



Port of Vancouver USA

AGENDA
PORT OF VANCOUVER USA
BOARD OF COMMISSIONERS
REGULAR MEETING AGENDA
3103 Lower River Road, Vancouver, WA 98660
Tuesday, December 12, 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
 - 2) Approve Minutes of the November 28, 2023, Regular Meeting
 - 3) Approve Minutes of the November 30, 2023, Special 3-Ports 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, December 11, 2023, by emailing povcommissioners@portvanusa.com**
- E) ACTION ITEMS**
 - 1) Approve Lease Agreement between the Port of Vancouver USA and Axium Packaging LLC
 - 2) Approve Resolution 4-2023: Sell and Convey Port Property
 - 3) Approve 2024 CEO Compensation
- F) UNFINISHED BUSINESS**
 - 1) Port Contracts Logs

G) NEW BUSINESS

1) Swearing in of Commissioner Orange

H) ACCOUNTS PAYABLE

Voucher Numbers	116393 – 116966	\$ 15,539,608.94
Electronic Payments	11/01/2023 – 11/30/2023	\$ 9,606,254.88
Payroll Voucher Numbers		\$ 722,364.55
Check		
Direct Deposits	450001 – 450130 470001 – 470129	

I) CEO REPORT

1) Project Updates

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 no later than 12:00 p.m. on Monday, December 11, 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, December 12, 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.

Agenda Item No. C-2

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

REVIEWED BY:

Executive Services Manager 12/12/2023

Michelle Allan

Title

Date

APPROVED BY:

Title

SUBJECT: Minutes of the November 28, 2023, Regular Meeting

BACKGROUND:

Please see attached minutes.

Additional Information Attached: Minutes of 11/28/2023 Regular Meeting

RECOMMENDATION: That the Port of Vancouver USA Board of Commissioners adopts and executes the minutes of the November 28, 2023, Port of Vancouver USA Board of Commissioners Regular Meeting as presented.

Submitted by: *Juliana 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, November 28, 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, November 28, 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 the meeting is a hybrid meeting, and 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

Special Meeting/Executive Session Minutes of the November 13, 2023

On motion by Commissioner Burkman, seconded by Commissioner LaBrant and carried unanimously, the Board of Commissioners approve the minutes of the November 13, 2023, special meeting/executive session.

Regular Meeting of November 14, 2023

On motion by Commissioner Burkman, seconded by Commissioner LaBrant and carried unanimously, the Board of Commissioners approve the minutes of the November 14, 2023, regular meeting.

Community Fund Update – Vancouver Farmers Market

Community Relations Manager Julie Rawls stated the port's Community Fund program awarded funds to the Vancouver Farmer's Market this year. She indicated the market has a program to help traditionally marginalized vendors that provides free space and training necessary to help nurture these small businesses. She stated these small businesses greatly contribute to Vancouver's tourism, economic development, and overall livability. She indicated that this also furthers the port goals of economic development as well as diversity, equity, and inclusion. She then introduced Stephanie Clark and Jordan Boldt from the Vancouver Farmer's Market.

Ms. Clark provided an overview of the Vancouver Farmer's Market Foundation and thanked the port for its support. The Board expressed their appreciation to Ms. Clark for her presentation and work on this program.

Holiday Card

Katie Odem, Marketing Communications Manager introduced this year's Holiday Card. She thanked the port's consultant DCI for their work on the project and invited everyone to share the card.

OPEN FORUM

Commissioner Orange stated that the agenda invited public comment. Executive Services Manager Michelle Allan indicated no community members registered in advance to provide virtual oral comments and that there was also no one present who signed up to provide comment.

PUBLIC HEARING: 2024 FINAL BUDGET – ACTION ITEMS E-1 AND E-2

Commissioner Orange stated now is the time for the public hearing on the proposed 2024 Final Budget for the Port of Vancouver and opened the public hearing.

Manager Allan advised the Board that the port did not receive any requests from the public to provide virtual oral comment on the proposed 2024 Final Budget.

Commissioner Orange asked if anyone in the audience would like to provide comment. No one responded so Commissioner Orange closed the public hearing.

ACTION ITEMS

E-1 Approve Resolution 2-2023: Authorizing an Increase in Regular Tax Levy

Scott Goodrich, Director of Finance and Accounting presented the action item and discussed the resolution with the commission. On motion by Commissioner Burkman, seconded by Commissioner LaBrant and carried unanimously, the Board of Commissioners approves and executes Resolution 2-2023, authorizing an increase in the regular tax levy.

E-2 Approve Resolution 3-2023: Adoption of 2024 Final Budget

Scott Goodrich, Director of Finance and Accounting presented the action item and discussed the resolution with the commission. On motion by Commissioner Burkman, seconded by Commissioner LaBrant and carried unanimously, the Board of Commissioners approves and executes Resolution 3-2023 adopting the 2024 Final Budget in the amount of \$102,780,802.

UNFINISHED BUSINESS

No unfinished business was considered.

NEW BUSINESS

No new business was discussed.

CEO REPORT

Executive Services Manager Michelle Allan stated that there was no CEO Report today.

COMMISSIONERS REPORTS

Commissioner Burkman stated the Interstate Bridge Replacement Program has released videos of lane configurations for SR 14, Mill Plain, Fourth Plain, and SR 500 / 39th Street on their Facebook page. He also stated he attended the following events and provided a brief summary:

- RTC Workshop
- Vancouver City Council Meeting

Commissioner LaBrant stated he attended the following events:

- Meetings with CEO Marler

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

- Meetings with CEO Marler
- Vancouver City Council Meeting
- Port of Kalama Marketplace Grand Opening

UPCOMING EVENTS

A list of upcoming events was displayed on the screen for viewers to see staff activities and community meetings. Executive Services Manager Michelle Allan stated the next commission meeting scheduled for December 12 will begin at 9:30 a.m. She also highlighted several other upcoming community events.

Manager Allan reminded everyone of the ways they can communicate with the Commission. She stated there is a great deal of information available on the port's website and encouraged everyone to check it out.

WORKSHOP

No workshop was held during this meeting.

SIGN DOCUMENTS

The Board meeting was recessed to sign documents at 10:07 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, November 28, 2023, regular meeting was adjourned at 10:13 a.m. by Commissioner Orange.

PORT OF VANCOUVER USA
BOARD OF COMMISSIONERS

Betsy Rogers, Administrative
Supervisor, November 28, 2023,
Regular Port of Vancouver USA
Board of Commission Meeting

Don Orange, President

Jack Burkman, Vice President

Eric LaBrant, Secretary

Agenda Item No. C-3

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

REVIEWED BY:

Executive Services Manager 12/12/2023

Michelle Allan Title Date

APPROVED BY:

Title

SUBJECT: Minutes of the November 30, 2023 Special 3-Ports Meeting

BACKGROUND:

Please see attached minutes.

Additional Information Attached: Minutes of 11/30/2023 Special 3-Ports Meeting

RECOMMENDATION: That the Port of Vancouver USA Board of Commissioners adopts and executes the minutes of the November 30, 2023, Port of Vancouver USA Board of Commissioners Special 3-Ports Meeting as presented.

Submitted by: *Julianne Marlow*, CEO

Date Action Taken _____ **Motion By:** _____

Approved: _____ **Seconded By:** _____

Deferred To: _____ **Unanimous:** Yes ___ No ___

**JOINT CLARK COUNTY PORTS
BOARDS OF COMMISSIONERS
SPECIAL MEETING
PORTS OF VANCOUVER USA, CAMAS-WASHOUGAL & RIDGEFIELD
November 29, 2023**

CALL TO ORDER

Port of Camas-Washougal CEO David Ripp called the Joint Clark County Ports Boards of Commissioners Special Meeting to order on Thursday, November 30, 2023, at 12:33 p.m. at the Port of Camas/Washougal Administrative Office, 24 S. "A" Street, Washougal, WA 98671.

WELCOME AND INTRODUCTIONS

Port of Camas-Washougal CEO Ripp welcomed and thanked everyone in attendance and invited attendees to introduce themselves.

PORT SUSTAINABILITY UPDATE AND DISCUSSION

Port of Vancouver Director of Economic Development Mike Bomar provided an update on the port's Climate Action Plan and answered questions. Ports of Camas-Washougal CEO Ripp and Ridgefield CEO Randy Mueller also provided an update on sustainability efforts taking place at their port and answered questions.

TAX INCREMENT FINANCING

Mike Bomar, Port of Vancouver Director of Economic Development provided a presentation on Tax Increment Financing and the Port of Vancouver's Tax Increment Area (TIA) followed by a discussion with the other ports and their plans with Tax Increment Financing opportunities.

LEGISLATIVE UPDATE

Port of Camas-Washougal CEO Ripp, Port of Vancouver Director of Economic Development Bomar, and Port of Ridgefield CEO Mueller reported on the three Clark County Ports 2024 Joint Legislative Agenda. There was also discussion about the upcoming Washington Public Ports Association (WPPA) Legislative Day and Hill Climb in Olympia.

COMMISSION DISCUSSION

I/5 Bridge Replacement Project

In Port of Vancouver Commissioner Jack Burkman's absence, Director of Economic Development Bomar gave a brief high-level update on the project and answered questions that were raised.

Appoint RTC Port Representative and Alternate

Port Commissioners discussed the Regional Transportation Council 3-ports representative. After discussion, Port of Ridgefield Commissioner Joe Melroy made a motion to reappoint Port of Vancouver Commissioner Burkman as the 3-ports' primary representative and Port of Camas-Washougal Commissioner Larry Keister as the alternate representative replacing Port of Ridgefield Commissioner Scott Hughes who fulfilled his appointment. Commissioner Eric LaBrant seconded the motion and all board members voted in favor.

CREDC Strategic Planning Update

Columbia River Economic Development Council President and CEO Jennifer Baker gave a brief update on their Strategic Plan.

Port Updates

Brief updates were provided by each port highlighting activities of interest.

ADJOURNMENT

There being no further business to come before the joint Boards of Commissioners, the November 30, 2023, special meeting was adjourned at 2:26 p.m. by Port of Camas-Washougal CEO Ripp.

PORT OF VANCOUVER USA
BOARD OF COMMISSIONERS

Michelle Allan, Executive Services
Manager, November 30, 2023
Special Meeting - Port of Vancouver USA
Port of Camas-Washougal and
Port of Ridgefield
Boards of Commissioners

Don Orange, President

Eric LaBrant, Vice President

Jack Burkman, Secretary

Agenda Item No. E-1

REQUEST FOR COMMISSION ACTION	PORT OF VANCOUVER USA
REVIEWED BY:	Director of Business Development
Mike Schiller	Title
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APPROVED BY:	Chief Commercial Officer 12/12/2023
Alex Strogon	Title Date
SUBJECT:	Approve Lease Agreement between the Port of Vancouver USA and Axiom Packaging LLC

BACKGROUND:

This lease agreement supports the port’s Strategic Plan goals to pursue opportunities that utilize the port’s property and infrastructure investments to create jobs and support the economy.

Headquartered in Ohio, Axiom Packaging LLC (“Axiom”) manufactures packaging for personal care, household products, over-the-counter pharmaceuticals and food grade markets. Since 2011, Axiom has grown to 18 facilities in North America and over 3,000 employees. Axiom’s processing capabilities include injection molding and extrusion and injection blow molding using state of the art equipment. Axiom has a focus on sustainability by sourcing pellets comprised of recycled materials and using electric equipment with closed loop water and air systems that are maintained with plant-based oils. This facility is strategically located in close proximity to customers to minimize transportation miles and ultimately reduce their carbon footprint.

The purpose of this lease is to provide Axiom a 7-year lease effective January 1, 2024 with two options to extend for 5 years each in BL3300 Section B. The premises consists of 88,877 sf of warehouse space including 3,837 sf of office space and a breakroom on a site area of 124,768 sf. Axiom will initially employ 30 full-time employees.

If approved, the value of this lease over the initial term is approximately \$6,404,073 plus additional charges for leasehold excise tax, common area maintenance, building insurance and stormwater recovery. In consideration of this lease agreement the port will construct a demising wall, ensure electrical utilities are separated and exclusive to Axiom, and provide a \$100,000 construction allowance for building improvements and alterations.

A portion of this revenue was included in the 2024 approved budget.

Additional Information Attached? No

RECOMMENDATION: That the Board of Commissioners approve and authorize the CEO to sign the Lease Agreement between the Port of Vancouver USA and Axiom Packaging LLC.

Submitted by: *Julianne Marler*, CEO

Date Action Taken _____ **Motion By:** _____

Approved: _____ **Seconded By:** _____

Deferred To: _____ **Unanimous:** Yes ___ No ___

Agenda Item No. E-2

REQUEST FOR COMMISSION ACTION	PORT OF VANCOUVER USA
REVIEWED BY:	Director of Finance & Accounting
Scott D. Goodrich	Title
APPROVED BY:	Chief Financial & Administrative Officer
Elizabeth Gotelli	Title
SUBJECT:	12/12/2023
Approve Resolution 4-2023: Sell and Convey Port Property	

BACKGROUND:

RCW 53.08.090 allows a port commission, by resolution, to authorize the managing official of a port district to sell and convey port district property of \$22,000 or less in value.

Beginning July 23, 2023, port commissions may authorize the managing official to sell and convey any property up to \$22,000, which was previously at \$10,000. The state Department of Revenue adjusts this figure every December based on changes in the Seattle area CPI-U index.

Annually, the port Commission approves a resolution giving the port's CEO the authority to carry out this function. This resolution and action item provides that annual authority.

The resolution shall be in force for not more than one calendar year from the date of resolution and may be renewed from year to year.

Additional Information Attached? Yes

RECOMMENDATION: That the Board of Commissioners approve and adopt the attached Resolution 4-2023 authorizing the CEO to sell and convey port district property as adjusted annually per RCW 53.08.090.

Submitted by: <u>Juliana Marler</u> CEO	
Date Action Taken _____	Motion By: _____
Approved: _____	Seconded By: _____
Deferred To: _____	Unanimous: Yes ___ No ___

RESOLUTION 4-2023

**A RESOLUTION OF THE PORT OF VANCOUVER
BOARD OF COMISSIONERS AUTHORIZING
THE CEO TO SELL AND CONVEY
PORT PROPERTY OF \$22,000 OR LESS IN VALUE**

WHEREAS, from time to time certain items of Port of Vancouver USA property are no longer suitable or necessary for district purposes; and

WHEREAS, such property may have remaining value; and

WHEREAS, RCW. 53.08.090 authorizes the port commission to delegate to the managing official of a port district the authority to sell and convey port district property of \$22,000 or less in value, which is not a part of the comprehensive scheme of improvements or modifications thereof.

NOW, THEREFORE, BE IT RESOLVED that the CEO is authorized to sell and convey port district property having a value of \$22,000 or less in value which is no longer suitable or necessary for district purposes, and which is not a part of the comprehensive scheme of improvements or modifications thereof.

Prior to any such sale or conveyance, the CEO shall itemize and list the property to be sold and make written certification to the commission that the listed property is no longer needed for district purposes.

This resolution shall be in force for not more than one calendar year from the date of resolution, unless rescinded by commission action.

ADOPTED by the Port of Vancouver, USA Board of Commissioners on the 12th day of December, 2023, and signed in authentication of its adoption.

**PORT OF VANCOUVER, U.S.A.
BOARD OF COMMISSIONERS**

President

Vice President

Secretary

Agenda Item No. E-3

REQUEST FOR COMMISSION ACTION PORT OF VANCOUVER USA

REVIEWED BY:

	Director of Human Resources	12/12/2023
Jonathan Eder	Title	Date

APPROVED BY:

	Title
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SUBJECT: Approve 2024 CEO Compensation

BACKGROUND:

Salary Compensation:

- Compensation of the Port CEO is established for the calendar year 2024 by the Port Board of Commissioners.

Deferred Compensation:

- The purpose of the Agreement and Plan of Deferred Compensation is to amend a deferred compensation plan for the CEO. By this Agreement, an amount of the CEO's monthly salary is set aside as deferred compensation during the term of the Agreement. The amount so set aside does not vest with the CEO until the terms of the Agreement have been met.

Automobile Allowance:

- Port of Vancouver Resolution #4-96 states the CEO will be paid a monthly automobile allowance for the use of their personal automobile in connection with official duties. This allowance will be an amount agreed upon by the Port of Vancouver USA Board of Commissioners and the CEO and will cover all business automobile mileage within a 20-mile radius of the port office.

Additional Information Attached? No

RECOMMENDATION: That the Port of Vancouver USA Board of Commissioners establishes the 2024 salary compensation for the CEO as _____, establishes a monthly automobile allowance of _____, approves the proposed 2024 Third Amendment to the Agreement and Plan of Deferred Compensation, and approves the proposed First Amendment to the Employment Agreement effective January 1, 2024.

Submitted by: *Julianne Marler*, 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	
Scott D. Goodrich	12/12/2023
Title	Date
SUBJECT: VENDOR CLAIMS APPROVAL	

BACKGROUND:

November 2023 Vendor Claims:

Voucher Numbers	116393 – 116966	\$ 15,539,608.94
Electronic Payments	11/01/2023 – 11/30/2023	\$ 9,606,254.88
Payroll Voucher Numbers		\$ 722,364.55
Check		
Direct Deposits	450001 – 450130	
	470001 – 470129	

RECOMMENDATION: That the Port of Vancouver USA Board of Commissioners, by motion, ratifies and approves the payment of November 2023 Vouchers 116393 – 116966 in the amount of \$15,539,608.94 including Electronic Payments generated between 11/01/2023 – 11/30/2023 in the amount of \$9,606,254.88 and November 2023 Payroll Direct Deposits 450001 – 450130 and 470001 – 470129 in the amount of \$722,364.55.

Submitted by: <i>Julianne Marler</i> , CEO	
Date Action Taken _____	Motion By: _____
Approved: _____	Seconded By: _____
Deferred To: _____	Unanimous: Yes ___ No ___