



# Port of Vancouver USA

**AGENDA  
PORT OF VANCOUVER USA  
BOARD OF COMMISSIONERS  
REGULAR MEETING AGENDA  
3103 Lower River Road, Vancouver, WA 98660  
Tuesday, August 8, 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](http://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
- 2) Approve Minutes of the July 11, 2023, Regular Meeting

**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, August 7, 2023, by emailing [povcommissioners@portvanusa.com](mailto:povcommissioners@portvanusa.com)\*\*

**E) ACTION ITEMS**

- 1) Approve Purchase and Sale Agreement for Tax Parcel 152804-000 and 986029-240

**F) UNFINISHED BUSINESS**

- 1) Port Contracts Logs

**G) NEW BUSINESS**

**H) ACCOUNTS PAYABLE**

Voucher Numbers	114919 – 115278	\$ 6,180,095.87
Electronic Payments	07/01/2023 – 07/31/2023	\$ 924,384.22
Payroll Voucher Numbers		\$ 684,464.16
Checks	51888202 - 51888207	
Direct Deposits	270001 – 270126	
	290001 – 290131	

**I) CEO REPORT**

- 1) Project Updates
- 2) Maritime Interns Update

**J) COMMISSIONERS REPORTS**

**K) UPCOMING EVENTS**

**L) WORKSHOP**

None

**M) SIGN DOCUMENTS**

**N) ADMINISTRATIVE UPDATE/WORK SESSION**

None

**O) 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](mailto:povcommissioners@portvanusa.com) no later than 12:00 p.m. on Monday, August 7, 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, August 8, 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](http://www.portvanusa.com) for more information.**

# Agenda Item No. C-2

---

REQUEST FOR COMMISSION ACTION

PORT OF VANCOUVER USA

REVIEWED BY:

Executive Services Manager

08/08/2023

Michelle Allan

Title

Date

APPROVED BY:

Title

SUBJECT: Minutes of the July 11, 2023, Regular Meeting

## BACKGROUND:

Please see attached minutes.

## Additional Information Attached: Minutes of 07/11/2023 Regular Meeting

**RECOMMENDATION:** That the Port of Vancouver USA Board of Commissioners adopts and executes the minutes of the July 11, 2023, Port of Vancouver USA Board of Commissioners Regular Meeting as presented.

Submitted by: Julianne Marler, CEO

Date Action Taken \_\_\_\_\_

Motion By: \_\_\_\_\_

Approved: \_\_\_\_\_

Seconded By: \_\_\_\_\_

Deferred To: \_\_\_\_\_

Unanimous: Yes \_\_\_\_ No \_\_\_\_

**PORT OF VANCOUVER USA  
BOARD OF COMMISSIONERS  
REGULAR MEETING  
Tuesday, July 11, 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, July 11, 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 no executive session was held and 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 June 27, 2023**

On motion by Commissioner Burkman, seconded by Commissioner LaBrant and carried unanimously, the Board of Commissioners approve the minutes of the June 27, 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 comments. She confirmed that there was no one present who signed up to provide comment. She also announced that no executive session was held prior to the meeting.

**Klineline Kids Fishing Program**

Al Jaffe, Director of the Klineline Kids Fishing Program provided an update on the program. He shared his experiences this past year and encouraged the port to participate next year.

**ACTION ITEMS**

**E-1 Approve Change Order 10 for Public Works Contract Bid 22 – 34: Berth 17 Rehabilitation Project**

Joel Fairchild, Project 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 execute change order 10 in the amount of \$442,745.04 with Advanced American Construction, Inc. for Public Works Contract Bid 22-34: Berth 17 Rehabilitation Project, revising the total contract amount to \$11,420,619.59 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 from the Board.

No additional unfinished business was considered.

## **NEW BUSINESS**

No new business was discussed.

## **ACCOUNTS PAYABLE**

Scott Goodrich, Director of Finance & Accounting presented the action item as contained in the Commission's packet and discussed the recommendation with the Commission. He answered questions from 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 June 2023 Vouchers 114476 – 114912 in the amount of \$8,620,424.02 including Electronic Payments generated between 06/01/2023 – 06/30/2023 in the amount of \$4,019,020.34 and June 2023 Payroll Checks 51880680 – 51880682 and Payroll Direct Deposits 230001 – 230126 and 250001 – 250126 in the amount of \$693,917.51.

## **CEO REPORT**

### **Project Updates**

Matt Harding, Environmental Project Manager discussed the Columbia Land Trust partnership and welcomed Ian Sinks, Stewardship Director and Sanoe Keliinoi, Natural Area Manager. Ms. Keliinoi shared a presentation on the CRANE (Columbia River Alliance for Nurturing the Environment) project.

Commissioner Burkman stated how impressed he is with the project and Columbia Land Trust.

Commissioner Orange thanked Ms. Keliinoi for the work and the partnership.

### **COMMISSIONERS REPORTS**

Commissioner Burkman stated he attended the following events and provided a brief summary:

- Pacific Northwest Waterways Association webinar

Commissioner LaBrant stated he attended the following event and provided a brief summary:

- Summer Picnic in the Park

Commissioner Orange stated he attended the following events and provided a brief summary:

- Summer Picnic in the Park
- Juneteenth event
- Pride in the Park event

### **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, July 25, 2023, will either be rescheduled or not held as the board of commissioners have a conference. She highlighted several other upcoming community events.

### **RECESS**

Commissioner Orange called a recess from 10:16 a.m. to 10:25 a.m. to prepare for the port's Procurement/Contracts workshop.

### **WORKSHOP**

#### **Procurement/Contracts**

Procurement Services Manager Dawn Egbert lead the Procurement/Contracts workshop. She updated the board on recent legislative changes and what is anticipated in 2024. She introduced Jennifer Brower, Contract Specialist who shared details about her area of

responsibility. Dawn also provided additional information regarding the work her department is doing on the following:

- Advancing Strategic Plan Initiatives
- Apprenticeship Utilization Program
- Procurement – Law, Policy, Procedure
- Procurement – Personal Services Contracts (PSC), Professional Service Agreements (PSA), and Architect and Engineering Contracts (A&E)
- Contract Department Priorities

She answered questions from the Board.

Commissioner LaBrant thanked Dawn for the crafting of the legislation this year and for the presentation she provided for the Washington Public Ports Association for ports throughout the state.

Commissioner Orange thanked Dawn for her presentation and for the work of her team.

### **SIGN DOCUMENTS**

The Board signed documents at 11:05 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, July 11, 2023, regular meeting was adjourned at 11:14 a.m. by Commissioner Orange.

PORT OF VANCOUVER USA  
BOARD OF COMMISSIONERS

Michelle Allan, Executive Services  
Manager, July 11, 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

<b>REQUEST FOR COMMISSION ACTION</b>	<b>PORT OF VANCOUVER USA</b>
<b>REVIEWED BY:</b>	Director of Business Development
Mike Schiller	Title
<b>APPROVED BY:</b>	
	Chief Commercial Officer 08/08/2023
Alex Strogon	Title Date
<b>SUBJECT:</b>	Approve Purchase and Sale Agreement for Tax Parcel 152804-000 and 986029-240

## BACKGROUND:

This action supports the port's Strategic Plan goal to recommend a 20-year land use strategy that includes key properties that help achieve long term port and community goals to create jobs and support the economy.

In February 2023, a public offering to sell the Tidewater leasehold and 12 adjacent acres was released and the port expressed interest to acquire the property. Since that time, the parties have been negotiating a purchase and sale agreement with a purchase price of \$15,750,000.

Acquiring this property and active leasehold will 1) add approximately 33 acres to the port's maritime and heavy industrial land portfolio; 2) provide a lease income stream to significantly offset the purchase price; 3) contribute property for a rail corridor to support rail service to Columbia Gateway; 4) add a significant community partner to the port's tenant portfolio; and, 5) significantly improve future development opportunities for the adjacent port-owned property.

In addition to over 33 acres of land and existing maritime related jobs, this action will contribute over \$900,000 in annual lease revenue to the port – with a scheduled increase exceeding \$1,000,000 annually expected in 2026.

Following a successful due diligence process, the purchase of this property will require an amendment to the port's Comprehensive Scheme of Harbor Improvements plan which is subject to approval by the Board of Commissioners. The cost for this purchase will be included in the port's recommended 2024 budget. Closing is expected to occur in the first quarter of 2024.

## Additional Information Attached? Yes

**RECOMMENDATION:** That the Board of Commissioners authorize the CEO to sign the Purchase and Sale Agreement between the Port of Vancouver USA and Hickey Family Company.

Submitted by: Julianne Marler, CEO

Date Action Taken \_\_\_\_\_ Motion By: \_\_\_\_\_

Approved: \_\_\_\_\_ Seconded By: \_\_\_\_\_

Deferred To: \_\_\_\_\_ Unanimous: Yes \_\_\_\_\_ No \_\_\_\_\_



LONG-TERM INDUSTRIAL ABSOLUTE NET LEASE

# VANCOUVER, WASHINGTON 33.84 ACRE COLUMBIA RIVER INDUSTRIAL SITE

SUMMARY FLYER | 6305 NW OLD LOWER RIVER RD | VANCOUVER, WA



[TIDEWATERHQOFFERING.COM](http://TIDEWATERHQOFFERING.COM)

 **Kidder  
Mathews**





# EXECUTIVE SUMMARY

The Columbia River waterfront industrial property is leased on a long-term basis to an 80-year-old inland marine transportation company. In addition to its rare Columbia River frontage and access, it is centrally located in the Portland/Vancouver Metropolitan Area, near Interstate 5, in the City of Vancouver, surrounded by Port of Vancouver holdings. With 14 years remaining on a 40-year absolute net lease, this investment opportunity is unparalleled in the market.

## THE OFFERING

This 33.84-acre waterfront site is subject to a 40-year lease that runs through July 31, 2036. The tenant is Tidewater Barge Lines, Inc. and Tidewater Terminal Co. which are subsidiaries of TH1 Holding Company ("Tidewater"). This site serves as the headquarters and central operations hub for a network of facilities utilized by Tidewater as the largest inland marine transportation company west of the Mississippi River. Their operating area spans 465 miles on the Columbia and Snake River systems extending from the Port of Astoria, Oregon on the Pacific Coast to the inland Port of Lewiston, Idaho.

The property is located within the CBD/West Vancouver industrial submarket within Clark County and the greater Portland/Vancouver Metro area. This has been one of the strongest submarkets in recent years, with a Q3 2022 vacancy reported at a minimal .7% of approximately 6 million SF of inventory and an 8.6% rent increase reported over the past 12 months. No new projects are under construction. The larger Clark County industrial market is also very strong with vacancy reported at 2.3% for 26.7 million SF of inventory.

The property is surrounded by the Port of Vancouver, which includes over 800 acres of currently operating facilities including two Class 1 railroads and 13 deep-water berths. There are over 50 tenants at the Port with top trading partners including Japan, Australia, China

and Europe among others. Land opportunities for development in the CBD/West Vancouver submarket are rare as the vast majority of vacant land is owned by the Port of Vancouver which will only ground lease sites. Thus, fee simple ownership of land is extremely limited.

The existing river, rail, proximity to the Portland International Airport, proximity to Interstate 5 and Interstate 84, and the large Portland/Vancouver metropolitan area population base combine for an extraordinary West Coast industrial location.

## PROPERTY OVERVIEW

Address	6305 NW Old Lower River Rd, Vancouver, WA 98660
Site Area	33.84 Acres
Aquatic Lands Leased	15.79 Acres
Building Improvements	9,609 SF Office 17,500 SF Newer Shop/Office 15,826 SF Warehouse/Storage 7,711 SF Office/Maintenance 10,085 SF Older Storage/Shed Bldgs <hr/> 60,731 SF Total
Yard Area	Several acres of mostly paved and partially graveled yard area with additional lands to expand.
River Oriented Improvements	Substantial marine infrastructure including two fixed spud barges with steel grate ramps, a container dock with ramp and crane for loading and unloading, a dry dock, and a fueling barge with ramp. There are also several steel pile dolphins.
Zoning	Heavy Industrial (IH)
Flood Zone	Combination of Zone X and Zone AE

# INVESTMENT HIGHLIGHTS

**14 YEARS** remaining on 40-year absolute net lease

**BELOW** market contract rent

**CPI-BASED** rent increases every 5 years

**RARE** Columbia River waterfront industrial property

**AQUATIC LANDS** lease included

**IRREPLACEABLE** facility including massive marine-related infrastructure

**PROPERTY** surrounded by Port of Vancouver whose properties including waterfront are available on ground lease basis only

**NEAR** Interstate-5 within Portland/Vancouver Metro Area



## FINANCIAL HIGHLIGHTS

Tenant	Tidewater Barge Lines, Inc. and Tidewater Terminal Co., Subsidiaries of THI Holdings Company
Lease Commencement	August 1, 1996
Lease Expiration	July 31, 2036
Current Base Rent	\$76,059.22/Month
Base Rent Increases	CPI-based every 5 years; next increase August 1, 2026 (Anticipated 20% increase on August 1, 2026)
Expense Structure	Absolute Net
Current Annual Base Rent/NOI (Anticipated 2026)	\$912,710.64 (\$1,095,253 - Anticipated 2026)
Current Capitalization Rate (Anticipated 2026)	5.22% (6.26% - Anticipated 2026)
<b>OFFERING PRICE</b>	<b>\$17,500,000</b>





PORT OF VANCOUVER

COLUMBIA RESOURCE

HME  
CONSTRUCTION

PORT OF VANCOUVER

SUBJECT  
PROPERTY

PORT OF VANCOUVER

COLUMBIA RIVER

- Subject Property
- Aquatic Lands
- Ingress/Egress and Utility Easement







**SUBJECT  
PROPERTY**

**VANCOUVER**



**PORTLAND**

**COLUMBIA RIVER**

 **PDX AIRPORT**







## EXCLUSIVELY REPRESENTED BY

**TONY RESER, SIOR**

Senior Vice President

503.221.2271

[tony.reser@kidder.com](mailto:tony.reser@kidder.com)

**DAVID HILL**

Senior Vice President

503.721.2711

[david.hill@kidder.com](mailto:david.hill@kidder.com)

[TIDEWATERHQOFFERING.COM](http://TIDEWATERHQOFFERING.COM)



[KIDDER.COM](http://KIDDER.COM)

# Agenda Item No. H-1

REQUEST FOR COMMISSION ACTION

PORT OF VANCOUVER USA

REVIEWED BY:

Accounts Payable  
Title

APPROVED BY:

Director of Finance  
& Accounting

08/08/2023

Scott D. Goodrich

Title

Date

SUBJECT: VENDOR CLAIMS APPROVAL

## BACKGROUND:

July 2023 Vendor Claims:

Voucher Numbers	114919 – 115278	\$ 6,180,095.87
Electronic Payments	07/01/2023 – 07/31/2023	\$ 924,384.22
Payroll Voucher Numbers		\$ 684,464.16
Checks	51888202 - 51888207	
Direct Deposits	270001 – 270126	
	290001 – 290131	

**RECOMMENDATION:** That the Port of Vancouver USA Board of Commissioners, by motion, ratifies and approves the payment of July 2023 Vouchers 114919 – 115278 in the amount of \$6,180,095.87 including Electronic Payments generated between 07/01/2023 – 07/31/2023 in the amount of \$924,384.22 and July 2023 Payroll Checks 51888202 - 51888207 and Payroll Direct Deposits 270001 – 270126 and 290001 – 290131 in the amount of \$684,464.16.

Submitted by: Julianne Marler, CEO

Date Action Taken \_\_\_\_\_

Motion By: \_\_\_\_\_

Approved: \_\_\_\_\_

Seconded By: \_\_\_\_\_

Deferred To: \_\_\_\_\_

Unanimous: Yes \_\_\_\_\_ No \_\_\_\_\_