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AGENDA

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

December 12, 2023
2:00 p.m.

- I. CALL TO ORDER**
- II. ANNOUNCEMENTS AND ROLL CALL**
- III. PLEDGE OF ALLEGIANCE**
- IV. PUBLIC COMMENT** *(Please state your name and address for the public record)*
- V. CONSENT AGENDA**
 - A. Approval of Direct Deposit and ePayments November 17, 2023
 - B. Approval of Warrant Register Dated November 28, 2023
 - C. Approval of Direct Deposit and ePayments December 1, 2023
 - D. Approval of Warrant Register Dated December 12, 2023
 - E. Approval of Regular Commission Meeting Minutes November 14, 2023
 - F. Approval of Interlocal Agreement for Cable Bridge Illumination Update; Resolution 2023-33
- VI. PRESENTATION**
 - A. Vista Field Lot 25 Proposal; Resolution 2023-35 (TIM/AMBER)
- VII. ACTION ITEM**
 - A. Express Employment Professionals Proposal; Resolution 2023-34 (MICHAEL/NICK)
- VIII. REPORTS, COMMENTS AND DISCUSSION ITEMS**
 - A. Recap of Port of Camas-Washougal Presentation (TIM)
 - B. 2024-2025 Commission Organization Representation (Discussion Only) (BRIDGETTE)
 - C. Kennewick's Historic Waterfront
 - 1. Clover Island USACE East End Repair (TANA)
 - 2. Christmas Sparkle (TANA/MICHAEL)
 - D. Commission Meetings (formal and informal meetings with groups or individuals)
 - E. Non-Scheduled Items
(LISA/BRIDGETTE/TANA/NICK/LARRY/AMBER/MICHAEL/CAROLYN/TIM/KEN/TOM/SKIP)
- IX. PUBLIC COMMENT** *(Please state your name and address for the public record)*
- X. ADJOURNMENT**

PLEASE SILENCE ALL NOISE MAKING DEVICES



PORT OF KENNEWICK REGULAR COMMISSION MEETING

DRAFT

NOVEMBER 14, 2023 MINUTES

Commission Meeting recordings, with agenda items linked to corresponding audio, can be found on the Port's website at: <https://www.portofkennewick.org/commission-meetings-audio/>

Commission President Skip Novakovich called the Regular Commission Meeting to order at 2:00 p.m.

ANNOUNCEMENTS AND ROLL CALL

The following were present:

Board Members: Skip Novakovich, President
Kenneth Hohenberg, Vice President
Thomas Moak, Secretary

Staff Members: Tim Arntzen, Chief Executive Officer (via telephone)
Tana Bader Inglima, Deputy Chief Executive (via telephone)
Nick Kooiker, Deputy Chief Executive Officer/CFO (via telephone)
Larry Peterson, Director of Planning (via telephone)
Michael Boehnke, Director of Operations (via telephone)
Bridgette Scott, Executive Assistant (via telephone)
Lisa Schumacher, Special Projects Coordinator
Carolyn Lake, Port Counsel (via telephone)

PLEDGE OF ALLEGIANCE

Commissioner Hohenberg led the Pledge of Allegiance.

PUBLIC COMMENT

No comments were made.

CONSENT AGENDA

- A. Approval of Direct Deposit and E-Payments Dated October 31, 2023**
Direct Deposit and E-Payments totaling \$112,297.20
- B. Approval of Warrant Register Dated November 14, 2023**
Expense Fund Voucher Number 105350 through 105396 for a grand total of \$151,893.05
- C. Approval of Regular Commission Meeting Minutes October 24, 2023**

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

Commissioner Novakovich recessed the Regular Meeting at 2:04 p.m. and declared an Open Public Hearing for discussion regarding the 2024 Levy Certification.

PORT OF KENNEWICK
REGULAR COMMISSION MEETING
DRAFT

NOVEMBER 14, 2023 MINUTES

PUBLIC HEARING

- A. Levy Certification*
- B. Increase in Tax Capacity*

Mr. Kooiker presented Resolution 2023-30 certifying the Port’s Levy Certification, which allows the Port to collect taxes in 2024 and Resolution 2023-31 allowing the Port to take the 1% statutory increase.

PUBLIC COMMENTS

No comments were made.

Commissioner Novakovich closed the Public Hearing at 2:06 p.m. regarding the 2024 Levy Certification and reconvened the Regular Commission Meeting.

MOTION: *Commissioner Moak moved to approve Resolution 2023-30, certifying the Port of Kennewick’s tax levy for 2024 collections and Resolution 2023-31 increasing the Port of Kennewick’s tax levy capacity in 2024; Commissioner Hohenberg seconded.*

Discussion:

Commissioner Moak stated one of the requirements of 2023-31 is to demonstrate that there is substantial need for this 1 % increase and when we look at the projects that we have and the needs that we have, there is certainly substantial need for this increase in the tax levy capacity. Commissioner Moak supports it.

Commissioner Hohenberg stated, along with Commissioner Moak’s comments, he would like to say that when you look at inflation and the cost of goods, tying that back into the projects that we have on hand, personnel costs, and what we are limited to doing, this is a very reasonable approach for our taxpayers in the Port of Kennewick and he fully support this.

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

REPORTS, COMMENTS AND DISCUSSION ITEMS

- A. Kennewick Waterfront***
 - 1. Metz Family Plaza Update***

Mr. Boehnke reported the overgrowth of wisteria at the Metz Family Plaza has caused considerable damage. The Port contracted with Poland and Sons to stabilize the support beams and Top Tree to remove as much of the wisteria as possible. The maintenance team continues to remove the wisteria daily because it is wrapped around the cable and structure. Mr. Boehnke is going to work with a structural engineer to see if the structure can be repaired or if it needs to be removed and replaced.

Commission and staff discussed the issue of the wisteria.

PORT OF KENNEWICK
REGULAR COMMISSION MEETING
DRAFT

NOVEMBER 14, 2023 MINUTES

2. *Yacht Club Boathouse Reconstruction*

Mr. Boehnke stated there was a fire on one of the Yacht Club boathouses in December 2022. Mr. Boehnke presented photos of the boathouse reconstruction project (*Exhibit A*).

3. *Float Pump Training*

Mr. Boehnke stated due to the December 2022 Yacht Club fire, the Kennewick Fire Department (KFD) suggested the Port purchase a float pump. Port maintenance staff and members of the KFD went through training on the float pump led by Captain Tony Jorgenson (*Exhibit B*).

4. *Governor's 2023 Smart Communities/Smart Partnership Award*

Ms. Bader Inglima reported the Port was awarded the Governor's 2023 Smart Communities/Smart Partnership Award for the investment made on Clover Island for nearly two decades. The Port partnered with the private sector, city, county, state, federal government, and Confederated Tribes of the Umatilla Indian Reservation to transform Clover Island into a regional destination (*Exhibit C*).

5. *WA State RCO Local Parks Maintenance (LPM) Grant Awarded for Clover Island*

Ms. Bader Inglima informed the Commission that the Port was awarded the Washington State RCO Local Parks Maintenance Grant for \$82,000 for maintenance projects on Clover Island. The maintenance projects include repainting the waves on the marina sidewalk, repair and re-staining of the boardwalk, replacing signage, and repairing and upgrading the restroom.

B. *Cable Bridge Lighting Project Update*

Ms. Bader Inglima stated Visit Tri-Cities is coordinating an Interlocal Agreement to allow jurisdictions to partner on the Cable Lighting project to define a scope of work and a detailed cost estimate; and the City of Pasco will be the administrator of the project. The public utility districts are unable to partner at this point, which means the cities and the ports cost increased from \$20,000 to \$25,000. Ms. Bader Inglima inquired if the Commission supports the increased amount of \$25,000 for the scope and cost estimate, and stated the Commission budgeted \$25,000 for the project.

It is the Consensus of the Commission to support the Cable Bridge Lighting project ILA and fund \$25,000 for the scope and cost estimate.

C. *Vista Field Parking Lot Update*

Mr. Peterson stated to complement the vibrancy at Vista Field, people will need a place to park. As the master developer, the Port will construct the joint parking areas (*Exhibit D*), which are currently under design. The parking will complement the gateway project and hangar pavilion project and utilize the existing taxi lane. The construction of the joint parking will be in conjunction with land sales and construction from the private sector.

Commission and staff discussed the details of the joint parking lot.

PORT OF KENNEWICK
REGULAR COMMISSION MEETING
DRAFT

NOVEMBER 14, 2023 MINUTES

D. Tamastlikt Cultural Center's 25th Anniversary Update

Commissioner Novakovich recently attended the Tamastlikt Cultural Center's 25 Anniversary in which the Port was an advertising partner. Commissioner Novakovich discussed the N8TIVE HOOP! presentation and provided photos of the event (*Exhibit E*).

E. 2024-2025 Commission Organization Representation

Ms. Scott provided an overview of the 2024-2025 Commission Organization Representation chart and stated the Commission will vote on the assignments in January 2024.

Commissioner Novakovich does not see a need to participate in the WPPA Marketing Committee. Commissioner Novakovich also reviewed the Historic Downtown Kennewick Partnership (HDKP) By-laws and stated that there are no provisions for the Port to be a member of the Board of Directors; however, he believes it is important to have a Commissioner Moak continue as a liaison.

Commissioner Hohenberg enjoyed the opportunity to interact with different boards and believes it is important to spread things out. Commissioner Hohenberg agrees with having a liaison member on the HDKP, as we are the heart of downtown and reiterated that we should spread things out.

Commissioner Novakovich agrees.

Ms. Scott stated the TRIDEC Executive Board rotates, and 2024 will be the Port of Benton's turn to represent Tri-Ports.

Mr. Arntzen stated since the Port is not a voting member on the Visit Tri-Cities Board, he asked Ms. Bader Inglima to attend those meetings.

F. 2024-2025 Election of Officers

Ms. Scott reported the Election of Officers for 2024-2025 will take place in January.

Commissioner Novakovich stated the Commission Rules of Policy and Procedure read:

6.1.1: Terms. The terms of office for each officer shall be two years or until his/her successor is elected. Commissioners may serve consecutive two-year terms.

6.1.2: Election. The officers shall be elected at the first regularly scheduled Port Commission meeting in January in even years. Newly elected officers shall take office effective the next regularly scheduled meeting following the election, unless otherwise agreed by the Commission.

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

Commissioners reported on their respective committee meetings.

H. Non-Scheduled Items

Mr. Kooiker reported that the Port will be audited by the State Auditor's Office in December. The remote audit will include the 2021-2022 accountability and financial statement audit.

PORT OF KENNEWICK
REGULAR COMMISSION MEETING
DRAFT

NOVEMBER 14, 2023 MINUTES

Commissioner Hohenberg thanked Ms. Scott for all her work to get the Commission Meeting Room ready for in-person meetings. He is very excited about being in person and that he can look at his fellow Commissioners.

Commissioner Novakovich echoed Commissioner Hohenberg’s comments and stated it is the first-time meeting in person in over three years.

ACTION ITEM

A. Chief Executive Officer Annual Performance Review

Mr. Kooiker stated it has been extremely gratifying to be a part of the CEO evaluation committee and believes it has proven its value. The committee reviewed the policy and then prepared the document with accomplishments. The CEO performance review in the Agenda Packet outlines the dialogue, the committee’s rating recommendation of exceptional and the proposed Resolution 2023-32 for Commission consideration.

Ms. Lake endorsed Mr. Kooiker’s statements and stated it was productive and thoughtful process. Ms. Lake stated it fulfills the requirements within the CEO Employment Agreement for the annual evaluation and the Commission’s policies pursuant to Resolution 2022-19.

Commissioner Hohenberg complimented Ms. Lake and stated she is a great attorney to work with and as specific questions came up, she was very quick to respond. Commissioner Hohenberg thanked Mr. Kooiker and Ms. Lake for their graciousness in accommodating his schedule.

MOTION: Commissioner Hohenberg moved to approve Resolution 2023-32 regarding the CEO’s 2023 Annual Performance Review and adopting the CEO Evaluation Committee’s Performance Appraisal Rating recommendation attached as Exhibit “A” and that the Commission hereby deems the CEO’s performance for 2023 as “exceptional”; Commissioner Novakovich seconded.

Discussion:

Commissioner Hohenberg complimented Mr. Arntzen and stated he truly leads by example and talks about the team. Commissioner Hohenberg believes the Commission sets a culture, but the CEO has to make sure to execute the culture and motivate staff, and make sure at the end of the day, we are doing what we are supposed to be doing. One of the things that Commissioner Hohenberg thinks is important is that the CEO truly runs the day-to-day operations of the Port, which keeps the Port and Commission out of trouble. Commissioner Hohenberg seldom receives complaints, and as a matter of fact, he does not believe he has ever had a complaint. The complaints that he has had are outside the scope of the Port. He had one about homelessness in Downtown Kennewick and Commissioner Hohenberg thinks they did not realize he was no longer the Chief of Police. Commissioner Hohenberg’s phone is not ringing off the hook and it takes a lot to run the day-to-day business, for which Mr. Arntzen has done an exceptional job. As you go through the list and reflect over the past two years, we have done a lot, and we have been focused, and we have been able to get back to what our core mission is. We have staff that are doing great things and we have received recognition several times from outside parties, and he is proud to be part of the Port of Kennewick and certainly proud to support this resolution.

**PORT OF KENNEWICK
REGULAR COMMISSION MEETING**

NOVEMBER 14, 2023 MINUTES

DRAFT

Commissioner Novakovich agrees with Commissioner Hohenberg's comments. Commissioner Novakovich has known Mr. Arntzen since 1996 and has seen the development that he has developed in himself, his leadership skills, and his ability to put together probably one of the finest port teams in Washington. Commissioner Novakovich commended Mr. Arntzen highly for the work he has done. We have had discussions on various issues that have come up and Mr. Arntzen has always managed to come up with solutions that were above himself, for the benefit of the Port. Commissioner Novakovich is fully supportive of this Resolution.

With no further discussion, motion carried. All in favor 2 Ayes (Commissioners Hohenberg and Novakovich): 1 Abstain (Commissioner Moak).

MOTION: Commissioner Hohenberg moved that the Commission, in its approval of Resolution 2023-32, in accordance with the CEO's contract, and with consideration the CEO Evaluation Committee's recommendation, adopt a CEO salary of adjustment for 2024 of a one-time salary adjustment of +4%, which is consistent with the range contained in the CEO Employment Agreement; Commissioner Novakovich seconded.

With no further discussion, motion carried. All in favor 2 Ayes (Commissioners Hohenberg and Novakovich): 1 Abstain (Commissioner Moak).

Commissioner Novakovich congratulated Commissioner Hohenberg, Ms. Lake and Mr. Kooiker for their work on the committee and stated they did a marvelous job. Commissioner Novakovich would like to see Commissioner Hohenberg stay on for another two-year cycle and inquired if there were any objections.

The Consensus of the Commission is for the CEO Evaluation Committee to remain the same for the next two-year evaluation cycle.

PUBLIC COMMENTS

No comments were made.

COMMISSION COMMENTS

No comments were made.

Ms. Scott stated it does not appear that there is any public attending the meeting, but perhaps we need to call for public comment on Resolution 2023-32 and the following motion.

Commissioner Novakovich called for Public Comment on Resolution 2023-32 and the following motion.

PUBLIC COMMENTS

No comments were made.

PORT OF KENNEWICK
REGULAR COMMISSION MEETING
DRAFT

NOVEMBER 14, 2023 MINUTES

ADJOURNMENT

With no further business to bring before the Board; the meeting was adjourned 3:27 p.m.

APPROVED:

PORT of KENNEWICK
BOARD of COMMISSIONERS

Skip Novakovich, President

Kenneth Hohenberg, Vice President

Thomas Moak, Secretary

PORT OF KENNEWICK

RESOLUTION NO. 2023-30

A RESOLUTION OF THE BOARD OF COMMISSIONERS FOR THE PORT OF KENNEWICK CERTIFYING THE PORT'S 2024 LEVY

WHEREAS, the Board of Commissioners of the Port of Kennewick met and considered its budget for the calendar year 2023 and 2024 at a regular meeting on October 25, 2022, a quorum of the Commission being present; and

WHEREAS, a legal notice of public hearing on the Preliminary Budget of Port of Kennewick for the calendar year of 2023 and 2024 was published in accordance with RCW 53.35.020, RCW 53.35.045 and RCW 84.52.020; and

WHEREAS, the Port's actual levy amount from 2023 year was \$4,890,181; and

WHEREAS, the population of the Port is more than 10,000; and

WHEREAS, the Board of Commissioners of Port of Kennewick after hearing and after duly considering all relevant evidence and testimony presented, determined that the Port of Kennewick requires a regular levy for the 2024 tax year in the amount of \$5,500,000, which includes an increase in property tax revenue from the previous year, amounts resulting from the addition of new construction, improvements to property, any increase in the value of state-assessed property, and amounts authorized by law as a result of any annexations that have occurred and refunds made, in order to discharge the expected expenses and obligations of the district and in its best interest.


NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of the Port of Kennewick substantiate that an increase in the regular property tax levy is hereby authorized for the levy to be collected in 2024 tax year. The dollar amount of the increase over the actual levy amount from the previous year shall be approximately \$55,000, which is a one-percent increase from the previous year. This increase is exclusive of additional revenue resulting from new construction, improvements to property, any increase in the value of state assessed property, any annexations that have occurred and refunds made.


BE IT FURTHER RESOLVED that the Board of Commissioners of the Port of Kennewick hereby directs the Chief Financial Officer/Auditor to certify a copy of this resolution and forward the same to the Clerk of the Board of the County Commissioners in accordance with RCW 84.52.020.

APPROVED and dated by the Commissioners of the Port of Kennewick at a Regular Meeting on November 14, 2023.

**PORT of KENNEWICK
BOARD of COMMISSIONERS**

By: 
DocuSigned by:
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SKIP NOVAKOVICH, President

By: 
DocuSigned by:
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KENNETH HOHENBERG, Vice President

By: 
DocuSigned by:
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THOMAS MOAK, Secretary

CERTIFICATION OF TAX LEVY**STATE OF WASHINGTON
County of Benton**

In accordance with RCW 84.52.020, I, **Nick Kooiker**, CFO/Auditor for Port of Kennewick, do hereby certify to the Benton County legislative authority that the Commissioners of said district request that the following levy amounts be collected in 2024 as provided in the district's budget, which was adopted following a public hearing held on November 14, 2023. I hereby request the Board of County Commissioners of Benton County, Washington, to make said regular levy of the Kennewick Port District, as set forth below, and that said regular levy is for operation, maintenance, land acquisition, construction, and the levy is to be distributed as follows:


Expense (General) Fund	\$5,500,000
Administration Refund Fund	\$0
<i>Total Regular Levy</i>	<i>\$5,500,000</i>
<i>Population Certification:</i>	<i>Above 10,000</i>

If the above certification is more than the Assessor's levy calculations, the Assessor's Office is directed to reduce the Expense (General) Fund amount to the actual Assessor's levy calculation.

CERTIFIED this 14th day of November, 2023.

CERTIFIED BY:

**PORT of KENNEWICK
CFO/AUDITOR**



Nick Kooiker



Ordinance / Resolution No. 2023-30
RCW 84.55.120

WHEREAS, the Commission of The Port of Kennewick has met and considered
(Governing body of the taxing district) (Name of the taxing district)
its budget for the calendar year 2024; and,

WHEREAS, the districts actual levy amount from the previous year was \$ \$4,890,181.00; and,
(Previous year's levy amount)

WHEREAS, the population of this district is more than or less than 10,000; and now, therefore,
(Check one)

BE IT RESOLVED by the governing body of the taxing district that an increase in the regular property tax levy is hereby authorized for the levy to be collected in the 2024 tax year.
(Year of collection)

The dollar amount of the increase over the actual levy amount from the previous year shall be \$ 55,000.00 which is a percentage increase of 1.0 % from the previous year. This increase is exclusive of
(Percentage increase)

additional revenue resulting from new construction, improvements to property, newly constructed wind turbines, solar, biomass, and geothermal facilities, and any increase in the value of state assessed property, any annexations that have occurred and refunds made.

Adopted this 14th day of November, 2023.

DocuSigned by: <u>Skip Novakovich</u>	<u>Skip Novakovich</u>	<u>Commissioner District 3</u>
DocuSigned by: 0E53A30E1C8E442...	<u>Kenneth Hohenberg</u>	<u>Commissioner District 1</u>
DocuSigned by: 89F77EAC8921416...	<u>Thomas Moak</u>	<u>Commissioner District 2</u>
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If additional signatures are necessary, please attach additional page.

This form or its equivalent must be submitted to your county assessor prior to their calculation of the property tax levies. A certified budget/levy request, separate from this form is to be filed with the County Legislative Authority no later than November 30th. As required by RCW 84.52.020, that filing certifies the total amount to be levied by the regular property tax levy. The Department of Revenue provides the "Levy Certification" form (REV 64 0100) for this purpose. The form can be found at: <http://dor.wa.gov/docs/forms/PropTx/Forms/LevyCertf.doc>.

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PORT OF KENNEWICK

RESOLUTION NO. 2023-31

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE PORT OF KENNEWICK AUTHORIZING AN INCREASE IN TAX LEVY CAPACITY PURSUANT TO RCW 84.55.120 AND WAC 458-19-005

WHEREAS, a public hearing was held at a regular meeting on October 25, 2022 by the Board of Commissioners for the Port of Kennewick regarding the 2023 and 2024 budget; and

WHEREAS, pursuant to RCW 84.55.120 and WAC 458-19-005, the rate of inflation (IPD rate) for 2024 is 3.67% and the limit factor for property taxes for 2024 is 101%; and

WHEREAS, the Port of Kennewick’s levy amount from the previous year was \$4,890,181; and

WHEREAS, the Port has set its increase in tax levy capacity for the 2023 and 2024 budget at one percent (1%) and finds there is substantial need to set the levy limit at one hundred and one percent (101%); and

WHEREAS, the Board of Commissioners of the Port of Kennewick Taxing District, after hearing and after duly considering all relevant evidence and testimony presented, finds there is a substantial need to set the levy limit at one hundred one percent (101%), in order to discharge the expected expenses and obligations of the district and in its best interest.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Port of Kennewick Taxing District that an increase in the regular property tax levy, in addition to the increase resulting from the addition of new construction and improvements to property and any increase in levy value of state assessed property, is hereby authorized for the 2024 levy in the amount of approximately \$55,000 which is a one (1%) percentage increase from the previous year.

ADOPTED by the Board of Commissioners of the Port of Kennewick at a Regular Meeting held this 14th day of November 2023; and duly signed by its proper officers in the authentication of its passage on said date.

**PORT of KENNEWICK
BOARD of COMMISSIONERS**

By: DocuSigned by:
Skip Novakovich
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SKIP NOVAKOVICH, President

By: DocuSigned by:
Kenneth Hohenberg
89F77EAC8921416...
KENNETH HOHENBERG, Vice President

By: DocuSigned by:
Thomas Moak
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THOMAS MOAK, Secretary

PORT OF KENNEWICK

Resolution No. 2023-32

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE PORT OF KENNEWICK APPROVING THE PORT CHIEF EXECUTIVE
OFFICER'S 2022 PERFORMANCE EVALUATION**

WHEREAS, the Port Commission oversees the annual evaluation of the Port's Chief Executive Officer's ("CEO") performance pursuant to the CEO's Employment Agreement, and pursuant to Resolution 2022-19, by which the Commission authorized a CEO Evaluation Committee.

WHEREAS, the CEO Evaluation Committee consists of Port Commissioner Ken Hohenberg, Port Chief Financial Officer Nick Kooiker and Port General Legal Counsel Carolyn Lake.

WHEREAS, as directed by the Port Commission through its adoption of Resolution 2022-19, the CEO Committee met on multiple occasions to undertake the CEO evaluation, using the evaluation procedure, as described in Resolution 2022-19, Exhibit A.

WHEREAS, the CEO Evaluation Committee also is charged with offering a recommendation for salary adjustment in accordance with the CEO employment agreement.

WHEREAS, the CEO Evaluation Committee has shared its written recommendation with the CEO as Resolution 2022-19 directs and has shared its written recommendation with the full Commission, with a copy attached hereto as **Exhibit A**.

NOW, THEREFORE, BE IT HEREBY RESOLVED AS FOLLOWS:

1. **Performance Evaluation.** The Port of Kennewick Board of Commissioners has reviewed the CEO Evaluation Committee's recommendation attached as Exhibit "A" and hereby approves modifies the CEO's performance evaluation as recommended.
2. **Performance Appraisal Rating.** The Port of Kennewick Board of Commissioners, in accordance with the CEO's contract, and with consideration of the CEO Evaluation Committee's recommendation hereby deems the CEO's performance for 2022 as: "exceptional", "satisfactory", or "above satisfactory".
3. **CEO Salary Adjustment.** The Port of Kennewick Board of Commissioners, in accordance with the CEO's contract, and with consideration the CEO Evaluation Committee's recommendation, adopts a CEO salary adjustment for 2023 as follows:

a onetime salary adjustment of +4%, based on the CEO's Employment Agreement.

Other: _____.

ADOPTED by the Board of Commissioners of Port of Kennewick on the 14th day of November, 2023.

By: DocuSigned by:
Skip Novakovich
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SKIP NOVAKOVICH
President

By: DocuSigned by:
Kenneth Hohenberg
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KENNETH HOHENBERG
Vice President

By: Abstain
THOMAS MOAK
Secretary

RESOLUTION 2023-32 EXHIBIT A -**ANNUAL PERFORMANCE REVIEW
Individual Commissioner Evaluation of
CEO's Performance**

IMPORTANT DUTIES/EXPECTATIONS	PERFORMANCE APPRAISAL		COMMISSIONER COMMENTS
	Met	Not met	
<p>➤ Attach extra papers as necessary</p> <p>➤ Factors should be reviewed in terms of quality, quantity and timeliness</p>			
<p>I. <u>Vision and Purpose</u></p> <p>A. Assists the Commission in defining its shared vision. Communicates that direction to the organization.</p> <p>B. Collaborates with the Commission to advance the Port's vision and purpose.</p> <p>C. Advocates the vision by strategic resource allocation toward attainment.</p>	<p>X</p> <p>X</p> <p>X</p>		<p>The CEO has assisted Commission with its shared vision and communicates that direction in the following ways:</p> <ul style="list-style-type: none"> • Prepared a "Look Ahead" Briefing Memo for Commission discussion. • Refreshed the Delegation of Authority under Resolution 2022-44 • Managed the process of Veterans Affairs real estate inquiry and verified Commissioners' commitment to new urbanism development at Vista Field. • Worked with legal counsel to update port commission Rules of Policy and Procedures. • Created a "demonstration vineyard" at Columbia Gardens with planting of Chardonnay vines and reuse of landscaping blocks from the former Vista Field FBO building. • Adjusted contract for temporary maintenance labor as way of mitigating for continued loss of Coyote

RESOLUTION 2023-32 EXHIBIT A -

			Ridge work crews while maintaining high port standards.
<p>II. <u>Strategic Agility</u></p> <p>Is proactive; anticipates future trends, benefits and consequences; has broad knowledge and perspective; can objectively state possibilities and probabilities.</p>	X		<p>Managed process of relocating tenant and working with insurance carrier following fire at the Oak Street Industrial Park DB3.</p> <p>Coordinated port investment with City of Kennewick regarding intersection improvements at Deschutes Avenue and Columbia Center Boulevard.</p> <p>Coordinated contract amendment with Energy Northwest for information technology and computer support services.</p> <p>Coordinated a spring meeting and invited Marie Mosley to join the CEO in traveling to Walla Walla to meet with District Commander LTC King Slack about Duffy's Pond improvements, including potential for in water improvements. Port also provided USACE with feedback to their McNary Pool pump station replacement project, including suggestions for fencing and aesthetics, and noxious tree removal. In mid-August, Tree of Heaven was removed from Duffy's Pond by USACE.</p> <p>Worked with port legal counsel to implement a cost-of-living salary adjustment for Port Commissioners to help address rising inflation.</p>

RESOLUTION 2023-32 EXHIBIT A -

<p>III. <u>Operating Plans/Financial Plans</u></p> <p>A. Develops, maintains and implements strategic plans and operational goals that effectively brings the Port's vision to fruition.</p> <p>B. Administers the Port's financial affairs consistent with state law and adopted policies, budget and financial guidelines.</p>	<p>X</p> <p>X</p>	<p>Brought first private-sector development proposal to port commission for consideration of land sale to Blueberry Bridal at Vista Field.</p> <p>Completed installation of a renovated "cargo container restroom" at Columbia Gardens and initiated design of an artistic wrap to be placed onto that building fall of 2023.</p> <p>Managed marina at 100% capacity during peak season; coordinated 12 boat haul-outs (average of 3 per month May through August) as well as two emergency boat haul-outs to prevent sinking vessels; managed process of removing and disposing of a derelict vessel; upgraded signage and secured new float vests for the port's life-jacket loaner program.</p> <p>Implemented ASANA workforce database to help improve maintenance department workloads and scheduling.</p> <p>Sold land at Oak Street to Jr's Ironworks allowing a blighted property to be repurposed and placed onto the tax rolls.</p> <p>Negotiated easement and waste disposal agreement with Pipeworks LLC</p> <p>Under the CEO's management the Port received another clean audit opinion (26th consecutive) from Clifton Larsen Allen and the</p>
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RESOLUTION 2023-32 EXHIBIT A -

			<p>Washington State Auditor's Office for the port's financial statement. <i>Having clean audits is perhaps one of the most important measures of solid management and fiscally-sound leadership.</i></p> <p>The CEO also provided oversight for budget, invoices, and contracts; and financial presentations to commissioners including the 2023-2024 work plan and budget workshops, 2023 Tax Levy certification; spring update/budget amendment, and summer finance update in late August.</p>
<p>IV. <u>Integrity</u></p> <p>Sets the tone for the Port by exemplifying consistent values and high ethical awareness, honesty, and fairness.</p>	X		<p>The CEO ensured Veterans Christmas Tree at The Willows was lit for holiday season and expanded the number of light strings for trees and shrubs on Clover Island--a holiday enhancement that draws visitors and spending to east Kennewick during the winter season.</p> <p>With CEO approval, the Port recognized Mr. Jim Cox as Friend of the Port for his selfless devotion to Columbia Gardens and the Historic Kennewick Waterfront District.</p>
<p>V. <u>Political and Institutional Sensitivity</u></p> <p>A. Maneuvers through complex political and institutional situations effectively; anticipates potentially negative reactions, recommends and plans a course of action; views politics as a necessary part of organizational and public sector life and works to be effective within that reality. Unless otherwise not practical, obtains</p>	X		<p>The CEO managed the myriad details of port involvement in mitigating and recovering from the Clover Island Yacht Club boathouse fire including interactions with the yacht club, Kennewick Fire Department, Kennewick Police Department, Department of Ecology to secure, boom, and remove fuel and debris</p>

RESOLUTION 2023-32 EXHIBIT A -

<p>Commission concurrence prior to publicly stating position.</p>	<p>X</p>	<p>from the harbor; as well as temporarily closing the boat launch and communicating with the public. This was a three-month process that required involvement of numerous staff. The Port reaffirmed its no live-aboard policy, purchased a float pump, and is working with Kennewick Fire Department on a fall session to ensure training and access to that pump.</p>
<p>B. Develops solutions to complex issues that challenge the Port’s ability to recognize its vision and purpose. Demonstrates sensitivity to resource availability when developing solutions.</p>		<p>The CEO began negotiating with USACE to stabilize east end of Clover Island that was descoped from the 1135 restoration project.</p>
		<p>Under the CEO’s guidance, the Port continued working with water rights consultant to determine value of retained water rights at the port’s former West Richland Raceway and Oak Street parcels, and continued discussions with Benton County regarding need for water for the fairgrounds and potential for a water rights transfer.</p>
		<p>The CEO led the team that researched and then purchased a new, professionally built, mobile stage to expand the number and type of concerts designed to bring additional people, business, and visitor spending to Clover Island; worked on lease arrangement for operating that stage with Clover Island Inn--a CEO Goal</p>
		<p>Homelessness is a complex issue. In response, the CEO managed property security/health/safety issues and police and agency incident reports regarding</p>

RESOLUTION 2023-32 EXHIBIT A -

<p>C. Leads the Port in building effective relationships with tenants, customers and community.</p>	<p>X</p>	<p>squatters, car crashes into lighthouse wall/streetlights, vandalism, graffiti, broken locks, restrooms destruction, and other property damage.</p> <p>Under CEO leadership, the Port held a very successful Clover Island North Shoreline blessing ceremony/celebration event with participation from the CTUIR, Yakama Nation, Deputy Assistant Secretary of the Army for Civil Works (also Nez Perce Tribal member), USACE Walla Walla District, Washington State RCO, Benton County, and City of Kennewick, with rave reviews from media, public, and investment partners. This event was attended by more than 150 community supporters, and received coverage in the CUJ, the CTUIR Newspaper which “deemed the project to be gratifying because it will lead to healthier habitat for salmon and other first foods.”</p> <p>The Port was honored with the 2023 WPPA Creative Partnership Award for the Clover Island Shoreline/1135 Restoration Project.</p> <p>The CEO worked with Staff to coordinate a groundbreaking event for Swampy’s BBQ expansion at Columbia Gardens.</p> <p>Arranged three vibrancy events including a Yoga and Wellness Expo, ArtWalk, and E-Bike Expo to introduce people to Vista Field, encourage activity for the neighborhood, and set the tone for future pavilion events.</p>
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RESOLUTION 2023-32 EXHIBIT A -

			CEO Tim coordinated MOU investment with City of Richland for their Center Parkway North roadway extension project.
<p>VI. <u>Knowledge/ Decision Quality</u></p> <p>A. Knows how successful public ports work; knowledgeable in current and possible future practices, trends and information affecting port management, the port industry and our Port; knows the competition; is aware of how strategies and tactics work in the marketplace.</p>	X		<p>The CEO managed the port as a highly productive, successful, fiscally-sound organization—ensuring transparent public engagement via virtual meetings.</p> <p>The CEO worked to ensure Port compliance with evolving federal, state, and local resolutions and regulations related to state of emergency declarations. And worked with staff and legal counsel to evaluate options, and with commission to adopt and implement a new hybrid-work policy--a CEO Goal.</p> <p>The CEO managed the removal of a section of the Cedars Dock where a piling has failed; began environmental consultation and permitting process for required in-water restoration work.</p> <p>At CEO direction, staff worked on mapping Vista Field land, utilities, and roadways to make those available with link from Vista Field website to the ARC-GIS database.</p>
<p>B. Makes good decisions based on analysis, wisdom, experience and judgment; most solutions and suggestions turn out to be correct when judged over time.</p>	X		<p>The CEO led the staff to improve the lighting for the Clover Island Inn parking lot at the east end of Clover Island to help discourage unwanted activity on that part of the island.</p>

RESOLUTION 2023-32 EXHIBIT A -

			<p>The CEO hired and managed contractor for design of Vista Field joint use parking lots; project on schedule for permit submittal prior to October code changes.</p> <p>Worked with maintenance to resolve swallows nesting at Lighthouse Plaza and added 13 new trash cans to Clover Island and Columbia Gardens to ensure those areas remain attractive public assets.</p> <p>Secured MOU with TRIDEC to assist with Vista Field marketing and recruitment (including TRIDEC attending RECON in Las Vegas)--a CEO Goal.</p>
<p>VII. <u>Leadership/Management</u></p> <p>A. Demonstrates an entrepreneurial spirit by identifying ways to generate revenue, investment capital and maximizes the financial potential of existing port assets.</p> <p>B. Rallies support behind the vision and strategic plan; can inspire and motivate staff and community.</p>	<p>X</p> <p>X</p>		<p>Coordinated with Washington State Department of Transportation to allow Columbia Gardens tenants to add logos with @Columbia Gardens footers to the blue tourist panel signs along Highway 240 and SR 395.</p> <p>Purchased and are working to install new cameras to improve community engagement with in-person commission meetings.</p> <p>Coordinated three Summer Saturdays Night Markets, a car show, and several pop-up events to create vibrancy for Columbia Gardens.</p> <p>Commissioned a Vista Field Aviation History Report to help incorporate the story of the airfield's ties to World War II training and find a way to utilize</p>

RESOLUTION 2023-32 EXHIBIT A -

<p>C. Creates an environment where employees at all levels contribute their knowledge, skills, abilities and ideas in a way that maximizes their potential. Employee potential is not limited by divisional walls or job title. Appropriately delegates to others. Is a good judge of talent; hires the best people available inside or outside the organization.</p> <p>D. Creates a climate in which people want to do and can do their best; can motivate team or project members; empowers others; invites input and shares ownership and visibility. Makes each person feel</p>	<p>X</p> <p>X</p>	<p>the unique, former decking material into the plaza area between the hangars. Also, researched aviation displays and located two rare Avengers that could be used to create a static display for Vista Field.</p> <p>Continued working on the Vista Field Southern Gateway Transformation project to transform hangars into pavilion event space; design now at 75% completion with plans to bid this winter for construction spring 2024.</p> <p>Completed design and installation of Monument and Wayfinding signage at Columbia Drive, Columbia Gardens and The Willows, a project that was complicated by contracting issues. The CEO empowered Planning & Real Estate Staff to take leads on successfully resolving same.</p> <p>Hired Ryan Bailey as maintenance technician, and David Phongsa as marketing and capital project coordinator.</p> <p>As leader, the CEO works to create an environment which fosters staff longevity; the CEO now leads a team of 14 people, nine of whom have been with the Port more than 10 years; with four employees having been with the Port over 15 years.</p> <p>Looking to the future the CEO prepared and presented a <i>Succession Planning</i> memo to commission and promoted Nick</p>
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RESOLUTION 2023-32 EXHIBIT A -

his/her work is important.			Kooiker to Deputy CEO.
<p>VIII. <u>Initiative/Courage/Adaptability</u></p> <p>A. Self-starting ability. Promptly takes hold and follows through with minimum direction.</p> <p>B. Willingness to state opinions and reasons without concern about the popularity of the views. Forthrightness in dealing with Commission, customers, suppliers, and others in the organization.</p> <p>C. Ability to adjust to changing conditions or unusual assignments. Flexibility in undertaking a variety of assignments, acceptance of decisions which go counter to own opinion.</p>	<p>X</p> <p>X</p> <p>X</p>		<p>Addressed maintenance adjustments at Vista Field including a flooded electrical vault and a series of pump failures to ensure the stream and ponds were activated before spring and planned sales tours and events.</p> <p>Prepared MOU with City of Kennewick manager, Marie Mosley, that was adopted by port commission and presented that MOU twice to City Council--a CEO Goal.</p> <p>Coordinated, as required by law, an updated PEBB Employer Group Interlocal Agreement with Washington State Health Care Authority</p> <p>Updated the port's Interlocal Agreement with the BFCOG</p> <p>Although the City leases Duffy's Pond from USACE, Port of Kennewick contracted for algae treatment with an aquatic herbicide that was completed in July--a CEO Goal.</p> <p>Secured a surety bond and worked to help ensure lease-tenant, Greenbrier, could construct a tent structure that will help grow their workforce and repair more rail cars at the port's east Kennewick, dual-rail-served Twin Tracks industrial park.</p>

RESOLUTION 2023-32 EXHIBIT A -

<p>IX. <u>Loyalty</u></p> <p>Understanding and accepting of goals and policies of the organization. Willingness to support organization and management.</p>	<p>X</p>		<p>Managed lease amendments with Caribtex</p> <p>Worked with the Clover Island Inn ownership group on a lease extension.</p> <p>Secured new leases with Bartholomew and Monarch Wineries, Rollin Ice Cream, Swampy's BBQ, Culture Shock Bistro, Botanas Culichi, Bobablastic, Taste of Wok, and Frida's Mexican Grill.</p>
<p>X. <u>Communications</u></p> <p>Effectiveness of exchanging significant information throughout all levels of the organization; with clients, vendors, and the public.</p>	<p>X</p>		<p>Prepared the Vista Field marketing report, presented conceptual designs for Daybreak Commons, and now working to bring final designs to commission this fall.</p> <p>Oversight and management of port marketing, advertising, and outreach efforts which included 2023- 2024 Work Plan summary; site tours, print and broadcast ads, flyers, posters, and social media promotions for Vista Field, Columbia Gardens, The Willows, Cable Greens, and Roosevelt Street and Oak Street properties and facilities.</p> <p>Coordinated a tour of Seabrook, Washington for Commissioner Hohenberg to better visualize New Urbanism development.</p> <p>Received copy of the Benton City Master plan which the port helped fund; worked with city manager Lehman and port commission to</p>

RESOLUTION 2023-32 EXHIBIT A -

			support updating the city's parks and recreation plan, and zoning map; staff training to implement new design standards; and development of recruiting materials.
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Additional Commissioner Comments:

In this year's annual evaluation, it is evident that CEO Tim Arntzen has continued to steer the Port in a direction that is resolutely mission-focused, prioritizing the best return for taxpayer dollars. Under his leadership, the Port has maintained a remarkable alignment with the policies and budget that have been adopted, which is no small feat given the complexity of the task. CEO Arntzen's 360-degree strategic vision has allowed the Port to proactively anticipate and address issues, consistently charting a positive path forward. His ability to manage contentious matters through visionary thought processes and creative solutions is a testament to his effective leadership. Furthermore, transparency remains a cornerstone of CEO Arntzen's approach, as he maintains open lines of communication both within the organization, with Staff and Commission, and externally with the public. These consistent and positive outcomes underscore CEO Tim Arntzen's exceptional leadership and commitment to the Port's success. We look forward to the continued growth and prosperity that his leadership promises to bring.

Therefore, based on all the above reasons, the CEO Evaluation Committee recommends to the Commission for approval a performance rating of "Exceptional" in accordance with the CEO contract.

In addition, the Committee recommends a salary adjustment for 2024 of +4%, consistent with the terms of the CEO's Employment Agreement.

CEO COMMENTS RELATED TO PERFORMANCE REVIEW

11/06/23

I appreciate the time invested by the performance review committee in preparing this year's review of my work at the port. While none of the members offered comments to me during the process (which was the appropriate course of action) I could tell that each member took his or her task seriously, and that each invested time and effort into the process.

I appreciate that.

I am humbled by the comments in the review and appreciate the faith in me that the reviewers seem to have. However, as I have stated in previous reviews, no manager accomplishes anything of value by himself or herself. So, in a sense this review is not a review of my actions, but a review of the success of the port as an entity. I can claim no accomplishment that has not first been identified as a priority through the vision of the commission; and then worked on by my skilled and loyal employees (and selected contractors). So, in a sense, my job is to coordinate the vision of the commission with the valiant efforts of my staff and contractors.

This may sound like "fluff". I know. But as I gain more experience in this leadership role, it does become more and more apparent that this really is the case.

Having said all this, I do appreciate that this commission recognizes the effort needed to keep the port running. This, in and of itself, is an important task that sometimes is overlooked. One looks at the outside success of the port, without looking into the myriad of things needed to keep the machine working. Thank you to the review team and the commission for acknowledging this factor.

We have accomplished much this year. I feel that as an institution, we are gaining our strength back, and this has contributed to our success. I feel that there have been substantial "inner workings" at Vista Field, with limited "public" attention, but that these "inner workings" will mature in 2024 with the possible, if not likely result of a substantial land sale and resultant development at Vista Field. This has long been an objective of mine and I will keep it at the forefront.

In summary, I appreciate the opportunity to work for the commission and greatly appreciate its vision. I appreciate the freedom the commission permits me to lead our team, working for the common goal of accomplishing things that the public has entrusted to the commission. I am eager to continue this work, and look for any opportunities to learn new things, to listen to better ideas, and above all else, to listen to the vision articulated by the commission, and to faithfully execute that vision.

Thank you to the review team for its work. Thank you to my employees for their skill and efforts and thank you to the commission for its leadership.



FIRE DEPARTMENT FLOAT PUMP TRAINING AT CLOVER ISLAND MARINA

















THANK
YOU





October 25, 2023





November 3, 2023











November 10, 2023

Clover Island ...2023 Governor's Award Winner





2003 Port Purchased the Metz Marina

2006 Clover Island Drive Rebuild & Utilities Upgraded



2006 Port Office/Commercial Building



2007 Clover Island Marina



Former Clover Island Yacht Club Building



2009 Clover Island Yacht Club Building



2010 Gateway



WELCOME TO
CLOVER ISLAND



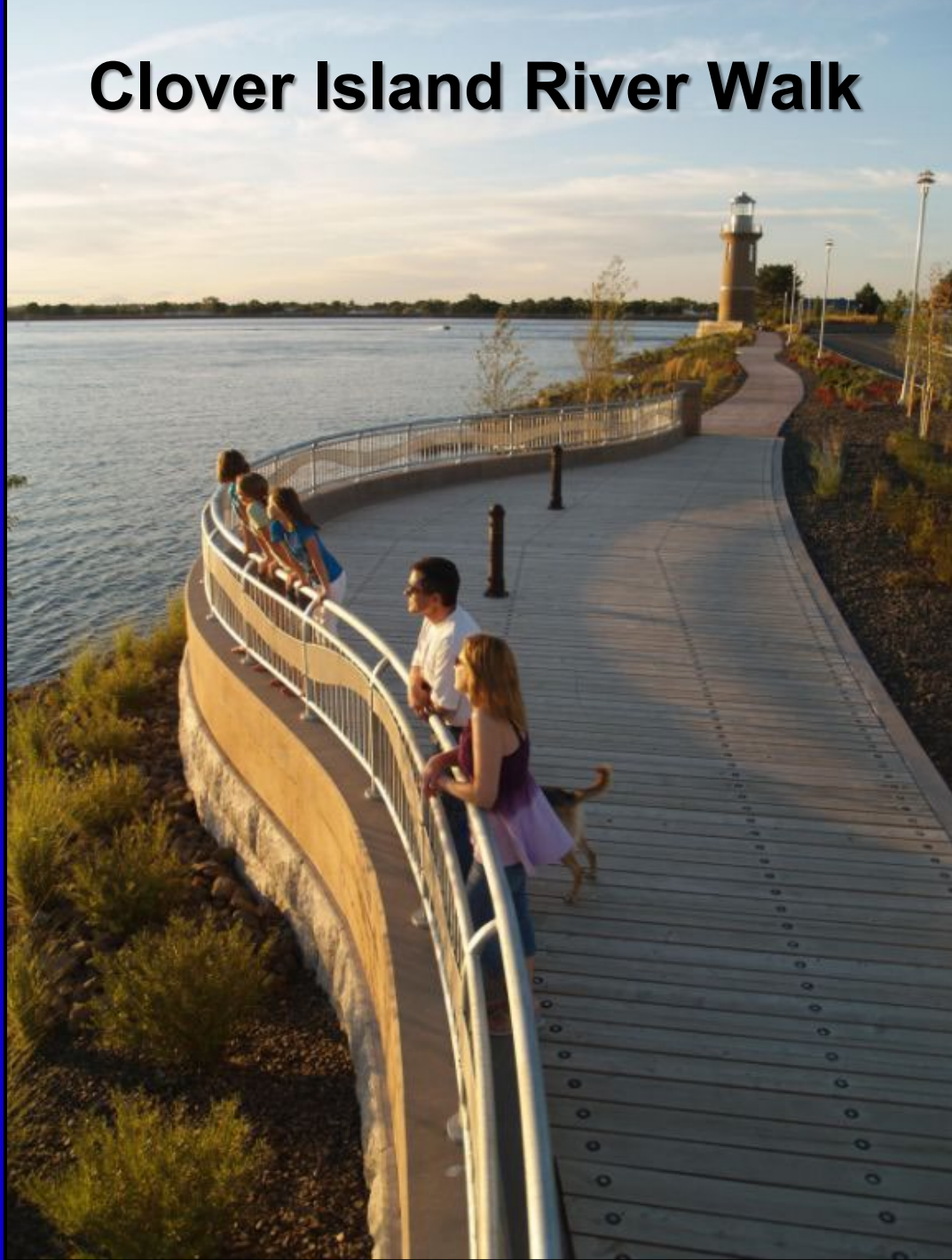


2011 Clover Island Riverwalk

EXHIBIT C



Clover Island River Walk



**Family Group
2011**

2015 Clover Island





2016 Clover Island Boat Launch









2017 The Gathering Place



‘willow fish traps’



1135 Shoreline Project – May 12, 2023

Kennewick

Smart Partnership Award

Port of Kennewick & Partners: Using two separate Master Plans in 2005 and 2021, the Clover Island Restoration & Revitalization plan restores a critical part of the community waterfront after years of industrial use. Federal, state and tribal partners all worked together to restore this important community asset with public art, recreational amenities and upland development.

EXHIBIT C





WASHINGTON STATE

Recreation and
Conservation Office

Local Parks Maintenance Grant for Clover Island

156 grants submitted – **ONLY 39 funded!**
One of only two grants awarded to port districts

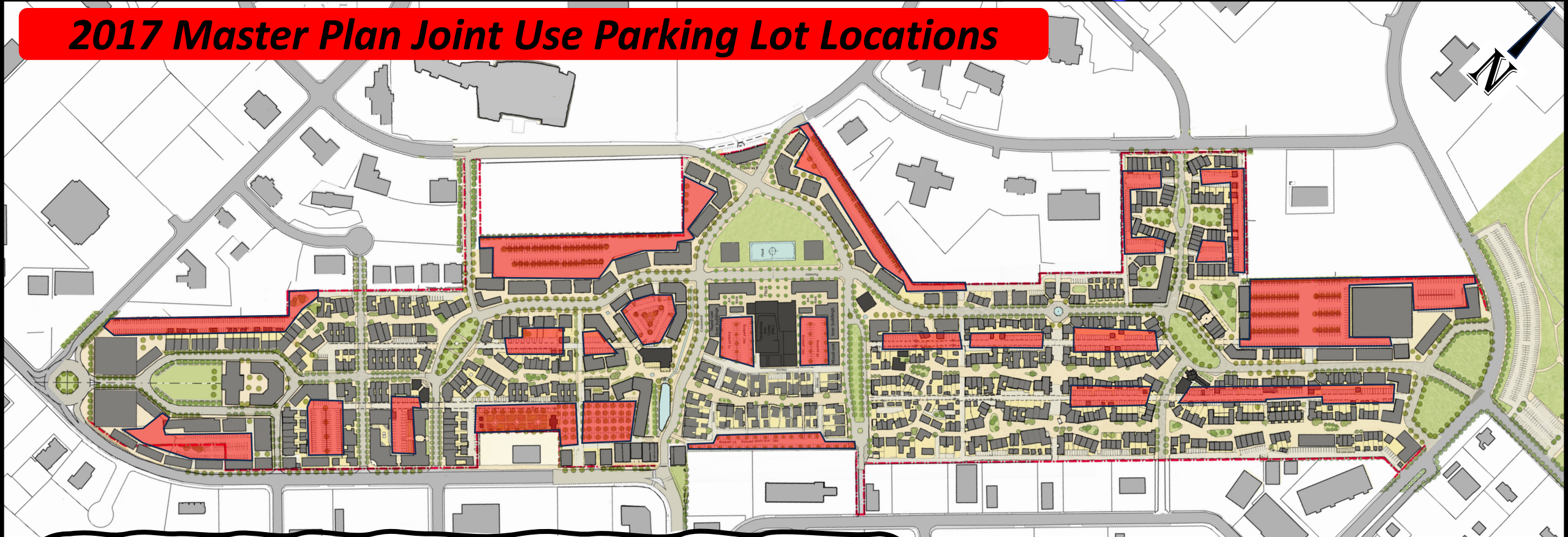
\$82,375



VISTA FIELD Joint Use Parking Lots

EXHIBIT D

2017 Master Plan Joint Use Parking Lot Locations



Concept of **Shielding Parking Lots from Streets with Linear Buildings** is far more important than strict adherence to 2017 conceptual location

*Phase #1
Status
Update*

November 14, 2023

VISTA FIELD Joint Use Parking Lots

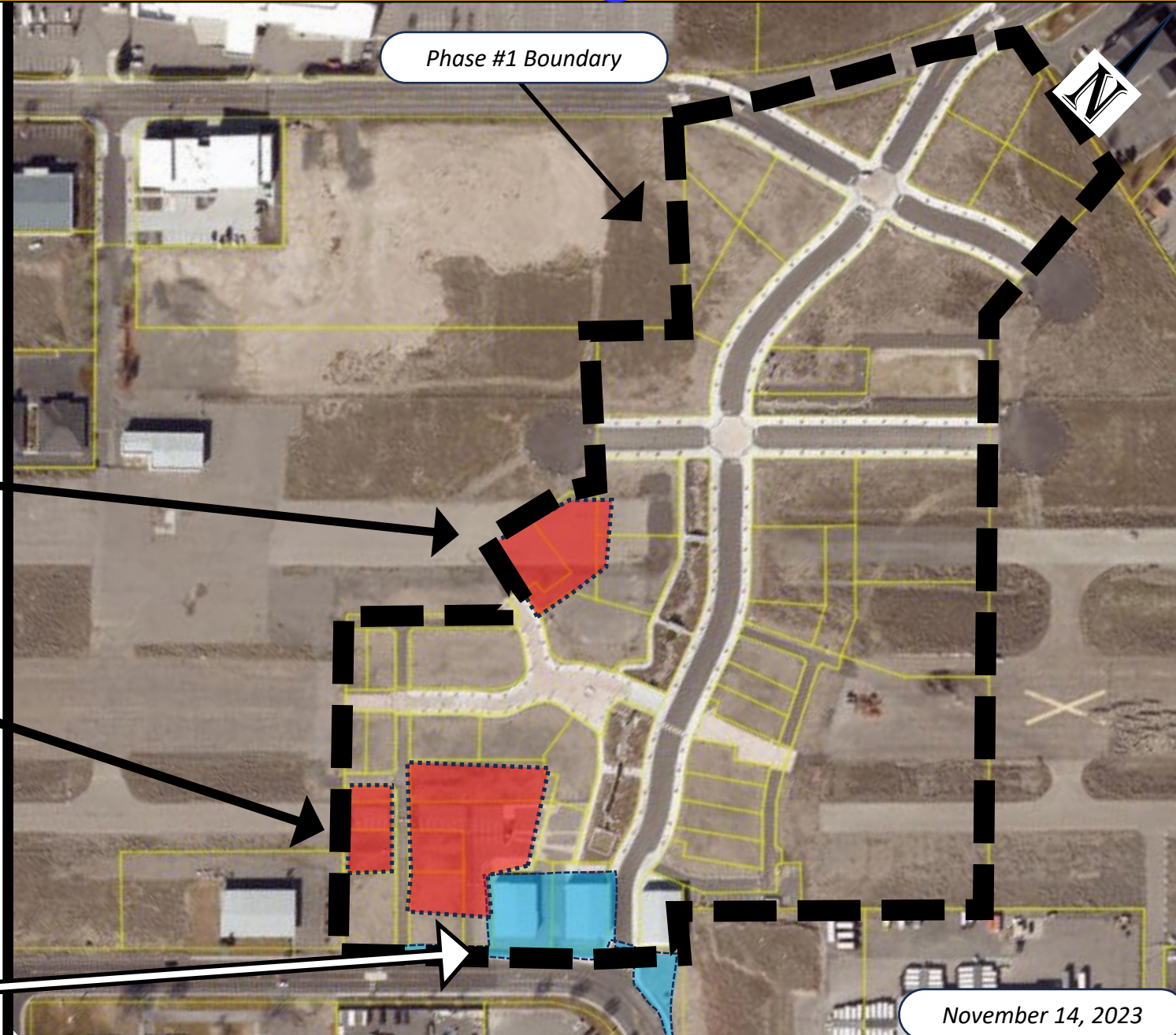
EXHIBIT D

Joint-Use Parking Lots
currently under Design

“Qamar Court”

Hangar/Pavilion

Southern Gateway Project



Phase #1 Boundary

November 14, 2023

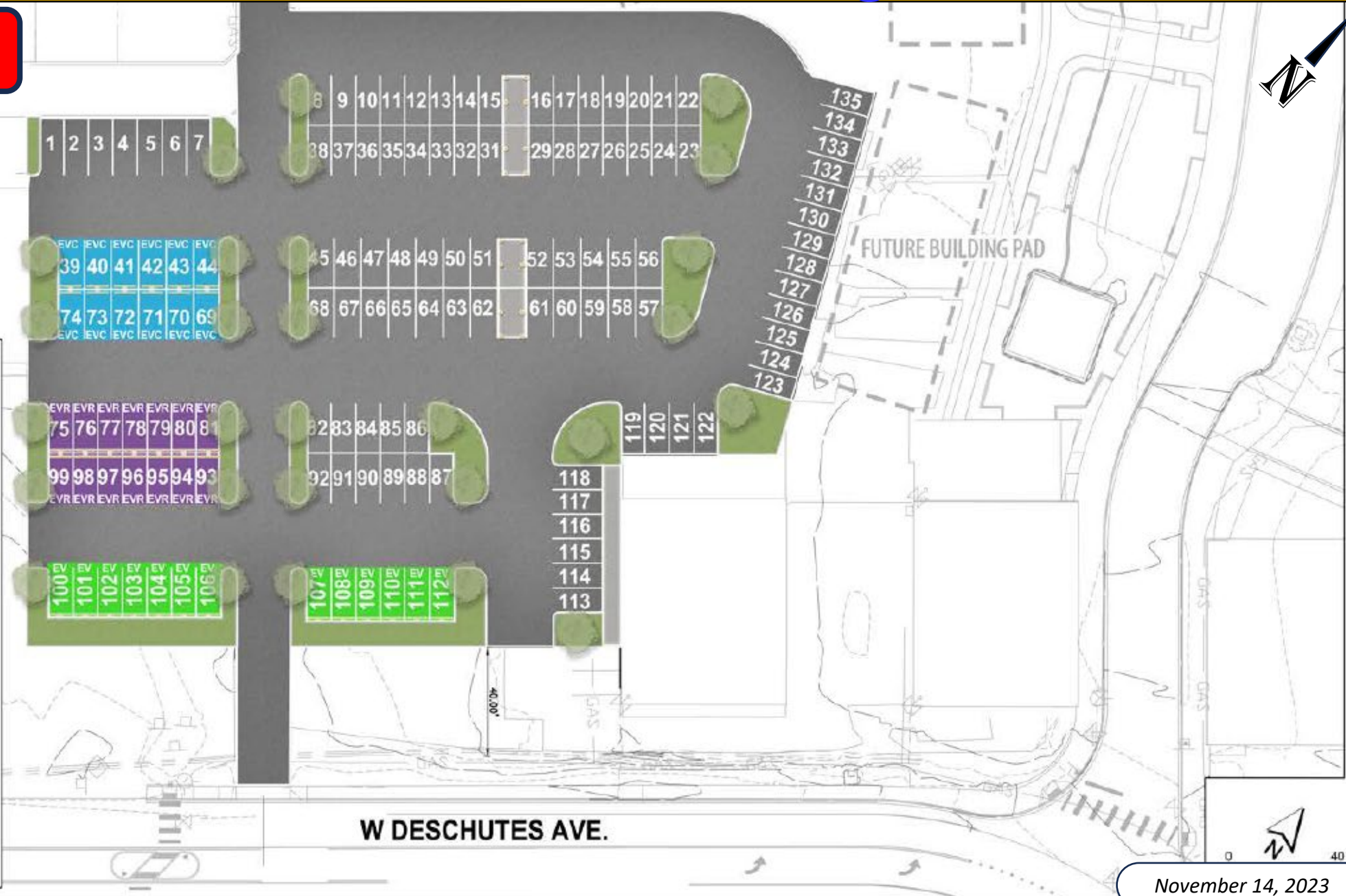
VISTA FIELD Joint Use Parking Lots

EXHIBIT D

Hangar/Pavilion

LEGEND

	EV PARKING STALL (13)
	EV COMPATIBLE PARKING STALL (12)
	EV READY PARKING STALL (14)
	BASIC PARKING STALL (96)



VISTA FIELD Joint Use Parking Lots

EXHIBIT D

“Qamar Court”

LEGEND

	EV PARKING STALL (7)
	EV COMPATIBLE PARKING STALL (6)
	EV READY PARKING STALL (6)
	BASIC PARKING STALL (38)



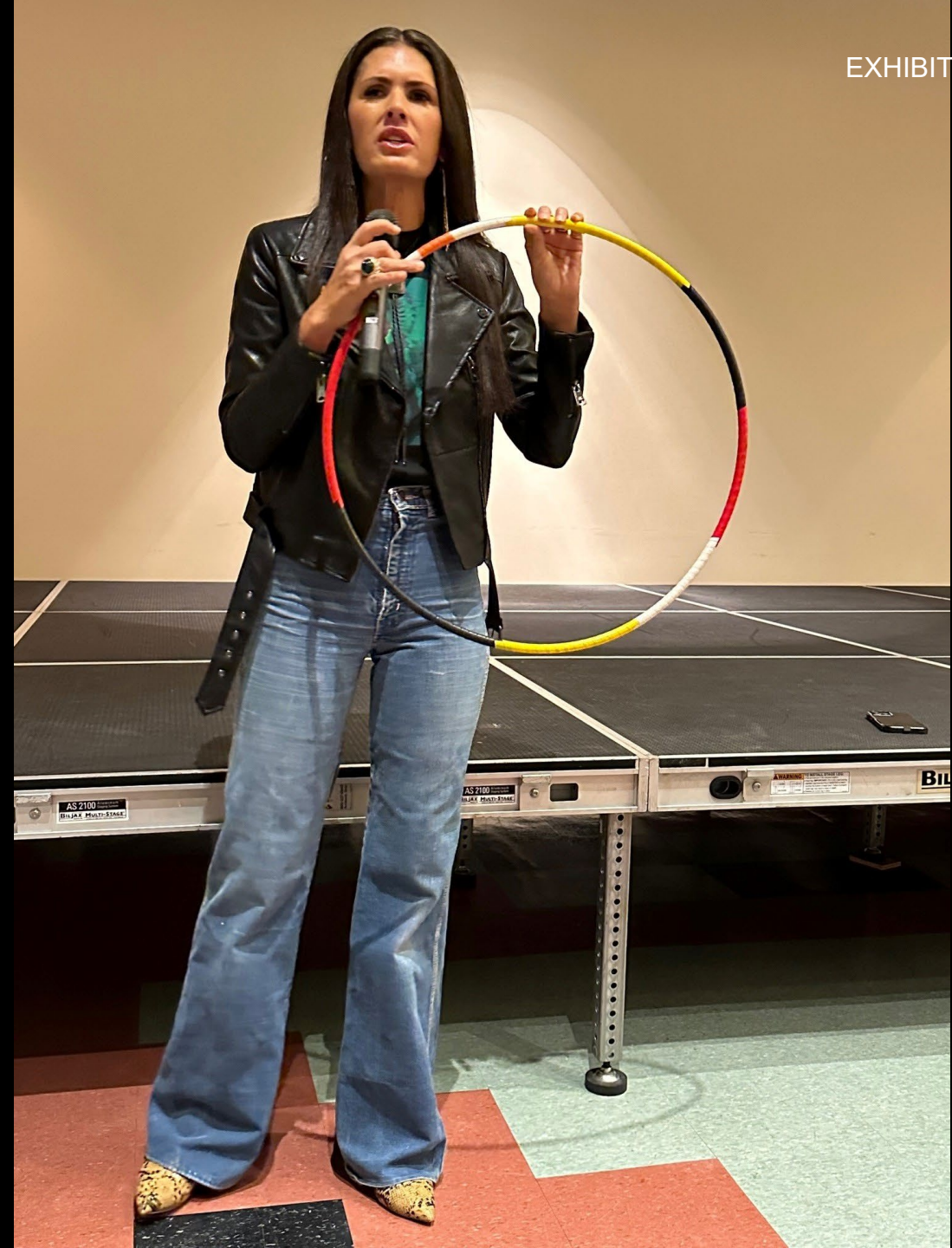
Tamástslikt Cultural Institute



N8TIVE HOOP!



TAMÁSTSLIKT CULTURAL INSTITUTE









BILJAX
Pavillette 33

WARNING TO SAFELY STAGE LEVEL

WARNING TO SAFELY STAGE LEVEL



Tamástslikt Cultural Institute



N8TIVE HOOP!



TAMÁSTSLIKT CULTURAL INSTITUTE

PORT OF KENNEWICK

RESOLUTION No. 2023-33

***A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE PORT OF KENNEWICK APPROVING INTERLOCAL AGREEMENT
FOR CABLE BRIDGE ILLUMINATION UPDATE***

WHEREAS citizen champions, Visit Tri-Cities, and the Tri-Cities Rivershore Enhancement Council have been working to explore the modernization and enhancement of the lighting system for the Pasco - Kennewick Intercity Cable Bridge—a project in alignment with the port’s regional economic development objectives; and

WHEREAS the Port has allocated \$25,000 via its Opportunity Fund, as part of the commission’s approved budget for projects of community importance, and identified an update to the illumination of the Cable Bridge as a desirable project; and

WHEREAS the jurisdictions involved with the ILA (City of Pasco, Port of Pasco, City of Kennewick, Port of Kennewick) each engage in economic development activities and wish to obtain comprehensive and accurate cost estimating for updating lighting for the bridge which has become an iconic symbol for the community and east Kennewick’s Historic waterfront; and

WHEREAS, City of Pasco has agreed to manage the activities of the Interlocal Agreement, and Port of Kennewick will have no further funding obligations under this Agreement.

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of the Port of Kennewick hereby approve the Cable Bridge Illumination Update Interlocal Agreement; and authorize the Port’s Chief Executive Officer to execute the agreement and take all necessary action to implement such agreement.

ADOPTED by the Board of Commissioners of Port of Kennewick on the 12th day of December 2023.

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

By: _____

SKIP NOVAKOVICH, President

By: _____

KENNETH HOHENBERG, Vice President

By: _____

THOMAS MOAK, Secretary

INTERLOCAL COOPERATIVE AGREEMENT

FOR CABLE BRIDGE ILLUMINATION UPDATE

BY THIS LOCAL COOPERATIVE AGREEMENT entered into this _____ day of _____, 20____, between the City of Pasco, Washington, a Washington Municipal Corporation ("**Pasco**"), the City of Kennewick, Washington, a Washington Municipal Corporation ("**Kennewick**"), the Port of Pasco, a Municipal Corporation ("**Port of Pasco**"), and Port of Kennewick, a Municipal Corporation ("**Port of Kennewick**") and collectively referred to as "**Parties**", do hereby enter into the following **Agreement**. Pursuant to Chapter 39.34 RCW, and in consideration of the mutual benefits and covenants described herein, the Parties agree as set forth below.

Section I – Project Description

I.I Purpose

The purpose of this **Agreement** is to facilitate the modernization and enhancement of the lighting system for the Pasco - Kennewick Intercity Cable Bridge ("**Bridge**") to promote tourism and economic development ("**Project**"). The existing lighting system of the Bridge shall be replaced with state-of-the-art LED lighting fixtures. These fixtures will allow for dynamic and programmable lighting effects, controlled remotely from an offsite computer program.

I.II Background

1. The **Bridge**, due to its distinctive design, has long served as a symbol of this region, particularly during the "Year of the River" in 1998.
2. The **Bridge's** illumination is seen as a unique opportunity to enhance the aesthetic beauty of the river setting. The installation of modern LED lighting will transform the **Bridge** into a visual attraction, creating a striking image that complements the symbolic role it holds for the Tri-Cities region.
3. This project represents a collaborative effort among the parties to revitalize the **Bridge's** lighting system for the mutual benefit of the Tri-Cities region.
4. The **Parties** are acting pursuant to their authorities to promote tourism and economic development within their respective boundaries.

I.III Project Scope

The scope of this Agreement shall encompass the following:

1. **Design and Specifications:** The design and specifications for the Project shall be provided by **ENGINEERING FIRM**, hereinafter referred to as the "**Design Consultant**", and shall be responsible for the following scope of work:

- **Review of Washington State Department of Transportation (WSDOT) As-Built:** The Design Consultant shall conduct a comprehensive review of the WSDOT as-built documents to assess the current state of the lighting system on the Pasco - Kennewick Intercity Cable Stay Bridge.
- **Preliminary Equipment List and Work Items:** Based on the findings from the as-built review, the Design Consultant shall formulate a preliminary equipment list, detailing the necessary components and a list of work items required to facilitate the installation of the new LED lighting system Project.
- **Cost Estimate:** The Design Consultant shall provide a detailed cost estimate for the entire Project. This estimate shall encompass all expenses associated with the procurement and installation of the Project, as well as any additional costs related to the Project's execution.
- **Promotional Visual Representation:** The Design Consultant shall create a promotional visual representation illustrating the potential aesthetic transformation of the **Bridge** with the implementation of the new LED lighting system. This visual representation shall serve as a promotional tool to garner support for the project and demonstrate its potential impact on the region's landscape.

The design and specifications developed by the Design Consultant, encompassing the above elements, will be shared with all Parties to this Agreement for their timely review and approval.

I.IV Fundraising Efforts

The scope of fundraising efforts shall include, but shall not be limited to, the following objectives:

- **Community Involvement:** Encourage the active participation of local businesses, citizens, and community organizations in supporting the project through financial contributions, sponsorships, and volunteer efforts.
- **Fundraising Campaign:** Plan, coordinate, and execute a comprehensive fundraising campaign that engages the community, conveys the significance of the project, and provides clear avenues for financial support.
- **Funds Allocation:** Allocate the funds raised from the community towards the overall project cost, with the goal of funding the entire project through a combination of public and private contributions.
- **Transparency:** Maintain transparency in all fundraising activities, accounting for all funds collected and expended, and providing regular updates to the community and the involved parties.

The **Parties** understand the value of the **Bridge** as an iconic symbol of the community and its potential to unite local residents, businesses, and stakeholders and to promote tourism and economic development in their respective jurisdictions. To leverage this iconic status, the **Parties** commit to dedicating reasonable efforts and resources towards achieving the Project's financial goals through fundraising efforts.

The **Parties** shall collaborate with local organizations, civic groups, and institutions to facilitate community engagement and fundraising activities. They shall work collectively to identify and reach out to potential donors and supporters within the community.

This commitment to fundraising efforts and community engagement aligns with the vision of using local support to contribute to the funding of the entire Project cost. The **Parties** will actively seek to leverage the iconic significance of the **Bridge** to foster local pride and garner financial support from the community.

I.V Funding

The **Parties** acknowledge the importance of securing funding for this Project, and they are committed to its success. In furtherance of this commitment, each Party agrees to provide an initial funding contribution. The details of each Party's contribution shall be as follows:

- **Pasco:** \$25,000
- **Kennewick:** \$25,000
- **Port of Pasco:** \$25,000
- **Port of Kennewick:** \$25,000

The purpose of this initial funding is to secure the resources required for obtaining a comprehensive and accurate cost estimate, which will serve as the foundation for initiating and facilitating the broader fundraising efforts. It is intended to not only support the development of an accurate Project budget but also to establish the fundraising campaign within the local community. The **Parties** shall closely coordinate their efforts to maximize the effectiveness of these fundraising activities. Port of Pasco and Port of Kennewick will have no further funding obligations under this Agreement.

In the event Project costs are higher than projected, the cities of Pasco and Kennewick will assume excess Project costs not to exceed 10% over the initial funding of \$100,000. Project costs in excess of the 10% contingency require written approval by the Cities in the form of an addendum to this Interlocal Agreement.

The Port's payment will be made within thirty days of receipt of invoice from City of Pasco.

If the Project is abandoned, then this Agreement shall be of no further force or effect.

SECTION II: PROJECT IMPLEMENTATION

II.I Administrative /Lead Agency

For the purpose of RCW 39.34, **Pasco** shall serve as the administrative/ lead agency responsible for overseeing the implementation of this Project and for securing all necessary permits and certifications required for its successful completion.

II.II Procurement and Project Execution

1. **Pasco** shall be responsible for procuring all services and materials required to execute this Project in strict accordance with the design and specifications outlined in Section I and in accordance with RCW requirements governing Professional Services and Public Works.
2. Pasco shall collect Project funds contributed by the Parties for this first phase of the Project and disburse such funds as described in this Agreement.
3. Once the design, equipment list, cost estimates, promotional visual representation and fundraising is complete, the Project shall be carried out using modern LED lighting technology as detailed in the design and specifications provided by **ENGINEERING FIRM and approved by the Parties**.

II.III Project Timeline

The target date for the completion of the Project under this **Agreement** shall be **TARGET DATE**. However, under no circumstances shall the Project extend beyond the deadline of **DEADLINE DATE** without the mutual consent of the **Parties**.

SECTION III: TERM OF AGREEMENT

The term of this **Agreement** shall commence on the date of its execution by all **Parties** i. The termination date for the installation of the illumination system shall be **SPECIFY DATE**, or upon the satisfactory completion and acceptance of the Project work outlined within this Agreement, unless otherwise modified, terminated, or extended by mutual agreement of the **Parties**. Any Party may terminate their participation in this Agreement by giving thirty (30) days written notice to all Parties at the addresses set forth below. A Parties' termination shall not relieve it of its funding obligation set forth in Section I.V Funding herein above.

SECTION IV: OWNERSHIP OF IMPROVEMENTS

All enhancements resulting from this Project shall constitute permanent fixtures on the **Bridge**, which is property owned by the State of Washington Department of Transportation.

SECTION V: MODIFICATIONS AND AMENDMENTS

This **Agreement** may only be modified, altered, or amended through written agreement executed by the then-current **Parties** to this **Agreement except as set forth in Section III**.

SECTION VI: MAINTENANCE

Upon the Project's completion and acceptance by the Parties, the ongoing operational and maintenance expenses shall initially be covered by eligible funding, as may be made available by the State of Washington. Any remaining costs shall be divided equally between Pasco and Kennewick.

SECTION VII: INTERLOCAL COOPERATION ACT PROVISIONS

No special budget or continuous funds are expected or required for the construction, maintenance, and operation of this Project. There is no intention to establish a separate legal entity for the cooperative Project, nor to require the holding or disposition of real or personal property. The Pasco Public Works Director shall be designated as the Administrator of the Project.

This Agreement is made and entered into for the sole protection and benefit of the Parties hereto and their successors and assigns. No other person shall have any right or cause of action based upon any provisions of this Agreement.

This Agreement has been reviewed and revised by legal counsels for each Party, and no presumption or rule construing ambiguity against the drafter of the document shall apply to the interpretation or enforcement of this Agreement.

No employees or agents of any Party shall be deemed, or represent themselves to be, employees of any of the other Party.

A copy of this Agreement shall be recorded with the Auditor of each County within which any Party is located or shall be posted to each Parties' web site as provided by law,

Except as provided herein, each Party shall finance its own conduct of responsibilities under this Agreement. No ownership of property will transfer as a result of this Agreement.

SECTION VII: SEVERABILITY

If any term or condition of this **Agreement**, or its application to any person or circumstance, is found to be invalid, such invalidity shall not affect the validity of the other terms, conditions, or applications of this **Agreement** that can be given effect without the invalid provision. Consequently, the terms and conditions of this **Agreement** are considered severable.

SECTION IX: INDEMNIFICATION

Each Party shall undertake the defense, indemnification, and hold harmless of the others from any claims, damages, causes of action, or judgments arising due to the negligent or intentional actions of their agents, employees, or officers.

Each Party specifically assumes liability for actions brought by its own employees against the other Party and for that purpose each Party specifically waives, as respects the other parties only, any immunity under the Worker's Compensation Act, RCW Title 51.

The Parties recognize that this waiver was the subject of mutual negotiation. In the event any Party incurs attorney's fees, costs or other legal expenses to enforce the provisions of this Agreement against the other Party, all such fees, costs and expenses shall be recoverable by the prevailing Party.

No liability shall attach to any of the Parties by reason of entering into this Agreement except as expressly provided herein.

The provisions of this Section IX shall survive any termination or expiration of this Agreement.

SECTION X: ENTIRE AGREEMENT

This **Agreement** comprises the entirety of the terms and conditions agreed upon by the Parties. All documents referred to by incorporation are attached as exhibits. No other understandings, whether oral or otherwise, relating to the subject matter of this **Agreement**, shall be deemed to exist or bind any of the **Parties**.

This **Agreement** shall be construed and enforced in accordance with the laws of the State of Washington, and its validity and performance shall be governed by these laws. In the event of any legal action arising from this **Agreement**, the venue shall be the Superior Court in the County of Franklin, State of Washington.

SECTION XI: NOTICE ADDRESSES

All notices given pursuant to this Agreement shall be deemed delivered to the respective Party on the date that it is personally delivered to the address(es) set forth below, or on the date that it is successfully sent by email transmission to the email addresses set forth below:

ENTITY:
Attention:
Email:
Address

XII. RECORDS AND AUDIT.

During the term of this Agreement, and for a period not less than six (6) years from the date of termination, records and accounts pertaining to the work of this Agreement and accounting therefore shall be kept by each Party and shall be available for inspection and audit by representatives of either Party and any other entity with legal entitlement to review said records. If any litigation, claim, or audit is commenced, the records and accounts along with supporting documentation shall be retained until all litigation, claims, or audit finding has been resolved, even though such litigation, claim, or audit continues past the six-year (6) retention period. This provision is in addition to and is not intended to supplant, alter or amend records retention requirements established by applicable state and federal laws.

[SIGNATURES APPEAR ON NEXT PAGE]

CITY OF KENNEWICK:

_____, City Manager

Date: _____

Approved as to form:

City Attorney

PORT OF KENNEWICK:

Tim Arzen, CEO

Date: _____

Port Legal Counsel

CITY OF PASCO:

_____, City Manager

Date: _____

Approved as to form:

City Attorney

PORT OF PASCO

_____ CEO

Date: _____

Port Legal Counsel

Vista Field Development Proposal Collaborative Design Process Review

Date: December 12, 2023

To: Port Commission

From: Tim Arntzen, CEO

I. PROJECT PROPOSAL:

- Vista Field Phase I - LOT 25
- 40,000+/- square feet
- 5 story mixed-use building
 - First floor - commercial
 - Second & Third floors - multi-family
 - Fourth & Fifth floors - condominiums

DPZ enthusiastically recommends that this proposal be approved...the proposal advances the vision of Vista Field...we strongly support this request because the location is appropriate.

II. INITIAL PROJECT REVIEW:

I have reviewed the project as described in the Letter of Intent (LOI) submitted by Vatik Dulo and Ryan Foster, hereafter referred to as the "Developer." The Developer's LOI was originally submitted on October 6, 2023, and is attached hereto as Exhibit "A."

Briefly stated, the project contemplates an approximate 40,000 square foot, 5 story mixed use building on Vista Field lot #25. The project is more completely described in the LOI (Exhibit "A"), and the maps and renderings attached as Exhibit "B" will assist in project evaluation.

After consultation with Amber Hanchette, Director of Real Estate and Larry Peterson, Director of Planning, and pursuant to steps set out in the Collaborative Design Process (as formally adopted by the Port Commission), I have concluded that the project, on its face, meets the basic criteria of the CDP. In short, the LOI demonstrates a likelihood that the:

- (1) Development concept is "likely" to assist with redevelopment of Vista Field;
- (2) Developer possesses the relevant experience in developing projects like those set forth in its LOI;
- (3) Price and terms appear to be reasonable.

Below is a summary discussion related to the above criteria:

Real Estate:

- ✓ That the Developer followed the port’s proposal submission checklist in formatting their letter of intent;
- ✓ In each request for information, they have been responsive and accommodating;
- ✓ Port staff were able to meet Akula staff at the Developer’s office in Camas, Washington and tour several sites where the Developer had projects in progress or early-stage development.

Planning:

The proposal embraces the Vista Field master plan principles of new urbanism (mixed-use buildings along the roadway which shields the parking areas). The proposed building and site design check many priorities including:

- ✓ Commercial (hospitality/specialty retail) connected to the adjacent stream Azure Drive woonerf and the octagonal fountain and plaza area;
- ✓ Includes 28 residential units ranging in size and orientation from leasable studio, 1- & 2-bedroom apartment to ownership opportunities with the 2-level condominium units;
- ✓ Provides mass and interest from Crosswind Boulevard {terminated vista};
- ✓ Building details consistent with the Vista Field design guidelines.

The proposal embraces the Vista Field master plan principles of new urbanism (mixed-use buildings along the roadway which shields the parking areas). The proposed building and site design check many priorities.

Joint-use parking lot improvements as envisioned by the master plan would serve much of the vehicle parking demand generated by this building. The 5-story mass is softened somewhat by the 4th and 5th levels being “stepped back”, which also creates outdoor patio spaces for those top floor condominium units.

Ground floor retail space could become small restaurants and coffee or wine bars with roll up doors and outside seating to enjoy the sound of the passing stream or the activity on the adjacent woonerf (shared residential street). Residents coming and going {and providing some support to the ground floor retail} would add to the life and vibrancy at Vista Field. Opportunities for urban living with unit sizes ranging from 500sf studios to 1,200+sf 2-bedroom apartments likely help assure a diverse tenant mix. Additionally, 2-level condominiums with sweeping views of the Columbia River, Badger Mountain and the south Kennewick hills have the potential to result in Vista Field residential units being the most desirable locations within the Tri-Cities.

CEO DIRECTION TO STAFF:

Based on my review, and in accordance with the CDP, I have arranged for the parties to participate in both preliminary and secondary collaborative design processes. On October 26, 2023, the parties met for the initial CDP project review; and on December 6, 2023, the parties met for the secondary review. Following is a summary of the two processes.

III. COLLABORATIVE DESIGN PROCESS REVIEW:

A. Consistency with Master Plan (summary by Matt Lambert, DPZ CoDesign)

After a thorough review of the Lot 25 proposal and coordination with Akula Group and their architect through two Town Architect review meetings, DPZ enthusiastically recommends that this proposal be approved. Beyond the technical review components, which I'll briefly discuss, the proposal advances the vision of Vista Field by providing a significant amount of ground floor commercial space at a critical location along with housing that will enliven streets and public spaces. The one requested variance is for additional height, accommodating more residential units. We strongly support this request because the location is appropriate, Akula Group has worked with us to ensure visual compatibility, and the additional residents afforded by the variance are needed at this early stage of development to activate Phase 1.

The proposed building would be a great first addition to the Vista Field Redevelopment project and provide a visible and real example of the type of development long envisioned by the citizens.

We find that the proposal is consistent with the master plan and the intended use and configuration for Lot 25, which is a mixed-use building give active frontages along Crosswinds and Azure, activating the stream and the plaza. We've worked with the design and ownership teams on materials and details of the building's elevations, which align with the design standards. At this point in the design review process, we have arrived at a design that both the ownership and town architect teams are happy with. We met with Akula Group and their architect on October 26th and December 6th and have approved their schematic design. Upon your approval of the proposal, we will continue to work with the ownership and design team to further refine details as the building enters the next two rounds of review at Design Development and Construction Document phases. Akula Group and their architect have been great to work with and we are confident they will deliver a great building that meets the goals and aspirations of Vista Field. *Matt Lambert, DPZ CoDesign.*

B. Purchase Price Discussion

The developer is proposing to purchase Lot 25 at the port's asking price and to include a price adjustment for the additional parking necessary to support the building size and various uses envisioned for their project.

IV. FINANCIAL ANALYSIS:

(Revenue to Port; Port Sale Expenses, Economic Impact; Developer’s Financial Capability).

A. Revenue to Port: \$418,000

B. Port Sale Expenses:

Estimated construction cost for common-area parking: approximately \$324,000, 4% real estate commission, and closing costs.

C. Developer’s Financial Capabilities:

Letters of reference from two financial institutions included with memo.

V. LEGAL ANALYSIS:

(Could the proposal subject the port to potential legal issues; does the project place burdens on the port or other purchasers, etc.?)

At first review, proposed project is compliant with the Vista Field master plan in terms of use, location, and site plan. Additional background on Developers to be performed by legal counsel during due diligence period.

VI. CONCLUSION AND RECOMMENDATIONS:

The proposed building would be a great first addition to the Vista Field Redevelopment project and provide a visible and real example of the type of development long envisioned by the citizens.

VII. EXHIBITS:

- A: LOI / Banking Reference
- B: Mutual Intentions Agreement
- C: Site Map
- D. Project Renderings

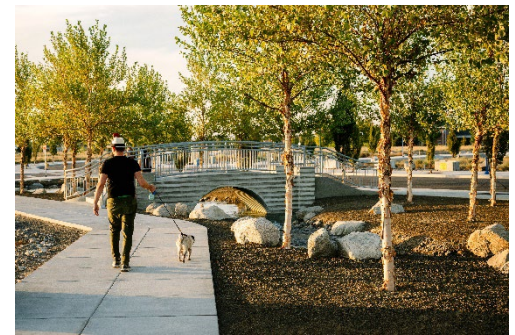


EXHIBIT A

Dave Sobolik
Knipe Realty powered by ERA
217 W Evergreen Blvd
Vancouver, WA 98660
dave@sobolikrealestate.com
503.939.4241

October 6, 2023
Revised LOI - December 7, 2023

Port of Kennewick
350 Clover Island Dr, Suite 200
Kennewick, WA 99336

Dear Port of Kennewick,

I am writing to officially submit a Letter of Intent (LOI) on behalf of my client, Vatik Dulo and Ryan Foster/and or assigned, who is keenly interested in purchasing commercial land within the Port of Kennewick. This LOI succinctly outlines the terms and conditions my client proposes to meet, aligning with your criteria and specifications.

1. **Offering Party:**

- Legal Name of Offering Party: **Pending formation of new LLC.**, and/or assigned.
- *Vatik Dulo* [Vatik Dulo] 12/08/2023 [Date]
- *Ryan Foster* [Ryan Foster] 12/08/2023 [Date]

2. **Party to Use and Occupy the Property (if different):**

- Legal Name of Occupying Party (if different): Vatik Dulo and Ryan Foster/and or assigned.

3. **Property Details:**

- Property Address: 678 Crosswind Boulevard / 6724 Azure Drive
- Parcel Number: LOT 25
- Land Size: 13,077 sq.ft.
- Zoning: MIXED USE

4. **Offer Terms:**

- Total Offer Price: \$418,000 (\$21/SF for land & \$11/SF price adjustment for parking)
- Earnest Money: 5% of Purchase Price.
- Administrative Processing Fee: \$500

- Vatik Dulo and Ryan Foster/and or assigned will have 68 designated spaces for the residents off site on an agreed upon location. The additional requested parking will be provided in the joint-use parking.
- Vatik Dulo and Ryan Foster/and or assigned will be provided by the Port, a joint-use trash enclosure in the joint-use parking lot.
- Vatik Dulo and Ryan Foster/and or assigned will rent adjacent Port owned land next to the subject lot so that they can store building materials and job site trailer during construction

5. Proposed Contingencies:

- Contingencies:
 1. General Feasibility
 2. Financing Contingency
 3. Title Contingency

6. Proposed Closing Date:

- Proposed Closing Date: Twelve (12) months after mutually agreed upon terms are signed by both parties. This will allow for design, engineering and permitting approval with a 4-month extension option with a \$6,000 extension fee.

7. Proposed Use and Development:

- Proposed Use of the Property: Retail, multi-family, condominiums.
- Timing for Construction or Development: 8-12 months for development, 12-14 of construction.

8. Building Details (if applicable):

- Size and Type of Building to be Erected: See Addendum A & B
- Main Level: 4,000 – 7,000 sf of retail. 8 – 12 internal parking spaces on main level.
- Levels 2 & 3: 6 studios, 11 1-beds, 9 2-beds. A total of 26 rental units.
- Level 4: 4 – 7 condominiums for VRBO and private ownership.

9. Design Concepts:

- Attached as Addendum A & B

BUYER/S BACKGROUND

1. Financial Capability – letter of credit or proof of funds
2. 3 References – One from a financial institution

BUILDER EXPERIENCE

1. Akula Group, Inc. is well versed in the permitting and regulatory processes. One of our fundamental business services we offer clients is permitting and planning services, and our work has exposed us to many jurisdictions and agencies in California, Oregon, and

Washington State. Our work has gain us experience in many governmental departments including but not limited to engineering, building, fish & wildlife, biologists, archeological departments. Going through these permitting processes has enabled us to work with numerous architectural firms, consultants, and clients in various states in the U.S.

2. Mr. Ryan Foster is the proprietor of a prominent golf course marketing enterprise, boasting a continually expanding workforce of over 150 employees. Over time, the enterprise has strategically expanded to encompass six locations across the nation, achieving remarkable gross sales figures exceeding 31 million dollars in the year 2022. Notably, this enterprise was initiated in 2015 with limited initial capital, reflecting a commendable example of bootstrapped entrepreneurship. The forthcoming fiscal year holds the promise of surpassing the preceding year's financial performance, with an anticipated profit margin of 45%.

In addition to his achievements in the realm of golf course marketing, Mr. Foster has embarked on a successful retail venture predominantly involving Salon studios in Camas, Washington. This enterprise comprises the rental of 36 suites/offices catering to the health and beauty industry. Notably, this undertaking has yielded commendable profit margins averaging around 40%. Mr. Foster plans on leveraging his proven retail experience to make the retail component of this development a success.

Foster's proficiency in financial matters has also led him into the domain of real estate. His diversified real estate portfolio includes ownership of Airbnb properties, investment in a condominium project, and active participation in the development of apartments in Vancouver, Washington, in collaboration with Vatik.

3. Buyer Experience with “new urbanism,” Smart Growth,” “Green building or similar development principles”.
 - a. Being predominantly an infill developer has allowed us to work very closely with surrounding communities and meet their needs while still delivering economically viable developments. We’ve done projects ranging from economical townhomes to high-end residential neighborhoods. As a developer we do not box ourselves into any single product type. We plan on leveraging our experience in these different types of developments to make the Vista Field development an extremely successful project, because we plan to retain this property for decades.

KEY PERSONNEL – Akula Group, Inc. will be the developer of the property. Vatik Dulo is the Owner and main Project Lead with 20 years of construction experience. Jeenou is the Senior Project Manager and has 11 years of contracts management in construction and real estate. Eugene Dulo is the construction management and consulting designer and has 25 years of experience. This comprises the core leadership team, but we employ additional supporting staff and all of our subcontractors are well-seasoned experts in their fields.

My client envisions this property as an ideal location for their Commercial and Residential mix-use building which promises to be a substantial asset to both the local community and the Port of Kennewick.

Here are some key points that underscore my client's intent and vision for this property:

- **Purpose of Purchase:** The primary aim of this acquisition is to establish a thriving business that will significantly contribute to the economic growth of the region. This initiative includes job creation, local commerce stimulation, and value addition to the Port of Kennewick.
- **Community Engagement:** My client is dedicated to working closely with local authorities, community members, and stakeholders to ensure seamless alignment with the Port's objectives and strict compliance with all relevant local regulations and guidelines.
- **Environmental Responsibility:** Environmental sustainability is a priority for my client's project. They are committed to implementing eco-friendly practices that minimize the environmental impact of their operations and development.

I kindly request an opportunity for my client and myself to discuss this matter further with the Port of Kennewick and its representatives. We are eager to gain a deeper understanding of your specific requirements and procedures for land acquisition within your jurisdiction, and to address any questions or concerns you may have.

Please indicate a suitable time for a meeting or any additional documentation necessary to initiate this process. My client and I are enthusiastic about the prospect of working collaboratively to realize our shared vision.

Thank you for considering this Letter of Intent, meticulously crafted to encompass all the vital elements outlined in your requisites.

Sincerely,

David Sobolik

Dave Sobolik
Knipe Realty powered by ERA

December 6th 2023



RE: Vatik Dulo / Akula Group

To whom it may concern,

This letter is to inform you about our Lending experience with Vatik Dulo and the Akula Group for the past 9 years. We have successfully done many projects with them, and all loans have been in good standing with Zero late payments. They have proven to be a pleasure to work with over these past 9 years. Below is the list of projects we have worked with them on.

- 1472 N Columbia Ridge Way, Washougal, WA 98671
- 1492 N Columbia Ridge Way, Washougal, WA 98671
- 1916 NW 42nd Ave, Camas, WA 98607
- 1910 NW 42nd Ave, Camas, WA 98607
- Lender for Hidden Oaks located at the corners of NW 5th Ave and SW 6th Avenue (6-lot subdivision)
- 9232 SE Bush Street, Portland, OR 997226 (providing soft costs for a 6 unit development)
- SW Lovhar Lot, Gresham, OR (Lot development)

Please feel free to email or give me a call with any questions,

Jeffgarb@comcast.net

360-567-7560

Respectfully,

Jeff Garbarino

Manager, Red Oak Investments LLC



investments | trust | banking

1211 SW FIFTH AVENUE
PORTLAND, OR 97204

November 30, 2023

RE: Ryan Foster

To whom it may concern-

Ryan Foster has been a client of Key Private Bank Family Wealth in Portland, OR since the summer of 2022 and I've been Ryan's Relationship Manager. I can verify that Ryan controls significant amounts of liquidity invested in the broader markets and has access to substantial lines of credit.

As you progress with your diligence, I will be happy to provide further detail as necessary for you to move forward.

Sincerely,

A handwritten signature in black ink, appearing to read "Alex Bruemmer", written over a horizontal line.

Alex Bruemmer, CTFA, ATFA
Sr. Vice President & Sr. Relationship Manager
Key Private Bank

Key Private Bank is part of KeyBank National Association (KeyBank). Bank and trust products are provided by KeyBank, Member FDIC and Equal Housing Lender. Credit products are subject to credit approval. Investment and insurance products are:

**NOT FDIC INSURED • NOT BANK GUARANTEED • MAY LOSE VALUE • NOT A DEPOSIT
• NOT INSURED BY ANY FEDERAL OR STATE AGENCY**

Key Private Bank does not give legal advice.

ADL3546

Mutual Intentions Agreement

AGREEMENT RELATING TO POTENTIAL TRANSACTION

Form Date: February 8, 2017

This Agreement confirms the mutual intentions of the Port of Kennewick, through its staff ("Port") and the undersigned and its affiliates (Undersigned) with respect to the potential transaction described below (the Potential Transaction):

General Understanding of the Parties:

1. Discussions between the parties are to explore the viability of the Potential Transaction and shall not create an obligation on either party to take or refrain from any action.

2. The Port may, in its discretion, arrange for further action including but not limited to introducing the concept to the Commission or appropriate third parties for the purpose of gathering information and analyzing feasibility and cost. The parties understand that complete confidentiality cannot be guaranteed.

3. Except as specifically set forth above, neither party shall publicly communicate information related to the Potential Transaction, until the Potential Transaction is presented to the Port Commission in a public commission meeting.

4. A binding obligation shall only be created by a written agreement setting forth all material terms and conditions of the proposed transaction, signed by the parties; no binding agreement shall be effective except upon the affirmative vote by a majority of the Port Commission in a public commission meeting.

5. Each party shall be responsible for all costs it incurs with respect to this matter, including but not limited to professional and attorney's fees and costs. Neither party shall be responsible for any damages, whatsoever, incident to this matter.

6. The Port makes no representations with respect to the Potential Transaction and the Undersigned agrees to exercise all due diligence it deems necessary.

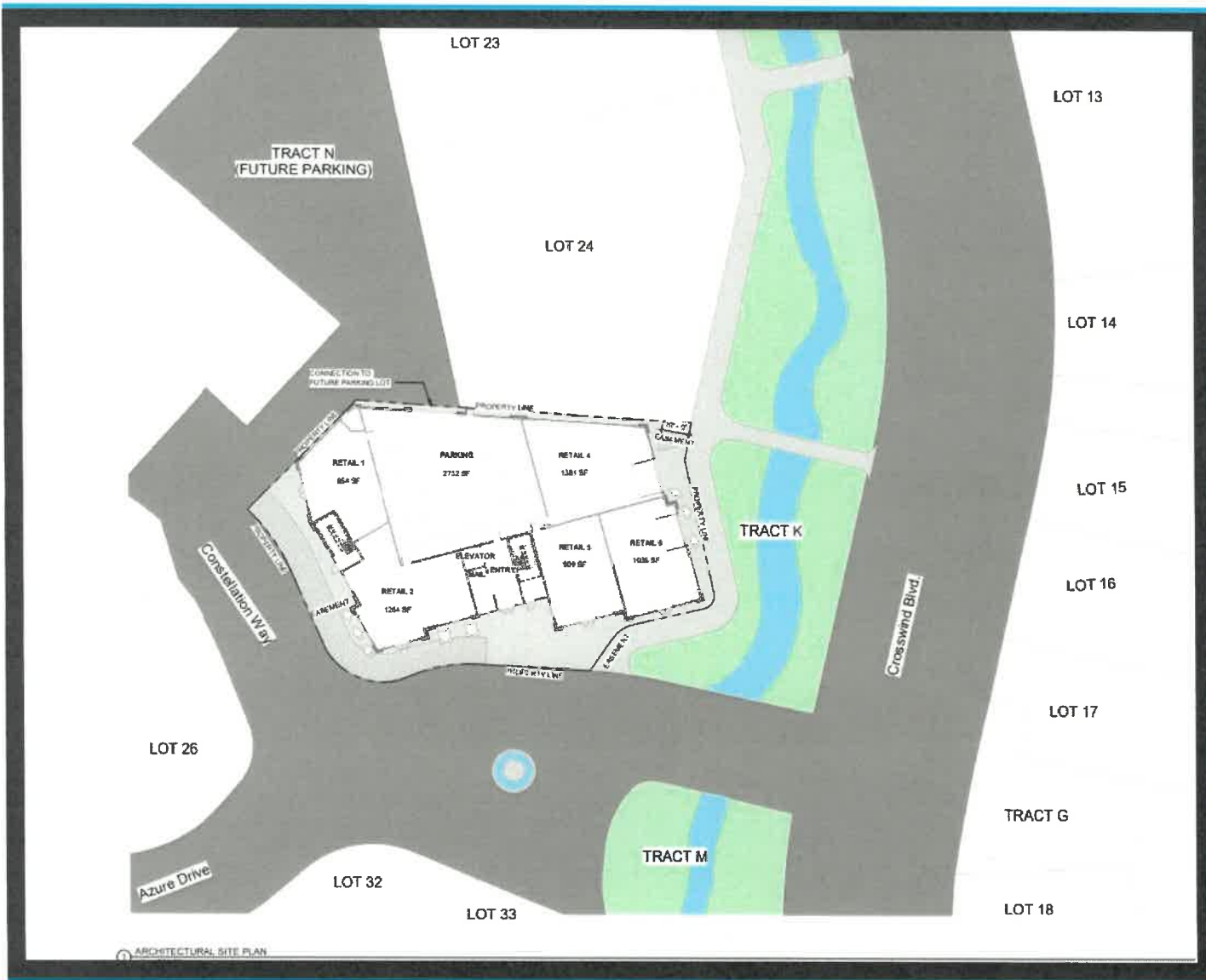
7. The terms of this Agreement shall survive any applicable closing.

DocuSigned by:  7E1E58031FE7494...	Vatik Dulo	8/29/2023
Undersigned		Date

DocuSigned by:  281EEA2541244A0...	Ryan Foster	8/29/2023
Undersigned		Date

DocuSigned by:  897501K39D14F5...	Tim Arntzen	8/30/2023
Port of Kennewick		Date

SITE PLAN





WELCOME TO VISTA FIELD

DARK BROWN BRICK FINISH

WOODTONE SIDING

RED/BROWN BRICK FINISH

METAL AWNING



CROSSWIND BOULEVARD



WOODTONE SIDING

DARK BROWN BRICK FINISH

RED/BROWN BRICK FINISH

METAL AWNING



① FRONT ELEVATION
1/8" = 1'-0"

RESIDENTIAL ENTRANCE – AZURE DRIVE



DARK BROWN BRICK FINISH

WOODTONE SIDING

RED/BROWN BRICK FINISH

METAL AWNING



① REAR ELEVATION B
1/8" = 1'-0"

TERRACES AND LIGHT FILLED SPACES





② CONSTELLATION WAY ELEVATION
1/8" = 1'-0"



CONSTELLATION WAY

MOTION TO APPROVE:

I move approval of Resolution 2023-35 authorizing a '90 Day Right to Negotiate' time-period with Vatik Dulo and Ryan Foster for construction of a 5-story mixed use building on Lot 25 within the first phase of Vista Field redevelopment.

PORT OF KENNEWICK

RESOLUTION No. 2023-35

***A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE PORT OF KENNEWICK TO
APPROVE A 90 DAY RIGHT TO NEGOTIATE PERIOD
WITH VATIK DULO AND RYAN FOSTER***

WHEREAS, the Port of Kennewick (“Port) Commission has authorized port staff to market parcels for sale within the Vista Field redevelopment project; and

WHEREAS, port staff has received a proposal for construction of a 5-story mixed use building on Lot 25 within the first phase of Vista Field redevelopment from developers Vatik Dulo and Ryan Foster; and

WHEREAS, the proposal has received preliminary staff, legal and design review related to the Vista Field master plan and Collaborative Design Process.

NOW, THEREFORE, BE IT RESOLVED that the Port of Kennewick Board of Commissioners hereby approves a ‘90 Day Right to Negotiate’ time-period with Vatik Dulo and Ryan Foster for construction of a 5-story mixed use building on Lot 25 within the first phase of Vista Field redevelopment.

BE IT FURTHER RESOLVED that the Port of Kennewick Board of Commissioners hereby ratify and approve all action by port officers and employees in furtherance hereof; and authorize the Port Chief Executive Officer to take all action necessary in furtherance hereof.

ADOPTED by the Board of Commissioners of Port of Kennewick on the 12th day of December, 2023.

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

By: _____

SKIP NOVAKOVICH, President

By: _____

KENNETH HOHENBERG, Vice President

By: _____

THOMAS MOAK, Secretary



AGENDA REPORT

TO: Port Commission

FROM: Michael Boehnke, Director of Operations

MEETING DATE: December 12, 2023

AGENDA ITEM: Temporary Workers

I. REFERENCE(S): Exhibit A –Express Employment Professionals Proposal
Resolution 2023-34

II. FISCAL IMPACT: \$350,000

III. DISCUSSION:

In mid-March 2020, the coronavirus pandemic forced the Washington State Department of Corrections to recall all local offsite work crews back to the Coyote Ridge facility in Connell, Washington.

The Port continues to utilize temporary labor to make up for a reduced and intermittent schedule from the Washington State Department of Corrections work crew which will continue as needed. Along with the intermittent schedule of the Coyote Ridge work crews, the Port has had an increase in property maintenance and workload due to the Port's ongoing growth and development.

The Port issued a Request for Proposals (RFP) for temporary labor and posted the RFP on the Port website on October 27, 2023. Express Employment Professionals was selected as the lowest responsible bid for temporary labor services to perform maintenance duties at various port properties.

Presented to the Commission today is a two-year \$350,000 contract (Exhibit A) with Express Employment Professionals that will be used for 1-4 temporary laborers working 4-8 hours per day, five days per week, on general maintenance and project tasks.

IV. ACTION REQUESTED OF COMMISSION:

Discussion and consideration of Resolution 2023-34.

Motion: *I move approval of Resolution 2023-34 authorizing the Port's Chief Executive Officer to execute all documentation necessary to contract with Express Employment Professionals to assist port operations with temporary workers; and further ratify and approve all action by port officers and employees in furtherance hereof.*

PORT OF KENNEWICK

RESOLUTION No. 2023-34

**A RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE PORT OF KENNEWICK AUTHORIZING
A CONTRACT WITH
EXPRESS EMPLOYMENT PROFESSIONALS**

WHEREAS, in mid-March 2020 the coronavirus pandemic forced the Washington State Department of Corrections to recall all local offsite work crews back to the Coyote Ridge facility in Connell, Washington leaving a significant deficit in labor within port operations; and

WHEREAS, a request for proposals for temporary workers was advertised and posted on the Port website with specifications to prospective businesses for temporary labor to perform maintenance duties at various port properties; and

WHEREAS, Express Employment Professionals was selected as the lowest responsible bid for temporary labor services to perform maintenance duties at various port properties.

NOW, THEREFORE, BE IT HEREBY RESOLVED that the Board of Commissioners of the Port of Kennewick hereby authorizes the Port's Chief Executive Officer to execute a two-year contract (Exhibit A) with Express Employment Professionals for \$350,000, effective January 1, 2024.

ADOPTED by the Board of Commissioners of the Port of Kennewick on the 12th day of December 2023.

**PORT of KENNEWICK
BOARD of COMMISSIONERS**

By: _____

SKIP NOVAKOVICH, *President*

By: _____

KENNETH HOHENBERG, *Vice President*

By: _____

THOMAS MOAK, *Secretary*

Services and Bill Rate

EXHIBIT A

November 27, 2023

Company: Port of Kennewick
Attention: Mike Boehnke
Preparer: Sandra Gutierrez

The following information provided for your business includes a detailed list of various benefits of using Express Employment Professionals. This bill rate is good for 90 days and may undergo evaluation after that date due to any changes in State of Washington employment fees.

Express Employment Professionals, as the legal employer of record will provide, but is not limited to, the following services:

Flexible Staffing/Evaluation Hire:

- ◆ Advertising and recruitment of all workers and replace as necessary
- ◆ Bonding of Express Employees
- ◆ 24-hour dispatch service
- ◆ Verification of I-9 using E-Verify system
- ◆ In-depth interview, w/ reference checks
- ◆ Appropriate skills testing
- ◆ Responsible for all unemployment and workers' compensation claims
- ◆ Weekly payroll checks for employees
- ◆ Employer portion of payroll taxes (Unemployment, Social Security, and Medicare) and quarterly/annual reports
- ◆ WA State Family Medical Leave Act
- ◆ WA State Paid Sick Leave
- ◆ Drug screen at *client request*
- ◆ Criminal background check *as relevant and per client request*
- ◆ Pay rolling Services, *call office for details*
- ◆ Holiday pay for qualified associates

Job Title	Hourly Service Rate	Effective Date
General Maintenance (7113)	\$27.74	January 1, 2024

*Contract not to exceed \$350,000.00

This quote covers flexible and evaluation hire assignments. The associate is on Express' payroll for the first **720** hours and can be transitioned to your payroll after that time without a transition fee. Transition may occur prior to this based on a prorated fee based on the number of hours worked.

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Bridgette Scott

From: Port of Kennewick ·
Sent: Wednesday, December 6, 2023 6:00 AM
To: Bridgette Scott
Subject: POK Contact Form for Tim Arntzen

Name Cassi

Last Marshall

Email cassi@portcw.com

Phone

Subject Thank You!

Message Good Morning, Tim --

Thanks so much for taking time at our meeting yesterday to share some highlights of the amazing work your port is taking on -- very inspiring, and so beneficial to your community. The big picture of readying properties for development is incredible, but your slides also prompted some discussion for us about functional art (like the bus stop benches) and the wayfinding, which we have done a bit of but need to do more. We noticed quite a few parallels between our organizations, and this kind of sharing is so good for idea generating. :)

Last time I visited Kennewick, I wasn't involved in the Port world yet, but still noticed the Clover Island work. Next time, I'll definitely check out Vista Field too. Hope to cross paths before too long.

Thanks again,

Cassi

Cassi Marshall

Commissioner, Port of Camas-Washougal



PORT of KENNEWICK

2024-2025 COMMISSION ORGANIZATION REPRESENTATION

NAME	MEETING SCHEDULE	MEETING TIME	MEETING PLACE	2022-2023 COMMISSIONER REPRESENTING POK	2022-2023 COMMENTS
Benton-Franklin Council of Governments Board of Directors (BOD)	3rd Friday	10:00 AM	BFCOG Conference Room 587 Stevens Drive, Richland	Commissioner Skip Novakovich	Alternate: Commissioner Ken Hohenberg
Confederated Tribes of the Umatilla Indian Reservation (CTUIR)	As Called			Commissioner Skip Novakovich	Alternate: Tim Arntzen
Historic Downtown Kennewick Partnership Board Meeting	4th Monday	5:30 PM	HDKP Conference Room 30 N. Benton St	Commissioner Thomas Moak	
Tri-Cities Hispanic Chamber of Commerce (Luncheon)	3rd Tuesday	11:30 AM	Pasco Red Lion	Commissioner Skip Novakovich	Alternate: Commissioner Ken Hohenberg
Tri-City Regional Chamber Board of Directors Meeting	3rd Wednesday every other month	7:30 AM	Tri-Cities Business & Visitor Center Bechtel Board Room	Tana Bader Inglima	Meets Feb, April, June, August, October, December
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 Ken Hohenberg	Alternate: Commissioner Skip Novakovich
TRIDEC Board of Directors Meeting (Full Board)	4th Thursday every other month beginning January	4:00 PM	Tri-Cities Business & Visitor Center Bechtel Board Room & Virtually	Commissioner Ken Hohenberg	Alternate: Commissioner Skip Novakovich
TRIDEC Executive Board Meeting	4th Thursday every other month beginning February	4:00 PM	Tri-Cities Business & Visitor Center Bechtel Board Room	Port of Pasco	Tri-Ports Executive Board Rep (Rotates Annually) 2024 - Port of Benton 2025 - Port of Pasco 2026 - Port of Kennewick Meets Feb, April, June, August, October, December
West Richland Area Chamber of Commerce (Luncheon)	1st Wednesday	Noon	The Mayfield Gathering Place	Commissioner Skip Novakovich	



PORT of KENNEWICK 2024-2025 COMMISSION ORGANIZATION REPRESENTATION

NAME	MEETING SCHEDULE	MEETING TIME	MEETING PLACE	2022-2023 COMMISSIONER REPRESENTING POK	2022-2023 COMMENTS
WPPA Board of Trustees	As Called			Commissioner Skip Novakovich	Alternate: Tim Arntzen
WPPA Legislative Committee	As Called			Commissioner Skip Novakovich	Alternate: Tim Arntzen
WPPA Marina Committee	As Called			Commissioner Ken Hohenberg	Alternate: Tim Arntzen
WPPA Marketing Committee	As Called			Commissioner Skip Novakovich	Alternate: Tim Arntzen

Non-Port Appointed Committees and/or Boards Commissioners Represent:

Commissioner Skip Novakovich

- HAEIFAC Board
- HAEIFAC Private Loan Committee
- Wallowa Band Nez Perce Trail Homelands Board and Executive Board
- Tamastlikt Trust Board for the CTUIR
- Pacific Printing Industries Board
- Printing Industries of America Board
- Washington State Army Advisory Council

Commissioner Ken Hohenberg

- Washington State Criminal Justice Training Center
- Washington Auto Theft Preventative Board
- Northwest High Intensity Drug Trafficking Area (HIDA)
- HAPO Credit Union Board
- Boys & Girls Club of Benton and Franklin Counties Advisory Committee

Commissioner Tom Moak

- Kennewick Housing Authority
- Kennewick Kiwanis Club