

AGENDA

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

Tuesday, December 12, 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 December 4, 2017
- B. Approval of Warrant Register Dated December 12, 2017
- C. Approval of Regular Commission Business Meeting Minutes November 28, 2017

VI. NEW BUSINESS

- A. Administrative Housekeeping; Resolution 2017-31 (**TIM/LUCY**)
- B. Interlocal Agreement with City of Kennewick – Columbia Gardens Wine Village Phase II-B Development; Clover Island & Phase I Vista Field Development; Resolution 2017-32 (**TIM**)
- C. Bruker AXS Handheld 60-Day Lease Extension; Resolution 2017-33 (**AMBER**)

VII. REPORTS, COMMENTS AND DISCUSSION ITEMS

- A. Columbia Drive Update
 - 1. Phase Two Wine Village 90% Construction Documents (**LARRY**)
- B. Vista Field Update (**LARRY/TIM**)
 - 1. City of Kennewick Council Meeting Update (**LARRY/TIM**)
- C. 2018/2019 Committee Assignments (**BRIDGETTE**)
- D. Election of 2018-2019 Officers (**TIM**)
- E. City of Richland Rail Tour (**TIM**)
- F. Commissioner Meetings (formal and informal meetings with groups or individuals)
- G. Non-Scheduled Items

Reminder: December 26, 2017 Commission Meeting Cancelled

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 2:02 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 and Development
Lisa Schumacher, Special Projects Coordinator
Bridgette Scott, Executive Assistant
Lucinda Luke, Port Counsel

PLEDGE OF ALLEGIANCE

Phillip Lemley, Richland Councilman led the Pledge of Allegiance.

APPROVAL OF THE AGENDA

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

PUBLIC COMMENT

Boyce Burdick, 414 Snyder Street, Richland. Mr. Burdick reported on December 12, 2017, the Arts Center Task Force will be holding a concert at the Three Rivers Convention Center in support of the Vista Arts Center at Vista Field. The concert will feature the Dublin-based women's trio, Affiniti, with a special appearance by Howard Crosby, nephew of Bing Crosby.

Michelle Andres, 1421 North Road 77, Pasco. Ms. Andres briefed the Commission on the Columbia-Snake River Irrigation Association (CSRIA) Environmental Species Act litigation. Ms. Andres stated the public power council recently met and seven county commissioners, four state representatives and one senator of Washington State have signed a letter of support for the CSRIA's request.

Mr. Arntzen thanked Ms. Andres for the update and stated he spoke with Dr. Olsen earlier today. Dr. Olsen conveyed that he was not specifically requesting a letter of support from the Port, but indicated there were other ways that Mr. Arntzen could assist with the process. Mr. Arntzen will continue to communicate with Dr. Olsen and update the Commission as needed.

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No further comments were made.

CONSENT AGENDA

Consent agenda consisted of the following:

- A. *Approval of Direct Deposit and E-Payments Dated November 1, 2017***
Direct Deposit and E-Payments totaling \$83,803.30
- B. *Approval of Warrant Registers Dated November 14, 2017***
Expense Fund Voucher Numbers 39589 through 39645 for a grand total of \$302,356.10
- C. *Approval of Direct Deposit and E-Payments Dated November 17, 2017***
Direct Deposit and E-Payments totaling \$49,345.73
- D. *Approval of Warrant Registers Dated November 28, 2017***
Expense Fund Voucher Numbers 39646 through 39672 for a grand total of \$77,728.28
- E. *Approval of Regular Commission Business Meeting Minutes October 24, 2017***

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.*

NEW BUSINESS

- A. *Resolution of Appreciation of Carl D. Sampson, Atway Chief of the Walla Walla; Resolution 2017-28***

Mr. Arntzen was recently notified by Don Sampson that his father, Carl D. Sampson, passed away on November 15, 2017. Don Sampson previously served as the Executive Director of the Confederated Tribes of the Umatilla Indian Reservation (CTUIR) and was instrumental in building the Port's relationship with the CTUIR. Mr. Arntzen and Ms. Bader Inglima interfaced with Carl D. Sampson, Atway Chief of the Walla Walla several times and continued to foster the relationship between the two entities. Mr. Arntzen expressed his sadness of Atway Chief passing and presented Resolution 2017-28 for Commission consideration, which offers our condolences and acknowledged the role he played bringing the Port and CTUIR together.

PUBLIC COMMENTS

No comments were made.

MOTION: *Commissioner Barnes moved for approval of Resolution 2017-28, honoring and recognizing the contributions and leadership of Carl D. Sampson, Atway Chief of the Walla Walla; Commissioner Moak seconded.*

Discussion:

Mr. Novakovich thanked Mr. Arntzen and Ms. Bader Inglima for their work on the Resolution recognizing Atway Chief of Walla Walla.

Ms. Bader Inglima stated the Umatilla's refrain from speaking the name of a deceased member of the Tribes for one year after their passing; however, the CTUIR felt it was appropriate to include his name in this manner. Ms. Bader Inglima stated the CTUIR asked that the Port and public to refer to him as Atway Chief of the Walla Walla.

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

B. Clover Island

1. Acceptance of Gathering Place; Resolution 2017-22

Mr. Peterson reported on November 8, 2016, the Commission passed Resolution 2016-32, approving the contract for The Gathering Place and Boardwalk with Big D's Construction of the Tri-Cities. Mr. Peterson stated the Commission set the direction for the project, to create something meaningful to the CTUIR, while setting up the shoreline for future development. The celebration event held on August 4, 2017 celebrated the installation of the CTUIR's heritage artwork. Mr. Peterson reported a few minor items were addressed following the celebration and stated The Gathering Place, Boardwalk and the installation of the Northwest Viewing Point is now complete.

PUBLIC COMMENTS

No comments were made.

MOTION: *Commissioner Moak moved for approval of Resolution 2017-22 accepting The Gathering Place and Boardwalk project as complete by Big D's Construction of Tri-Cities, Inc. and authorize the Chief Executive Officer to finalize the project account; Commissioner Barnes seconded. With no further discussion, motion carried unanimously. All in favor 3:0.*

2. 1135 Project Update; Resolution 2017-23

Mr. Arntzen reported that over the past nine months, the Port and the U.S. Army Corps of Engineers (USACE) have been working on the 1135 Habitat Restoration project to determine which alternative is best suited for Clover Island. To move the project forward, the USACE needs the Port to articulate their intent to move forward to the next phase. The USACE gave the Port five alternatives which listed the cost benefit analysis and the benefits to the environment and the public. Mr. Arntzen stated Alternative One also focuses on the aquatic and riparian habitat from the Lighthouse Plaza to the Coast Guard center and addresses the notch and adds an additional measure which focuses on the aquatic habitat, which is different from the Riparian habitat. USACE engineers are concerned there may be a large scour hole which may need to be filled and therefore that alternative may be more expensive. Alternative Five focuses on the aquatic and riparian habitat from the Lighthouse plaza to the Coast Guard center and addresses the notch and would cost less as it would not address the hole. At this time, the Port has approximately \$900,000 allocated for the 1135 project.

Before the USACE can go further the Port needs to sign an agreement authorizing USACE to perform the work. The Port has the option to choose Alternative One, where USACE will work to determine if there is a scour hole; however, if the Port chooses Alternative Five and the USACE determines there is a hole, the Port cannot go back and choose Alternative One. The Port does have the option to choose Alternative One and default to Alternative Five if it is determined that there is not a hole.

Once the Port has authorized in writing to start the project and chooses an alternative, then work can begin to explore the hydrology and determine the extent of the scour. Mr. Arntzen

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stated the 1135 project is a federal cost share program and will cover 75% of the cost and the Port will cover 25%, including staff time.

Ms. Bader Inglima stated the reason USACE will allow the Port to choose Alternative One and default to Alternative Five after the process has begun, is due to the fact that as they move forward in the federal process and allocate funds, they can spend less money if necessary, but cannot spend more.

Mr. Moak inquired what the time frame is for USACE to determine if there is a hole that needs to be filled.

Ms. Bader Inglima stated once the Port authorizes the process to begin, the paperwork will be routed to Portland for final authorization. Then the Port and USACE will need to sign a Memorandum of Understanding to begin the process. Once the internal processes are complete, the USACE can begin investigating the hydrology. Ms. Bader Inglima estimated USACE will be able to conduct the survey work by spring of 2018.

Mr. Moak inquired why Alternative One would not be in the best interest of the Port.

Mr. Arntzen stated one factor is the potential cost of the project. If USACE determines the hole is there and is substantial, the Port's share could increase exponentially. Additionally, USACE could determine that the hole is such an impediment that they cannot proceed with the project. Mr. Arntzen stated funding is the biggest issue, being that the Port has enough funds for Alternative Five, but may not be able to afford Alternative One, depending on what the hydrology determines. Mr. Arntzen stated there will be changes, and will update the Commission as more information arises.

Ms. Bader Inglima stated the Corps' initial cost estimate to move the Port into this phase is only at 10% planning level cost estimates and the Port does not have the final estimate cost. Once USACE has the authorization, they can move forward with the survey to help better estimate costs. The Port then has the opportunity to review and decide if it fits within our budget.

Mr. Novakovich stated that Alternative One seems the simplest option and once the Port has the final cost estimate, the Commission can make the final determination.

Mr. Moak stated if there is a hole and it does need to be filled, does USACE still provide 75% of the funding.

Mr. Arntzen stated yes; however, USACE may determine it is more money than they are able to spend under this programs parameters.

PUBLIC COMMENTS

No comments were made.

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MOTION: Commissioner Moak moved for approval of Resolution 2017-23, supporting Alternative One; and authorizing the CEO to execute all documents necessary to implement the Federal Cost Share Agreement with the Department of Army for Design and Construction of the Clover Island Section 1135 Project; with the understanding that following evaluation of the pre-design survey data, should Alternative One be determined to not be in the best interest of the Port District, the Port's CEO will return the project to the Port Commission for further direction; Commissioner Barnes seconded. With no further discussion, motion carried unanimously. All in favor 3:0.

3. RCO LWCF Clover Island Shoreline Grant Application; 2017-24

Ms. Bader Inglima stated in 2016, the Port applied for a Recreation and Conservation Office (RCO) grant for Clover Island Shoreline in conjunction with the 1135 project, however, the State did not pass their budget. Ms. Bader Inglima learned that there is federal funding available in the Land and Water Conservation Fund (LWCF) which is in-line with the Port's recreation and shoreline improvements on Clover Island. Ms. Bader Inglima stated Resolution 2017-24 authorizes staff to refine the 2016 application, which will go through the State RCO, but is a federal grant. The LWCF can match federal dollars with federal dollars, and the Port can use it in conjunction with the 1135 project, as long as the Port matches 10%. Ms. Bader Inglima stated the LWCF is a competitive grant, but this is an opportunity for the Port to receive up to an additional \$350,000 for the Clover Island Shoreline. In order for the Port to submit the grant, the RCO requires all applicants to pass a resolution authorizing the grant application.

Mr. Moak inquired if the RCO LWCF is the same as the 2016 RCO request.

Ms. Bader Inglima stated the scope has not changed.

Mr. Moak inquired when the grant application is due and when it would be awarded.

Ms. Bader Inglima stated the application is due January 2018 and believes it will be awarded spring of 2018.

PUBLIC COMMENTS

No comments were made.

MOTION: Commissioner Barnes moved for approval of Resolution 2017-24 approving submittal of applications to the Recreation and Conservation Office (RCO) for a Land Water Conservation Grant for Clover Island Shoreline Improvements and further authorizing the Port's Chief Executive Officer to execute all documents necessary to submit the grant applications; Commissioner Moak seconded. With no further discussion, motion carried unanimously. All in favor 3:0.

C. Columbia Drive

1. Columbia Gardens Wine Village Substantial Completion; Resolution 2017-25

Mr. Peterson reported the Columbia Gardens Wine Village Phase One is 99% complete, with a few outstanding code corrections requested by the City of Kennewick that need to be addressed. On September 26, 2016 the Commission approved Resolution 2016-22 entering

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into a contract with Banlin Construction LLC for construction of Phase One of Columbia Gardens. Mr. Peterson stated Banlin constructed three new winery buildings, which are now occupied by Bartholomew Winery and Palencia Wine Company.

PUBLIC COMMENTS

No comments were made.

MOTION: Commissioner Moak moved for approval of Resolution 2017-25 accepting Columbia Gardens Wine Village Phase #1 project as substantially complete by Banlin Construction LLC and authorize the Chief Executive Officer to finalize the project account; Commissioner Barnes seconded. With no further discussion, motion carried unanimously. All in favor 3:0.

D. Hanford Area Economic Investment Fund (HAEIFC) Grant Applications (Columbia Gardens Phase II and Vista Field); Resolution 2017-26

Ms. Bader Inglima reported that the Hanford Area Economic Investment Fund (HAEIFC) Advisory Committee is accepting infrastructure grant applications. The Port is applying in partnership with the City of Kennewick for infrastructure improvements to support both Columbia Gardens Phase Two and Vista Field Redevelopment. The grant application requires a Resolution from the Commission authorizing staff to submit an application.

PUBLIC COMMENTS

No comments were made.

MOTION: Commissioner Barnes moved for approval of Resolution 2017-26 authorizing Port staff to prepare and submit applications in partnership with City of Kennewick for infrastructure grants from the Hanford Area Economic Investment Fund for Columbia Gardens Redevelopment and realignment of Grandridge Boulevard at Vista Field; Commissioner Moak seconded.

Discussion:

Mr. Barnes appreciates the work of staff and recognizes their efforts to identify potential sources of funds for our projects.

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

REPORTS, COMMENTS AND DISCUSSION ITEMS

A. Vista Field Update

Mr. Peterson reported on November 6, 2016 the City of Kennewick Planning Commission unanimously recommended the approval of the City's Comprehensive Plan Amendment, the zoning changes for Urban Mixed Use zoning (UMU), and the Vista Field Master Plan and Developer's Agreement. Tonight, City Council will conduct a Workshop at 5:30 p.m. to consider the Planning Commission's recommendations and discuss with City Staff the details surrounding the Comprehensive Plan Amendment, the zoning changes for Urban Mixed Use zoning (UMU), and the Vista Field Master Plan and Developer's Agreement. Mr. Peterson stated only City Staff will be speaking at the Workshop, but a show of support would be appropriate. Mr. Peterson stated on December 5, 2016 the City will hold a Public Hearing to potentially amend City's

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Comprehensive Plan, establish the UMU zoning and approve the Vista Field Master Plan and Developer's Agreement. Mr. Peterson stated the City will be accepting public comment at the December 5, 2017 meeting.

B. West Richland Tri-City Raceway Inundation Clause

Ms. Scott reported that Mr. Arntzen worked with Chuck Freeman, District Manager of Kennewick Irrigation District (KID), to remove the inundation clause from the West Richland Former Raceway property. To formalize this transaction, two documents were recorded with the Benton County Auditor's Office. Ms. Scott stated the Agreement between the Port and KID and the Partial Release of a Right of Way Easement has been received and Steve DiJulio recently confirmed that the process has been finalized.

Mr. Arntzen stated removing the inundation clause was a team effort, with Mr. Peterson paving the way. Removing the inundation clause on the Port's 93 acres removes the cloud from the title.

Mr. Moak inquired if the inundation clause was removed on the substation.

Mr. Peterson stated the clause only covers the Port parcel.

Mr. Moak inquired what the Port's cost was to remove the clause.

Mr. Arntzen stated the Port agreed to purchase two Rubicon Gates at \$35,000 each, which allows KID to control water in the area.

Mr. Novakovich inquired if the Port needed to do anything further.

Mr. Kooiker stated the funds have been dispersed and the Port is not required to do anything else.

C. Amendment to Rocking River LLC Purchase and Sale Agreement; Resolution 2017-29

Ms. Hanchette stated in July 2016 Rocking River LLC purchased approximately 37.43 acres of vacant land in the Port of Kennewick Hedges Industrial Park. While Rocking River intends to construct a concrete batch plant and business office on the property as part of their long-term goal, a minimum condition of the sale required Rocking River to stockpile 10,000 tons of aggregate or sand on the property within 18 months of deed recording.

While Rocking River has been working through the transportation logistics to move aggregate to the site, they have completed a number of site improvements:

- Perimeter fencing;
- Road Grading;
- A Well has been drilled;
- Rocking River has also started various County, State and Federal permitting processes;
- Benton County Health District has been contacted regarding a septic system;
- Benton County Clean Air has been contacted regarding applicable permits;
- Washington State Department of Ecology permit for Portable Batch Plant is being prepared;

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- Benton County PUD in progress;
- Benton County Planning Department – drawings and easement information has been submitted; and
- Army Corps of Engineers has been contacted regarding a barge slip.

Ms. Hanchette stated Resolution 2017-29 allows the Commission to accept the site improvements in lieu of stockpiling to satisfy Section 10.1 – Obligation to Stockpile Material found in the original purchase and sale agreement.

PUBLIC COMMENTS

No comments were made.

MOTION: *Commissioner Moak moved for approval of Resolution 2017-29 authorizing the Port's Chief Executive Officer to accept the site improvements in lieu of aggregate stockpiling, and to execute all necessary documentation and take all other action necessary to finalize the transaction with Rocking River LLC.; Commissioner Barnes seconded. With no further discussion, motion carried unanimously. All in favor 3:0.*

D. Tri-Cities Chaplaincy- Variance to Protective Covenants and Restrictions within Spaulding Business Park; Resolution 2017-30

Ms. Hanchette stated the Tri-Cities Chaplaincy owns 1.85 acres of real property in the Port of Kennewick's Spaulding Business Park at 1480 Fowler, Richland and is currently under contract to purchase an additional .53 acres adjacent to their property.

During their due diligence period as part of the recent land purchase, Tri-Cities Chaplaincy requested a one-time variance to the Spaulding Business Park Protective Covenants and Restrictions (CC&R) allowing potential construction of a Hospice House on Chaplaincy property.

Upon review of the request, the Port's Design Review Committee required a simple majority acceptance by the Spaulding Business Park property owners. Tri-Cities Chaplaincy was able to obtain the requested majority supporting a variance to the Protective Covenants and Restrictions. Tri-Cities Chaplaincy was also able to obtain a City of Richland code amendment allowing Nursing or Rest Home in the business and commerce (B-C) zoning classification.

Ms. Hanchette stated Resolution 2017-30 is a one-time variance to Tri-Cities Chaplaincy for potential construction of a Hospice House on Chaplaincy property in the Spaulding Business Park.

Mr. Barnes inquired if any businesses had any objections.

Ms. Hanchette stated that she had not heard of any objections.

Mr. Moak inquired if the CC&R's need to be broadened.

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Ms. Hanchette stated the CC&R's cover medical offices and hotels; whereas hospice is an end of life facility. Ms. Hanchette stated, and Ms. Luke concurred, that a one-time variance seemed like the appropriate approach.

PUBLIC COMMENTS

No comments were made.

MOTION: *Commissioner Moak moved for approval of Resolution 2017-30 authorizing the Port's Chief Executive Officer to execute all necessary documentation associated with a one-time Protective Covenants and Restrictions variance issued to Tri-Cities Chaplaincy allowing construction of a Hospice House; Commissioner Barnes seconded. With no further discussion, motion carried unanimously. All in favor 3:0.*

E. 2018/2019 Committee Assignments and Election of Officers Discussion

Mr. Arntzen stated before the Commission is the 2018-2019 Committee Assignments for discussion, to determine if any committees need to be removed or if Commissioners would like to serve on specific committees. Additionally, the Commission can also discuss the Election of Officers for 2018-2019 and organization dues for 2018 and dispersed the current list.

Mr. Moak believes the Commission passed a Resolution revising the procedures for the Election of Officers in 2016.

Mr. Arntzen corrected himself and stated Mr. Moak is correct, the Commission passed Resolution 2016-01 addressing the Election of Officers.

Mr. Novakovich is satisfied with his current list of assignments.

Mr. Arntzen recently spoke with Brian Malley of Benton Franklin Council of Governments (BFCOG) who explained the Local Good Roads and Transpiration Committee may disbanded. Mr. Arntzen does not believe the TRIOS Heath Joint Committee is active, as well as the West Richland Economic Development Committee.

Mr. Moak stated that he is the Port representative on the Local Good Roads and Transportation Committee and they are currently reorganizing. The group did seek out Mr. Malley regarding a partnership with BFCOG; however, BFCOG has specific restrictions placed on them as a governmental entity. Mr. Moak believes Good Roads has the ability to do more and is working on raising their game.

Mr. Novakovich is fine with removing TRIOS Joint Committee and the West Richland Economic Development Committee.

Mr. Moak and Mr. Barnes concur with removing TRIOS Joint Committee and the West Richland Economic Development Committee.

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Mr. Arntzen indicated that he could work directly with Brent Gerry, Mayor of West Richland, if potential projects arose and update the Commission as needed.

Mr. Barnes stated the TRIDEC Board of Directors is a six year term, which he began serving on in 2012. Mr. Barnes is unsure if the six year term applies to those members who do not hold an elected position. Additionally, Mr. Barnes attends the Tri-City Chamber of Commerce Board of Directors Meetings and the Visit Tri-Cities Board since 2012. Mr. Barnes stated if either Mr. Moak or Mr. Novakovich has the desire to serve on any one of those Boards, he would be happy to step aside.

Mr. Novakovich asked Ms. Scott to research the term limits for TRIDEC.

Mr. Barnes stated the Washington Public Ports Association (WPPA) Marina Committee addresses issues that are more relatable to west side ports and does not believe the topics are applicable to the Port of Kennewick.

Mr. Novakovich has been attending the WPPA Public Affairs/Marketing meetings and stated if it does not require additional travel, he would be happy to continue to represent the Port on that committee.

Mr. Arntzen asked Ms. Scott to check on WPPA's current committees.

Mr. Novakovich stated that although the Commission is not taking any action for Election of Officers until January, he would recommend Mr. Moak for Commission President and Mr. Barnes for Vice President.

Mr. Arntzen stated some of the dues are renewed every year by contract and others are delegated to the CEO to address. Mr. Arntzen reported that several of the dues are under \$1,000 and he does not see any significant reason to address those; however, there are several higher dues that the Commission may want to provide input.

Mr. Novakovich stated we need to be cognizant that these dues comes from our constituents and it is imperative to look at what benefits the Port receives for the dues that we pay. Mr. Novakovich suggested that Mr. Arntzen keep that in mind as he examines the list.

Mr. Arntzen appreciates the advice and stated recently one of the larger ports that pays a lot of dues to the WPPA decided not to renew for 2018. Mr. Arntzen stated it is important for agencies to make decisions about which organizations they belong to, and if we get value from them, because the dues are paid by tax dollars.

Mr. Moak stated the three large entities, Tri-City Regional Chamber of Commerce, TRIDEC and Visit Tri-Cities are viewed as equal partners, but the dues the Port pays are not equal at all and he is not sure if the Port receives equal value.

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Mr. Arntzen stated some of the entities have come back and requested funds for special projects, so the numbers can seem skewed in comparison to a larger dues amount.

Mr. Novakovich cited the Roger Brooks study for Visit Tri-Cities as an example of an additional request for funds. Mr. Novakovich inquired if Mr. Arntzen recalled the specific amount.

Mr. Arntzen believes the Port share was approximately \$12,000 for the report/study, which exceeded over \$100,000. Mr. Arntzen stated the Port contracted with Andres Duany and DPZ, who came to the Tri-Cities and did a number of things for the Port, including speaking at the Visit Tri-Cities Annual Meeting. Mr. Arntzen stated Mr. Duany and DPZ produced the blueprint for the redevelopment of Vista Field, whereas Roger Brooks compiled a study for the Tri-Cities.

Mr. Moak stated the Roger Brooks study was very well thought out and did not object to the Port paying a share, but he objects to the way the three entities were unable to fully implement the study.

Mr. Barnes stated Mr. Moak makes a valid point and the three organizations took Mr. Brooks' study and interpreted wayfinding as the number one issue to be completed in the Tri-Cities. Mr. Barnes stated he did not interpret the study that way and explained that there was not a prioritized list of things to do, but things that should be a priority. Mr. Barnes believes Visit Tri-Cities is moving forward with wayfinding, but does not believe it is the priority for the Port.

Mr. Arntzen appreciates the Commission input and inquired if there were any more comments.

Mr. Barnes reiterated that the dues are paid by the tax payer and the Port needs to be aware of what benefits we are receiving, but at the same time, the Port needs to be a team player and pay our fair share for the collaborative marketing efforts of the three entities. Mr. Barnes mulled, how do we go about being good stewards of tax payer dollars and support our local organizations.

Mr. Arntzen stated when the Port put on the Vista Field Charrette, we did not ask others to financially contribute to the process. The Charrette produced the most inclusive public process and created the documents for the redevelopment of Vista Field.

Mr. Moak inquired if the Port pays dues or signs a contract with TRIDEC.

Mr. Arntzen believes the Port has a contract for services which outlines services TRIDEC is supposed to provide.

Mr. Moak stated perhaps the contract needs to be revisited. Previously, the Port focused on industrial development and looked at TRIDEC to assist us in the marketing process. Now, the Port focuses on economic development, which is outside the scope of TRIDEC. Mr. Moak agrees with Mr. Barnes about being a good partner in helping find industrial clients for our region, and contributing financially. If the Port does not see any direct benefit, then he would question whether the contract with TRIDEC compares with the other ports where there are significant industrial properties.

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Mr. Arntzen has asked TRIDEC about the contract process several times and each time TRIDEC has explained that there is a standard contract and everyone receives the same services. However, Mr. Arntzen has heard that other entities have contracts that are tailored to produce different results. Additionally, under the TRIDEC contract the Port is supposed to receive certain deliverables that we may not have received. Mr. Arntzen stated in 2016, the Port reduced TRIDEC dues and utilized those funds for the Congress of New Urbanism. Mr. Arntzen inquired if the Commission would be supportive of spending less on the heavy industrial development, which is being addressed by other entities and shift the funds to what the Port of Kennewick is working on, New Urbanism.

Mr. Barnes asked Mr. Arntzen to review the TRIDEC contract and have them reexamine their definition of economic development, which is continually evolving.

Mr. Novakovich stated he spoke with an elected official from the City of Kennewick, who indicated that their TRIDEC contract was based on performance tasks specified by the City. Mr. Novakovich stated it would be appropriate for the CEO to determine the dues, as it falls under his Delegation of Authority.

Mr. Arntzen thanked the Commission for their input and he appreciates the discussion.

F. Update CEO Employment Contract to Allow the New Evaluation Process; Resolution 2017-27

Ms. Luke stated the Commission recently adopted Resolution 2017-16, outlining the new CEO Evaluation process and committee appointment. Resolution 2017-27 updates the CEO's November 15, 2013 employment agreement, with revisions to language in the agreement: Paragraph 6, "Evaluation" and Paragraph 8.5, "Performance-Based Cause." Ms. Luke stated in addition, in the case that the Commission determines the new processes are not working, there is a reversion back to original language.

MOTION: Commissioner Barnes moved for approval of Resolution 2017-27, updating the Chief Executive Officer's annual evaluation process set forth in the CEO's employment agreement; Commissioner Moak seconded. With no further discussion, motion carried unanimously. All in favor 3:0.

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

Commissioners reported on their respective committee meetings.

H. Non Scheduled Items

1. Mr. Moak recently attended the WPPA Annual Conference where autonomous and electric vehicles were addressed. Mr. Moak believes it is important for the Port to begin thinking about how parking may change on Clover Island and at Vista Field and the impact on the Master Plans.

Mr. Moak represents the Port on the transportation committee and they addressed the need for less siloing in transportation projects and the need to work through our local Metropolitan Planning Organizations (MPO) when it comes to transportation projects. However, at the WPPA economic development committee, they discussed the need for more siloing and

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creating a database for industrial projects. Mr. Moak voiced his concern that Port dues would increase if the WPPA decided to implement a database and stated there are other avenues ports can utilize, such as LoopNet, rather than creating a new database, which could lead to siloing.

2. Mr. Novakovich stated Troy Berglund of Benton REA gave a wonderful presentation on electric cars and may be able to make that same presentation to the Port.
3. Ms. Bader Inglima shared that the Regional Chamber Luncheon's State of the Port presentation is Wednesday, November 29, 2017 at the Red Lion in Pasco from 11:30 a.m. to 1:30 p.m. The luncheon will feature videos from each port and Mr. Arntzen will be representing the Port during a panel discussion.
4. Mr. Arntzen stated at the WPPA Annual Meeting, he had the opportunity to discuss the local rail proposal with Chris Herman, WPPA staff member in charge of transportation. Mr. Herman has done quite a bit with the co-sponsors of the rail proposal that will run throughout the community to north Richland and back to the Port of Seattle. Mr. Arntzen spoke to Mr. Herman about the need for more transparency from the WPPA and the co-sponsors of the proposal. Additionally, Mr. Arntzen spoke with former WPPA employee, Johan Hellman, who now works at Burlington Northwest Santa Fe (BNSF) Railroad and their view is BNSF does not have thirteen at grade crossings, the *City of Kennewick* has thirteen at grade crossings. Mr. Herman indicated that BNSF does not repair the crossings, it is the City's responsibility to fix the crossings. Mr. Arntzen also visited with Patrick Reay, executive director from Port of Walla Walla and a Commissioner, who would appreciate if there was a regional transparent process, where people could hear more about the proposal. The co-sponsors have indicated they have done public outreach with their bus tours, however, Mr. Arntzen believes that a bus tour of hand-picked people is different from a community meeting. Mr. Arntzen stated the rail proposal/process is lacking transparency and accountability and the Port of Walla Walla would like to be included if there is a public process, as they do have a viable alternative with their Rail X facility.

Mr. Novakovich thanked Mr. Arntzen for the update and reported that another bus tour is scheduled for tomorrow and the City of Richland will be scheduling another tour. Mr. Novakovich asked Mr. Arntzen to continue with his efforts.

Mr. Arntzen raised the issue again to BFCOG, who is interested in being the regional broker, whereas TRIDEC declined.

Mr. Novakovich stated the TRIDEC's website features a report by the Northwest Seaport Alliance that is dated February 2017. <http://www.tridec.org/wp-content/uploads/Outlook-Session-2-Importance-of-the-Ag-Industry.pdf>.

Mr. Novakovich spoke with a COG representative, who explained an MPO can commence a study if there is believed to be a regional impact.

Mr. Moak confirmed BFCOG could commence a study if they had support from their board.

PORT OF KENNEWICK REGULAR COMMISSION MEETING

NOVEMBER 28, 2017 MINUTES

DRAFT

Mr. Arntzen stated if BFCOG agreed to perform a study it would be important for other entities step up and allocate funding to the study.

Mr. Novakovich stated BFCOG does not need permission to conduct the study, but funding would be an issue.

5. Mr. Peterson introduced Tom Kastner with Meier Architecture and Engineering. Meier has been contracted to design the replacement for the 211 Building that collapsed earlier this year.
6. Ms. Hanchette reported the Clover Island Yacht Club lighted boat parade will be held December 1-2, 2017. Additionally, the Veteran's Christmas tree is lit in The Willows and the work crew has done an outstanding job placing Christmas light on the Island.

PUBLIC COMMENTS

Cal Coie, 705 South Oklahoma, Kennewick. Mr. Coie stated that the boat parade is this weekend and this year ten boats will participate. Mr. Coie stated the boat parade is open to all that want to partake in the festivities. Mr. Coie reported that last February, the Recreational Boating Association (RBAW) of Washington was interested in finding a regional representative for the boating facilities program, which takes care of grants and assists with tax refunds. Mr. Coie was pleased to announce that Joyce Bauxbum, member of the Clover Island Yacht Club, is now our local representative for RBAW.

No comments were made.

COMMISSIONER COMMENTS

No comments were made.

Mr. Novakovich anticipates the Executive Session will last approximately 30 minutes, Personnel, per RCW 42.30.110(1)(g) with action anticipated. Mr. Novakovich asked the public to notify Port staff if they will return after the executive session so staff can advise if the session concludes early.

Mr. Novakovich recessed the Regular Commission Meeting at 3:53 p.m.

Reconvene at 4:00 p.m.

EXECUTIVE SESSION

A. Personnel, per RCW 42.30.110(1)(g)

Mr. Novakovich convened the meeting into Executive Session at 4:00 p.m. for approximately 30 minutes.

Mr. Novakovich adjourned the Executive Session at 4:30 p.m.

Mr. Novakovich reconvened Regular Commission Meeting at 4:34 p.m.

Mr. Novakovich stated the Commission concluded discussion on Personnel, per RCW 42.30.110(1)(g),

PORT OF KENNEWICK REGULAR COMMISSION MEETING

NOVEMBER 28, 2017 MINUTES

DRAFT

reviewing the CEO's goals for 2017-2018 and remaining goals from 2015-2016 and reviewed the CEO's performance evaluation.

PUBLIC COMMENT

MOTION: *Commissioner Barnes moved to approve the completed three goals for 2015-2016 and six goals and objectives established for 2017-2018 in accordance with the CEO's Goals and Objectives Update (Exhibit A), dated November 28, 2017; Commissioner Moak seconded.*

Discussion:

Mr. Barnes believes the Port has enjoyed a very successful year and the goals and objectives completed by Mr. Arntzen in this time period is commendable.

Mr. Novakovich agrees with Mr. Barnes and stated the goals are very lofty in some instances, and Mr. Arntzen did a commendable job accomplishing the list of goals, including the remaining 2015-2016 goals. The Port had a wonderful year and Mr. Novakovich complimented the CEO Evaluation Committee that worked on Mr. Arntzen's evaluation and for being so thorough.

With no further discussion, all in favor, 3:0. Motion carried unanimously.

MOTION: *Commissioner Barnes moved for approval of the CEO's 2017 Performance Evaluation as revised and in accordance with the CEO contract, deeming the CEO's performance to be exceptional and authorize the President of the Port Commission to sign the evaluation; Commissioner Moak seconded.*

Discussion:

Mr. Moak stated at the last Commission Meeting, Mr. Peterson presented a year in review and the CEO has had his hand in every single project, directly or indirectly. Mr. Arntzen provided the leadership for the Port, which allowed for a lot of challenging projects to be completed. Mr. Moak appreciates the work of the Evaluation Committee and how they organized each project. There were a lot of difficult and challenging items on the goals and objectives and Mr. Arntzen rose to the challenges that were presented and enabled it to be a very successful year for the Port. Mr. Moak believes the Port has a lot of challenges ahead and Mr. Arntzen is the person to lead us, and thanked Mr. Arntzen for his leadership.

Mr. Barnes agrees with Mr. Moak and stated the Port had an exceptionally successful year. Mr. Barnes wants to recognize the accomplishments of Mr. Arntzen and reward him and encourage him to continue. Mr. Barnes thanked Mr. Kooiker and Ms. Luke for working on the CEO Evaluation process and he looks forward to refining process. Mr. Barnes congratulated Mr. Arntzen on a great year and is looking forward to 2018.

Mr. Novakovich has known Mr. Arntzen for a number of years, and this, by far is the most exceptional year. Mr. Novakovich stated WPPA published a report on ports outlining several factors, and the ports that have more tax dollars and staffing resources do not hold a candle to

PORT OF KENNEWICK REGULAR COMMISSION MEETING

NOVEMBER 28, 2017 MINUTES

DRAFT

what the Port of Kennewick has accomplished with the resources we have available. Mr. Novakovich stated Mr. Arntzen deserves all the accolades and he has directed a marvelous staff, kept the Commission informed, and the public process open and transparent, for which the Port of Kennewick has received accolades. Mr. Novakovich is proud to be a part of this Commission and to be able to work with Mr. Arntzen and an excellent staff.

With no further discussion, all in favor, 3:0. Motion carried unanimously.

Mr. Arntzen thanked the Commission and expressed his appreciation for the Commissioners as individuals and as a group. Mr. Arntzen understands performance reviews can be challenging and recognizes how difficult they can be. Mr. Arntzen appreciates the efforts of Mr. Kooiker, Ms. Fine and Ms. Luke taking on the task and making the process simpler. Mr. Arntzen thanked the Commission for the confidence they have in him and stated this is the best team he has ever worked with, including the Commission.

Mr. Novakovich stated that Mr. Arntzen deserves the recognition and respect the Commission has placed in him.

Mr. Arntzen appreciates and respects the leadership the Commission gives him and his team and stated the Port is successful because of the leadership.

ADJOURNMENT

With no further business to bring before the Board; the meeting was adjourned 4:46 p.m.

APPROVED:

**PORT of KENNEWICK
BOARD of COMMISSIONERS**

Skip Novakovich, President

Thomas Moak, Vice President

Don Barnes, Secretary



AGENDA REPORT

TO: Port Commission

FROM: Tim Arntzen, CEO

MTG. DATE: 12/12/17

AGENDA ITEM NO.: Resolution 2017-31, Administrative Housekeeping

- I. REFERENCE(S):** Resolution 2017-31; attached.
- II. FISCAL IMPACT:** N/A.
- III. DISCUSSION:** In 2010 the Port adopted Resolution 2010-47, waiving the Port's right to eminent domain as a land acquisition method. The Port periodically reviews resolutions, policies and other documents in an effort to update, edit or purge as necessary. A municipal corporation (including a port) may institute a policy to not avail itself of the eminent domain process but may not waive its right to eminent domain. Therefore, it is the opinion of staff that this resolution should be rescinded.
- IV. STAFF RECOMMENDATION:** Rescind Resolution 2010-47.
- V. ACTION REQUESTED OF COMMISSION:**

***Motion:** I move approval of Resolution 2017-31 rescinding Resolution 2010-47.*

PORT OF KENNEWICK

Resolution No. 2017-31

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE PORT OF KENNEWICK RESCINDING RESOLUTION 2010-47

WHEREAS, On November 23, 2010 the Port adopted Resolution 2010-47 which states that the Port would not use eminent domain as a land acquisition method; and

WHEREAS, port staff periodically reviews resolutions, policies and other documents in an effort to update, edit or purge as necessary; and

WHEREAS, a municipal corporation (including a port) may adopt policy that it does not favor use of its power of eminent domain but may not waive its right to eminent domain; and

WHEREAS, it is the opinion of staff that this resolution should be rescinded.

NOW, THEREFORE; BE IT HEREBY RESOLVED that the Board of Commissioners of the Port of Kennewick hereby rescinds Resolution 2010-47.

ADOPTED by the Board of Commissioners of the Port of Kennewick on the 12th day of December, 2017.

PORT OF KENNEWICK BOARD OF COMMISSIONERS

By: _____
SKIP NOVAKOVICH, President

By: _____
THOMAS MOAK, Vice President

By: _____
DON BARNES, Secretary

PORT OF KENNEWICK

RESOLUTION No. 2017-32

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE PORT OF KENNEWICK AUTHORIZING CEO TO SIGN AN INTERLOCAL AGREEMENT WITH THE CITY OF KENNEWICK REGARDING COLUMBIA GARDENS WINE VILLAGE PHASE II-B DEVELOPMENT; CLOVER ISLAND AND PHASE I VISTA FIELD DEVELOPMENT

WHEREAS, the Port of Kennewick and City of Kennewick are working to advance progress related to the Port of Kennewick's Columbia Gardens, Clover Island, and Vista Field, all located in City of Kennewick; and

WHEREAS, the City of Kennewick has approved an Interlocal Agreement whereby they would provide \$200,000 in funding for Columbia Gardens Phase II-B, and \$1M to support Clover Island Shoreline Improvements to leverage Port funding for Vista Field Phase I development; and

WHEREAS, this partnership will redevelop an economically distressed area of Columbia Drive, revitalize Clover Island; ensure a meaningful initial infrastructure investment at Vista Field; and

WHEREAS, the port and city recognize that successful and timely redevelopment of Columbia Gardens, Clover Island, and Vista Field benefits the economic and social welfare of the city, county, and the surrounding region; and represents an opportunity for the citizens of Kennewick and Port District; and

WHEREAS, this agreement serves the public interest by leveraging the port and city's previous investments and collaborative efforts at Clover Island, Columbia Gardens, and Vista Field.

NOW, THEREFORE; BE IT RESOLVED that the Port of Kennewick Board of Commissioners hereby approves the attached Interlocal Agreement between Port of Kennewick and City of Kennewick; 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 including amending the 2017-2018 capital budget to reflect this change.

ADOPTED by the Board of Commissioners of the Port of Kennewick this 12th day of December, 2017.

PORT OF KENNEWICK BOARD OF COMMISSIONERS

By: _____
SKIP NOVAKOVICH, President

By: _____
THOMAS MOAK, Vice President

By: _____
DON BARNES, Secretary

**INTERLOCAL AGREEMENT
REGARDING
COLUMBIA GARDENS WINE VILLAGE PHASE II-B
DEVELOPMENT, AND PHASE I VISTA FIELD DEVELOPMENT**

I. PARTIES

This Interlocal Agreement is entered into this ____ day of December, 2017, 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 Project Areas. The Port owns approximately 14 acres of undeveloped land in the City which it has begun developing as an urban wine and artisan village (“Winery Project Area”). Additionally, the Port owns approximately 103 acres of undeveloped land in the City in the Vista Field area which it intends to develop as a walkable, mixed use regional “town center” (the “Vista Field Project Area”).

At the Winery Project Area, the Port intends to construct a tasting room of approximately 2,000 square feet for lease to a private sector winery. Together with existing buildings already built on site, the tasting room would be the Port’s fourth building. Funding for the tasting room will be from insurance proceeds the Port is to receive from a building damaged by a winter 2017 snowfall event. Additionally, the Port intends to construct a 20+ stall public parking lot (the Cedar Street lot) to accommodate additional patrons to the Winery Project Area. The parties view the parking lot as a critical element to the tasting room’s construction and to the overall success of the Winery Project Area.

At the Vista Field Project Area, the Port plans to invest \$5,000,000 to \$7,000,000 for the design and construction of backbone infrastructure. The backbone infrastructure includes, but is not limited to: constructing road and utility infrastructure across the former airfield from Grandridge Boulevard to Deschutes Avenue; mobilization/demobilization; traffic control; compaction; grading; asphalt pavement and striping; curbing, sidewalks, utilities and connections; water, sewer, and storm drainage systems; public plaza, tree-lined linear park with water feature; streetscape, landscaping, irrigation; street and pedestrian lighting; and signage.

The parties view this infrastructure as critical to attracting private-sector investment at the Vista Field Project Area.

The Winery Project Area including the Cedar Street public parking lot is as shown on Exhibit “A”; the Vista Field Project Area is as shown on Exhibit “B”; the Shoreline Enhancement Project Area is as shown on Exhibit “C”; all exhibits are incorporated into this Interlocal by reference herein.

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 understand the challenges related to both project areas, including but not limited to the fact that both areas are mostly undeveloped and have limited infrastructure. Nonetheless, the Parties, cognizant of the unprecedented opportunity for collaborative development by investing in redevelopment of challenging properties, hereby choose to move forward on the unique and visionary process for potential redevelopment of both project areas, which development will allow the Parties to attract major private sector investment.

III. OBLIGATIONS OF THE PARTIES

3.1 General Provisions Related to Construction.

The Port shall produce all drawings, plans and cost estimates for the improvements planned at both Project Areas; and the Port shall permit, design, engineer, bid, and oversee construction of the improvements. Construction shall proceed in a workmanlike manner and shall be completed with all due dispatch.

- (a) Winery Project Area. The Port shall use best efforts to bid the improvements by September 1, 2018. The City shall pay the Port \$200,000 to support parking and critical infrastructure in the project area; the Port will use its insurance proceeds for tasting room construction. City funding will be used for construction and the Port will pay the cost of design, bid, and construction management. Additionally, the Port agrees to take over the landscaping irrigation and maintenance of Duffy’s Pond southern trail (from The Willows through Columbia Gardens) from the City and also agrees to invest in an environmental review of Duffy’s Pond related to potential capacity and water quality enhancements to Duffy’s Pond.
- (b) Construction shall begin upon completion of other on-site improvements (roads, utilities, lighting, public plaza, food truck utilities, landscaping, transit shelter, artwork, and Date Street parking areas) funded under the Interlocal Agreement of May 9, 2017 between the City, Port and Benton County.
- (c) Vista Field Mixed Use Project Area. The Port will bid the Vista Field Mixed Use Project Area improvements *after* the Port has bid the Winery Project Area improvements described above.

3.2 Funding.

- (a) In order to assist with funding of the Port's Vista Field infrastructure, the Port shall redirect \$1,000,000 of its funds currently designated for Clover Island shoreline enhancements to the Vista Field infrastructure improvements.
- (b) The City shall provide the Port with \$1,000,000 from the City's allotment of Rural County Capital Funds to assist with funding Clover Island shoreline improvements upon completion of the Shoreline improvements and award of the bid for the Winery Project Area improvements noted in Section 2.2 above. The parties acknowledge that future commercial development on Clover Island is contingent upon completion of shoreline improvements. The City's financial contribution shall be used as match to USACE 1135 program funding. The completed shoreline enhancements will be consistent with the City's shoreline master plan, and upon completion of the shoreline improvements the Port will lease the Clover Island pad sites for private sector development which will bring substantial economic vitality and jobs to Kennewick's waterfront and which will further enhance the Columbia Gardens Winery Project Area.
- (d) The Port will request an additional \$1,000,000 investment from Benton County to assist with Vista Field infrastructure.
- (e) Should RCCF funding as set forth in 3.2(b) above not be provided by the City, the parties will continue to work cooperatively to explore other funding opportunities for the improvements described herein, and if no other viable sources of funding are available after due diligence, the parties obligations in 3.2 (a) and 3.2(b) above hereunder shall terminate.

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, 2020 ("Agreement Term").

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 Agreements 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; Interlocal Agreement for Columbia Gardens Wine Village Phase II executed on January 5, 2017 and Interlocal Agreement for Disbursement of Rural County Capital Funds dated May 9, 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

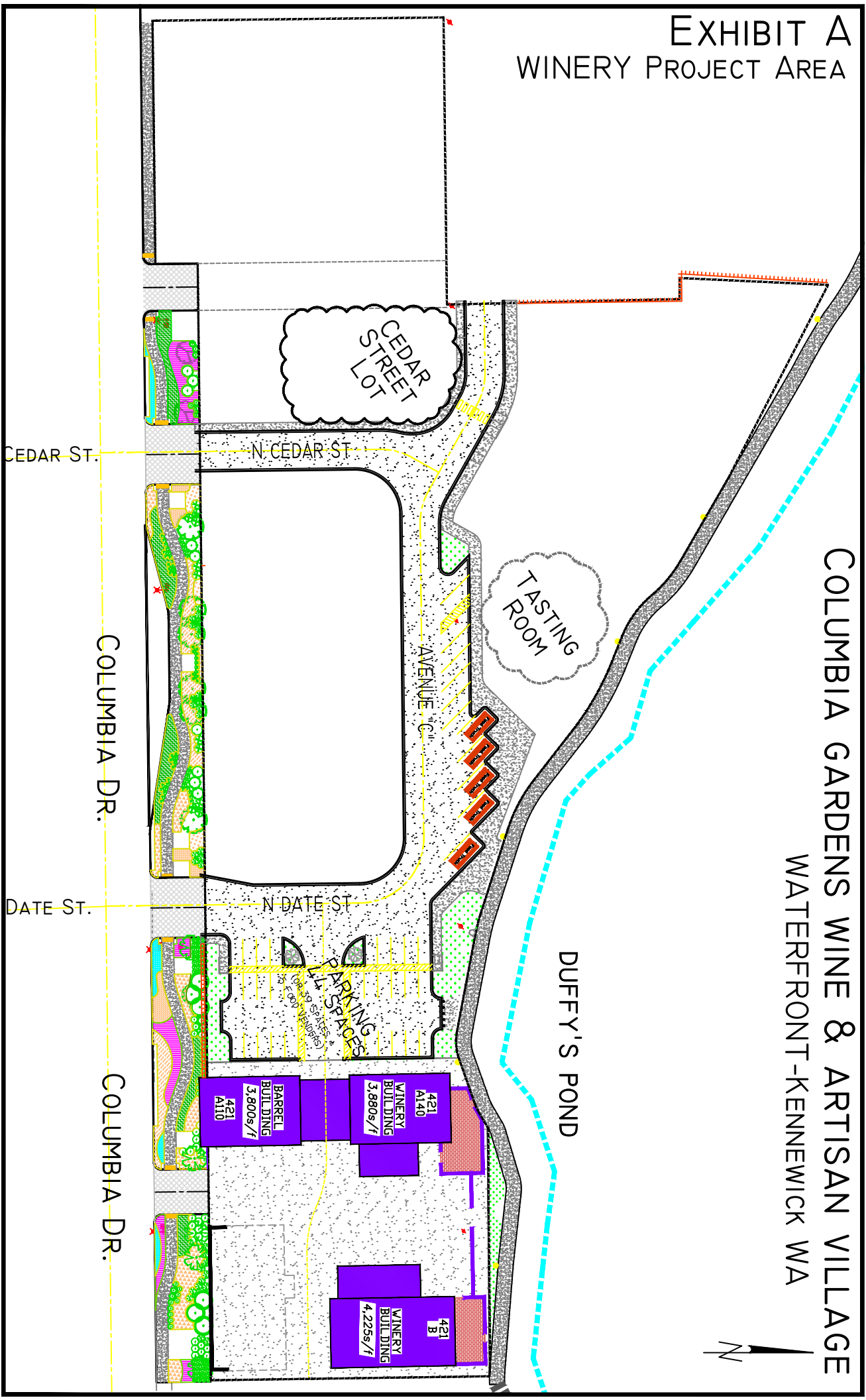
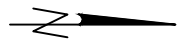
CITY OF KENNEWICK

Date: _____

By: _____
MARIE E. MOSLEY, City Manager

EXHIBIT A WINERY PROJECT AREA

COLUMBIA GARDENS WINE & ARTISAN VILLAGE WATERFRONT-KENNEWICK WA



VISTA FIELD Project Area

Exhibit B



Grandridge
Intersection

Grandridge
Intersection

Deschutes
Intersection

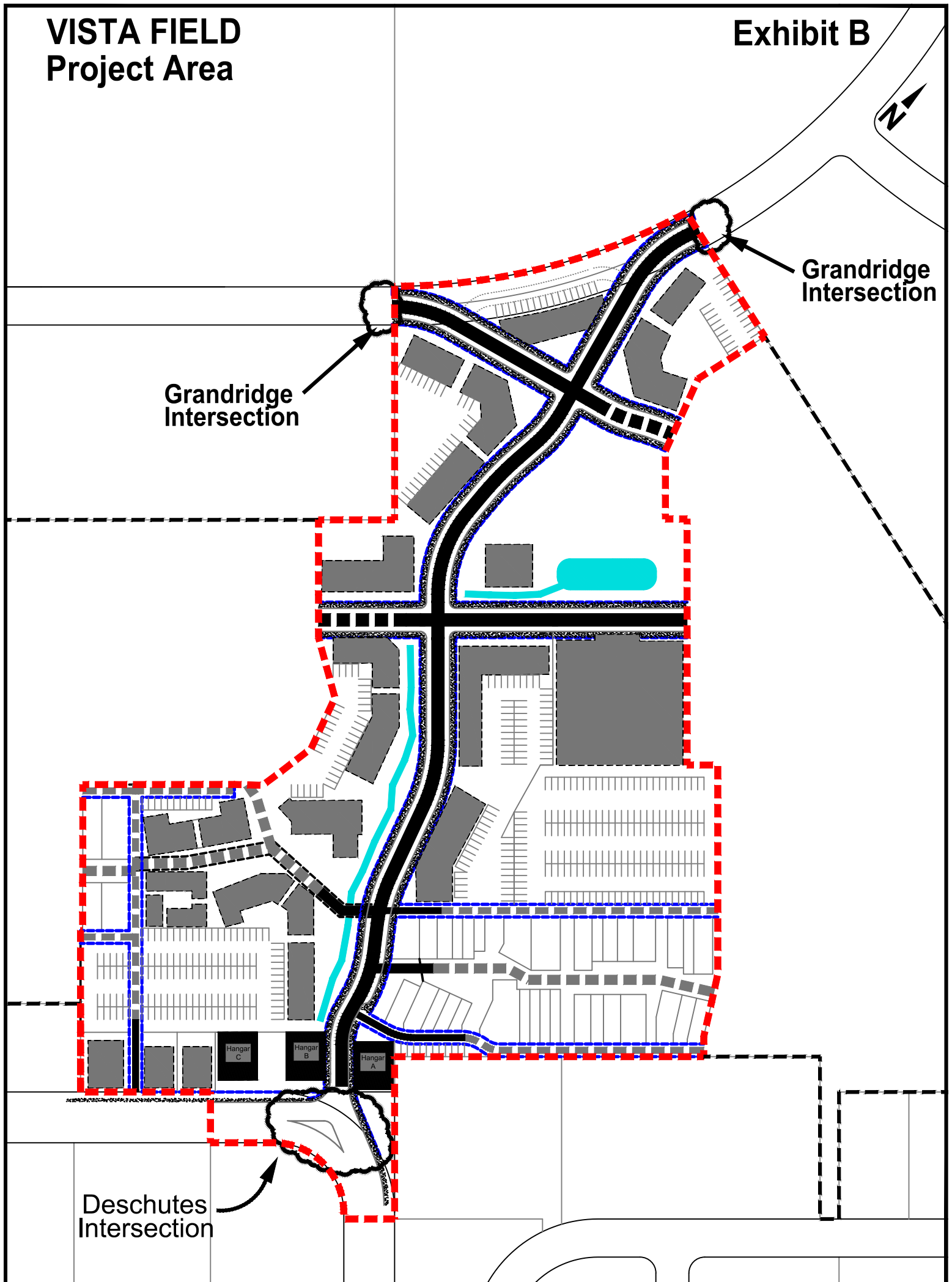




Exhibit C-1

Clover Island 1135 Project

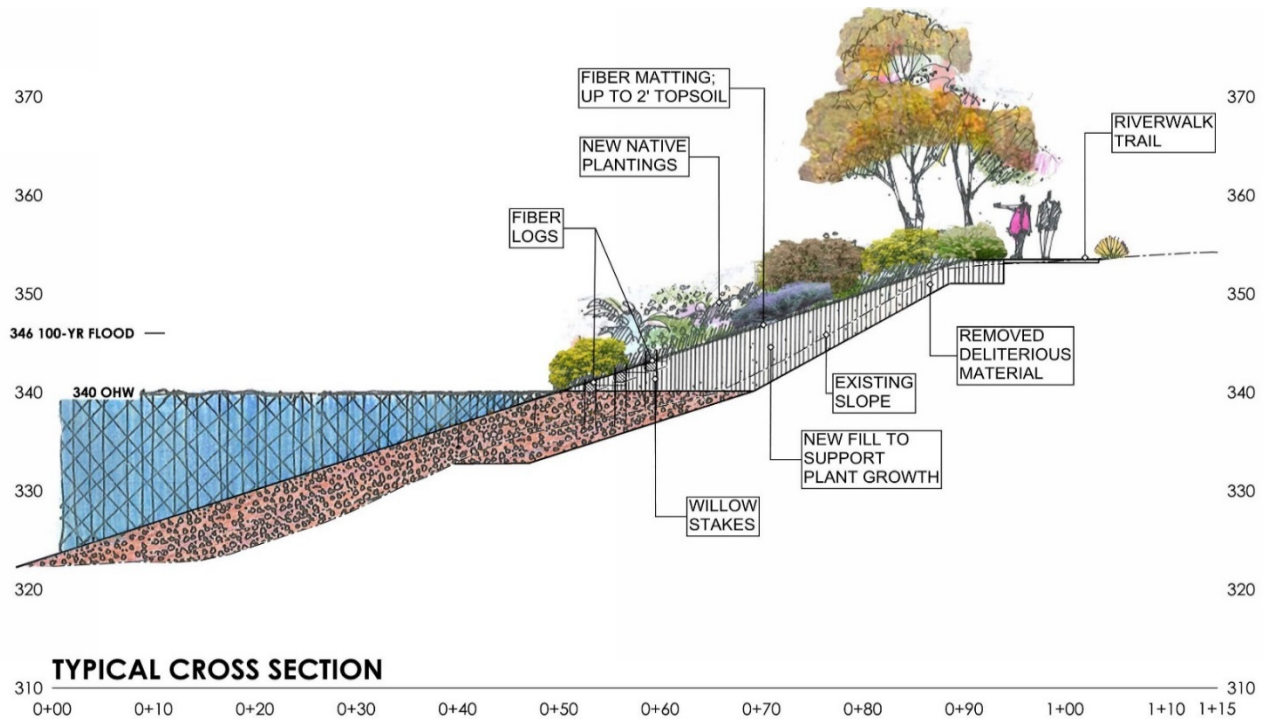
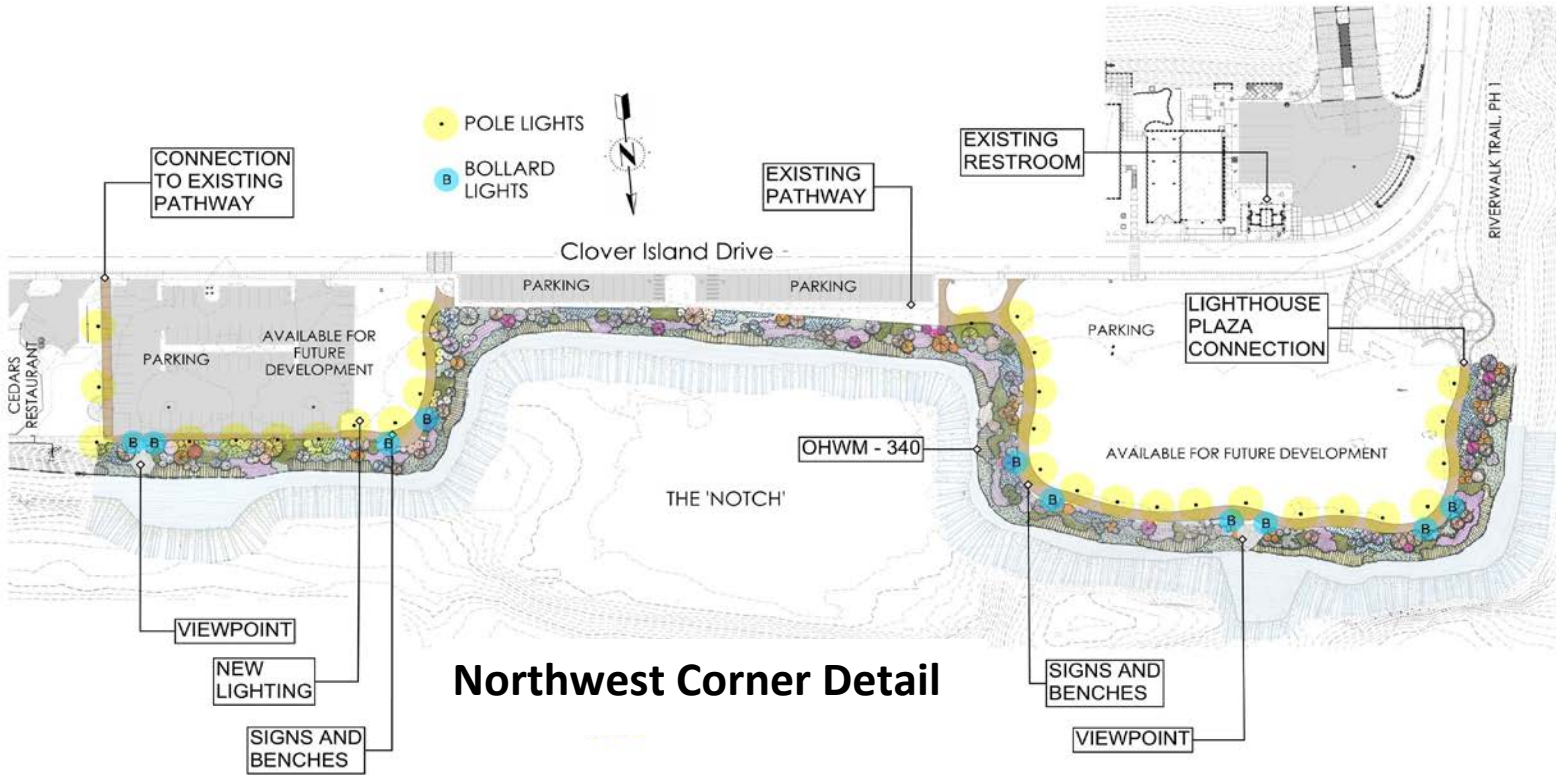


Clover Island 1135 Project Improvement Area



Exhibit C-2

Clover Island 1135 Project





AGENDA REPORT

TO: Port Commission

FROM: Amber Hanchette, Director of Operations & Real Estate

MEETING DATE: December 12, 2017

AGENDA ITEM: Resolution 2017-33; to extend Bruker lease 60 days

I. REFERENCE(S): Resolution 2017-33

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 expires December 31, 2017.

Port staff is currently working with Bruker representatives on a lease renewal. Port staff is requesting a sixty (60) day extension of the existing lease to complete lease renewal negotiations with Bruker representatives. Extension to expire March 1, 2018. Staff to bring proposed lease renewal to commission for consideration and approval.

IV. STAFF RECOMMENDATION:

Approve sixty (60) day lease extension with Bruker AXS Handheld effective January 1, 2018.

V. ACTION REQUESTED OF COMMISSION:

***Motion:** I move approval of Resolution 2017-33 approving a 60 day lease extension with Bruker AXS Handheld to complete lease renewal negotiations.*

PORT OF KENNEWICK

Resolution No. 2017-33

***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, port staff requests Commission approval for a sixty day (60) lease extension expiring on March 1, 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 12th day of December 2017.

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

By:

SKIP NOVAKOVICH, *President*

By:

THOMAS MOAK, *Vice President*

By:

DON BARNES, *Secretary*



PORT of KENNEWICK

2017 COMMISSION ORGANIZATION REPRESENTATION

NAME	MEETING SCHEDULE	MEETING TIME	MEETING PLACE	CURRENT COMMISSIONER REPRESENTING POK	COMMENTS
Benton-Franklin Council of Governments Board of Directors	3rd Friday	11:30 AM	El Chapala: Columbia Drive	Commissioner Skip Novakovich	Alternate: Commissioner Don Barnes
Benton-Franklin Council of Governments Policy Advisory Committee (PAC)	Second Thursday	7:00 AM	Cousin's	Commissioner Skip Novakovich	Alternate: Commissioner Thomas Moak
Benton-Franklin Council of Governments Local Good Roads & Transportation Association	3rd Wednesday every other month	5:30 PM	TBA	Commissioner Thomas Moak	Alternate: Commissioner Don Barnes Meets Feb, April, June, Aug, Oct, Dec. Locations TBA
Confederated Tribes of the Umatilla Indian Reservation (CTUIR)	As Called			Commissioner Skip Novakovich	Alternate: Commissioner Thomas Moak
Historic Downtown Kennewick Partnership	3rd Friday	7:30 AM	Downtown Kennewick Business Center	Commissioner Thomas Moak	Alternate: Commissioner Don Barnes
Tri-Cities Hispanic Chamber of Commerce	3rd Tuesday	11:30 AM	Pasco Red Lion	Commissioner Skip Novakovich	Alternate: Commissioner Don Barnes
Tri-City Regional Chamber Board of Directors Meeting	3rd Wednesday every other month	7:00 AM	Bechtel Board Room	Commissioner Don Barnes	Alternate: Commissioner Thomas Moak
Visit Tri-Cities (formerly Tri-Cities Visitor & Convention Bureau) (Full Board Meeting)	4th Wednesday	7:30 AM	Tri-Cities Business & Visitor Center Bechtel Board Room	Commissioner Don Barnes	Alternate: Commissioner Thomas Moak
TRIDEC Board of Directors Meeting	4th Thursday	4:00 PM	Tri-Cities Business & Visitor Center Bechtel Board Room	Commissioner Don Barnes	Alternate: Commissioner Skip Novakovich
TRIDEC Executive Board Meeting	2nd Thursday every other month	4:00 PM	Tri-Cities Business & Visitor Center Bechtel Board Room	Commissioner Don Barnes Port of Kennewick	Tri-Ports Executive Board Rep (Rotates Annually) 2015 - Port of Benton 2016 - Port of Pasco 2017 - Port of Kennewick
Trios Health, City of Kennewick and Port of Kennewick	Quarterly Meetings	5:30 PM	Trios Health's Administration Conference Room	Commissioner Thomas Moak	Alternate: Commissioner Don Barnes Jan, April, August & November
West Richland Area Chamber of Commerce	1st Wednesday	Noon	The Sandberg Event Center	Commissioner Skip Novakovich	Alternate: Commissioner Don Barnes
West Richland Economic Development Committee	As Called			Commissioner Skip Novakovich	Alternate: Commissioner Don Barnes



PORT of KENNEWICK
2017 COMMISSION ORGANIZATION REPRESENTATION

NAME	MEETING SCHEDULE	MEETING TIME	MEETING PLACE	CURRENT COMMISSIONER REPRESENTING POK	COMMENTS
WPPA Board of Trustees	As Called			Commissioner Skip Novakovich	Alternate: Tim Arntzen
WPPA Economic Development Committee	As Called			Commissioner Thomas Moak	Alternate: Tim Arntzen
WPPA Legislative Committee	As Called			Commissioner Skip Novakovich	Alternate: Tim Arntzen
WPPA Marina Committee	As Called			Commissioner Don Barnes	Alternate: Tim Arntzen