AGENDA
PORT OF VANCOUVER USA
BOARD OF COMMISSIONERS
REGULAR MEETING AGENDA
3103 Lower River Road, Vancouver, WA 98660
Tuesday, September 21, 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 August 24, 2021 Regular Meeting

D) OPEN FORUM
1) To provide public comment during the virtual board meeting, you must register no later than 12:00 p.m. Monday, September 20, 2021 by emailing povcommissioners@portvanusa.com**

E) ACTION ITEMS
1) Approve First Amendment to Ground Lease and First Amendment to Indemnity Agreement between the Port of Vancouver USA and BOZ Port of Vancouver Owner LLC
2) Approve Lease Agreement between the Port of Vancouver USA and Lincoln Property Company West, Inc.
3) Approve Contracts with APEX Laboratories, LLC, ALS Environmental, and BSK Associates for On-Call Laboratory Testing Services

F) UNFINISHED BUSINESS
1) Port Contracts Logs

G) NEW BUSINESS

H) ACCOUNTS PAYABLE
Voucher Numbers 106398 - 106841 $ 3,776,797.22
Electronic Payments 08/02/2021 – 09/05/2021 $ 949,587.54

Payroll Voucher Numbers
Checks $ 605,818.62
Direct Deposits 310001 – 310126
340001 – 340127
I) CEO REPORT
   1) Action taken under Resolution 2-2020: Declaration of Local Emergency and Delegation of Authority of Emergency Powers
   2) Project Updates

J) COMMISSIONERS REPORTS

K) WORKSHOP
   None

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: 865 2856 2272 and Passcode number: 597162 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, September 20, 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, September 21, 2021 will become part of the official meeting record and will be provided to the Commission.
REQUEST FOR COMMISSION ACTION  PORT OF VANCOUVER USA

REVIEWED BY:

Executive Services Manager  09/21/2021

Michelle Allan  Title  Date

APPROVED BY:

Title

SUBJECT:  Minutes of the August 24, 2021 Regular Meeting

BACKGROUND:

Please see attached minutes.

Additional Information Attached:  Minutes of 08/24/2021 Regular Meeting

RECOMMENDATION: That the Port of Vancouver USA Board of Commissioners adopts and executes the minutes of the August 24, 2021, Port of Vancouver USA Board of Commissioners Regular Meeting as presented.

Submitted by:  [Signature], CEO

Date Action Taken  Motion By:

Approved:  Seconded By:

Deferred To:  Unanimous:  Yes  No
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, August 24, 2021, via teleconference number 1 (253) 215-8782, conference code: 871 4229 0813 and passcode number: 277644 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
- 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
- Dawn Egbert, Port Procurement Services Manager
- Elizabeth Gotelli, Port Chief Financial and Administrative Officer
- Jack Flug, Port Senior Financial Analyst
- Jim Hagar, Port Economic Development Project Manager
- Joel Fairchild, Port Project Manager
- Katie Odem, Port Marketing Communications Manager
- Kent Cash, Port Chief Operations Officer
- Lori Kaylor, Port Commercial Sales Associate
- Mark Tauscher, Port Environmental Specialist
- Matt Harding, Port Environmental Project Manager
- Mike Bomar, Port Director Economic Development
- Richard Troudt, Port Security Manager
- Ryan Hart, Port Chief External Affairs Officer
Additional members of the public participated in the virtual meeting but were not identified by name.

**APPROVAL OF MINUTES**

Regular Meeting of August 10, 2021

On motion by Commissioner Orange, seconded by Commissioner Burkman and carried unanimously, the Board of Commissioners approve the minutes of the August 10, 2021 regular meeting.

**OPEN FORUM**

CEO Marler stated that the agenda invited public comment on all matters on the agenda and several community members responded to provide comment. She reminded everyone interested in speaking during Open Forum at future meetings to register in advance no later than noon on Monday, the day prior to the scheduled Commission meeting. She then called on each community member based on the order in which the port received their request.

**Cager Clabaugh, ILWU Local 4**

Mr. Clabaugh stated he is in favor of the resolution supporting replacement of the Interstate 5 Bridge over the Columbia River as are the members of the ILWU Local 4. He indicated it is important to have a good bridge to bring cargoes across and thinks the port will get more heavy pick cargo if it is easier to get into Oregon.
Alona Steinke

Ms. Steinke discussed the port’s plan to establish emission reduction targets and suggested the port consider using tax revenue to hire staff to develop and implement conservation programs and renewable energy plans that would benefit the public. She recommended a variety of other actions that staff could take to help reach these targets and increase the use of clean energy.

Don Steinke

Mr. Steinke suggested adding a condition to the interstate bridge resolution that the bridge does not induce sprawl, more emissions and more vehicle miles traveled. He indicated he believes congestion can be reduced by congestion pricing and to make it equitable by having public transit be free. He stated the purpose and need statement for the bridge project should not exacerbate climate change.

Cathryn Chudy

Ms. Chudy discussed an article from The Columbian regarding fossil fuels and climate change. She stated that she appreciated the port including a statement in the interstate bridge resolution that included a reference to climate and hoped it will incorporate significant emissions reductions going forward. She also asked the port to support the City of Vancouver’s plan to extend its ordinance regarding a fossil fuel moratorium.

ACTION ITEMS

E-1 Approve Resolution 2-2021: Series 2013 Credit Facility Agreement Modification

Scott Goodrich, Director of Finance & Accounting introduced the action item and discussed it with the Commission. He answered questions from the Board.

On motion by Commissioner LaBrant, seconded by Commissioner Orange and carried unanimously, the Board of Commissioners approve and adopt the attached Port of Vancouver USA Resolution 2-2021 authorizing the execution and delivery of other instruments, documents or agreements appropriate to modify the series 2013 Credit Facility Agreement and to extend the final maturity date and amend the applicable rate from time to time and for related matters.

E-2 Approve Resolution 3-2021: Supporting Replacement of the Interstate 5 Bridge over the Columbia River

Mike Bomar, Director of Economic Development introduced 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 approve and sign Resolution 3-2021 Supporting Replacement of the Interstate 5 Bridge over the Columbia River.
UNFINISHED BUSINESS

No unfinished business was considered.

NEW BUSINESS

No new business was discussed.

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.

Federal Legislative Update

Ryan Hart, Chief External Affairs Officer recognized Bryan Stebbins with Senator Murray’s Office and thanked him, Senator Murray and the entire federal delegation for their ongoing support of the Port of Vancouver. He then introduced the port’s federal lobbyist, Dale Learn with Gordon Thomas Honeywell who advocates for the port on federal legislative priorities.

Mr. Learn highlighted current federal issues relating to infrastructure, Harbor Maintenance Tax, Columbia River Treaty, grants, permitting and other issues relating to the movement of freight, and transportation policy. Mr. Learn answered questions by the Board.

COMMISSIONERS REPORTS

Commissioner Orange stated he did not have anything to report.

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

- CEO Marler
- Summer Virtual Tenant Event

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

- Labor Roundtable

WORKSHOP

No workshop was held during this meeting.
CEO Marler 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.

ADJOURNMENT

There being no further business to come before the Port of Vancouver USA Board of Commissioners, the Tuesday, August 24, 2021 regular meeting was adjourned at 9:27 a.m. by CEO Julianna Marler.

Betsy Rogers, Administrative Supervisor, August 24, 2021, Regular Port of Vancouver USA Board of Commission Meeting

PORT OF VANCOUVER USA
BOARD OF COMMISSIONERS

Eric LaBrant, President

Jack Burkman, Vice President

Don Orange, Secretary
REQUEST FOR COMMISSION ACTION

PORT OF VANCOUVER USA

REVIEWED BY:

Mike Schiller
Director of Business Development

APPROVED BY:

Chief Commercial Officer
09/21/2021

SUBJECT:
Approve First Amendment to Ground Lease and First Amendment to Indemnity Agreement between the Port of Vancouver USA and BOZ Port of Vancouver Owner LLC

BACKGROUND:

This lease supports the port’s Strategic Plan goal to implement the vision of a destination waterfront at Terminal 1, as well as the goal to pursue opportunities that use the port’s property and investments to create jobs and support the local economy.

On April 6, 2021, the Commission approved a ground lease with BOZ Port of Vancouver Owner LLC (BOZ) for property at the port’s Terminal 1. Development discussions are proceeding and BOZ is finalizing its design with the port and the city, leading to construction beginning in early 2022. As part of the initial lease documents, the port executed an indemnity agreement with BOZ to allow the T1 Hotel contractor to continue staging materials on a portion of the BOZ leasehold. This first amendment to the indemnity agreement requires the hotel contractor to vacate BOZ’s leasehold on or before December 31, 2021.

The lease amendment does not change the business terms of the initial lease but affirms lease commencement dates and extends T1 Hotel’s staging area use by 5 months. It also clarifies permitted use for the development.

This development is expected to occur over the next three years and will support hundreds of construction and other trade jobs. Once completed, the development will continue to support jobs within our community.

Additional Information Attached? No

RECOMMENDATION: That the Board of Commissioners authorize the CEO to sign and execute the first amendment to ground lease and first amendment to indemnity agreement between the Port of Vancouver and BOZ Port of Vancouver Owner LLC.

Submitted by: Julianne Manlan, CEO

Motion By:________________________________________

Approved:_________________________ Seconded By:_________________________

Deferred To:_________________________ Unanimous: Yes___ No___
REQUEST FOR COMMISSION ACTION

PORT OF VANCOUVER USA

REVIEWS BY:

Director of Business Development

Mike Schiller

APPROVED BY:

Chief Commercial Officer 09/21/2021

Alex Strogen

SUBJECT: Approve Lease Agreement between the Port of Vancouver USA and Lincoln Property Company West, Inc.

BACKGROUND:

This lease agreement supports the port’s Strategic Plan goal to implement the vision of a destination waterfront at Terminal 1, as well as the goal to pursue opportunities that use the port’s property and investments to create jobs and support the local economy.

In 2019, after a public process, the port selected Lincoln Property Company West, Inc. (LPC) as a potential lessee to develop portions of the port’s Terminal 1 commercial property. Development discussions occurred thereafter, leading to an initial lease (for Terminal 1, Lots 7, 8 and 9) which was approved by the Commission on April 6, 2021. Development discussions have continued with LPC, resulting in the proposed lease action for Terminal 1, Lot 5.

This lease finalizes discussions and requires the lessee to complete remaining due diligence actions. The port will complete a boundary line adjustment by January 2022 that will result in a final lease area of approximately 42,789 square feet. The initial term of the lease is for 50 years, with two consecutive 15-year options thereafter. Leasehold excise taxes and other fees will be included in monthly lease payments. As required under the lease, the development will be designed to receive the LEED Gold designation.

This construction phase of the development will support several hundred family-wage construction jobs that includes a variety of trades. Once complete, the development will continue to support jobs within the community.

Revenue for the initial 50-year term is expected to exceed $37 million. Lease payments will be included in subsequent annual budgets.
Additional Information Attached?  No

RECOMMENDATION: That the Board of Commissioners authorize the CEO to sign and execute the lease and associated documents between the Port of Vancouver USA and Lincoln Property Company West, Inc.

Submitted by: Julianna Marler, CEO

Date Action Taken Motion By:

Approved: Seconded By:

Deferred To: Unanimous: Yes No
REQUEST FOR COMMISSION ACTION

PORT OF VANCOUVER USA

REVIEWED BY:
Matt Graves
Title

APPROVED BY:
Kent Cash
Title
Date

SUBJECT: Approve Contracts with APEX Laboratories, LLC, ALS Environmental, and BSK Associates for On-Call Laboratory Testing Services

BACKGROUND:
These contracts support the port's Strategic Plan goal of protecting air quality, water resources and land managed by the port through deliberate and proactive efforts in all aspects of the port's operations.

Laboratory testing services are required throughout the port to support port projects and operations. Examples of services for which these contracts will be used include analytical testing of groundwater, stormwater, drinking water, wastewater, river sediments, soil and air samples. These services will be used on capital development projects, environmental cleanup sites, compliance with operational permits and maintenance activities.

On July 8, 2021, the port issued a Request for Proposals (RFP) for On-Call Laboratory Testing Services. Five proposals were received and evaluated by port staff. The results determined APEX Laboratories, LLC, ALS Environmental, and BSK Associates to be the most qualified consultants to perform these services required by the port.

The contracts will be issued for three years with the option to extend to complete any open task orders. If contracts reach their dollar limits, additional funds will be requested through the CEO/Board of Commission approval process, depending on the amount of the request. The funds used for these contracts are included in the approved annual budgets.

RECOMMENDATION: That the Board of Commissioners authorize the CEO to execute a contract with APEX Laboratories, LLC for a not to exceed amount of $400,000, a contract with ALS Environmental for a not to exceed amount of $100,000, and a contract with BSK Associates for a not to exceed amount of $100,000 to perform on-call lab testing services.

Submitted by: Juliana Maslars, 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

title

date

subject: vendor claims approval

background:

august 2021 vendor claims:

voucher numbers 106398 - 106841 $ 3,776,797.22

electronic payments 08/02/2021 - 09/05/2021 $ 949,587.54

payroll voucher numbers

checks $ 605,818.62

direct deposits 310001 - 310126
340001 - 340127

recommendation: that the port of vancouver usa board of commissioners, by motion, ratifies and approves the payment of august 2021 vouchers 106398 - 106841 in the amount of $3,776,797.22 including electronic payments generated between 08/02/2021 - 09/05/2021 in the amount of $949,587.54 and august 2021 payroll direct deposits 310001 - 310126 and 340001 - 340127 in the amount of $605,818.62.

submitted by: julianne maclellan, ceo

date action taken

motion by:

approved: seconded by:

deferred to:

unanimous: yes no