



Port of Vancouver USA

AGENDA
PORT OF VANCOUVER USA
BOARD OF COMMISSIONERS
REGULAR MEETING AGENDA
3103 Lower River Road, Vancouver, WA 98660
Tuesday, June 8, 2021

- A) **CALL TO ORDER VIRTUAL MEETING* (8:30 a.m.)**
- B) **EXECUTIVE SESSION**
None
- C) **OPENING REMARKS (8:30 a.m.)**
 - 1) Opening Remarks
 - 2) Approve Minutes of the May 11, 2021 Regular Meeting
 - 3) Community Fund Update
- D) **OPEN FORUM**
 - 1) To provide public comment during the virtual board meeting, you must register no later than 12:00 p.m. Monday, June 7, 2021 by emailing povcommissioners@portvanusa.com**
- E) **ACTION ITEMS**
 - 1) Approve First Amendment to Lease and Termination Agreement between the Port of Vancouver USA and Hydro Extrusion Portland, Inc.
 - 2) Approve Lease Agreement between the Port of Vancouver USA and Western Partitions, Inc.
 - 3) Approve Change Order #3 for Public Works Contract Bid 20-22: Terminal 1 Vancouver Landing Structural Renovation Project
- F) **UNFINISHED BUSINESS**
 - 1) Port Contracts Logs
- G) **NEW BUSINESS**
- H) **ACCOUNTS PAYABLE**

Voucher Numbers	105372 - 105725	\$ 4,702,056.12
Electronic Payments	05/03/2021 – 05/31/2021	\$ 2,856,415.16
Payroll Voucher Numbers		\$ 581,911.60
Checks	51497873 – 51497874 51505279	
Direct Deposits	180001 – 180122 200001 – 200123	

I) CEO REPORT

- 1) Action taken under Resolution 2-2020: Declaration of Local Emergency and Delegation of Authority of Emergency Powers
- 2) State Legislative Update
- 3) Project Updates
- 4) Port RePort

J) COMMISSIONERS REPORTS

K) WORKSHOP

- 1) Climate Action Plan Update

L) ADJOURNMENT

***In compliance with the Governor's Emergency Proclamation 20-28, the Port's Resolution 3-2020, and in the interest of the safety and welfare of the public, the community, port employees, and to limit the spread of the virus, this Board meeting will not be open to in-person attendance. Board members will be attending this meeting remotely via video conference.**

To participate in this meeting, please call 1 (253) 215-8782 and enter the Meeting ID number: 980 4085 2712 and Passcode number: 485028 or Join the Zoom Meeting by clicking [here](#). Please call (360) 693-3611 for technical difficulties. Meeting materials are available on the port's website at www.portvanusa.com.

****Public comments are welcome during Open Forum by registering in advance via email to povcommissioners@portvanusa.com no later than 12:00 p.m. on Monday, June 7, 2021. Individuals will have three minutes to read their comments into the record and will be called in the order in which the port receives the registration email request. 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 8:30 a.m. Tuesday, June 8, 2021 will become part of the official meeting record and will be provided to the Commission.**

Agenda Item No. C-2

REQUEST FOR COMMISSION ACTION

PORT OF VANCOUVER USA

REVIEWED BY:

Executive Services Manager

06/08/2021

Michelle Allan

Title

Date

APPROVED BY:

Title

SUBJECT:

Minutes of the May 11, 2021 Regular Meeting

BACKGROUND:

Please see attached minutes.

Additional Information Attached: Minutes of 05/11/2021 Regular Meeting

RECOMMENDATION: That the Port of Vancouver USA Board of Commissioners adopts and executes the minutes of the May 11, 2021, Port of Vancouver USA Board of Commissioners Regular Meeting as presented.

Submitted by: *Elizabeth Hotelli for* CEO

Date Action Taken _____

Motion By: _____

Approved: _____

Seconded By: _____

Deferred To: _____

Unanimous: Yes ___ No ___

**PORT OF VANCOUVER USA
BOARD OF COMMISSIONERS
REGULAR MEETING
Tuesday, May 11, 2021**

CALL TO ORDER

CEO Julianna Marler called a regular meeting of the Port of Vancouver Board of Commissioners to order at 8:30 a.m., Tuesday, May 11, 2021, via teleconference number 1 (253) 215-8782, conference code: 950 0325 2544 and passcode number: 591405 and by videoconference via Zoom pursuant to Washington State Governor's Proclamation 20-28 in response to the COVID-19 event.

CEO Marler confirmed that Commissioners Orange, LaBrant and Burkman were on the line.

OPENING REMARKS

CEO Marler welcomed and reminded everyone that all board members and the public are participating virtually pursuant to Washington State Governor's Proclamation 20-28 in response to the COVID-19 event and the port's Resolution 3-2020. She also stated that no executive session was held this morning and the meeting is being recorded.

Meeting attendees included:

Eric LaBrant	Port Commission President
Jack Burkman	Port Commission Vice President
Don Orange	Port Commission Secretary
Julianna Marler	Port CEO
Michelle Allan	Port Executive Services Manager
Alicia Lowe	Port Legal Counsel
Betsy Rogers	Port Administrative Supervisor
Savannah Mitcham	Port Administrative Assistant
Angela Blake	Port Facilities Program Coordinator
Casey O'Dell	Port Director of Facilities
Chris Carter	Port Information Security Analyst
Chrissy Lyons	Port Commercial and Industrial Sales Manager
Dawn Egbert	Port Procurement Services Manager
Elizabeth Gotelli	Port Chief Financial and Administrative Officer
Greg Westrand	Port Project Manager
Jack Flug	Port Senior Financial Analyst
Jennifer Brower	Port Procurement & Grant Specialist
Jim Hagar	Port Economic Development Project Manager
Jonathan Eder	Port Director of Human Resources
Julie Rawls	Port Community Relations Manager
Kathy Holtby	Port Real Estate Manager
Katie Odem	Port Marketing Communications Manager

Ken Mishler	Port Terminal Manager
Kent Cash	Port Chief Operations Officer
Lori Kaylor	Port Commercial Sales Associate
Mark Newell	Port Project Delivery Manager
Mary Mattix	Port Environmental Program Manager
Mason Kae	Port Records Officer
Matt Harding	Port Environmental Project Manager
Mike Bomar	Port Director Economic Development
Mike Schiller	Port Director of Business Development
Mindy Pennington	Port Accounts Payable Specialist
Monty Edberg	Port Director Engineering & Project Delivery
Patty Boyden	Port Director of Environmental Services
Rachelle Askman	Port Communications Coordinator
Randy McCaleb	Port Contract Manager
Richard Troudt	Port Security Manager
Rick Cline	Port Contract Manager
Ryan Hart	Port Chief External Affairs Officer
Scott Goodrich	Port Director of Finance & Accounting
Scott Ouchi	Port Safety, Risk and Emergency Manager
Thane Giles	Port Project Manager
Therese Lang	Port Director of Communications
Wayne Harner	Port Rail Manager
Zack Merrill	Port Sales Account Manager
Scott McMahon	Community Member
Lori Froehlich	Clark PUD

Additional members of the public participated in the virtual meeting but were not identified by name.

APPROVAL OF MINUTES

Regular Meeting of April 6, 2021

On motion by Commissioner Orange, seconded by Commissioner Burkman and carried unanimously, the Board of Commissioners approve the minutes of the April 6, 2021 regular meeting.

OPEN FORUM

CEO Marler stated that the agenda invited public comment on all matters on the agenda. She reminded everyone interested in speaking during Open Forum is asked to register in advance no later than noon on Monday, the day prior to the scheduled Commission meeting. She indicated no one registered to provide public comment during the Open Forum for this meeting.

ACTION ITEMS

E-1 Approve Public Works Contract for Bid 21-01: Terminal 1 – Columbia River Renaissance Trail Connection Project

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

On motion by Commissioner Burkman, seconded by Commissioner Orange and carried unanimously, the Board of Commissioners authorize the CEO to execute a public works contract with McDonald Excavating, Inc., the lowest responsive and responsible bidder, for Bid 21-01: Terminal 1 – Columbia River Renaissance Trail Connection Project, in the amount of \$1,483,618.15 including Washington State sales tax.

E-2 Approve Fourth Amendment to Lease between the Port of Vancouver and Trobella Cabinetry, Inc.

Chrissy Lyons, Commercial and Industrial Sales Manager introduced the action item and discussed it with the Commission. She answered questions from the Board.

On motion by Commissioner LaBrant, seconded by Commissioner Orange and carried unanimously, the Board of Commissioners authorize the CEO to sign the Fourth Amendment to Lease Agreement at 3201-D, D1, E, F, G, H1 NW Lower River Road, Vancouver WA between the Port of Vancouver and Trobella Cabinetry, Inc.

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 at this time.

ACCOUNTS PAYABLE

Director of Finance & Accounting Scott Goodrich presented the action item as contained in the Commission's packet and discussed the recommendation with the Board. Mr. Goodrich answered questions from the Board.

On motion by Commissioner Burkman, seconded by Commissioner LaBrant and carried unanimously, the Port of Vancouver USA Board of Commissioners, by motion, ratifies and approves the payment of April 2021 Vouchers 105046 – 105369 in the amount of \$3,553,572.51 including Electronic Payments generated between 03/26/2021 – 05/02/2021 in the amount of \$920,935.72 and April 2021 Payroll Checks 51490074 – 51490075 and Payroll Direct Deposits 140001 – 140123 and 160001 – 160124 in the amount of \$613,933.72.

CEO REPORT

Action taken under Resolution 2-2020: Declaration of Local Emergency and Delegation of Authority of Emergency Powers

CEO Marler shared the history behind the adoption of Resolution 2-2020 and then advised the commissioners that she has not taken any action provided her under this resolution.

Project Updates

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

- Terminal 1 Site & Infrastructure
- AC Marriott (not a port contractor)
- Parcel 3 Gateway Equipping Well
- Chlorinator System Improvements
- BL2565 Recladding & Window Replacement
- BL2645 Roof Repair

No questions were received by the Board.

Interstate Bridge Replacement (IBR) Project

CEO Marler provided a brief update from the April 29 IBR Executive Steering Group meeting. She indicated the focus of the meeting was to understand the federal guidance on the environmental review process as they finalize the purpose and need and incorporate the community vision and values. She stated the team is looking at the previous planning efforts to see if any of that work can be incorporated into the IBR Project.

She stated the IBR team is doing a fantastic job pulling this information together with our federal partners and sharing it with the Executive Steering Group as well as the Community Advisory Group and the Equity Advisory Group. She encouraged anyone interested in this project to go to the www.interstatebridge.org website for information and the schedule to attend these public meetings.

She also indicated Bi-State Legislative Committee Co-Chairs Oregon Representative Susan McLain and Washington Senator Annette Cleveland attended the meeting and shared their

perspective and support for the project. She stated this is a perfect time to have these conversations and make progress with the hopes to secure federal dollars to get this project moving. She stated the next Executive Steering Group meeting will be held on May 20 from 10:00 a.m. to 1:00 p.m.

No questions were received by the Board.

May 25, 2021 Commission Meeting

CEO Marler stated that the May 25, 2021 commission meeting will likely be cancelled as there are no action items scheduled.

No questions were received by the Board.

COMMISSIONERS REPORTS

Commissioner Orange stated he attended a meeting yesterday of the Pacific Coast Coalition for Seafarers that is shining light on the conditions for seafarers, and discussed salmon and what to do with the waterways. He indicated that he will attend a workshop at the Port of Bellingham tomorrow that will discuss the conditions for salmon. He stated he also met with a port tenant.

Commissioner Burkman stated he attended the following events and meetings and provided a summary on some of the meetings he attended:

- PNWA Monthly Membership Meeting
- Labor Roundtable
- Fairway Village Presentation
- City of Vancouver Mayor McEnerny-Ogle and city/port staff
- Vancouver Lake discussion with residents
- Port Tenant Update Meeting
- IBR Executive Steering Group
- Virtual Spring Tenant Event
- Maritime Commerce Club State of the Ports Event

Commissioner Burkman shared that the IBR will hold a Freight Movement Listening Session on May 27, from 4:00 to 5:30 p.m. and encouraged folks to attend.

Commissioner LaBrant stated he attended the following events and meetings:

- CEO Marler
- Labor Roundtable

He indicated a question came up during Labor Roundtable regarding the utilization of apprentices for the upcoming Terminal 1 Building deconstruction project and if the port should have stock language in our contracts requiring this moving forward.

CEO Marler stated she anticipates that the port will be posting on the port's website an apprenticeship policy very soon.

CEO Marler called a recess from 9:25 a.m. – 9:35 a.m. to prepare for the port's workshop on the Sustainability Update.

WORKSHOP

Sustainability Update

Port Environmental Program Manager Mary Mattix provided a presentation about the sustainability efforts at the port. She discussed the development of the port's Sustainability Committee and the benefit of planning and setting goals. She indicated the goal areas for sustainability include the three P's – People, Planet and Profit and provided the following examples of 2020 accomplishments:

- **People: Social Equity Goals**
 - Public engagement
 - Community outreach
 - Volunteering
 - Wellness
 - Safety
 - Employment

- **Profit: Economic Goals**
 - Sound financial practices
 - Maximize investments
 - Secure funding
 - Maximize/diversify revenue
 - Tenant support
 - Efficiencies
 - Transportation corridors

- **Planet: Environmental Goals**
 - Natural resources
 - Efficiencies
 - Minimize waste
 - Stormwater
 - Drinking water
 - Climate Action Plan
 - Energy efficiency
 - Renewable energy

In addition, she discussed 2021 sustainability goals and where sustainability reports are located on the port's website.

CEO Marler and the commissioners thanked Mary, the Sustainability Committee and everyone at the port for their sustainable efforts and continuous improvements.

ADJOURNMENT

There being no further business to come before the Port of Vancouver USA Board of Commissioners, the Tuesday, May 11, 2021 regular meeting was adjourned at 10:05 a.m. by CEO Julianna Marler.

**PORT OF VANCOUVER USA
BOARD OF COMMISSIONERS**

Michelle Allan, Executive Services
Manager, May 11, 2021, Regular
Port of Vancouver USA Board of
Commission Meeting

Eric LaBrant, President

Jack Burkman, Vice President

Don Orange, 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

06/08/2021

Alex Strogon

Title

Date

SUBJECT: Approve First Amendment to Lease and Termination Agreement between the Port of Vancouver USA and Hydro Extrusion Portland, Inc.

BACKGROUND:

The First Amendment to Lease and Termination Agreement supports the port's Strategic Plan goal to support growth and economic opportunities for existing tenants. The purpose of this goal is to strengthen our existing tenants' contribution to jobs and prosperity for our region.

The port and Sapa Profiles, Inc. (Sapa) entered into a Lease for the 142,800 square foot building at 2001 Kotobuki Way, Vancouver on June 14, 2011. On December 28, 2017, Sapa merged with, and changed its name to, Hydro Extrusion Portland, Inc. (Hydro). Hydro's initial lease term was 15 years, with an option to terminate early beginning June 14, 2021. If Hydro elected to terminate early, they agreed to pay a termination fee of 30% of all future rents in the initial term and pay any remaining balance of the tenant improvements.

Due to a reorganization and change in the industries Hydro has chosen to serve, Hydro has requested an early termination of its Lease effective June 8, 2021. On May 28, 2021, in accordance with the terms of its lease, Hydro paid the port \$2,015,216.81 for termination fees, the balance of tenant improvement costs, and outstanding exit repairs to be completed by the port.

During the time Hydro was operating, it employed 120 employees at the peak of operations which decreased to 25 employees before closure. They used the 142,800 square foot facility on 6 acres for the manufacturing, extruding and fabrication of aluminum, steel, and other metals.

This termination of Hydro's Lease was anticipated and included in the approved 2021 budget.

Additional Information Attached? No

RECOMMENDATION: That the Board of Commissioners Approve and Authorize the CEO to sign the First Amendment to Lease and Termination Agreement between the Port of Vancouver USA and Hydro Extrusion Portland, Inc.

Submitted by: *Elysebot Notilli for* CEO

Date Action Taken _____

Motion By: _____

Approved: _____

Seconded By: _____

Deferred To: _____

Unanimous: Yes ___ No ___

Agenda Item No. E-2

REQUEST FOR COMMISSION ACTION
REVIEWED BY:

PORT OF VANCOUVER USA

Director of Business
Development
Title

Mike Schiller

APPROVED BY:

Chief Commercial
Officer
06/08/2021
Title
Date

Alex Strogon

SUBJECT: Approve Lease Agreement between the Port of Vancouver USA and Western Partitions, Inc.

BACKGROUND:

This lease agreement supports the port's Strategic Plan goal to pursue opportunities that utilize the port's property and infrastructure to create jobs and support the economy. This agreement is a result of regular outreach to potential companies and partners to support business growth in the construction industry.

Western Partitions Inc. (WPI) is the fourth largest wall and ceiling firm in the commercial construction industry. The company has many focuses and self-performs a wide variety of commercial construction specialties with locations in Oregon, Washington, New Mexico and Nevada. The Port of Vancouver location will be used for WPI's PreFab line, which is their fastest growing business unit. This part of the WPI business focuses on off-site prefabrication of exterior and interior wall panels and modular pods that requires a large off-site facility in which WPI can utilize its state-of-the art prefabrication approach.

The purpose of this Lease Agreement is to provide WPI with a lease for approximately 142,800 sf of warehouse space and 3,000 sf of office space in Building 2001 on a site area of 6 acres. The initial term will be for 39 months, effective June 9, 2021 through September 9, 2024. The agreement also contains two 3-year extension options following the initial term. In consideration of this lease, the port will provide a tenant improvement allowance for installation of cranes to accommodate movement of materials and finished goods.

Revenue to the port over the initial lease term is approximately \$2,780,000 plus leasehold excise tax, insurance, stormwater recovery fees and common area maintenance fees. WPI plans to employ 50 union trade workers and associated office staff.

A portion of the lease revenue was projected in the port's 2021 approved budget.

Additional Information Attached? No

RECOMMENDATION: That the Board of Commissioners Approve and Authorize the CEO to sign the Lease Agreement at 2001 Kotobuki Way between the Port of Vancouver USA and Western Partitions, Inc.

Submitted by: Elizabeth Stetler for , CEO
Date Action Taken _____ **Motion By:** _____
Approved: _____ **Seconded By:** _____
Deferred To: _____ **Unanimous:** Yes ___ No ___

Agenda Item No. E-3

**REQUEST FOR COMMISSION ACTION
REVIEWED BY:**

PORT OF VANCOUVER USA

Director of Engineering
& Project Delivery

Monty Edberg

Title

APPROVED BY:

Chief Operations
Officer

06/08/2021

Kent Cash

Title

Date

SUBJECT: Approve Change Order #3 for Public Works Bid 20-22: Terminal 1 Vancouver Landing Structural Renovation Project

BACKGROUND:

The Terminal 1 Vancouver Landing Structural Renovation project supports the port's Strategic Plan goals of implementing the vision of a destination waterfront at Terminal 1 and pursuing opportunities that utilize the port's property and infrastructure investments to create jobs and support the economy.

On July 28, 2020, a contract for the project was awarded to Advanced American Construction of Portland, OR in the amount of \$2,464,303.81. Change orders #1 and #2, totaling \$77,291.37, were issued under the authority of the CEO, as provided under Resolution 9-2015.

The CEO's authority under Resolution 9-2015 requires the Board of Commissioners to authorize change orders that cumulatively reach \$200,000 or 25% of the contract, whichever is less. Change order #3 in the amount of \$150,448.97 brings the cumulative change order total for the project to \$227,740.34, including Washington state sales tax.

This change order is necessary for modifications that were not anticipated at the time of the project bid. First, it is necessary to modify the placement of armored rock sections and increase the wall depth to mitigate hydraulic scouring during high water events. Second, dock enhancements are necessary to address safety and consistency in esthetics of the landing structure and public access to the docks. These enhancements include a new marine coating of existing structural steel piles, installation of new fenders and pile caps, cleaning of existing concrete, installation of pile toe guards, and repairs to the existing public ramp.

This project was included in the approved 2021 budget. The port has sufficient funds to cover the cost of the change orders.

Additional Information Attached? No

RECOMMENDATION: That the Board of Commissioners authorize the CEO to execute Change Order #3 with Advanced American Construction for Bid 20-22: Terminal 1 Vancouver Landing Structural Renovation Project, revising the total contract amount to \$2,692,044.15, including Washington state sales tax.

Submitted by: Clayton Stettin, CEO

Date Action Taken _____

Motion By: _____

Approved: _____

Seconded By: _____

Deferred To: _____

Unanimous: Yes ___ No ___

Agenda Item No. H-1

REQUEST FOR COMMISSION ACTION **PORT OF VANCOUVER USA**

REVIEWED BY:

Accounts Payable
Title

APPROVED BY:

Director of Finance
& Accounting

06/08/2021

Scott D. Goodrich

Title

Date

SUBJECT: VENDOR CLAIMS APPROVAL

BACKGROUND:

May 2021 Vendor Claims:

Voucher Numbers	105372 - 105725	\$ 4,702,056.12
Electronic Payments	05/03/2021 – 05/31/2021	\$ 2,856,415.16
Payroll Voucher Numbers		\$ 581,911.60
Checks	51497873 – 51497874 51505279	
Direct Deposits	180001 – 180122 200001 – 200123	

RECOMMENDATION: That the Port of Vancouver USA Board of Commissioners, by motion, ratifies and approves the payment of May 2021 Vouchers 105372 – 105725 in the amount of \$4,702,056.12 including Electronic Payments generated between 05/03/2021 – 05/31/2021 in the amount of \$2,856,415.16 and May 2021 Payroll Checks 51497873 – 51497874 and 51505279 and Payroll Direct Deposits 180001 – 180122 and 200001 – 200123 in the amount of \$581,911.60.

Submitted by: *Elyse Stotelli* for CEO

Date Action Taken _____

Motion By: _____

Approved: _____

Seconded By: _____

Deferred To: _____

Unanimous: Yes ___ No ___