

**CHELAN DOUGLAS REGIONAL PORT
RESOLUTION NO. 2021-05**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE CHELAN
DOUGLAS REGIONAL PORT AUTHORITY DECLARING ALL PERSONAL
PROPERTY ACQUIRED UNDER THE RECENTLY TERMINATED LEASE
WITH ACTAPIO, INC. AS SURPLUS TO THE NEEDS OF THE CHELAN
DOUGLAS REGIONAL PORT AUTHORITY**

Whereas the Port of Chelan County, Yahoo! Inc., and YJ America, Inc. entered into an Assignment and Assumption of Lease and Common Area Use Agreement and Modification of Lease effective March 28, 2014 wherein Yahoo! Inc. assigned its Lease with the Port of Chelan County to YJ America, Inc. (the "Lease"); and

Whereas YJ America, Inc. subsequently changed its name to Actapio, Inc; and

Whereas the Port of Chelan County and the Port of Douglas County entered into an Interlocal Agreement to functionally consolidate finances, management and operations of the two port districts dated June 11, 2019 (the "Interlocal Agreement"); and

Whereas in furtherance of the Interlocal Agreement, the Port of Chelan County and the Port of Douglas County formed the Chelan Douglas Regional Port Authority ("CDRPA") effective January 1, 2020; and

Whereas the Port of Chelan County has delegated to the CDRPA the authority to manage, operate, and recommend disposal of all personal property owned by the Port of Chelan County; and

Whereas Actapio, Inc. terminated the Lease effective February 28, 2021, and, as a result of such termination, title to all personal property held by Actapio, Inc. (as described in the Lease), automatically vested in the Port of Chelan County (the "personal property"); and

Whereas the personal property is generally described on attached Exhibit "A", which is incorporated herein by this reference; and

Whereas over the past several months, the CDRPA marketed the space previously occupied by Actapio, Inc., and retained consultants to evaluate the future of the said space; and

Whereas as a result of the evaluation of the available options, it is the recommendation that the personal property is no longer needed or necessary for the CDRPA-related purposes.

Now, Therefore, Be it Resolved by the Board of Directors for the Chelan Douglas Regional Port Authority as follows:

1. The personal property is no longer needed or necessary for the CDRPA's purposes and is hereby declared to be surplus.
2. The Chief Executive Officer is hereby authorized to dispose of the personal property (including sale, transfer, trade, disposal, salvage and destruction), on such terms and conditions as the Chief Executive Officer deems appropriate. The disposal of the personal property may be incorporated into a public works contract for renovation of the space previously occupied by Actapio, Inc.
3. The Chief Executive Officer is hereby authorized to execute any and all documents necessary to dispose of the personal property.
4. The authorization set forth above is effective immediately and shall remain in effect until the earlier of the disposal of all of the personal property or the rescission or modification of this Resolution.

ADOPTED by the Chelan Douglas Regional Port Authority Board of Directors at a regular meeting thereof held this 9th day of March, 2021.

CHELAN DOUGLAS REGIONAL PORT AUTHORITY



JC Baldwin, Director



Donn Etherington, Director



Rory Turner, Director



Jim Huffman, Director



Alan Loebisack, Director



Mark M. Spurgeon, Director

EXHIBIT "A"
Personal Property

For purposes of this Resolution, "personal property" shall include all personal property previously owned by Actapio, Inc., title to which automatically vested in the Port of Chelan County pursuant to the Lease, including, but not limited to the following:

Tenant Improvements and Alterations as defined in the Lease
Data Center infrastructure located in the Parking Lot Limited Common Element
Power and HVAC Improvements as defined in the Lease