



Port of Vancouver USA

AGENDA
PORT OF VANCOUVER USA
BOARD OF COMMISSIONERS
REGULAR MEETING AGENDA
3103 Lower River Road, Vancouver, WA 98660
Tuesday, June 27, 2023

In accordance with the Open Public Meetings Act (OPMA), the Port of Vancouver Board of Commissioners meeting will be open to in-person attendance. Options for viewing and/or participating in the meeting to provide virtual oral comment will also be accommodated (see details below). The Board members will be attending this meeting in person.

*Public testimony will be accepted under Open Forum. **Advance registration will be required for individuals who want to provide virtual oral testimony (see details below).***

The business meeting and workshop (Items A – L) are recorded and broadcast live on CVTV cable channels 21, 23 / HD 323, and at www.cvtv.org.

- A) **CALL TO ORDER (9:30 a.m.)**
- B) **EXECUTIVE SESSION**
None
- C) **OPENING REMARKS (9:30 a.m.)**
 - 1) Opening Remarks, Pledge of Allegiance
 - 2) Approve Minutes of the June 13, 2023, Regular Meeting
 - 3) Celebrate Freedom Program
- D) **OPEN FORUM**
 - 1) Public comment -To provide virtual oral comment during the board meeting, you must register no later than 12:00 p.m. Monday, June 26, 2023, by emailing povcommissioners@portvanusa.com**
- E) **ACTION ITEMS**
 - 1) Approve Third Amendment to Lease and Consent to Assignment Between the Port of Vancouver USA, NGL and Midstream Energy
- F) **UNFINISHED BUSINESS**
None

- G) **NEW BUSINESS**
- H) **CEO REPORT**
- I) **COMMISSIONERS REPORTS**
- J) **UPCOMING EVENTS**
- K) **WORKSHOP**
None
- L) **SIGN DOCUMENTS**
- M) **ADMINISTRATIVE UPDATE/WORK SESSION**
None
- N) **ADJOURNMENT**

****Public comments are welcome during Open Forum. Individuals requesting to provide virtual oral comment must register in advance via email to povcommissioners@portvanusa.com no later than 12:00 p.m. on Monday, June 26, 2023. All individuals will have three minutes to read their comments into the record and will be asked to provide their name and city of residence for the record. No public comments will be read into the record by the port. Written comments not intended to be read by the community member and received by 9:30 a.m. Tuesday, June 27, 2023, will become part of the official meeting record and will be provided to the Commission.**

Further instructions for accessing the virtual meeting (for virtual oral comment) will be provided upon registration. Please call the Port of Vancouver at (360) 693-3611 with questions. Visit the port's website at www.portvanusa.com for more information.

**PORT OF VANCOUVER USA
BOARD OF COMMISSIONERS
REGULAR MEETING
Tuesday, June 13, 2023**

CALL TO ORDER

Commission President Orange called a regular meeting of the Port of Vancouver Board of Commissioners to order and open to the public at 9:30 a.m., Tuesday, June 13, 2023, at the Port of Vancouver USA Administrative Office, 3103 NW Lower River Road, Vancouver, Washington 98660.

OPENING REMARKS

Commissioner Orange welcomed everyone to the commission meeting. He announced that the meeting is being recorded. He stated this meeting is a hybrid meeting so that along with everyone present in the meeting, anyone who wants to make virtual oral comment can use Zoom. He then invited guests to participate in the Pledge of Allegiance.

APPROVAL OF MINUTES

Regular Meeting of May 23, 2023

On motion by Commissioner Burkman, seconded by Commissioner LaBrant and carried unanimously, the Board of Commissioners approve the minutes of the May 23, 2023, regular meeting.

OPEN FORUM

Commissioner Orange stated that the agenda invited public comment and asked if anyone had signed up to speak. CEO Marler indicated no community members registered in advance to provide virtual oral comment and there was no one present who signed up to provide comment. She also announced that no executive session was held prior to the meeting.

ACTION ITEMS

E-1 Approve 2023 Clark County Natural Hazard Mitigation Plan and Port of Vancouver USA Annex

Scott Ouchi, Safety, Risk, and Emergency Manager presented the action item and discussed it with the Commission. He answered questions from the Board.

On motion by Commissioner LaBrant, seconded by Commissioner Burkman, and carried unanimously, the Board of Commissioners authorize the CEO to approve the adoption of Volume 1 of the 2022/2023 Clark Regional Natural Hazard Mitigation Plan and the Port of Vancouver USA Annex (chapter 14 of Volume 2) of the Clark Regional Natural Hazard Mitigation Plan.

E-2 Approve Public Works Contract Bid 23 – 11: Terminal 1 Dock Demolition

Greg Westrand, Project Manager presented the action item and discussed it with the Commission. He answered questions from the Board.

On motion by Commissioner Burkman, seconded by Commissioner LaBrant, and carried unanimously, the Board of Commissioners authorize the CEO to execute a public works contract with Advanced American Construction, the lowest responsive and responsible bidder, for Bid 23-11 Terminal 1 – Dock Demolition, in the amount of \$2,880,447.82 including Washington State sales tax.

UNFINISHED BUSINESS

Port Contracts Logs

The commissioners reviewed the port contracts logs. CEO Marler reminded everyone that the contracts logs are provided to the Commission on a monthly basis and are available on the port's website. No questions were asked by the Board.

No additional unfinished business was considered.

NEW BUSINESS

No new business was discussed.

ACCOUNTS PAYABLE

Sheila Deng, Senior Accountant presented the action item as contained in the Commission's packet and discussed the recommendation with the Commission. No questions were asked by the Board.

On motion by Commissioner LaBrant, seconded by Commissioner Burkman and carried unanimously, the Port of Vancouver USA Board of Commissioners, by motion, ratifies and approves the payment of May 2023 Vouchers 114073 – 114475 in the amount of \$3,524,833.89 including Electronic Payments generated between 05/01/2023 – 05/31/2023 in the amount of \$180,203.88 and May 2023 Payroll Checks 51867249 - 51867250 and Payroll Direct Deposits 190001 – 190126 and 210001 – 210124 in the amount of \$680,253,86.

CEO REPORT

Project Updates

Mark Newell, Project Delivery Manager provided an update on several port projects, including:

- Berth 17 Rehabilitation Project
- Parcel 1A – South
- Terminal 1 LPC Zoom Info Bldg. (Not Port Project)

CEO Marler highlighted the following events and activities she participated in, including a recent meeting with BNSF, the WPPA Spring meeting, Greater Vancouver Chamber of Commerce Board Retreat, and the celebration event at Terminal 1 for the passage of HB 1527 regarding tax increment financing (TIF). She added that TIF is a creative financing tool that the port can utilize for the rehabilitation of the Terminal 1 waterfront site.

CEO Marler also welcomed Erika Gonzales, one of this year's summer interns. Ms. Gonzales comes to the port through the Future Leaders Project and is pursuing a degree in finance from Washington State University Vancouver.

COMMISSIONERS REPORTS

Commissioner Burkman provided an update on the following events:

- WPPA Spring conference
- I-5 Bridge Executive Steering Group (ESG) meeting
- PNWA monthly meeting
- Columbian's Economic Breakfast
- GVCC Legislative Review
- TIF celebration at the Terminal 1 waterfront
- Regional Transportation Council meeting

Commissioner LaBrant shared he attended the following events:

- GVCC Legislative Review
- WPPA Spring conference
- Labor Roundtable
- TIF celebration at the Terminal 1 waterfront

Commissioner Orange stated he participated in several of the events already mentioned. He also shared that while traveling to Spokane for the WPPA Spring conference, he drove past a large wind and solar farm where he saw wind turbines generating clean energy that came from the Port of Vancouver.

UPCOMING EVENTS

A list of upcoming events was displayed on the screen for viewers to see staff activities and community meetings. CEO Marler stated the next commission meeting scheduled for Tuesday, June 27, 2023, will begin at 9:30 a.m. She highlighted several other upcoming community events.

The ways community members can communicate with the Commission was displayed on the screen and a great deal of information is available on the port's website and everyone is encouraged to check it out.

RECESS

Commissioner Orange called a recess from 10:15 a.m. to 10:25 a.m. for a short break and to prepare for the workshop on the port's External Affairs Community Outreach Program.

WORKSHOP

External Affairs Community Outreach Program Update

Chief of External Affairs Ryan Hart lead the workshop on the External Affairs Community Outreach Program update. He provided a presentation highlighting the many areas of focus this past year. The board commented on the work the team performs and extended their thanks.

SIGN DOCUMENTS

The Board signed documents at 10:46 a.m.

ADMINISTRATIVE UPDATE / WORK SESSION

No administrative work session was held during this meeting.

ADJOURNMENT

There being no further business to come before the Port of Vancouver USA Board of Commissioners, the Tuesday, June 13, 2023, regular meeting was adjourned at 10:50 a.m. by Commissioner Orange.

PORT OF VANCOUVER USA
BOARD OF COMMISSIONERS

Betsy Rogers, Administrative
Supervisor, June 13, 2023, Regular
Port of Vancouver USA Board of
Commission Meeting

Don Orange, President

Eric LaBrant, Vice President

Jack Burkman, Secretary

Agenda Item No. E-1

REQUEST FOR COMMISSION ACTION
REVIEWED BY:

PORT OF VANCOUVER USA

Director of
Business Development

Mike Schiller

Title

APPROVED BY:

Chief Commercial Officer 06/27/2023

Alex Strogon

Title

Date

SUBJECT: Approve Third Amendment to Lease and Consent to Assignment Between the Port of Vancouver USA, NGL and Midstream Energy

BACKGROUND:

This lease amendment and consent to assignment supports the port's Strategic Plan goals to strengthen the port's industrial business and strengthen its financial sustainability by utilizing the port's property and infrastructure investments to create jobs and support the local economy.

NGL Supply Terminal Company, LLC ("NGL") Lease began March 1, 2010 and its current term expires February 28, 2030, with one 10-year option to renew. The original Lessee was Keyera Energy Inc. The First Amendment to Lease was executed on February 25, 2014 to expand the Premises to add a fourth rail track and assign the Lease to NGL. The Second Amendment to Lease added butane as an approved commodity for transloading.

On February 2, 2023, NGL sent a notice to the port regarding their pending sale of their assets in Washington, including their terminal at the port, to Midstream Energy Partners (Washington) LTD ("Midstream") and requesting an assignment of the Lease. According to the Lease, any assignment to a third-party requires the approval of the port.

South 49 Holdings, LTD is the parent company of three subsidiaries in the USA, including Midstream. Midstream is a privately held company with ten terminal facilities and six storage locations in eight states and two Canadian provinces. Midstream's corporate headquarters is located in Calgary, Alberta, Canada. Midstream maintains a very high level of safety performance, regulatory compliance and operational experience.

Rent is \$10,992.97 per month plus leasehold excise taxes and additional charges. Lease security will be \$65,957.82, equivalent to six months' rent. Midstream will assume all responsibilities and obligations of the Lease, as Lessee. The effective date of the Lease assignment will be the closing date of the pending sale of the assets. All terms and conditions of the Lease will remain the same.

There will be no change in revenue in the port's 2023 budget.

Additional Information Attached? No

RECOMMENDATION: That the Board of Commissioners Approve, and Authorize the Chief Executive Officer to sign the Third Amendment and Consent to Assignment to Lease Between the Port of Vancouver USA, NGL and Midstream Energy

Submitted by: *Julianne Marler*, CEO

Date Action Taken _____

Motion By: _____

Approved: _____

Seconded By: _____

Deferred To: _____

Unanimous: Yes ___ No ___