

**Board of Directors
Chelan Douglas Regional Port Authority
Meeting Minutes
Zoom Meeting
August 25th, 2020
9:00 am**

Present:

Directors

JC Baldwin, Director (via Zoom)
*Rory Turner, Director
Donn Etherington, (via Zoom)

Jim Huffman, Director (via Zoom)
W. Alan Loebsock, Director (via Zoom)
Mark Spurgeon, Director (via Zoom)

Staff

*Jim Kuntz, Chief Executive Officer
*Monica Lough, Director of Finance & Admin.
Ron Criddlebaugh, Dir. of Economic Dev.
Stacie de Mestre, Public Works & Capital Projects Mgr.
*Quentin Batjer, Legal Counsel
Cami Harris, Executive Assistant
Laura Camarillo Reyes, CTC Assistant
Esther McKivor, Accounting Specialist

Trent Moyers, Director of Airports
Ron Russ, Property Mgr.
Craig Larsen, Business Dev. Mgr.
Sarah Deenik, Communications Coordinator
*Pete Fraley, Legal Counsel
*Bobbie Chatriand, Administrative Asst.
Bealinda Tidd, Accounting Specialist
Randy Asplund, Port Engineer

*Commissioner Turner, Jim Kuntz, Monica Lough, Quentin Batjer, Pete Fraley, and Bobbie Chatriand in person; others via Zoom.

Guests (all via Zoom):

Adam Neff, RH2

Ray Dobbs, City of Chelan

The Chelan Douglas Regional Port Authority (CDRPA) Meeting was called to order at 9:00 am. Due to the COVID-19 virus outbreak, the meeting was held at Confluence Technology Center via Zoom as previously posted in the required Public Meeting Notice.

Director Turner inquired how his fellow Directors are doing during COVID-19, and each Director gave a short report. Roll call was taken.

STAFF RECOGNITION:

Moyers recognized Ken Lamb for his 30 years of dedicated service at Pangborn Memorial Airport. He was presented with a plaque and a bomber jacket. Commissioners and Port staff thanked Ken for his years of service.

Conflict of Interest – None.

Commissioner Turner noted the addition of two items to the agenda: CDRPA Resolution No. 2020-16 voiding Checks No. #6326, #6336, and #6355; and Authorization to Seek Bids for the Waterville Runway Rehabilitation Project.

CONSENT AGENDA:

CDRPA CONSENT AGENDA:

The Chelan Douglas Regional Port Authority Consent Agenda consisting of Minutes of August 11th, 2020 Meeting; August 11th, 2020 Tri Commission Meeting; August 12th, 2020 Supplemental Budget #1 Workshop; July 2020 Commission Meeting Calendar; CDRPA Resolution No. 2020-15 Voiding Check No. #6115; and CDRPA Resolution No. 2020-16 Voiding Checks No. #6326, #6336, and #6355, was presented and the following action was taken:

Motion No.
Moved by:
Seconded by:

08-06-20 CDRPA

JC Baldwin

Mark Spurgeon

To approve the Chelan Douglas Regional Port Authority Consent Agenda consisting of Minutes of August 11th, 2020 Meeting; August 11th, 2020 Tri Commission Meeting; August 12th, 2020 Supplemental Budget #1 Workshop; July 2020 Commission Meeting Calendar; CDRPA Resolution No. 2020-15 Voiding Check No. #6115; and CDRPA Resolution No. 2020-16 Voiding Checks No. #6326, #6336, and #6355, as presented.

Motion passed 6-0

ACTION ITEMS:

PORT OF DOUGLAS COUNTY ACTION ITEM:

PODC Resolution No. 2020-05 Approving the Defeasance and Redemption of Certain Outstanding Bonds of the Port of Douglas County – Lough provided information on PODC Resolution No. 2020-05 Approving the Defeasance and Redemption of Certain Outstanding Bonds of the Port. The Resolution authorizes the Director of Finance and Administration to call and redeem the outstanding 2013 Bonds and establish an escrow account for all of the outstanding 2011 Bonds and 2016 Bonds (the "Defeased Bonds"). Discussion ensued and the following action was taken:

Motion No.
Moved by:
Seconded by:

08-07-20 PODC

Jim Huffman

Mark Spurgeon

To adopt PODC Resolution No. 2020-05 approving the defeasance and redemption of certain outstanding bonds of the Port of Douglas County.

Motion passed 3-0.

CDRPA SUPPLEMENTAL BUDGET #1 PUBLIC HEARING:

Commissioner Turner opened the CDRPA Supplemental Budget #1 Public Hearing at 9:16 am. An opportunity for public comment was provided; however, no public comments were made. Commissioner Turner closed the Public Hearing at 9:17 am.

CHELAN DOUGLAS REGIONAL PORT AUTHORITY ACTION ITEMS:

CDRPA Resolution No. 2020-14 Approving CDRPA 2020 Supplemental Budget #1 – Kuntz & Lough presented CDRPA Resolution No. 2020-14. Lough noted a couple of updates to the budget since it was reviewed in detail at the August 12th Budget Workshop. The following action was taken:

***Motion No.**
Moved by:
Seconded by:*

***08-08-20 CDRPA**
Mark Spurgeon
JC Baldwin
To adopt CDRPA Resolution No. 2020-14 approving the
CDRPA 2020 Supplemental Budget #1.*

Motion passed 6-0.

Waterville Airport – Authorization to Seek Bids for Runway Rehabilitation Project – Kuntz provided information on the WSDOT Aviation Division Grant for the Waterville Airport Runway Rehabilitation Project. Moyers advised the Engineer’s Estimate for the Base Bid is \$154,105.49 including WSST. The Engineer’s Estimate is on file and available for public inspection at the Regional Port. Discussion ensued and the following action was taken:

***Motion No.**
Moved by:
Seconded by:*

***08-09-2020 CDRPA**
JC Baldwin
Mark Spurgeon
To authorize the CEO to seek bids for the Waterville Airport Runway
Rehabilitation Project.*

Motion passed 6-0

PRESENTATION:

Brender Creek – Adam Neff, RH2, provided an update on Brender Creek at the Cashmere Mill Site. The Port of Chelan County installed pond levelers in 2014 to help with management of creek flooding caused by beavers. The levelers mitigated the flooding until recently. RH2 and Port Staff conducted inspections of the creek and levelers this past spring. It was discovered that the roots of several trees near the creek are intruding into the levelers making them less effective. New levelers with stronger piping are being installed which will help in the short term. Discussion ensued on the long term issues and maintenance of the creek.

CDRPA INFORMATIONAL ITEMS:

LOJO Property Due Diligence – Kuntz provided an update on LOJO Property due diligence. Several issues have been reviewed during the process including:

- Zoning
- Environmental Assessment
- Water (onsite and offsite)
- Electrical
- Natural Gas
- Waste Water
- Highway Access
- Title Issues

The Regional Port has until September 11th to complete the due diligence review and remove any contingencies on the Purchase and Sale Agreement. More information will be brought back at the September 9th Board Meeting.

Cashmere Mill District Tenant Update – Kuntz provided an update on potential new tenants at Cashmere Mill District. Two businesses have recently shown interest in the available space. Current tenant Blue Spirits also wants to expand.

Actapio Update – Kuntz provided information on the Actapio space at the CTC. David Chudzik from Kidder Matthews has begun the market lease rate study. More information will be provided when available.

Enduris Insurance Renewal Update – Lough reviewed the change in premiums from 2019 to 2020 noting the increase is primarily due to Lineage and Executive Flight Building purchases. Overall premium increase is 6% for 2020 vs. 2019.

COVID-19 Proposed Commercial Service Airport Requirements – Moyers provided an update on the expected Washington State Governor's requirements for Commercial Air Service Airports concerning COVID-19 screening. The updated proposal does not require Commercial Airports to take passenger temperatures, but will include social distancing, facial coverings, and signs on flooring to mark 6 foot separation requirements. More information will be provided when available.

Temperature Kiosks – Discussion regarding the purchase of temperature kiosks like the units in use at the PUD. Board directed staff to purchase one unit at this time.

Approach Lighting System – Kuntz reported land appraisals continue and Moyers reported a letter was sent to the FAA to determine their willingness to take over the Approach Lighting System once installed.

Airport Land Lease – Kuntz provided an update on a potential commercial land lease near Airport property and reviewed zoning issues. He noted Boundary Line Adjustment and re-zoning work will be a priority in 2021.

COVID-19 UPDATES:

Economic Development Initiatives Related to COVID-19 – Updates and Information Including:

- Lough provided an update on grants processed to date including all programs administered by the Regional Port.
- Kuntz reviewed the Washington State Department of Commerce new CARES Act II Grant program noting their proposed allocations of funds between Chelan and Douglas County does not align with the number of businesses in each respective county. Regional Port Staff will work with Chelan and Douglas Counties on a fair distribution of funds and will likely request a modification to Commerce's proposed allocations.

FAA CARES Act Grant:

- Lough provided an update on the FAA CARES Act Grant reimbursements.

MISC STAFF REPORTS:

Kuntz provided information and updates including:

- Met last week with an equipment rental company out of Walla Walla looking to locate a branch in Douglas County. Cridlebaugh toured them on Port and private property.
- Commissioners Baldwin and Huffman, and Kuntz met last week with Salcido Enterprises concerning their business and extension of PUD Contribution in Aid of Construction payment.

Lough provided information and updates including:

- State Auditors have begun their remote audits of Pangborn, Port of Chelan County, and Port of Douglas County.
- Reviewing Regional Port Personnel Policies as some amendments may be needed.
- Port of Chelan County 2019 Financial Statements will be presented at the next Board Meeting.

Moyers provided information and updates including:

- Provided a July 2020 Airport Activity Report including enplanements, load factor, car rentals, fuel sales and parking lot revenue.

De Mestre Provided information and updates including:

- S.P.O.R.T. Wenatchee, LLC signed the Memorandum of Understanding; the Feasibility Study period ends on October 12th.
- Reviewed feedback from Forte Architects regarding potential remodel of the Executive Flight atrium area.
- IB#5 Gutter Replacement Project – only received one bid and it was over the Engineer's Estimate. Will reject and rebid the project.
- Provided information on an Air Purification/Ionization System recommended by Holaday Parks for the HVAC Replacement Project at Executive Flight.

Larsen provided information and updates including:

- IB#9 Lease – finalizing details for a two-year lease in the former Agrofresh space.

Public Comment – An opportunity for public comment was provided; however no public comments were made:

REVIEW CALENDAR OF EVENTS: Kuntz reminded Commissioners the September 8th Board Meeting has been moved to September 9th, at 1:00 pm. Working on potential dates for a Board Retreat this fall.

ITEMS FROM BOARD OF DIRECTORS: Directors provided updates on various meeting attendance and committee work.

Meeting was adjourned at 11:57 am.

Signed and dated this 9th day of September, 2020.

CHELAN DOUGLAS REGIONAL PORT AUTHORITY



JC Baldwin, Director



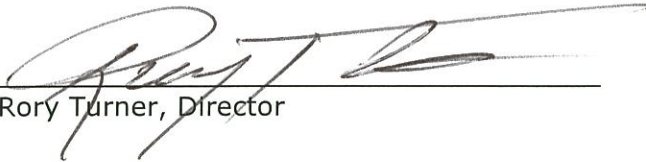
Jim Huffman, Director



Donn Etherington, Director



Mark Spurgeon, Director



Rory Turner, Director



W. Alan Loeb sack, Director

**PORT OF DOUGLAS COUNTY, WASHINGTON
RESOLUTION NO. 2020-05**

**A RESOLUTION OF THE PORT COMMISSION OF THE PORT
OF DOUGLAS COUNTY, WASHINGTON, APPROVING THE
DEFEASANCE AND REDEMPTION OF CERTAIN
OUTSTANDING BONDS OF THE PORT AND AUTHORIZING
THE DIRECTOR OF FINANCE AND ADMINISTRATION OF
THE PORT TO ARRANGE FOR THE REDEMPTION AND
DEFEASANCE OF SUCH BONDS.**

Whereas the Port of Douglas County, Washington (the "Port"), by Resolution No. 2011-13 (the "2011 Resolution"), authorized the issuance of its Limited Tax General Obligation and Refunding Bonds, 2011, dated November 1, 2011, in the original principal amount of \$1,345,000, currently outstanding in the amount of \$1,075,000, with a final maturity on December 1, 2031 (the "2011 Bonds"); and

Whereas the 2011 Bonds maturing on and after December 1, 2022 may be defeased and are callable for redemption any time on or after December 1, 2021, in whole or in part, at a price of par plus accrued interest to the date of redemption; and

Whereas the Port, by Resolution No. 2013-03 (the "2013 Resolution"), authorized the issuance of its Lease Revenue Refunding Bonds (USFS), 2013 (Taxable), dated April 18, 2013, in the original principal amount of \$985,000, currently outstanding in the amount of \$315,000, with a final maturity on July 1, 2023 (the "2013 Bonds"); and

Whereas the 2013 Bonds are callable for redemption any time on or after July 1, 2018, in whole or in part, at a price of par plus accrued interest to the date of redemption; and

Whereas the Port, by Resolution No. 2016-05 (the "2016 Resolution"), authorized the issuance of its Limited Tax General Obligation Bonds, 2016 (Taxable), dated April 29, 2016, in the original principal amount of \$4,000,000, currently outstanding in the amount of \$3,435,000, with a final maturity on December 1, 2035 (the "2016 Bonds"); and

Whereas the 2016 Bonds maturing on and after December 1, 2026 may be defeased and are callable for redemption any time on or after June 1, 2026, in whole or in part, at a price of par plus accrued interest to the date of redemption; and

Whereas the Port expects to have funds available from the federal government in an amount sufficient to call and redeem the outstanding 2013 Bonds and establish an escrow account for all of the outstanding 2011 Bonds and 2016 Bonds (the "Defeased Bonds"); and

Whereas the Port Commission intends to authorize the Director of Finance and Administration of the Port (the "Director of Finance and Administration") to accomplish the redemption and defeasance including the authority to enter into any agreements or complete such forms and notices required by U.S. Bank National Association, as registrar for the 2011 Bonds, 2013 Bonds and 2016 Bonds (the "Registrar");

Now Therefore, Be It Resolved by the Port Commission of the Port of Douglas County, Washington, as follows:

Section 1. Redemption of 2013 Bonds; Defeasance of the Defeased Bonds; General Authorization to the Director of Finance and Administration. The Port expects to receive sufficient funds from the federal government to call and redeem the 2013 Bonds and defease the Defeased Bonds.

Subject to approval from the Federal Aviation Administration, the Port Commission hereby authorizes and directs the Director of Finance and Administration to arrange for the redemption of the 2013 Bonds in accordance with the 2013 Resolution and the defeasance of the Defeased Bonds in accordance with the provisions of the 2011 Resolution and 2016 Resolution providing for the defeasance of the Defeased Bonds and to provide notices of such redemption and defeasance to the Registrar. The Director of Finance and Administration is authorized to select an escrow agent and enter into any agreements with an escrow agent to establish the defeasance escrow, payment of costs relating thereto, and further provide for the submission of information in regard to the redemption of the 2013 Bonds and defeasance of the Defeased Bonds as requested by the Registrar.

The Registrar is hereby authorized and directed to provide for the timely giving of notices of defeasance and redemption of the Defeased Bonds in accordance with the applicable provisions of the 2011 Resolution and 2016 Resolution. The Director of Finance and Administration is authorized and requested to provide whatever assistance is necessary to accomplish such defeasance and the giving of notice therefor. The costs of publication of such notice shall be an expense of the Port.

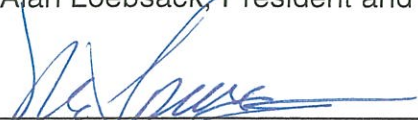
The Port will take such actions as are found necessary to see that all necessary and proper fees, compensation and expenses of the Registrar for the 2011 Bonds, 2013 Bonds and 2016 Bonds shall be paid when due.

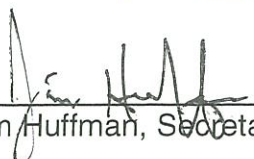
Section 2. Effective Date. This resolution shall become effective immediately upon its adoption.

ADOPTED AND APPROVED at a regular meeting of the Commission of the Port of Douglas County, Washington held this 25th day of August, 2020.

PORT OF DOUGLAS COUNTY, WASHINGTON

By: 
W. Alan Loebisack, President and Commissioner

By: 
Mark Spurgeon, Vice President and Commissioner

By: 
Jim Huffman, Secretary and Commissioner

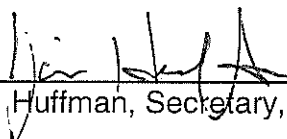
CERTIFICATE

I, the undersigned, Secretary of the Port Commission of the Port of Douglas County, Washington (the "Port") and keeper of the records of the Port Commission (the "Commission"), DO HEREBY CERTIFY:

1. That the attached resolution is a true and correct copy of Resolution No. 2020-05 of the Port Commission (the "Resolution"), duly adopted at a regular meeting thereof held on the 25th day of August, 2020.

2. That said meeting was duly convened and held in all respects in accordance with law, due and proper notice of such meeting was given, that a legal quorum was present throughout the meeting and a legally sufficient number of members of the Commission voted in the proper manner for the adoption of the Resolution; that all other requirements and proceedings incident to the proper adoption of the Resolution have been duly fulfilled, carried out and otherwise observed, and that I am authorized to execute this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand this 25th day of August, 2020.



Jim Huffman, Secretary, Port Commission