
- V. CONSENT AGENDA – A**
 - A. Approval of Direct Deposit and ePayments Dated February 16, 2018
 - B. Approval of Warrant Register Dated February 27, 2018
 - C. Approval of Regular Commission Business Meeting Minutes February 13, 2018
- VI. CONSENT AGENDA – B**
 - A. Approval of Warrant Register Dated February 27, 2018 (PS Media)
- VII. PRESENTATIONS**
 - A. Hanford Area Economic Investment Fund Advisory Committee (HAEIFAC) Grant Award, Bob Koch (TANA)
- VIII. NEW BUSINESS**
 - A. Interlocal with City of Kennewick for Columbia Gardens Wine Village Effluent Treatment Facility; Resolution 2018-02 (AMBER)
 - B. Bruker AXS Handheld 60 Day Lease Extension; Resolution 2018-03 (AMBER)
- IX. REPORTS, COMMENTS AND DISCUSSION ITEMS**
 - A. Columbia Drive
 - 1. Columbia Gardens Phase 2 Project Update (LARRY)
 - B. Vista Field Update (LARRY/TIM)
 - C. Opportunity Fund (TIM)
 - D. Comprehensive Scheme Review (TIM)
 - E. Regional Vision Project / 2030 Committee (TIM)
 - F. Commissioner Meetings (formal and informal meetings with groups or individuals)
 - G. Non-Scheduled Items
- X. PUBLIC COMMENT** *(Please state your name and address for the public record)*
- I. EXECUTIVE SESSION** *(Ask public if they are staying, and if not, where they can be located if the Executive Session ends early.)*
 - A. Potential Litigation, per RCW 42.30.110(1)(i)
- II. ADJOURNMENT**

PLEASE SILENCE CELL PHONES



PORT OF KENNEWICK REGULAR COMMISSION MEETING

DRAFT

FEBRUARY 13, 2018 MINUTES

CALL TO ORDER

Commission President Thomas Moak called the Regular Commission Meeting to order at 2:00 p.m. in the Port of Kennewick Commission Chambers located at 350 Clover Island Drive, Suite 200, Kennewick, Washington 99336.

The following were present:

Board Members: Thomas Moak, President
Don Barnes, Vice-President
Skip Novakovich, Secretary

Staff Members: Tim Arntzen, Chief Executive Officer
Tana Bader Inglima, Deputy Chief Executive Officer
Amber Hanchette, Director of Real Estate and Operations
Nick Kooiker, Chief Financial Officer/Auditor
Larry Peterson, Director of Planning and Development
Lisa Schumacher, Special Projects Coordinator
Bridgette Scott, Executive Assistant
Lucinda Luke, Port Counsel

PLEDGE OF ALLEGIANCE

Mr. Barnes led the Pledge of Allegiance.

Mr. Arntzen requested to add the name of the small street in Columbia Gardens to the Agenda, after the Vista Field Update, Item 7E.

APPROVAL OF THE AGENDA

MOTION: *Commissioner Novakovich moved to approve the Agenda with the addition of Columbia Gardens Street naming following the Vista Field Update; Commissioner Barnes seconded. With no further discussion, motion carried unanimously. All in favor 3:0.*

PUBLIC COMMENT

Chuck Torelli, 3314 South Dennis Court, Kennewick. Mr. Torelli attended the Columbia Gardens Wine Village ribbon cutting last Friday and commended staff on a great event. Mr. Torelli stated it was wonderful to see the project come to fruition and the support of the community was evident by the attendance. Mr. Torelli stated the impact that the Port is making in our community is becoming more visible every day.

No further comments were made.

PORT OF KENNEWICK REGULAR COMMISSION MEETING

FEBRUARY 13, 2018 MINUTES

DRAFT

CONSENT AGENDA

Consent agenda consisted of the following:

- A. Approval of Direct Deposit and E-Payments Dated February 2, 2018**
Direct Deposit and E-Payments totaling \$92,917.61
- B. Approval of Warrant Registers Dated February 5, 2018**
Expense Fund Voucher Number 39834 for a grand total of \$13,100.00
- C. Approval of Warrant Registers Dated February 13, 2018**
Expense Fund Voucher Numbers 39835 through 39892 for a grand total of \$232,860.45
- D. Approval of Regular Commission Business Meeting Minutes January 9, 2018**
- E. Approval of Regular Commission Business Meeting Minutes January 23, 2018**

Mr. Barnes requested Item E be considered as a separate motion as he was ill and did not attend the January 23, 2018 Commission meeting.

MOTION: *Commissioner Barnes moved for approval of the Consent Agenda except for Item E; Commissioner Novakovich seconded. With no further discussion, motion carried unanimously. All in favor 3:0.*

MOTION: *Commissioner Novakovich moved for approval of the Consent Agenda Item E; Commissioner Moak seconded. With no further discussion, motion carried unanimously. All in favor 2:1. Mr. Barnes abstained.*

PRESENTATION

- A. Friend of the Port – Chairman Burke, Confederated Tribes of the Umatilla Indian Reservation**
Mr. Arntzen stated in 2008 the Port implemented the Friend of the Port Award. The only prerequisite is that the recipient has made the Port a better place by giving of themselves. Today, the Port wants to recognize the Confederated Tribes of the Umatilla Indian Reservation (CTUIR). Chairman Gary Burke is with us today to accept the award. Mr. Arntzen stated it has been over a decade since the Port and the CTUIR began working together and supporting each other. The Port and the CTUIR have a wonderful friendship and exchange dialogue about projects that are important to the Port, the CTUIR, and the community. The Port has been able to accomplish projects on the waterfront and the river shore because of the many letters of support from the CTUIR. Mr. Arntzen values the partnership of the CTUIR Board of Trustees and staff and stated our friendship is immeasurable. Mr. Arntzen stated it is an honor to give the 2017 Friend of the Port award to the CTUIR and presented the plaque to Gary Burke, Chairman of their Board of Trustees'; which reads:

“In celebration of our friendship; and in recognition of the Tribe’s tremendous efforts to help transform the waterfront and create Wiyakuktpa, The Gathering Place on Clover Island.”

Chairman Burke stated it is an honor to receive this award from the Port. The CTUIR appreciates the Port’s friendship and willingness to work with tribe on environmental and economic issues. This area is part of our homeland and it is important to keep our culture and traditions alive and

PORT OF KENNEWICK REGULAR COMMISSION MEETING

FEBRUARY 13, 2018 MINUTES

DRAFT

with the help of the Port we are able to do so. Mr. Burke hopes the friendship continues and wishes the Commission and staff the best.

Mr. Moak stated there is a mutual respect between the Port and CTUIR and Mr. Moak thanked Chairman Burke for the Tribe's assistance on high level projects.

Mr. Novakovich expressed his appreciation for the wonderful relationship and stated it is an honor to work with Tribes, the Board of Trustees, and staff.

REPORTS, COMMENTS AND DISCUSSION TEMS

A. *Approval to Sell and Convey Surplus Property; Resolution 2018-01*

Mr. Kooiker stated for Commission consideration is Resolution 2018-01, which authorizes staff to surplus items that are obsolete, broken and/or no longer needed for Port purposes.

PUBLIC COMMENTS

No comments were made.

MOTION: Commissioner Novakovich moved for approval of Resolution 2018-01 authorizing the CEO to dispose of surplus property; Commissioner Barnes seconded. With no further discussion, motion carried unanimously. All in favor 3:0.

B. *Port Commission Rules of Policy and Procedure*

Ms. Scott stated in January, the Commission requested a copy of the current Port Commission Rules of Policy and Procedures. This document was originally created and adopted in February of 2011. Since then, the Commission has modified several items within the Policy by resolution, for example, Public Comments, Port Financial Goals, CEO Delegation of Authority, and the CEO Evaluation Process. Staff reviewed the document and made mostly clerical revisions, such as changing "Executive Director" to "Chief Executive Officer," and updated the document to reflect the changes approved by resolutions.

Mr. Arntzen stated staff provided the Commission with an opportunity to review the document with the revisions and additional resolutions. Mr. Arntzen suggested that each Commissioner contact myself or Ms. Scott regarding potential revisions to the document, then, changes that appear to be universally accepted, routine or clerical, will be made by staff. However, for substantive or policy changes, those comments will be listed and reviewed with the Commission during a meeting. Regardless of what is done, the Commission will receive a complete red-line document that outlines all the changes in one document, for final review. Mr. Arntzen inquired if the Commission had thoughts regarding the editing process.

Mr. Barnes approves of the process outlined by Mr. Arntzen and welcomes the opportunity to review the document and provide comments to staff for compilation.

Mr. Novakovich concurs with Mr. Barnes and believes the process will save time.

PORT OF KENNEWICK REGULAR COMMISSION MEETING

FEBRUARY 13, 2018 MINUTES

DRAFT

Mr. Moak stated it is a good time to review and edit the document and agrees with the process suggested by Mr. Arntzen and thanked staff for their assistance.

C. Environmental Insurance Update

Mr. Arntzen reported several months ago staff began looking at environmental insurance for Port properties. Mr. Kooiker surveyed several ports to see if they carry this specific policy and most do not carry this kind of insurance. Mr. Kooiker has spoken to several insurance agencies regarding pollution policies and estimates the policy would cost between \$30,000 and \$40,000 annually, in addition to the \$170,000 a year for our other coverages. Mr. Arntzen stated the Port does not have a substantial rainy day (reserve) fund, which is meant to protect the Port against unanticipated situations. Mr. Arntzen inquired if the Commission would rather “self-insure” by using the rainy day (reserve) fund to cover an environmental liability claim should the need arise. Or, would the Commission rather add another policy, which would significantly increase the budget.

Mr. Kooiker stated all of the options are very expensive and there is a fair amount of uncertainty with environmental claims. Mr. Kooiker surveyed 14 other ports and they do not carry environmental insurance because of the expense.

Mr. Novakovich inquired what the deductibles would be.

Mr. Kooiker stated the deductibles range from \$50,000 to \$200,000.

Mr. Moak stated there is no reason why the Port needs to be in the market for environmental insurance, considering the likelihood of an event is small and the cost is too great. If something were to happen the Port can look at other options, including the rainy day (reserve) fund.

Mr. Barnes stated there are too many variables and with a cost of \$40,000 per year for a policy and a deductible upwards to \$200,000, it is too much. Mr. Barnes understands that the Port has a robust reserve fund, which helps alleviate some concerns. Mr. Barnes would be in favor of keeping the reserve fund and believes the Port should self-insure and create a policy to access the funds under this scenario.

Mr. Novakovich agrees with Mr. Moak and Mr. Barnes and stated it is not worth the gamble to invest that kind of money for insurance. Mr. Novakovich stated the rainy day (reserve) fund should not be used unless there is an emergency and believes the Port should self-insure in this case.

Mr. Arntzen reiterated the Commission’s comments and stated should the Port have an environmental claim, the CEO could access the rainy day (reserve) fund, with approval from the Commission. Mr. Arntzen confirmed with the Commission that in the short term, staff can access the rainy day (reserve) fund for any environmental claim and in the long term, Mr. Kooiker will draft a policy outlining the circumstances in which the rainy day (reserve) fund can be used.

Mr. Moak inquired if the Port needs a policy.

PORT OF KENNEWICK REGULAR COMMISSION MEETING

FEBRUARY 13, 2018 MINUTES

DRAFT

Mr. Kooiker stated the Port will need a reserve policy in place, when the Port seeks funding for Vista Field. Lending institutions like to see a certain amount of reserve funds, approximately one year of debt service, which is at least \$500,000 and a signed policy from the Commission.

Mr. Moak is in favor having a policy in place because of the Vista Field funding.

Mr. Arntzen stated staff will draft a policy which stipulates what the rainy day (reserve) fund can be used for. Additionally, the State Auditor requires a certain amount of funds for the rainy day (reserve) fund and the Port currently satisfies requirements of both the bank and the State Auditor.

Mr. Novakovich confirmed that the policy will authorize CEO to utilize the rainy day (reserve) fund for specific purposes as defined by the policy.

Mr. Arntzen stated that is correct.

D. Clover Island

1. Ground Lease Discussion

Mr. Arntzen stated the Port received a request from one of the businesses on the Island, asking the Port to consider extending their ground lease. Mr. Arntzen has asked Ms. Luke to work directly with the business' counsel on a proposal that is acceptable to the Port and the business.

Ms. Luke reported that she has been working with counsel and is waiting for additional information from the business. Ms. Luke stated the business can either prepare a new lease or use the existing lease with an addendum.

Mr. Moak believes there should be a positive outcome for both the Port district and the tenant.

2. Miscellaneous Issues

Mr. Arntzen stated recently the Port was asked if it would consider selling property on Clover Island, which is currently under a long term ground lease. For the Port to answer this question, several other questions regarding Clover Island need to be answered. Mr. Arntzen outlined the memo, which summarizes questions the Commission may need to consider, such as boat parking, the development of the corner parcel, and building height. Mr. Arntzen stated in 2005, the Port adopted the Clover Island Master Plan, where there is a shortage of parking for the amount of proposed development space. Furthermore, the plan does not consider those with boat trailers, who utilize the recently renovated boat launch. Mr. Arntzen inquired if it time to update the 2005 Clover Island Master Plan or create a new Master Plan for the Island.

Mr. Novakovich stated it is a complicated issue and the Commission cannot answer an individual question without impacting all the properties, including The Willows and Columbia Drive. Mr. Novakovich believes the Clover Island Master Plan should be updated.

Mr. Barnes agrees with Mr. Novakovich and stated the last master plan was adopted in 2005 and it would be prudent take a comprehensive look at all the Port properties on the Island and

PORT OF KENNEWICK REGULAR COMMISSION MEETING

FEBRUARY 13, 2018 MINUTES

DRAFT

surrounding areas for a long term plan. Mr. Barnes believes the Port should use the same strategy on Clover Island, as it did with Vista Field, “get it right, not right now.”

Mr. Moak agrees with his colleagues comments and believes this is a great opportunity to involve the public, as we did with Vista Field. Mr. Moak stated there are too many questions that need to be answered before the Port can move ahead with additional development on Clover Island. Clover Island is the core of the Port and the current master plan does not include any of the projects slated for development, such as Columbia Drive and the Culinary School.

Mr. Peterson reviewed projects on the Island over the past decade and stated the Port has many unique potential development opportunities on the Island and the 2005 Master Plan showed several more buildings on the Island that can actually be supported with surface parking. The Port researched structured parking in the past and it was estimated that one stall/space would cost \$26,000. Mr. Peterson suggested if the Port engages the public, rather than start over with a new concept, refine the direction of the master plan and continue showcasing the waterfront. Mr. Peterson reviewed several scenarios for the Commission regarding development and stated the Port cannot develop the corner parcel until the 1135 USACE project is completed in 2020.

Mr. Arntzen thanked the Commission for their comments and confirmed the Commission’s desire to consider the issues together rather than individually. Mr. Arntzen will continue to discuss with staff and report back at a later date. Mr. Arntzen inquired if the Commission would rather focus on a mini Master Plan update or a full Master Planning effort.

Mr. Moak stated the 1135 project will create a more desirable place on the Island and with the completion of Columbia Gardens, he believes it is important to not just update the current Master Plan, but go through the entire Master Planning effort.

Mr. Barnes stated with staff focusing on Columbia Gardens and Vista Field, an update of the current Master Plan with the integration of Columbia Drive and The Willows might be appropriate; however, if Columbia Gardens and The Willows cannot be included in the update, then the Port may want to consider a new Master Plan for Clover Island.

Mr. Peterson stated the Port has been working to rebrand the Port’s investment on Clover Island and Columbia Drive as the Kennewick Waterfront which will invigorate the Bridge to Bridge area. Mr. Peterson stated it is important to include the public, however, the Port should define what can actually be accomplished, such as mixed use development, hospitality, and the Culinary School. Mr. Peterson suggested a two phase Master Plan for development, which outlines development over the next 10 years and one at climax, which shows the possibility of what can happen when traffic models change.

Mr. Moak stated the Port has had a long tradition of being transparent and completing quality projects and asked staff to continue discussing and look at all options.

Mr. Novakovich suggested Makers Architecture review all of the numerous plans that reconnect the waterfront to Downtown Kennewick. Then, integrate the 2005 Master Plan with

PORT OF KENNEWICK REGULAR COMMISSION MEETING

FEBRUARY 13, 2018 MINUTES

DRAFT

where we are and what we see for the future and incorporate that into a plan, and once that is completed, then have a public process. Mr. Novakovich is concerned that another Master Plan at this time may be overwhelming.

Mr. Arntzen will continue to discuss with staff and come back with additional parameters, and constraints. Mr. Arntzen stated if this were a \$25,000 update, staff would be able to find funds, however, a comprehensive review will be more expensive and it is not in the budget. Mr. Arntzen believes the public involvement and timing is important and this will be a big project if done correctly.

Ms. Bader Inglima stated as the Port has been partnering with Clover Island Inn over the past several years to market the Commission's investment on the Island. The Port is an advertising partner for the Clover Island Inn Summer Concert Series, and Mark Blotz, General Manager, has helped foster vibrancy on the Island by hosting the Thunder on the Island series on Wednesday's, which feature local live bands and a family friendly atmosphere. Additionally, Clover Island Inn holds three major concerts during the summer and attendance at these events has grown exponentially.

Mark Blotz, General Manager of Clover Island Inn, thanked the Port for their advertising support for Clover Island Inn's Annual Summer Concert Series, which helps showcase the investment on the Island. Mr. Blotz reported a Jimmy Buffet Tribute band will kick off the Memorial Day weekend and the Thunder on the Island Series will run June through August. Mr. Blotz is currently working with the Historical Downtown Kennewick Association on the end of summer celebration and lining up volunteer organizations to assist throughout the summer.

E. Vista Field Update

Mr. Peterson reported that he met with City staff, Gary Hall of Hall Engineering Associates and Sam Neilsen of Parametrix on February 5, 2018 to review the Vista Field construction documents. Mr. Peterson stated the Port's proposal has been generally accepted by the City with only a few modifications. Mr. Peterson presented the approximate time line for construction:

- March: New Orleans for a mini-Charrette where staff will work with the DPZ Miami team, Laurence Qamar, Michael Mehaffy, and Sam Neilsen to further refine the construction documents;
- April: Community event unveiling of Vista Field Illustrations;
- May: Formal document review by the Commission;
- August: Bid Phase 1A of Vista Field;
- September: Award Bid for Vista Field Phase 1A.

1. Business Improvement District, Ben Floyd of White Bluffs Consulting

Mr. Peterson stated Ben Floyd of White Bluffs Consulting is working on the Business Improvement District (BID) for Vista Field. Mr. Floyd is creating a document that goes above the City standards, to create a set of guidelines for the common areas of Vista Field.

PORT OF KENNEWICK REGULAR COMMISSION MEETING

FEBRUARY 13, 2018 MINUTES

DRAFT

Mr. Floyd stated the purpose of a BID is to outline procedures for the common area property management that is straight forward for commercial and multi-family; however, the individual residents may require a separate structure, such as a Home Owners Association (HOA). Furthermore, the BID outlines a marketing plan for Vista Field, which addresses the promotion of the commercial businesses with events to create vibrancy. Mr. Floyd is working with Doris Goldstein, who set up the Seaside Urban Development BID and was recommended by DPZ, and Steve DiJulio on the specific legalities of a public/private arrangement. Mr. Floyd has been coordinating with Ms. Luke on the residential portion which is not addressed in the BID statute. Mr. Floyd stated a BID is established by the City and taxes are collected by the County, like any other special purpose district; however, if the Port establishes a private association, it becomes much more involved. Mr. Floyd will continue to work with Ms. Goldstein and Mr. DiJulio to answer the basic questions and then report back to the Commission with options and recommendations for what the structure(s) will encompass. Mr. Floyd stated it is important that the BID is set up prior to people leasing and/or buying commercial space, so they are aware of the rules and fees associated with supporting the district. Mr. Floyd stated the cost structure, initial budget, annual maintenance, and marketing plan will be part of the options for the Commission, as well as implementation phases and associated costs. Mr. Floyd stated as we narrow down the options and alternatives, we would like Ms. Goldstein to present the recommendations to the Commission. Ms. Goldstein has a lot of experience setting up these types of districts/associations and is very knowledgeable.

Mr. Moak inquired if the intent is to create a structure that will deal with both businesses and residential, and if there is a time frame that needs to be met.

Mr. Floyd stated that the intent is to create a solution or hybrid that will encompass both residential and commercial. Mr. Floyd hopes to present the options to the Commission in late spring and complete the document prior to year-end, with implementation to follow in 2019.

Mr. Moak asked if the BID needed to be complete before the Port markets properties.

Mr. Peterson stated the Port cannot market an unrecorded lot, however, the Port can discuss development opportunities and anticipates the BID should be in place 4 to 6 months prior to completion of Phase 1.

2. *Columbia Drive Street Name:*

Mr. Peterson reported that the Port is constructing a loop road in Columbia Gardens which aligns with Date Street and Cedar Street. Mr. Peterson asked the City if they would prefer the Port name the main street and use extensions of Date Street and Cedar Street or name all three streets. The City strongly suggested to continue using Date Street and Cedar Street because it is much better for the Emergency and GIS System. Mr. Peterson inquired if the Commission finds the name Columbia Gardens Way (east/west) acceptable, as loop creates addressing concerns.

The Commission is in consensus that a portion of the loop road in Columbia Gardens will be named Columbia Gardens Way.

PORT OF KENNEWICK REGULAR COMMISSION MEETING

FEBRUARY 13, 2018 MINUTES

DRAFT

F. Women in Business Conference

Ms. Hanchette and Ms. Bader Inglima recently attended the Tri-Cities Chamber of Commerce Women in Business Conference at Three Rivers Convention Center. The conference was sold out for the first time since the inaugural event in 2012, with 400 conference attendees and over 700 attending the luncheon. Ms. Hanchette stated the speakers were very inspiring and there was a dynamic mix of professionals. Ms. Hanchette appreciated the opportunity to attend.

Ms. Bader Inglima added that she was asked by many people when Wine Village would be open.

G. Commissioner Meetings (formal and informal meetings with groups or individuals)

Commissioners reported on their respective committee meetings.

H. Non Scheduled Items

1. Mr. Barnes stated every once in a while, he receives a call from a constituent and he tries to assist the constituent. However, he realized it is not an efficient use of time and should refer the constituent to staff. Mr. Barnes stated going forward, when speaking with a constituent regarding a Port related issue, will do his very best to direct them to staff.

Mr. Barnes stated the Port strives to be fair and equitable in how we work with our jurisdictional partners; however, with some projects, timing is key, as it is with the City of West Richland. Mr. Barnes stated the former Tri-City raceway is a great project and the Port has been working on many issues to ready the site since 2014; and the timing of the Red Mountain Interchange will have a great impact on the site. Mr. Barnes inquired if the Port could partner with the Port of Benton and the City of West Richland on a project that would be mutually beneficial for all three entities.

2. Mr. Novakovich recently spoke with Bart Fawbush of Bartholomew Wines, who was extremely pleased with the ribbon cutting and indicated that his total sales were far greater than he ever expected.

Mr. Novakovich reported that House Bill (HB) 2647 regarding campaign contribution limits for port commission candidates creates a uniform campaign contribution limit among all ports of \$800 per individual contributor, per candidate, per election cycle, for port districts over 200,000 registered voters, passed the House, 97-0 and will now go to the Senate for vote.

Mr. Novakovich stated with regard to the City of West Richland, the Port has completed many of the items to prepare the property and it may be beneficial to make a presentation to the Council which outlines what the Port has accomplished at the Former Tri-City Raceway. Mr. Novakovich inquired if Oneza could put together a presentation for City Council on what the Port has accomplished in West Richland.

3. Mr. Moak thanked Mr. Barnes for standing in for him at the ribbon cutting for Columbia Gardens.

**PORT OF KENNEWICK
REGULAR COMMISSION MEETING**

FEBRUARY 13, 2018 MINUTES

DRAFT

4. Ms. Scott reminded the Commission that the Public Disclosure Commission Statements and Letter of Potential Conflicts are due mid-April.
5. Ms. Bader Inglima reported the Port had a very successful trade show booth at the Washington Wine Growers Association. Ms. Bader Inglima and Ms. Hanchette promoted the completion of Columbia Gardens Phase 1 and created interest in Phase 2. Mr. Fawbush and Mr. Palencia also stopped by the booth and attracted a bit of attention.

Ms. Bader Inglima stated the Columbia Gardens ribbon cutting was a huge success and thanked staff their assistance. Ms. Bader Inglima stated the Fire Marshall estimated 450 to 500 people attended the ribbon cutting. Ms. Bader Inglima reported that the tenants were very pleased by the turnout and the opportunity to showcase their space and product. The County and City were impressed by the enthusiasm for the wineries and the tenants are excited for Phase 2 to begin.

Mr. Novakovich thanked staff and Ms. Bader Inglima on a tremendous job putting this event together.

Mr. Peterson stated Phase 2 plans, which include the loop road and food truck plaza have been submitted to the City. Mr. Peterson anticipates bringing the bid results for Phase 2 to the Commission for potential award at the March 27, 2018 Commission Meeting.

6. Mr. Arntzen stated based on the feedback Ms. Hanchette received at the Washington Wine Growers Association last week, most industry insiders expressed their interest in a 1,000 square foot tasting room as opposed to one 2,500 square foot space. Mr. Arntzen would like meet with Thomas Kastener of Meier Architecture to see if the 211 Columbia Drive replacement building could have two 1,000 square foot tasting rooms. Mr. Arntzen would like to bring both proposals to the Commission for consideration at a later date. Mr. Arntzen stated each unit would maintain their own restroom, HVAC and utilities.

Mr. Arntzen visited with Oneza several weeks ago and asked if she could follow up on the Former Tri-City Raceway Master Plan. Mr. Arntzen stated the Master Plan did not address the possibility of the Port selling the property and how that would affect the people who own property around the raceway. Mr. Arntzen believes it is important to address those kinds of concerns and would like Oneza to follow up with the property owners. Mr. Arntzen is hoping Oneza can answer questions which the Port could use for a Joint Meeting with the West City Richland Council.

7. Ms. Luke is working with Ms. Scott on scheduling a training session on anti-harassment and bi-standard training this spring.
8. Mr. Peterson reported Phase 2 plans for Columbia Gardens have been submitted to the City.
9. Ms. Hanchette surveyed attendees at the Washington Wine Growers Association show regarding what size tasting room would they would need and the feedback she received was that 1,000 square feet is suitable for a tasting room.

PORT OF KENNEWICK REGULAR COMMISSION MEETING

FEBRUARY 13, 2018 MINUTES

DRAFT

PUBLIC COMMENTS

Boyce Burdick, 414 Snyder Street, Richland. Mr. Burdick stated a number of people traveled to Olympia and performed for the Arts and Heritage Day last week. Mr. Burdick reported the group was able to meet with staff from Arts WA. The group spoke with Annette Roth, Creative Districts Program Manager of Arts WA regarding Vista Field and the City of Kennewick. The Creative District, formerly known as the Arts District or Arts and Entertainment District, works to help communities in Washington thrive. The District is managed by Arts WA and is a new legislative initiative designed to support the state's creative academy; and its purpose is to strengthen the creative sector, diversify the academy and enhance the quality of life. Ms. Roth has spoken with Emily Estes-Cross from the City of Kennewick and City liaison to the Kennewick Arts Commission. Ms. Roth inquired whom she should speak with at the Port regarding the program. Mr. Burdick defined the Certified Creative District as an "exciting place to live in, work in and visit. It is a geographically, defined area of cultural and economic activity. It is the heart of the community, a focal point for people to gather and enjoy the arts and culture the community has to offer. It can include cultural facilities, arts related organizations, creative economic companies and other businesses that support or compliment those activities. The vehicle to grow jobs and create economic opportunities for people through the arts and creative industries. It is a place where innovation and creativity can thrive, helping a community move enthusiastically into the future."

No further comments were made.

Mr. Arntzen stated Ms. Bader Inglima has been working with Barb Carter, our link to the Kennewick Arts Commission and they have discussed the Creative District. Additionally, Mr. Arntzen attended the Ad Hoc meeting with the Kennewick Historic Downtown Partnership and Ms. Estes-Cross addressed this as well. Mr. Arntzen asked Mr. Burdick if he had any suggestions as to what part of the community would be subject to the Creative District.

Mr. Burdick believes it would encompass Vista Field and the Three Rivers Convention Center property. That area has been known as the arts and entertainment district, which is now an obsolete term, and Mr. Burdick believes the Creative District includes economics and is not just about the arts.

Mr. Arntzen appreciates Mr. Burdick's comments and feedback and stated staff will follow up with Mr. Burdick regarding Arts Wa and the Creative District.

Mr. Burdick stated the Arts Wa will have a webinar on March 8, 2018 regarding the Creative District.

COMMISSIONER COMMENTS

No comments were made.

**PORT OF KENNEWICK
REGULAR COMMISSION MEETING**

FEBRUARY 13, 2018 MINUTES

DRAFT

ADJOURNMENT

With no further business to bring before the Board; the meeting was adjourned 4:25 p.m.

APPROVED:

**PORT of KENNEWICK
BOARD of COMMISSIONERS**

Thomas Moak, President

Don Barnes, Vice President

Skip Novakovich, Secretary



AGENDA REPORT

TO: Port Commission

FROM: Amber Hanchette, Director of Real Estate & Operations

DATE: 2/27/2018

AGENDA ITEM NO.: Resolution 2018-02, Interlocal Agreement with the City of Kennewick for the Columbia Gardens Wine Village, Effluent Treatment Facility

- I. REFERENCE(S):** Resolution 2018-02 attached.
- II. FISCAL IMPACT:** None
- III. DISCUSSION:** The Columbia Gardens Wine and Artisan Village is located on Columbia Drive in downtown Kennewick. The vision for the area is to create a destination that includes a wine village featuring urban wineries, tasting rooms, shopping, and entertainment amenities which will draw residents and visitors to Kennewick's historic waterfront.
- In November 2017 the Port of Kennewick completed construction of three buildings for wine production, tasting rooms and case goods storage at 421 E. Columbia Drive, Kennewick. Concurrently, the City of Kennewick began installation of a wine effluent treatment system. Construction of the wine effluent treatment system will be completed and the system operational on or before March 1, 2018.
- The City of Kennewick will be responsible for the operations and maintenance of the wine effluent treatment system. A treatment room is located at 421 E. Columbia Drive, Suite A130, in one of the Port's newly constructed buildings. Effluent treatment tanks are located underground to the West of the A buildings. No rent shall be due from the City to the Port and the City shall be responsible for all separately metered electricity and water utility charges associated with Suite A130.
- Completion of the effluent treatment system concludes Phase I of the Columbia Gardens revitalization collaboration between the Port of Kennewick and City of Kennewick.
- IV. STAFF RECOMMENDATION:** Approve Resolution 2018-02, adopting the Interlocal Agreement between the Port of Kennewick and City of Kennewick for the Columbia Gardens wine village effluent treatment facility.
- V. ACTION REQUESTED OF COMMISSION:**

Motion: I move approval of Resolution 2018-02, adopting the Interlocal Agreement between the Port of Kennewick and City of Kennewick for the Columbia Gardens Wine Village Wine Village Effluent Treatment System.

PORT OF KENNEWICK

Resolution No. 2018-02

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE PORT OF KENNEWICK APPROVING AN INTERLOCAL AGREEMENT WITH
THE CITY OF KENNEWICK FOR COLUMBIA GARDENS WINE VILLAGE,
EFFLUENT TREATMENT FACILITY**

WHEREAS, Resolution 2013-24 approves the Interlocal Agreement between the Port and the City of Kennewick (City) related to the Columbia Gardens Wine Village, Phase 1, located on Columbia Drive in downtown Kennewick; and

WHEREAS, the Port and City have agreed to collaborate on the wine effluent treatment system that is an essential element necessary to support the development of the working wineries within Columbia Gardens Wine & Artisan Village; and

WHEREAS, the Port and City have outlined the general provisions, operations and maintenance of the wine effluent treatment center in an Interlocal Agreement.

NOW, THEREFORE; BE IT HEREBY RESOLVED that the Board of Commissioners of the Port of Kennewick approves the Interlocal Agreement and instructs the Port CEO to execute the Interlocal Agreement, and take all action necessary to implement the Interlocal Agreement.

ADOPTED by the Board of Commissioners of the Port of Kennewick on the 27th day of February, 2018.

**PORT OF KENNEWICK
BOARD OF COMMISSIONERS**

By: _____
THOMAS MOAK, President

By: _____
DON BARNES, Vice President

By: _____
SKIP NOVAKOVICH, Secretary

INTERLOCAL AGREEMENT
REGARDING
COLUMBIA GARDENS WINE VILLAGE
EFFLUENT TREATMENT FACILITY

I. PARTIES

This Interlocal Agreement is entered into this ____ day of _____, 2018, between the PORT OF KENNEWICK, a Washington municipal corporation (“Port”), and the CITY OF KENNEWICK, a Washington municipal corporation, (“City”) referred to collectively as the “Parties.” The Parties agree as follows:

II. RECITALS

- 2.1 Economic Development Authority.** The Port and the City are authorized, including under Chapters 39.33 and 39.34 of the Revised Code of Washington, to contract with each other and other public agencies in order to effectively and efficiently operate, administer and carry out their programs and public projects.
- 2.2 Location of Facility in Project Area.** The Port owns approximately 14 acres of undeveloped land in the City which it intends to develop as an urban wine village (the “Project Area”). The Project Area is divided into Phase I, which includes three buildings housing two working wineries (production, tasting room, case goods storage and related administration/offices, and a wine effluent treatment system. Phase I is as shown on Exhibit “A.” Phase II will consist of two separate areas, the “Columbia Gardens Phase II” and the “Willows”, and each area shall be developed with utilities, streets and lots for sale or lease for winery and related purposes and to work in partnership with Columbia Basin College (the “College”) to build a Culinary Arts School, all of which will complement the wineries to be established in Phase I. Phase II, consisting of the two separate areas, is as shown on the site plan attached hereto as Exhibit “A.”
- 2.3 Opportunity for Collaborative Development.** The Parties recognize that successful economic development within the City benefits the economic and social welfare of the City and the surrounding area. The Parties also recognize that a wine effluent treatment system is an essential element necessary to support the development of the working wineries to be located in the Project Area. The Parties, cognizant of the unprecedented opportunity for collaborative development by investing in redevelopment of challenging properties, hereby choose to collaborate on the location, installation, and maintenance of a wine effluent treatment system located in the Port’s new building located at 421 E. Columbia Drive Suite A130, Kennewick, WA (the A Building). The location of the wine effluent treatment system is as shown on Exhibit “B.” Establishment of the wine effluent treatment system will dramatically enhance the development of the Project Area into a destination wine village, permitting the Parties to attract major private sector investment.

III. OBLIGATIONS OF THE PARTIES

3.1 **General Provisions Related to Construction.** The City has permitted, designed, and engineered the wine effluent treatment system. The City has bid the construction and monitored/administered construction of the wine effluent treatment system. Construction of the wine effluent treatment system will be completed and the system will be operative on or before March 1, 2018.

3.2 **Operations and Maintenance.**

The City:

- (a) Shall be responsible for the Operations and Maintenance of the wine effluent treatment system.
- (b) Shall maintain the interior (from wall studs inward) of the wine effluent treatment room, all wine effluent treatment equipment, all associated equipment, materials, supplies of any kind whatsoever placed by the City into the wine effluent treatment room located in the Port's A building Suite A130, as shown on Exhibit "B" attached hereto. The room shall be used by the City to monitor its wine effluent treatment system. The City shall have access to the room at all times necessary to monitor the wine effluent treatment system and to maintain the room. The City's access to the room shall not disrupt the tenant's business operations. Should the City need access to the room or the immediately adjacent tenant breezeway area, the City shall provide tenant with reasonable notice of no less than 24 hours unless otherwise agreed by the tenant.
- (c) There shall be no rent due from the City to the Port for the treatment room. The City shall pay all separately metered electricity and water utility charges directly associated with the small effluent treatment room.

IV. ADMINISTRATION

4.1 **Responsibilities.** This Agreement shall be administered by the City Manager or her designee and the Port Chief Executive Officer or his designee. Working in partnership and on behalf of their respective agencies these individuals shall be responsible for:

- (a) Establishing policies for implementing this Agreement;
- (b) Providing periodic progress reports;
- (c) Monitoring progress of the Parties and other agencies in the fulfillment of their respective responsibilities; and
- (d) Follow applicable City and Port bid and prevailing wage law policies and procedures when awarding bids for this project.

- 4.2 **Document Review.** The Parties shall cooperate by sharing all relevant information, including planning, financial and environmental documents, to the extent allowed by law.
- 4.3 **Expenses and Financial Contingency.** Except as otherwise provided, the obligations of each Party shall be performed at the sole expense of said Party.

V. GENERAL

- 5.1 **Amendment.** This Agreement shall not be altered or varied except in writing signed by each Party.
- 5.2 **Governing Law.** Each of the Parties has independent authority to contract; and, this Agreement is pursuant to that authority and shall be governed by, construed and enforced in accordance with the substantive laws of the State of Washington.
- 5.3 **Venue.** The venue for any action arising out of this Agreement shall be the Superior Court for Benton County.
- 5.4 **Non Waiver.** Nothing in this Agreement and no actions taken pursuant to this Agreement shall constitute a waiver or surrender of any rights, remedies, claims or causes of action a Party may have against the other Party or others under any provision of this Agreement or any provision of law.
- 5.5 **Agreement Term.** The term of Agreement shall commence on its execution by both Parties and end December 31, 2028 (“Agreement Term”). The Parties may elect to renew the Agreement for one successive five (5) year term commencing January 1, 2028, and ending December 31, 2033.
- 5.6 **Inspection of Records and Filing.** The records and documents with respect to all matters covered by this Agreement shall be subject to inspection by the Parties during the term of this Agreement and for three years after its termination. This Agreement shall be filed or listed pursuant to RCW 39.34.040.
- 5.7 **No Separate Legal Entity.** It is not the intention that a separate legal entity be established to conduct the cooperative undertaking nor is the joint acquisition, holding or disposing of real or personal property anticipated.
- 5.8 **Severability.** In the event any term or condition of this Agreement or application thereof to any person, entity or circumstance is held invalid, such invalidity shall not affect any other terms, conditions or applications of this Agreement which can be given effect without the invalid term, condition, or application. To this end, the terms and conditions of this Agreement are declared severable.
- 5.9 **Defense and Indemnity.** Each party shall indemnify, defend, protect, hold harmless, and release the other, its officers, agents, and employees, from and against any and all claims,

loss, proceedings, damages, causes of action, liability, costs or expense (including attorneys' fees and witness costs) arising from or in connection with or caused by any act, omission, or negligence of such indemnifying party.

5.10 Integration. With the exception of the Interlocal Agreement between the City of Kennewick and the Port of Kennewick for Columbia Gardens - Phase I executed on November 8, 2013, and amended on July 21, 2015, and the Interlocal Agreement between the City, Columbia Basin College, and the Port for Columbia Gardens Phase II executed on January 5, 2017, this Agreement supersedes all prior agreements and understandings (whether written or oral) between the Parties with respect to the subject matter hereof.

5.11 Breach. In the event of a breach of this Agreement, the non-breaching Party shall retain all legal and equitable remedies against the breaching Party.

VI. EXECUTION AND APPROVAL

6.1 Warranty of Authority. Each Party to this Agreement warrants that it has the authority to enter into this Agreement.

6.2 Execution. The person executing for a respective Party has been duly authorized to and does execute the Agreement on behalf of that respective Party.

PORT OF KENNEWICK

Date: _____

By: _____

TIM ARNTZEN, Chief Executive Officer

Approved as to Form:

LUCINDA LUKE
Attorney for Port of Kennewick

CITY OF KENNEWICK

Date: 2-7-18

By: Marie E. Mosley
MARIE E. MOSLEY, City Manager

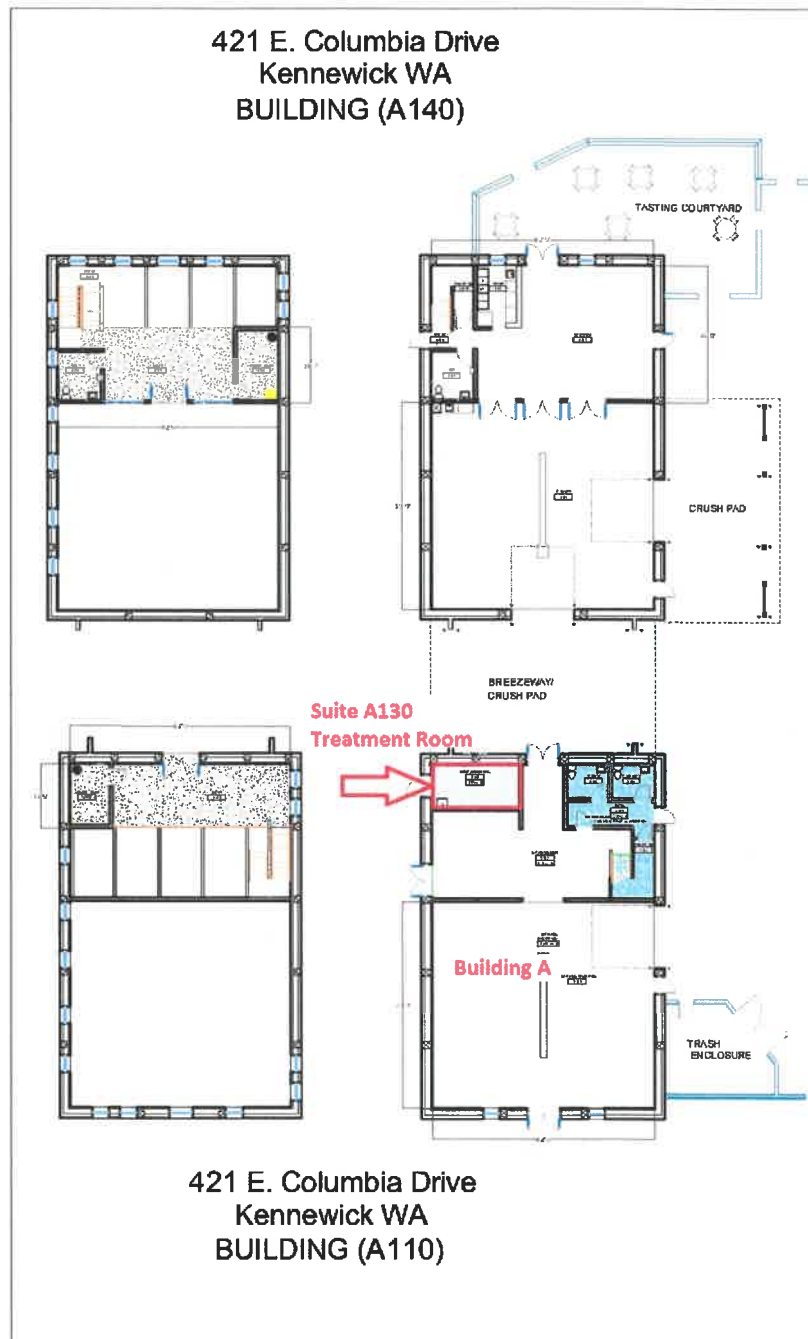
Approved as to Form:

Lisa Beaton
LISA BEATON, City Attorney

EXHIBIT A
Project Area



EXHIBIT B
Effluent Treatment Room Location





AGENDA REPORT

TO: Port Commission

FROM: Amber Hanchette, Director of Operations & Real Estate

MEETING DATE: February 27, 2018

AGENDA ITEM: Resolution 2018-03; 60 day lease extension

- I. REFERENCE(S):** Resolution 2017-33, Resolution 2018-03
- II. FISCAL IMPACT:** Continuation of existing revenue
- III. DISCUSSION:** The Port of Kennewick leases approximately 21,000sf of space to Bruker AXS Handheld Inc. in Vista Field Development Facility A. The current Bruker lease dated January 1, 2013 expired December 31, 2017. Through Resolution 2017-33 the Port of Kennewick Commission granted a sixty (60) day extension to provide staff with additional time to negotiate a five-year lease renewal.

Bruker representatives have requested that their legal counsel review the draft lease prior to acceptance. Therefore, port staff is requesting a sixty (60) day extension of the existing lease to complete the lease review with Bruker representatives and their legal counsel. Extension to expire April 30, 2018.

- IV. STAFF RECOMMENDATION:**
Approve sixty (60) day lease extension with Bruker AXS Handheld effective March 1, 2018 ending April 30, 2018.
- V. ACTION REQUESTED OF COMMISSION:**

***Motion:** I move approval of Resolution 2018-03 approving a 60-day lease extension with Bruker AXS Handheld to complete lease renewal negotiations.*

PORT OF KENNEWICK

Resolution No. 2018-03

***A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE PORT OF KENNEWICK AUTHORIZING THE CHIEF EXECUTIVE OFFICER
TO EXECUTE AN AMENDMENT TO THE COMMERCIAL LEASE AGREEMENT WITH
BRUKER AXS HANDHELD INC.***

WHEREAS, the Port of Kennewick (Port) is authorized to enter into certain leases upon such terms as the Port Commission deems proper; and

WHEREAS, the current lease dated January 1, 2013 with Bruker AXS Handheld Inc. expires December 31, 2017; and

WHEREAS, the Commission approved Resolution 2017-33 granting a sixty day (60) lease extension expiring on March 1, 2018; and

WHEREAS, port staff requests Commission approval for an additional sixty day (60) lease extension expiring on April 30, 2018 to complete lease renewal negotiations with Bruker AXS Handheld Inc.

NOW, THEREFORE, BE IT HEREBY RESOLVED that the Board of Commissioners of the Port of Kennewick hereby approves a sixty day (60) lease extension and authorizes the Chief Executive Officer to execute an amendment to the Commercial Lease Agreement with Bruker AXS Handheld Inc.

ADOPTED by the Board of Commissioners of the Port of Kennewick on the 27th day of February 2018.

***PORT of KENNEWICK
BOARD of COMMISSIONERS***

By:

THOMAS MOAK, *President*

By:

DON BARNES, *Vice President*

By:

SKIP NOVAKOVICH, *Secretary*