

**PRELIMINARY
AGENDA**

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

Tuesday, April 25, 2017
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. Approval of Direct Deposit and ePayments Dated April 3, 2017
 - B. Approval of Warrant Register Dated April 11, 2017
 - C. Approval of Direct Deposit and ePayments Dated April 18, 2017
 - D. Approval of Warrant Register Dated April 25, 2017
 - E. Approval of Regular Commission Business Meeting Minutes March 28, 2017
- VI. NEW BUSINESS**
 - A. Approval of Interlocal Agreement between Port of Kennewick, City of Kennewick and Benton County for Rural County Capital Funds (**TIM/NICK/TANA**)
- VII. REPORTS, COMMENTS AND DISCUSSION ITEMS**
 - A. Clover Island Update (**LARRY**)
 - B. Columbia Drive Update (**LARRY**)
 - C. Vista Field Update (**LARRY**)
 - 1. Phase 1 Debriefing (**TIM/LARRY/COMMISSION**)
 - D. Commissioner Meetings (formal and informal meetings with groups or individuals)
 - E. Non-Scheduled Items
- VIII. PUBLIC COMMENT** *(Please state your name and address for the public record)*
- IX. ADJOURNMENT**

PLEASE SILENCE CELL PHONES



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CALL TO ORDER

Commission President Skip Novakovich 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: Skip Novakovich, President
Thomas Moak, Vice-President
Don Barnes, 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 & Development
Lisa Schumacher, Special Projects Coordinator
Bridgette Scott, Executive Assistant
Lucinda Luke, Port Counsel

PLEDGE OF ALLEGIANCE

Steven Wiley, Arts Center Task Force President, led the Pledge of Allegiance.

APPROVAL OF THE AGENDA

Mr. Barnes requested that a Vista Field Update be added to the Reports, Comments, and Discussion section, after Item D.

MOTION: *Commissioner Barnes moved to approve the Agenda, as modified; Commissioner Moak seconded. With no further discussion, motion carried unanimously. All in favor 3:0.*

PUBLIC COMMENT

No comments were made.

CONSENT AGENDA

Consent agenda consisted of the following:

- A. Approval of Direct Deposit and E-Payments Dated March 17, 2017***
Direct Deposit and E-Payments totaling \$51,365.95
- B. Approval of Warrant Registers Dated March 28, 2017***
Expense Fund Voucher Numbers 38929 through 38958 for a grand total of \$138,620.65
- C. Approval of Regular Commission Business Meeting Minutes March 14, 2017***

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

PRESENTATION

A. *Arts Center Task Force*

Mr. Arntzen stated Port staff, Ms. Luke, and the Arts Center Task Force (ACTF) have been working towards a Letter of Intent (LOI) for a Performing Arts Center for over a year; and today, Mr. Wiley will be presenting the Port Commission with a great opportunity. Mr. Arntzen stated the LOI, if approved by the Commission, will be the first catalyst project at Vista Field. Mr. Arntzen explained under the LOI, the Port would provide 2.2 acres at Vista Field for a nominal cost and the ACTF would fundraise, construct and operate a state of the art, 800 seat, Performing Art Center (PAC). Mr. Arntzen indicated that the Tri-Cities has discussed a PAC for many years, and today, we are one step closer to fulfilling that desire for our community.

Ms. Bader Inglima introduced Steven Wiley, the ACTF President, who will be discussing the LOI. Ms. Bader Inglima stated Mr. Wiley is joined by several of the ACTF members and supporters of a PAC at Vista Field.

Mr. Wiley thanked the Commission and staff for providing ACTF with the opportunity to present the LOI for the land to build a PAC in Vista Field. Mr. Wiley stated a PAC has been the dream for many, with few opportunities to make it happen. In 2014, the Port held a public charrette to identify what amenities the community would like to see at Vista Field and the public consensus was that a PAC should be included. Encouraged by the outpouring of community support, the ACTF began working with Port staff to determine a course of action. Today, ACTF has built a grass roots organization that has engaged people and groups across the Tri-Cities, raised funds from private donors, created a preliminary business plan, and hired L & M Architects from Seattle to design the building. The facility ACTF has envisioned will transform the community and be the crown jewel of the Vista Field redevelopment. The PAC will provide entertainment every week of the year, stimulate regional economic growth, promote tourism, and will assist in recruiting and retaining top talent at our local companies, provide new education opportunities, and vastly enrich the cultural life of the community. Mr. Wiley stated the PAC will be a regional facility for the Tri-Cities and will not be funded by additional sales tax or property tax but funded by contributions, grants, naming rights, and operations. The ACTF understands that the path forward will be difficult, however, we are confident that we will be successful, because of the passion, the commitment and the energy of the people of the Tri-Cities. Mr. Wiley stated together with the Port, we will bring the vision of a PAC to fruition. Mr. Wiley thanked the Commission for their vision of what the Vista Field redevelopment could become for this community and how it could enrich lives. Mr. Wiley presented the LOI to the Port Commission, to acquire 2.2 acres at Vista Field and urged the Commission to consider action. In addition to the LOI, the ACTF submitted a letter of support signed by the ACTF Board, the ACTF Advisory Board, the Mid-Columbia Ballet, Mastersingers, Musical Theatre and Symphony, and 20 local community performing and visual arts groups; the Regional Chamber of Commerce and Visit Tri-Cities. Mr. Wiley thanked the Commission and inquired if there were any questions regarding the LOI.

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Mr. Novakovich stated this is a very momentous occasion and for the private sector to commit to build and fund a PAC that has been desired for so long is amazing and commended the ACTF and supporting groups. Mr. Novakovich reiterated that the PAC will not be funded by taxes, but by private funds.

Mr. Moak inquired what benefits the ACTF sees by locating the PAC at Vista Field.

Mr. Wiley stated the urban plan design for Vista Field is an ideal accompaniment for a PAC and an arts and entertainment district. Furthermore, it will be centrally located in the Tri-Cities and the blank slate will provide opportunities for restaurants and other facilities to drive business to the PAC.

Mr. Barnes stated based on previous ACTF presentations it is clear that the group has put forth a tremendous amount of energy and effort researching successful and unsuccessful facilities in the Pacific Northwest. Mr. Barnes believes a PAC will bring energy and vitality to Vista Field and the relationship between the Port and the ACTF is a perfect example of a public/private partnership.

Mr. Novakovich acknowledged the members of the organization in the audience today and thanked them for their hard work and diligence.

PUBLIC COMMENT

Boyce Burdick, 414 Snyder Street, Richland. Mr. Burdick is the Board President of the Mid-Columbia Symphony and serves on the ACTF Planning Committee. Mr. Burdick stated the Symphony currently performs at the Richland High School Auditorium, where construction has taken over the parking lot and will soon diminish because of the planned Auditorium remodel. Because of those factors, the Symphony will need a place to perform next year. Mr. Burdick expressed that it has been a 25 year effort to build a PAC in the Tri-Cities and implored the Commission to sign the LOI.

Jose Chavallo, 927 Quinault Avenue, Kennewick. Mr. Chavallo stated he recently read an article in the *Tri-City Herald* which stated the vision for Vista Field would change. Mr. Chavallo inquired if the LOI with the ACTF will change Port's vision for Vista Field.

Mr. Peterson stated the proposed LOI does not change the vision of Vista Field, which began in November 2014 at the public charrette process. The vision of a PAC being centrally located in Vista Field to create vibrancy, has been part of the Port's direction for over two years. Mr. Peterson stated the proposed LOI is a game changer and will enhance the redevelopment of Vista Field.

Mr. Chavallo stated his support for the PAC, however, he expressed his concern over the central location and inquired if the Port might consider moving it to the front or back side of Vista Field. Mr. Chavallo referenced the Southridge development and explained that the City of Kennewick sold one piece of property and the development ended up going a different way.

It is the consensus of the Commission to sign the proposed LOI from the Arts Center Task Force.

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RECESS

Mr. Novakovich recessed the meeting 2:20 p.m. for fifteen minutes and will reconvene at approximately 2:35 p.m.

Mr. Novakovich reconvened the Regular Commission Business Meeting at 2:35 p.m.

NEW BUSINESS

A. Zach Ratkai, City of Richland Economic Development Manager

Mr. Arntzen introduced Zach Ratkai, Economic Development Manager for the City of Richland. Recently, Mr. Arntzen, met with Mr. Ratkai and Kerwin Jensen, Community Development Manager to discuss opportunities for joint projects and plan to meet quarterly. Mr. Arntzen stated a substantial portion of Richland is in the Port of Kennewick District.

Mr. Ratkai presented the City of Richland's 2016 Year End Economic Development Report and stated some of the priorities for the Economic Development group are:

- Continued Growth: Richland Queensgate area is developing at a rapid pace with the inclusion of several new businesses;
- Organization and Outreach: inform the public and partners on City's mission and funding opportunities;
- Communication: website improvements and advertising opportunities;
- Business and Community Programs: educate businesses on various funding programs.

Mr. Ratkai stated for 2017, the City will continue to address rail loop opportunities, neighborhood commercial centers inventory, adopt a Comprehensive Plan with Community Development, partner with the Port of Benton and outline future projects with the Port of Kennewick.

Mr. Moak inquired if the City has discussed redeveloping Island View.

Mr. Ratkai stated at this time the City has not received much private interest in the area, however, staff addressed some ideas with the Public Works Department. Mr. Ratkai would like to discuss Island View with Port staff and look for opportunities for partnership.

B. Capital Projects Construction Cost Estimation Process

Mr. Arntzen reported that he has been working with David Robison of Strategic Construction Management, Inc. (SCM Inc.) to create an internal process document to assist staff with cost estimation for large capital projects. Last year, the Port's initial Bid for the Wine Village was considerably higher than estimated, which resulted in the addition of value engineering and rebidding the project. Mr. Arntzen worked with staff and Mr. Robison to craft a draft document to determine the cost estimation of capital projects over \$500,000.

Mr. Robison thanked the Commission and stated this document will allow staff to determine a cost estimate by performing a project analysis, which includes the project concept, a master budget, and a review by the CFO, prior to presentation to the Commission. Mr. Robison indicated when developing a master budget, it is important to include the following: soft costs,

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hard costs, contingency, furniture, fixtures and equipment (FF&E), additive alternates and markup. The document helps create a set of guidelines for staff to utilize when determining the potential cost of a project, which allows for a better budget process and work plan. The document contains:

- Award or reject project based on whether the bid price is within the available budget, not within the engineer's estimate;
- Provide larger project contingencies;
- Provide for 10% mark-up contingency;
- Provide for additive alternatives, so project bid could be awarded with alternates, or without, as necessary;
- Create CFO's reserve account;
- Provide second, independent cost estimate for projects over \$1,000,000;
- Value engineer, if needed;
- At the outset, move some projects to the "optional" category.

Mr. Barnes inquired how a contingency amount should be determined.

Mr. Robison stated developing a contingency is based on a formula which represents the project, the complexity of the project, duration of the project and the uniqueness of the project. Then, discerning what parts of the project may need more contingency before it is engineered or even designed.

Mr. Barnes confirmed that the document will be used to assist staff in formulating a budget for a project prior to starting design and engineering phase.

Mr. Moak inquired what the Commission should be doing from a policy standpoint.

Mr. Robison believes understanding the various aspects of development is important when contemplating a project, because it is the Commission that sets a vision for staff to develop, and staff implements the vision, which is not a simple process and takes time.

Mr. Moak inquired how a CFO reserve account differs from a contingency fund.

Mr. Arntzen stated staff has not used a CFO account previously, however, with the Wine Village, Mr. Kooiker was tasked with finding three alternative funding sources to complete the project. A way to avoid that scenario is for the Commission to establish a CFO reserve account for the budget. The CFO reserve account is money that is not allocated to any project and can be used as a rainy day fund for projects that may need additional funding.

Mr. Novakovich thanked Mr. Robison and confirmed that Mr. Arntzen would like to implement this procedure internally, for major construction projects.

Mr. Arntzen stated the intent of this process is to better assist in the budget process during the work plan workshop, thereby reducing the challenge of cost estimating and guessing what a project may cost. Furthermore, Mr. Arntzen believes it would also be prudent to build in a

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substantial contingency fee, which would cover the unexpected costs, for example, the U.S. Army Corps of Engineers has incorporated a 50% contingency fee in the shoreline restoration because of the uncertainties. Mr. Arntzen intends to continue revising the document with Mr. Robison and will bring back for additional Commission comment.

C. *Approval of Purchase and Sale Agreement with Spaulding Business Land Sale- Tri-Cities Chaplaincy; Resolution 2017-06*

Ms. Hanchette reported Tri-Cities Chaplaincy has prepared an offer to purchase the last Port-owned parcel in Spaulding Business Park. Tri-Cities Chaplaincy currently owns property in Spaulding and intends to expand their existing administration building for additional community services, including Behavioral Health.

PUBLIC COMMENTS

No comments were made.

MOTION: *Commissioner Barnes moved for approval of Resolution 2017-06 authorizing the Port's Chief Executive Officer to execute all necessary documentation associated with the land sale to Tri-Cities Chaplaincy and to take all other action necessary to close this transaction; Commissioner Moak seconded.*

Discussion:

Mr. Moak stated the Port sold the first parcel in Spaulding in 2006 and it took 11 years to complete a major redevelopment project. Mr. Moak applauded the Tri-Cities Chaplaincy and other companies for creating an excellent network of businesses for the area. Mr. Moak thanked Mr. Castillo, executive director of Chaplaincy Health Care for his investment and the Port staff and City of Richland staff for bringing the project to fruition.

With no further discussion, motion carried unanimously. All in favor 3:0.

Mr. Castillo reported the Tri-Cities Chaplaincy will be opening Repeat Boutique, a thrift store in downtown Kennewick on March 31, 2017.

D. *Former Tri-City Raceway Master Plan; Resolution 2017-07*

Mr. Peterson presented the Former Tri-City Raceway Master Plan document for Commission consideration and stated the Master Plan represents the last four years of effort, including adding the property into the Urban Growth Boundary. The property was added into the City limits and staff continued to work on the entitlement issues, while the City constructed the industrial wastewater pre-treatment facility. Mr. Peterson stated the Commission reviewed the Draft Master Plan last year and then the draft was forwarded to the City for additional comments in January. Mr. Peterson recently received City comments, and staff folded the comments and responses into the Master Plan document. The Master Plan identifies how the Port will develop the 93 acres in the future.

Mr. Barnes stated Resolution 2017-07 indicates the Draft Master Plan was sent to the City of West Richland for comment in January 2016, but should read January of 2017.

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PUBLIC COMMENTS

Aaron Lambert, City of West Richland Community Development Director thanked the Commission for the opportunity to review and comment on the Former Tri-City Raceway Master Plan. Mr. Lambert stated comments regarding the Master Plan were drafted by Mayor Brent Gerry, Public Works Director Roscoe Slade and him. Mr. Lambert reported market conditions have changed considerably in the vicinity of the Port property with the construction of a new middle school, the purchase of land for a new high school and the future development of the I-82 Red Mountain Interchange, which was recently funded. Mr. Lambert offered his congratulations to the Commission on the full build out of Spaulding Business Park and stated, the City hopes to be at that point someday. Mr. Lambert requested that a new name for the Former Tri-City Raceway be considered and Mayor Gerry suggested Gene Wagner Commercial Park. Mr. Lambert thanked Mr. Peterson, Port staff and Oneza and Associates for incorporating the City comments and inquired if the Port would consider opportunities that may arise to initiate development of the property prior to the four to seven year timeframe outlined in the report.

No further comments were made.

Mr. Novakovich stated the Port and City have a successful partnership and thanked Mr. Peterson, staff and Oneza and Associates for their hard work.

MOTION: Commissioner Barnes moved for approval of Resolution 2017-07, adopting the Master Plan for the redevelopment of the Former Tri-City Raceway Master Plan, suggestion noted, correcting the year from 2016 to 2017; Commissioner Moak seconded.

Discussion:

Mr. Moak applauded the vision of the previous Commission who purchased the property and had the foresight to hold on to it until opportunities arose. Now that the property resides in the City limits, it will be important for the development if the Commission considers the market and triggers, such as the additional construction on Belmont Avenue, the I-82 Interchange and the Duportail Bridge. Furthermore, it is imperative to consider the needs of Red Mountain, the community, and the triggers, then the Port can move forward and engage with partners who are willing to contribute and see the vision for the property. Mr. Moak enjoys working in West Richland and seeing the changes that are happening and the future development.

Mr. Barnes is looking forward to working with the City and stated the property is well located, and the Red Mountain Interchange will be a tremendous asset, once funded and constructed. Mr. Barnes values the relationship with the City and hopes to move forward in a mutually beneficial way, to bring about impactful changes in West Richland and support the Red Mountain AVA.

Mr. Novakovich confirmed with Mr. Peterson and Mr. Lambert that the I-82 Interchange has been fully funded, however the Federal Highway Commission is not allowing access from I-82 at this time.

Mr. Peterson stated that is correct.

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With no further discussion, motion carried unanimously. All in favor 3:0.

REPORTS, COMMENTS AND DISCUSSION ITEMS

A. Kennewick Irrigation District (KID) Inundation Clause

Mr. Arntzen reported that KID Inundation Clause has been recorded and inquired if the Commission had any questions.

Mr. Moak stated this was a goal to complete for the Biennium and thanked Mr. Arntzen and staff for their diligent work with KID.

Mr. Arntzen appreciates the support of the Commission and stated Mr. Peterson worked on the details with Chuck Freeman, KID District Manager.

B. Approval to Sell & Convey Surplus Property; Resolution 2017-05

Mr. Kooiker stated for Commission consideration is Resolution 2017-05, 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 Barnes moved for approval of Resolution 2017-05 authorizing the CEO to dispose of surplus property; Commissioner Moak seconded. With no further discussion, motion carried unanimously. All in favor 3:0.*

C. Clover Island Update

Mr. Peterson stated construction of the Gathering Place is underway and Big D's Construction has begun excavation for the pond, where the Tule Reed Artwork and Confederated Tribes of the Umatilla Reservation (CTUIR) educational panels will be displayed. Additionally, the project will include a sidewalk that connects the West Marina Professional Building to the orange parking lot and an additional viewing platform on the northwest corner of Clover Island. The construction is slated for completion on June 1, 2017 and the project sets the stage for future development on Clover Island. Mr. Peterson reported that the maintenance team will reuse the gravel located in the parking lot for future Port projects.

D. Columbia Drive Update

Mr. Peterson stated the two winery buildings are topped out and ready for the trusses, which are scheduled to arrive mid-April and construction has begun on the third building.

E. Vista Field Update

Mr. Arntzen recently met with City of Kennewick staff to discuss Phase II of Columbia Drive and Phase I of Vista Field. Mr. Arntzen felt the meeting went very well and stated Port and City staff focused on the Vista Field Draft Master Plan. Currently, the City zoning does not permit for elements such as the narrow street or the mixed use zoning, which was envisioned by the public; however, Carey Roe, Public Works Director, is preparing to change the ordinances to allow for the narrow streets and will have the draft material to the City Council later this spring. Additionally,

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Greg McCormick, Planning Director, has been working with Mr. Peterson on the zoning for several months and plans to take his material to the Planning Commission late summer. Mr. Arntzen stated the meeting focused on a spirit of togetherness to move the Master Plan forward, with the expectation that the Port and City will get the processes in place that are needed to develop Vista Field. Mr. Arntzen explained one reason it is taking so long to get the Master Plan approved is because there needs to be a mutual understanding that each entity believes the changes are important, thus changing the way we do business. Mr. Arntzen stated the Vista Field Master Plan has evolved into a joint effort between the City and Port and he is very optimistic that the Master Plan will continue moving forward. Mr. Arntzen reported Port and City staff will work on a joint calendar and would like to invite Marie Mosely, City Manager and Directors to present an update to the Commission on the City's process for the Master Plan.

Mr. Peterson stated the City is working to revise regulations that have been in place for fifty years to allow for the special elements in Vista Field and City staff has been working with the Port to create the citizens' vision.

Mr. Novakovich stated the Port has a very successful partnership with the City and asked Mr. Arntzen to describe the City's investments on Port projects.

Mr. Arntzen stated the City entered into an Interlocal Agreement for Phase I of Columbia Gardens which was a \$1,300,000 City investment. Recently, the Port and City entered into a second Interlocal Agreement for Phase II of Columbia Gardens and the City committed an additional \$1,100,000, whereby, in each case the City has invested in infrastructure on Port property.

Mr. Barnes stated it has been almost four years since the Port decided to close the airport and redevelop Vista Field. From the beginning, the Port has been open, transparent and receptive to public comments regarding the redevelopment. Mr. Barnes praised the Port for recognizing the magnitude and level of sophistication and complexity of this project and enlisting top rate professional help with Duany Plater-Zyberk (DPZ) to guide us through this process. Mr. Barnes stated it has taken some time to get here, however, the Commission has reiterated throughout the entire process, "to get it right, not right now" and we are still in the let's "get it right" phase. Mr. Barnes stated the Port is almost four years into process and learned that the Master Plan may take longer than anticipated because important elements need to be addressed. The working relationship with the City is excellent and the changes that were mentioned earlier, to allow narrow streets, and adjust the zoning are crucial and critical elements for this redevelopment effort. Without those elements, the Port would be constructing stock, off the shelf, commercial development at Vista Field, which would include a power center and retail strips and that is not what the public envisioned or what the Port wants. Mr. Barnes stated he is very happy to be patient and give the City the amount of time that it takes to get the critical elements addressed which will allow us to do the best job we can at Vista Field.

Mr. Arntzen appreciates Mr. Barnes comments and stated it is important that the Commission provides a point of reference on a project time frame. Mr. Arntzen stated staff and consultants continue working on the draft site plan for Phase I and continue to pursue a parallel path while the

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City addresses the Master Plan. Furthermore, the City is aware the Port is running a parallel path and appreciates and understands the timing factors.

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

Commissioners reported on their respective committee meetings.

G. Non Scheduled Items

1. Mr. Barnes stated during the Vista Field update, the Commission and staff discussed the amount of time the redevelopment process has taken and believes at this stage of a project, there may be some doubt or second guessing. However, when Mr. Barnes reviews the processes, the public meetings, and joint meetings that the Port has participated in and conducted, he feels the Port is moving forward. It is important for the Port to continue to stay focused on Vista Field and trust the professional consultants and work together as a team. Although there will be naysayers, Mr. Barnes encouraged the Commission and staff to remain focused on the task at hand. Staff is working hard on the vision and doing a fantastic job, furthermore, the Port is in the hands of first rate professionals and Mr. Barnes is really looking forward to moving to the next phase.
2. Ms. Scott reminded the Commission to submit their Personal Finance Affairs Statements to the Public Disclosure Commission (PDC) with a copy to the Port, no later than April 15, 2017.

Ms. Scott reported the Washington Public Ports Association recently posted the Agenda for the Spring Conference and has copies available for the Commission.

3. Ms. Bader Inglima received a late notice from Visit Tri-Cities regarding the Tri-Cities Rivershore Enhancement Committee (TREC) wayfinding project. Ms. Bader Inglima stated MERJE, the wayfinding consultants will be presenting a status report on wayfinding to the City of Kennewick City Council at 6:30 p.m. and the City of Richland City Council at 7:00 p.m. tonight.
4. Mr. Arntzen stated he and Mr. Peterson will be traveling to Miami the week of April 10, 2017 to work with Lizz Plater-Zyberk and Senen Antonio of DPZ and inquired if the Commission would like to cancel the Regular Commission Business Meeting scheduled for April 11, 2017.

Mr. Novakovich inquired if there are any items that require action.

Mr. Arntzen stated at this time, there is nothing critical on the Agenda.

It is the consensus of the Commission to cancel the Regular Commission Business Meeting scheduled for April 11, 2017.

Mr. Arntzen reported that staff recently received a complaint from a marina tenant regarding the Port's policy of using supervised Coyote inmate work crews on the docks. The marina tenant requested that the supervised work crew should no longer be allowed to work on the docks. The Port has been utilizing the work crews for a number of years and have not experienced any issues. Mr. Arntzen responded to the tenant and stated he would visit with

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staff and the Commission and inquired if he/she may be able to provide any information which shows that that the work crews may be responsible for theft on the docks. Furthermore, Mr. Arntzen will contact Chief Ken Hohenberg, who was referenced in the email, regarding the theft. Staff will be obtaining quotes from private sector contractors to determine the cost of work performed by the work crew. Currently the Port employs two work crews, at a \$1.45/hour each and there are certain duties the work crew can perform on the docks, such as sweeping the cobwebs and shoveling snow off the docks. Mr. Arntzen believes the work crews provide a great benefit to the Port and taxpayers, however, the Commission may determine to utilize a private contract, it will need to be determined if the Port will absorb the cost, or the cost be added to the marina tenants rent. Mr. Arntzen stated staff is taking the complaint very seriously and will update the Commission on the status of the complaint.

Ms. Hanchette stated she is researching the cost to upgrade the camera system.

Mr. Arntzen attended a reception where he spoke with Chief Hohenberg, who expressed his appreciation for the Port and stated the Port's acquisition of properties has helped the Kennewick Police Department in a number of ways. Mr. Arntzen stated there are many factors that can contribute to mayhem on the docks that the gates cannot solve.

Ms. Hanchette reported the Coyote work crews are inmates who committed offenses in Western Washington and stated the Port does not utilize the local Benton County Sheriff work release work crews. Additionally, prior to any Coyote inmate being released, they are returned to Western Washington.

5. Mr. Peterson reported that Northwest Orthopaedic and Sports Medicine will hold a ribbon cutting on Thursday, March 30, 2017 at 11:30 a.m. Mr. Peterson stated the 36,000 square foot building is one of three, state of the art medical buildings in the nation.

PUBLIC COMMENTS

No comments were made.

COMMISSIONER COMMENTS

No comments were made.

Mr. Novakovich anticipates the Executive Session will last approximately 20 minutes, Site Selection per RCW 42.30.110(1)(b) and Real Estate Minimum Price per RCW 42.30.110(1)(c) with no action anticipated. Mr. Novakovich asked the public to notify Port staff if they will return after the executive session.

Mr. Novakovich recessed the Regular Commission Meeting at 4:26 p.m. for nine minutes until 4:35 p.m.

EXECUTIVE SESSION

- A. Real Estate, per RCW 42.30.110(1)(b) – Site Selection*
- B. Real Estate, per RCW 42.30.110(1)(c) – Minimum Price*

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Mr. Novakovich convened the meeting into Executive Session at 4:31 p.m. for approximately twenty minutes.

Ms. Scott exited the meeting at 4:49 p.m. and extended session for 10 minutes.

Mr. Novakovich adjourned the Executive Session at 4:58 p.m.

Mr. Novakovich reconvened Regular Commission Meeting at 4:59 p.m.

ADJOURNMENT

With no further business to bring before the Board; the meeting was adjourned 4:59 p.m.

APPROVED:

**PORT of KENNEWICK
BOARD of COMMISSIONERS**

Skip Novakovich, President

Thomas Moak, Vice President

Don Barnes, Secretary

PORT OF KENNEWICK

Resolution No. 2017-08

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE PORT OF KENNEWICK
APPROVING AN INTER-LOCAL AGREEMENT WITH THE CITY OF KENNEWICK
AND BENTON COUNTY RELATED TO SECURING RURAL COUNTY CAPITAL FUNDS
FOR THE COLUMBIA GARDENS URBAN WINE & ARTISAN VILLAGE PHASE 2
AND THE WILLOWS REDEVELOPMENT SITES**

WHEREAS, the Port of Kennewick and City of Kennewick are working to advance progress related to the Port of Kennewick's Columbia Drive Urban Revitalization Area located in the City of Kennewick; and

WHEREAS, Benton County has approved a joint port/city application for funding and is offering Rural County Capital Funds (Benton County Resolution 2017-103) to support infrastructure improvements to complete Columbia Gardens Wine Village Phase 2 and support construction of the Columbia Basin College Culinary Institute and future development at The Willows; and

WHEREAS, this partnership will redevelop an economically distressed area; and given its prime location on Kennewick's historic shoreline, will attract the wine industry to downtown, creating an unique tourism destination that will serve, sustain and diversify the local economy; import visitor dollars, and act as a catalyst to transform the waterfront into a family-friendly mix of restaurants, retail, residential, public and artisan spaces; and

WHEREAS, wineries and a mix of other businesses have all shown interest in facility development in the Project Area because of its central location, access and visibility; and

WHEREAS, the Port, City, and County recognize that successful and timely redevelopment of Columbia Gardens and The Willows benefits the economic and social welfare of the city, county and the surrounding region; and represents an opportunity for the citizens of Kennewick, Port District, and Benton County; and

WHEREAS, this collaboration serves the public interest by leveraging the port and city's previous investments by securing a shared commitment of Benton County Rural County Capital Funds.

NOW, THEREFORE, BE IT HEREBY RESOLVED that the Board of Commissioners of the Port of Kennewick adopts the attached Disbursement Agreement (Interlocal Agreement) between the Port of Kennewick, City of Kennewick, and Benton County related to Rural County Capital Funds to improve infrastructure for Columbia Gardens Wine Village Phase 2, and The Willows; and authorizes the Port's Chief Executive Officer to execute the Agreement and instructs the CEO to take all action necessary to implement such Agreement.

ADOPTED by the Board of Commissioners of the Port of Kennewick on the 25th day of April, 2017.

**PORT OF KENNEWICK
BOARD OF COMMISSIONERS**

By: _____
SKIP NOVAKOVICH, President

By: _____
THOMAS MOAK, Vice President

By: _____
DON BARNES, Secretary

DISBURSEMENT AGREEMENT FOR USE OF RURAL COUNTY CAPITAL FUNDS

This Agreement, among and between Benton County (hereinafter "County"), the City of Kennewick (hereinafter "City"), and the Port of Kennewick (hereinafter "Port"), shall be effective upon execution by all parties.

WHEREAS, the County has previously agreed to distribute certain funds received from the State of Washington that it has deposited in its Rural County Capital Fund (hereinafter "Fund") after April 1, 2016 for the financing of certain "public facilities [projects] serving economic development purposes" as contemplated by State statute (RCW 82.14.370) and in conformance with County policy (Resolution 2017-103, adopted January 31, 2017); and

WHEREAS, 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; and

WHEREAS, the Port owns property in the City that it desires to develop for economic development purposes; and the City agrees to the use by the Port of a portion of the Fund that would otherwise be available for a City project for construction related to the development of the Port property in return for the expected business, tourism, and job creation that will be stimulated by the project and its benefits to the City; and

WHEREAS, the Port's economic development project referenced above is known as "Columbia Gardens", and consists of the Port's construction of public infrastructure in the form of the extension of water, sewer, electrical and effluent utilities, and the construction of roads, storm drainage, lighting, landscaping, and parking areas (the "Project") to support the Port's construction of two buildings on a six-acre site to provide space for restaurants, wine tasting rooms, and other related businesses; and

WHEREAS, the Project will develop underused land near downtown Kennewick for use by new businesses and is expected to result in over 100 permanent jobs and positively impact sales, B&O, and property tax revenues; and

WHEREAS, the Port has requested \$550,000.00 from its allocation of the Fund for the Project, and the City has agreed to assign \$550,000.00 from its allocation of the Fund to the Port for this Project, for a combined amount of up to \$1,100,000.00 to be reimbursed to the Port by the County for the expenses of this Project; and

NOW THEREFORE, in consideration of the mutual covenants, conditions, and terms contained herein, the County, the City, and the Port mutually agree to the following:

1. The City agrees to assign up to \$550,000.00 of its allocation from the Fund to the Port so that the Port may be reimbursed for additional expenses the Port incurs for expenses related to the Project, with such reimbursement from these Funds to be made concurrently with equal reimbursement to the Port from the Port's allocation from the Fund.

2. Based on the above assignment and the Port's request for reimbursement from its allocation, the County agrees to reimburse the Port for up to \$1,100,000.00 of qualified direct costs incurred by the Port for the Project *after* the execution of this Agreement; contingent upon funds being available in the Port's and City's allocations and that each reimbursement is consistent with the County's Rural County Capital Fund Disbursement Policy.
3. The Port and City represent that the use of said Fund for the Project is consistent with RCW 82.14.370.
4. The Port agrees to use all funds allocated by this Agreement solely for the purpose of financing the Project and warrants that all expenditures by the Port for which it seeks reimbursement will comply with RCW 82.14.370.
5. The Project schedule and a disbursement schedule are attached hereto as Exhibit A. The parties agree that funds will be disbursed only as reimbursement for actual, direct costs incurred by the Port in connection with the Project. The Port will keep the County informed of changes to the schedule as the Project progresses.
6. The Port shall invoice the County at the end of each calendar month for all Project costs incurred by the Port in the prior month that are eligible for and for which reimbursement is sought. All invoices shall be mailed to the County at the following address:

Benton County Commissioners Office
ATTN: Sustainable Development Manager
7122 West Okanogan Place
Kennewick, Washington 99336
7. All approved reimbursement payments will be made via check mailed directly to the Port at 350 Clover Island Drive, Suite 200, Kennewick, Washington 99336.
8. The Port and the City shall not hold the County liable for any delay in disbursements, but the County agrees to use its best efforts to make appropriate disbursement payments to the Port in a reasonably timely fashion.
9. The Port shall be responsible for establishing policies for implementing this Agreement, monitoring progress of the Project, and monitoring the fulfillment of the Parties' responsibilities under the Agreement. In addition to other responsibilities set forth in this Agreement, the Port and the City are responsible for following applicable bid and prevailing wage law policies and procedures when awarding bids for the Project contemplated by this Agreement.
10. The Port agrees to provide the County and the City with a monthly report along with each invoice outlining the status of the Project, including a spreadsheet detailing all costs being reimbursed by the County.
11. If Rural County Capital Funds are applied toward non-eligible expenditures, the County may cease all disbursements until the Port has repaid to the Fund all monies inappropriately expended.

12. 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 by the Port with the Benton County Auditor.
13. It is not the intention that a separate legal entity be established with respect to the Project, nor is the joint acquisition, holding, or disposing of real or personal property anticipated.
14. The Port and City agree to indemnify the County from and against any claims, actions, losses, costs, penalties, damages, attorneys' fees, and all other liabilities and costs of defense of any nature arising out of the County's agreement to disburse Funds under this Agreement.
15. The Port shall not have the right to assign the rights under this Agreement nor to terminate its obligations hereunder without first securing the written consent of the County and the City.
16. This Agreement shall terminate and the County's obligation to disburse funds under this Agreement shall cease at any time that any aspect of the Project falls thirty-six (36) months or more behind the schedule set forth in Exhibit A. In such case, the County's rights under this Agreement shall continue, but the County may use the funds previously allocated under this Agreement for any purpose allowable under state law. The County will make a good faith effort to notify the Port whenever it believes any aspect of the Project is thirty (30) months or more behind schedule and that the Agreement will terminate in six months' time thereafter under this provision; provided that maintaining the Project on schedule is the Port's responsibility and the Port shall have no recourse against the County if such notice is not provided.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date signed below.

BENTON COUNTY

PORT OF KENNEWICK

 Jim Beaver, Chairman
 Board of Commissioners

 Tim Arntzen, Chief Executive Officer

Date: _____

Date: _____

ATTEST:

ATTEST:

 Clerk to the Board

 Chief Financial Officer & Auditor

APPROVED AS TO FORM:

APPROVED AS TO FORM:



 Chief Deputy Prosecuting Attorney

 Lucinda J. Luke, Port Counsel

CITY OF KENNEWICK

Marie Mosley, City Manager

Date: _____

ATTEST:

Terri L. Wright, City Clerk

COLUMBIA GARDENS CONSTRUCTION & DISBURSEMENT SCHEDULE
Port of Kennewick & City of Kennewick Combined Allocations

Columbia Gardens Urban Wine & Artisan Village Phase 2


TASK	DATES		ESTIMATED COSTS	7/1/2017	8/1/2017	9/1/2017	10/1/2017	11/1/2017	12/1/2017	1/1/2018	2/1/2018	3/1/2018	4/1/2018	5/1/2018	6/1/2018	
	Start	Complete														
Complete Design Work (Roadway & Utilities)	5/1/2017	6/15/2017	\$10,000	\$10,000												\$10,000
Permit Fees (Roadway & Utilities)	6/16/2017	7/15/2017	\$30,000	\$30,000												\$30,000
Bidding Process & Award (Roadway & Utilities)	7/16/2017	8/31/2017	\$5,000		\$5,000											\$5,000
Construction (Roadway & Utilities)	9/1/2017	4/1/2018	\$750,000					\$100,000	\$100,000	\$100,000	\$100,000	\$150,000	\$150,000	\$5,000	\$50,000	\$750,000
Construction Management (Roadway & Utilities)	9/1/2017	5/31/2018	\$40,000					\$10,000	\$5,000	\$5,000	\$5,000	\$5,000	\$5,000	\$5,000	\$5,000	\$40,000
Gateway Feature (Design)	9/1/2017	11/30/2017	\$10,000					\$2,500	\$5,000	\$2,500						\$10,000
Food Court Pavilion Design	9/1/2017	11/30/2017	\$25,000					\$5,000	\$10,000	\$5,000	\$5,000					\$25,000
Bus Shelter (Fabrication)	9/1/2017	12/31/2017	\$50,000					\$25,000	\$15,000		\$10,000					\$50,000
Food Court Pavilion Permit Fees	12/1/2017	12/31/2017	\$5,000								\$5,000					\$5,000
Gateway Feature (Fabrication & Installation)	1/1/2018	4/30/2018	\$50,000										\$15,000	\$20,000	\$15,000	\$50,000
Food Court Pavilion Construction	1/1/2018	4/30/2018	\$110,000									\$35,000	\$25,000	\$25,000	\$25,000	\$110,000
Bus Shelter (Contractor Install)	2/15/2018	4/30/2018	\$15,000												\$15,000	\$15,000
TOTAL PROJECT COSTS			\$1,100,000	\$10,000	\$30,000	\$5,000	\$0	\$142,500	\$135,000	\$112,500	\$125,000	\$190,000	\$195,000	\$50,000	\$105,000	\$1,100,000

Port of Kennewick 2017-03-03

EXHIBIT A

ESTIMATED PROJECT COMPLETION AND FUND DISBURSEMENT SCHEDULE

MEMORANDUM

To: Port Commission
From: Tim Arntzen 
Date: 4/21/17
Re: DPZ Update

As you know, Larry and I returned from Miami where we visited with the DPZ team and toured various projects, all related to the development of the Vista Field Phase I construction process. Michael Mehaffy and Laurence Qamar also attended. I would like the opportunity for Larry and me to discuss our observations with the commission. My intent would be to include written materials for commission consideration along with this memo (all of which is included with your commission packet). I would then like the opportunity to discuss our observations from the Miami trip with the commission, asking for commission comment, ideas and input (at the commission meeting of April 25th).

Then, depending on the direction of the discussion, I would like to discuss potential commission policy direction with respect to any potential "decision points" that result from our discussion on the 25th. Hopefully I could present the "decision points" at the next meeting (May 9th) and receive policy level direction at that meeting for further follow up and potential action. In short, I would like to talk about "the whole nine yards" at the April 25th meeting, get comments from the commission on what we might want to implement, and then talk further about implementation at the May 9th meeting.

To aid in the discussion for the 25th meeting, I have included a memo from Michael; an e-mail from Laurence and a memo from me. To aid in policy level discussions on May 9th, I have included a list of the potential "decision points" for commission review.

Potential Decision Points (to be discussed at the May 9th Commission meeting):

1. Would it be appropriate for the commission to consider using the Gauntt hangar as a black box type theater or a public facility for no cost or low cost use by the public?
2. Should the port reduce the length of the residential woonerf and use the proceeds for construction of two mixed use structures?
3. What should the drivable and walkable surfaces look like in both woonerfs (residential and mixed use woonerfs)?
4. Should the port seek to re-use the current T-hangars as potential community space?
5. Would the port desire to "fast track" hanger rehabilitation in advance of potential code changes which could prohibit re-use?

The Future of Vista Field
Team Meeting and Tour Notes
Miami, FL., April 10, 2017



Present: Tim Arntzen, Larry Peterson (Port of Kennewick), Andres Duany, Elizabeth Plater-Zyberk, Senen Antonio, Laurence Qamar, Michael Mehaffy (DPZ team)

Michael gave an update on the latest designs and the current questions regarding strategy for the first phase. He outlined key questions for discussion – phasing, programming, detailed design (esp. of Phase 1A), materials, development strategy.

Andres applauded the proposed hangar building remodels, the design of the woonerfs, and the layout of the first phase. He recommended the Port get young people to provide “cool new ideas” as pioneers, and then older people make it happen, and get it done. Cut through over-regulation, focus on immigrants and young people, focus on “incubation”. What is needed is a “Robert Davis” - an impresario to program the place, reaching out to locals, youth, and immigrants. Get it started, while eventually formal government management is needed. Maybe give it a 3-5 year period of free growth. Perhaps one hangar can function as a “black box” - for performances etc?

Andres recommended to use the existing runway paving with a thin added layer – it could be concrete with a rusty water or acid-stained surface. The building slabs can be raised above the runway/woonerf, letting water run around the buildings to the alley/swale areas. A “subsidiarity zone” can be established to reduce regulatory complexity, per the charrette report. Remember the NW 21st Portland model - one-story retail and 3-story residential. Find similar good cost-effective, streamlined solutions.

We discussed the need for a builder, perhaps to construct the first 8 lots and houses on the Woonerf -- then additional lots can be made available to individuals. Possibly build the first house as the sales office and model. Perhaps build both houses, to create the first two sided portion of the Woonerf. Consider a “Perspicacity” (marketplace of stalls as in Seaside) of temporary buildings, trailers, food carts etc. Lizz feels we need to draw out the options in large-scale detail.

Low price points will require simple windows, low-cost construction (but well-designed!) Research the local market for the townhouses in the Tri-cities area. Design plans that are emerging from the local market who understand the material prices and the market. Then see if we can push that market a little higher, but not push too high. Is there a market that is unmet in the Tri-cities?

What's needed to present to the Commissioners:

1. Market understanding (study, such as by Zimmerman Volk)
2. Construction costs (what range of materials and products are feasible in this market?)
3. Arrangement with builders - find first builder, assure fair access by local builders (later?)
4. Phase 1 is break even, not expecting major increase in market value.

Discussed recruiting strategy for builders. Need to give fair opportunity to local builders, but most crucial, **need to set a bar of project-specific character.** (If the Port built the first two houses as models and commercial office buildings, that would help a great deal.) Be sure the political environment is solid, don't over-promise. Discussed CNU meeting, collateral materials. Possible developers to meet at CNU: Kent Aden, developer from CA; Robert Davis; Jason Comer, first developer of Alys Beach, also did the Hub; Kiki Wallace; Christine Franck's husband in Denver. What about Casey Roloff? Ideal if Port execs can attend NTBA - National Town Builders Association - About 100 New Urbanist developers, fall conference in Cincinnati.



Above: The Wynwood Yard uses food carts and low-cost improvements to create an attractive ambience.



Above: Ironside combines loft-like "maker spaces" with restaurants and attractive low-cost public space.

RAFT

The Future of Vista Field
Team Meeting and Tour Notes
Miami, FL., April 11, 2017



Present: Elizabeth Plater-Zyberk, Senen Antonio, Laurence Qamar, Michael Mehaffy, Tim Arntzen, Larry Peterson

We discussed the CNU conference and collateral materials. DPZ has prepared a banner for the booth; we discussed the images and Larry suggested some substitutions. He will provide those to DPZ. We agreed an additional handout would be desirable – a simple one-page, two-sided overview document with basic information including contact details (for Amber Hanchette).

We continued with discussion of project strategy, with a focus on Phase 1. We discussed the proposed details of Phase 1A and the sequence of construction. It was agreed that a coherent, well-enclosed first phase will be critical, and the hangars can form the nucleus. Constructing the first two houses will provide a very strong “bookend” and way to set the bar for achieving the vision with good quality. A “food cart pod” or temporary market (similar to the market called “Perspicacity” in Seaside) will help enormously. Larry thinks a reduction in infrastructure could allow enough funding to cover this. (There is now about \$5 million, and more may be available.)

Later we discussed detailed paving strategies, and ideas for use of the larger Vista Field site. We agreed to look into an idea for old Cessna and/or military trainer planes that might be painted imaginatively by arts folks.



Downtown Doral, a DPZ project near Miami airport, with detailed lessons for rowhouse design, paving, materials and other examples.



Fat Village Arts District, an innovation development of start-up and creative industry made from old hangars and industrial buildings. Meeting with Doug McCraw, founder and chief executive.

Larry Peterson

From: Laurence Qamar <l.qamar@comcast.net>
Sent: Tuesday, April 11, 2017 10:22 AM
To: Laurence Qamar; Larry Peterson; Michael Mehaffy; Tim Arntzen
Subject: Re: Vista to do

What to do with the existing desert flora? The opening of the vista field begins as a park with a new village starting as the inaugural moment. Artwork in the sage brush. Leading up to the tee hangars -a natural garden. Place a couple of Cessnas painted funky color sitting out in the sage. A series of art happenings and experiences in the open fields.

Plant rows of trees in a nursery that eventually are moved to be street trees.

Use the inmates to build fences similar to Clover Island fencing that allows people to walk but not drive in.

Sent from my iPhone, please excuse typos!

> On Apr 11, 2017, at 12:30 PM, Laurence Qamar <l.qamar@comcast.net> wrote:

>
> Draw woonerfs options , and then get them sample built on the field.
> 1. 20' asphalt covered with top coat of decomposed granite 2. Concrete
> with stones thrown into top surface

>
> Decomposed granite outside driving area in both options

>
> Sent from my iPhone, please excuse typos!

Mission to Miami

Tim's Notes
4/10 – 4/11/17

1. Trip was important.
2. New ideas were discussed.
3. Senen: "Vista Field is progressing fast, compared to others DPZ has worked on." "Andres is happy because he knows this project will be built."
4. Doris Goldstein is a consultant with experience in HOA's.
5. Associate with young people, treat them as de-facto consultants. Andres.
6. Use third hangar as a performing arts/public facility for community use at no cost. Lizz.
7. The project needs to be "messy" for the first five years. "Not what you want it to be." Andres. Port commission and politicians must stay out of the way. "It's about the government staying out of the way." Andres.
8. Programming is important, ethnic performances in the performing arts facility. Lizz.
9. Define "cool" by the users, not demographics. Andres.
10. Re-use runways where possible.
11. Port may need to build two buildings to frame the area and create the nucleus.
12. "Inaugural" condition: single story retail, three story residential. Horizontal mixed use is preferable to vertical mixed use.
13. Residential woonerf: "Nothing like it in America". Andres.
14. In residential area, have a commercial use like a live/work or a coffee shop. Senen.