

The Port of Benton Commission Meetings are open to the public.

The regular Commission Meeting will be available via Zoom, telephone conference call-in line and in-person. The link to access this broadcast via Zoom, as well as the call-in number to participate via telephone, will be made available on the morning of the meeting on the Port of Benton's website at the link below, along with the meeting agenda, and minutes from past meetings. Live broadcast information:

www.portofbenton.com/commission

For those unable to access the internet, please call 509-375-3060 by 8:00 a.m. on October 11, 2022 to be provided with call-in details.

All participants will be muted upon entry; when prompted click 'raise hand' in zoom or dial star + 9 (*9) to raise your hand. The host will unmute you to speak in the order hands are raised, when the host calls on you, press star + 6 (*6) to unmute yourself.

**PORT OF BENTON
REGULAR COMMISSION MEETING**

Agenda

8:30 a.m., October 11, 2022

3250 Port of Benton Blvd., Richland, WA 99354

A. CALL TO ORDER

B. PLEDGE OF ALLEGIANCE

C. CONSENT AGENDA

1. Approval of Agenda
2. Approval of Minutes from the September 14, 2022 Commission Meeting
3. Approval of Vouchers and Certifications, Including Payroll for Month of September Totaling \$1,212,786.46
4. Approval of Project Fund Vouchers and Certifications for the Month of September Totaling \$246,130.13

D. PUBLIC COMMENT

E. PUBLIC HEARING

1. 2023 Port of Benton Proposed Budget
2. 2023 Comprehensive Plan of Harbor Improvements

F. ITEMS OF BUSINESS

1. Tenant Spotlight, Jeramy Schultz – Benton City Subway
2. 2022 Contract Amendment for RGW Enterprises/Engineering Increase from \$140,000 to \$210,000
3. Resolution 22-32, Interlocal Cooperative Agreement between City of Richland – Port of Benton for Railroad Maintenance
4. Resolution 22-33, Consent to Assignment – Waters to Ivey
5. Resolution 22-34, Westinghouse Lease Agreement
6. Adoption of Alternate Dates for Final Budget
7. Discussion of Termination of Resolutions 20-17 (Emergency Declaration) and 20-18 (Emergency Powers Delegation to Executive Director)

G. INFORMATION REPORTS

1. Grants Update
2. Rail Update
3. 2022 Year to Date Budget Status Report

H. COMMISSIONER REPORTS/COMMENTS

I. DIRECTOR REPORTS/COMMENTS

1. Airports
2. Facilities & Operations

3. Real Estate
4. Marketing
5. Economic Development & Governmental
6. Finance Director
7. Port Attorney
8. Executive Director

J. EXECUTIVE SESSION: Ongoing Litigation, Real Estate and Personnel

K. ADJOURNMENT

The next regular Port of Benton Commission meeting will be held on Wednesday, November 9, 2022 at the Port of Benton Commission meeting room located at 3250 Port of Benton Blvd., Richland, WA. Visit portofbenton.com for notices and information.

**PORT OF BENTON
COMMISSION MEETING MINUTES
SEPTEMBER 14, 2022**

A. CALL TO ORDER: The regular monthly meeting was called to order at 8:35 a.m. at the Walter Clore Wine and Culinary Center, 2140 Wine Country Road, Prosser, Washington

PRESENT: Commissioner Christy L. Rasmussen; Commissioner Roy D. Keck; Commissioner Lori Stevens; Executive Director, Diahann Howard, PPM®; Port Attorney, David Billetdeaux; Public Information Officer, Summers Miya; Director of Finance, Danielle Connor; Director of Marketing, Wally Williams; Senior Accountant, Veronica Serna; Accounting Clerk, Liz Renz; Director of Real Estate, Teresa Hancock; Director of Economic & Governmental Affairs, Miles Thomas; Tom Glover, City of Prosser; John-Paul Estey, Prosser Chamber of Commerce; Neal Ripplinger, Prosser Economic Development Association

The following attendees attended via remote communications: Contract Specialist, Sheri Collins; Bryan Condon, Century West Engineering; Joshua Lott, Anderson Perry

The Commission meeting and public hearing were noticed as required by RCW 42.30.070.

B. PLEDGE OF ALLEGIANCE: Commission Vice-President Roy Keck led those present in reciting the Pledge of Allegiance.

C. CONSENT AGENDA:

A motion was made by Commissioner Roy Keck, seconded by Commissioner Lori Stevens, and unanimously passed by the Commission approving the agenda for the September 14, 2022 Commission meeting, approval of minutes from the August 10, 2022 Commission meeting, approval of vouchers and certifications, including payroll, for the month of August totaling \$699,598.45, approval of project vouchers and certifications for the month of August totaling \$259,755.75, approval of Resolution 22-27, to cancel warrant numbers 080176-080250, in the amount of \$0, which were printed with errors and approval of Resolution 22-28, to cancel warrant number 080296, in the amount of \$5,824.48, which was printed in errors.

D. PUBLIC COMMENT:

There were no comments from the public.

E. ITEMS OF BUSINESS

1. Executive Director, Diahann Howard introduced Prosser City Manager Tom Glover and congratulated him on his recent completion of the Prosser Leadership class of 2022.

Glover thanked the Port for the invitation to present at the Commission meeting and also thanked the Port for working with the city as they required a new location for their police department because of the fire last year. Glover remarked that the city is making plans to move forward with a permanent solution and have added a bond to the next ballot for approval from the city for a new Commission Meeting
September 14, 2022

station. Glover stated that land has been purchased on Wine Country Road, across from Les Schwab and a feasibility study has recently been completed to determine the best possible location and the city is now in the design stage. Glover added that if the bond is not approved, they will regroup to determine the next steps.

Glover thanked Executive Director, Diahann Howard for recently presenting to the Prosser City Council.

Glover provided updates on recent projects throughout Prosser, including a public works project involving the resurfacing of highway area next to the exit and Wine Country Road overlay project. Glover added that access points were also fixed throughout the area and the sidewalk and bike lanes were improved with help of the Safe Routes to School project.

Glover stated that the city is working to replace two city land wells and have also been working on a utility extension, which will bring utility to the north side of town.

Glover added that 10-12 subdivision plats are currently under review, which means 1,000-1,300 new homes.

Glover stated that he is involved in the 2023 budget work and projects included for the future include work on OIE Highway, west of city limits with improvement of the north side and sidewalks added. Glover added that additional projects include library parking lot improvements and adding police officer positions and police vehicles. Glover added that the city will be converting to Microsoft 360, which he has been told is a 10-12 month, very detailed process.

2. Update from Prosser Chamber of Commerce, John-Paul Etsey thanked the Port of Benton for the use of airport property for their storage area for many years. Etsey announced that they have moved into the old high school shop building and the situation is improved.

Etsey thanked the Port for the continued support of the Chamber events, as the Prosser Chamber of Commerce works to promote tourism throughout the area. Etsey announced that the annual Scottish Fest event took place in June and welcomed 1,400 people on a cold and rainy mid-June day. Etsey added that this event is family-friendly.

Etsey stated that the July Art Walk event, which the Port is a sponsor, was held downtown and welcomed 900 people, which was down from 2020.

Etsey noted that the recent Beer & Whiskey Festival was successful and the Chamber is considering adding a sparkling wine event in November, which would be a gear-up for the holiday season and possibly held at the Walter Clore Center.

Etsey announced that Chamber membership numbers are above pre-COVID numbers with five new members just this month. Etsey added that they are considering hosting business socials to help gauge what the community is wanting.

Port Commissioners praised the recent Beer & Whiskey Festival, noting that there were many attendees from out of the area and with diverse interests and backgrounds.

3. Update from Prosser Economic Development Association, Neal Ripplinger thanked the Port for the invitation to present to the Port Commission.

Ripplinger announced that the Prosser leadership class of 2022 graduated in August and applications for the 2023 class are now open. Ripplinger invited Port employees to consider. Ripplinger stated that the class is still working on the community project at the Prosser Wine and Food Park and thanked the Port for the support for this project. Ripplinger stated that the landscape area has been cleared and the orbital marker will be installed in the near future.

Ripplinger announced that in partnership with the Prosser Chamber of Commerce, PEDAs has launched a Facebook group to promote all available jobs, which utilizes the #ProsserWAJobs hashtag and cross posting to Instagram. Ripplinger added that the group has gained a good following, as many businesses have struggled to maintain staffing in recent months.

Ripplinger added that PEDAs has taken a second look at the HUB Community and Tourism Assessment and are looking at ways to pursue funding for future projects.

Ripplinger announced that collaboration is underway with the Prosser School District and WSU/IAREC as housing has historically been a struggle for many students. Ripplinger added that plans are underway for possible career fair at the high school.

Ripplinger announced that Prosser has not seen a population boom like what is currently happening since the 1950s.

Ripplinger provided an update on PEDAs Business, Recruitment, Retention and Expansion program, adding that the state and federal government continues to roll things out. Ripplinger noted that communication is in place with local restaurants and a local restaurant analysis is underway.

Ripplinger stated that plans for the new hospital are underway and planners are committed to turning this project into reality with bids going back out last month.

Ripplinger stated that at the recent C-5 Summit, the Prosser mixed-use building that is currently under construction was accepted and promoted as one of the few properties in Benton County that fit the particular requirements and was promoted at a large real estate summit.

Executive Director, Diahann Howard inquired on the current population of Prosser and after discussion, it was determined that the number is anywhere from 6,000 – 6,400.

Ripplinger added that there is a huge push to promote future Census studies.

4. Resolution 22-29, Amending Signers for Banner Bank

Port Attorney, David Billetdeaux stated this resolution is a housekeeping item due to the specific requirements from Banner Bank to remove Interim Director of Finance/Port Auditor Karen Schmidt from the Banner Bank account and adding current Director of Finance/Port Auditor, Danielle Connor to the Banner Bank account.

A motion was made by Commissioner Lori Stevens, seconded by Commissioner Roy Keck, and unanimously passed by the Commission approving Resolution 22-29, amending signers for Banner Bank to include Danielle Connor.

5. Resolution 22-30, Surplus of Rail and Airport Items and Equipment

Port Attorney, David Billetdeaux noted that at this time, rail items will be removed from the request, as airport items and equipment are the current focus. Billetdeaux added that rail surplus items will be presented at a future meeting. Billetdeaux explained that the current focus is airport-related surplus equipment and two organizations have reached out to the Port requesting airport items and equipment that are no longer in use.

Billetdeaux explained that the two organizations are local 501c3 non-profits, with one being the local airplane museum. The items to be surplussed have no monetary value to the Port. Many of the items were recently removed in accordance with the current electrical replacement project.

A motion was made by Commissioner Roy Keck, seconded by Commissioner Lori Stevens, and unanimously passed by the Commission approving Resolution 22-30, approving the surplus of airport items and equipment

6. Resolution 22-31, Authorizing a Sale of Real Property

Port Attorney, David Billetdeaux stated that this resolution is another housekeeping item, reminding the Commission that Resolution 21-14 authorized the sale of 721 9th Street and 723 9th Street in Benton City to Luis and Gabriel Ruiz, dba 9th Street Studio LLC. Billetdeaux added that due to COVID-19 and stricter lending requirements, the tenant was unable to obtain financing and complete the sale previously. In the interim, a portion of the land previously authorized for sale was sold to a different entity via Resolution 21-55. Now, 9th Street Studio has obtained funding and is ready to proceed with the sale, minus the portion already sold via Resolution 21-55. Billetdeaux noted that the sale price is \$80k, plus share of closing costs and earnest money deposit with a closing date on or before November 10, 2022. Billetdeaux stated that the sale is consistent with economic development initiatives supporting job creation, business stability with private capital investment within the downtown corridor.

A motion was made by Commissioner Lori Stevens, seconded by Commissioner Roy Keck, and unanimously passed by the Commission approving Resolution 22-31, authorizing the sale of real property.

7. Resolution 22-32, Authorizing a Lease Modification (5+ years) and Expenditure of Funds for Improvements

Executive Director, Diahann Howard noted that the original lease was between the Port and Mission Support Alliance (MSA), dated March 11, 2011 for office, warehouse and yard space located on the ground level at 2345/2355 and 2377 Stevens Drive. Howard added that with the COVID-19 pandemic, reduction in workforce, Atkins released the 23,990sf space in this building.

Howard added that MSA transferred leases to Hanford Mission Integration Solutions & CPCco (HMiS) in 2021 with a current lease modification extending use and terms through December 31, 2025 for 11,000sf office, 99,941sf high bay warehouse, six covered truck loading docks and 4.1 acres of secured yard area. Howard reminded the Commission that the lease modification was within the Delegation of Authority by term but expenditures to ready for any business occupancy exceed \$50k, warranting Commission approval.

Howard added that HMiS will add 23,990sf of office space area, effective October 1, 2022, with an existing option term 2 of 2, (January 1, 2021 – December 31, 2025), a new lease negotiated at end of option term, base rent of \$96,655/month, \$1,159,868/year plus LET, with additional rent/pass-through \$3,998.33 utility/month, \$47,979.96/year and a CPI adjustment on January 1, 2023.

Howard added that readying the space requires improvements in the warehouse in addition of lease modification executed July 2021 and new 2nd level office area with privacy office doors, racking systems, electrical and security proximity readers. Howard stated that this results in HMiS expansion/retention of 75+ jobs.

Howard stated that the work modifications are a fixed-cost reimbursement by HMiS to the Port, upon completion with a reimbursement total of \$239,019.38 including sales tax and fees.

A motion was made by Commissioner Roy Keck, seconded by Commissioner Lori Stevens and unanimously passed by the Commission approving Resolution 22-32, authorizing a lease modification (5+ years) and expenditure of \$239,019.38 of funds for improvements.

8. Review Revisions to Port Personnel Policy, and to Salary and Benefits Policy Directive

Port Attorney, David Billetdeaux announced that there is only a minor revision to the current policy as the current policy did not have a clear definition of the floater holiday and in the past the floater was designated by the Executive Director for all Port employees. Billetdeaux explained that the policy will now allow Port employees to select their own floater holiday. Billetdeaux noted that the policy did not have the updated Juneteenth information, which has also now been added. Billetdeaux noted that he will likely bring this back next year to add minimum wage updates.

A motion was made by Commissioner Lori Stevens, seconded by Commissioner Roy Keck, and unanimously passed by the Commission approving the revisions to the Port Personnel Policy, and to Salary and Benefits Policy Directive.

F. INFORMATION REPORTS:

1. Grants Update

Executive Director, Diahann Howard provided further updates on the projects featured on the August grants report.

- National Science Foundation – Application not submitted due to partnership and resource readiness. Will hold for future submittal.
- Railroad Improvements/FRAP Grant – Application has been submitted for \$1M grant and \$250k Port match. Update in November.
- Consolidated Rail Infrastructure & Safety Improvement (CRISI) – Over \$1.4B federal funding available, first time offered, 80% federal dollars with 20% Port match. Port to request \$8M (\$2.4M match). Update in spring 2023.

2. Richland Airport Lighting Project Update

Executive Director, Diahann Howard provided an update on the Richland Airport Electrical Replacement Project. Howard stated that the contractor, Sierra Electric, began work on July 18 and as of this coming Friday, the intersection work will be completed, which is one week ahead of schedule. Howard stated that this allows Runway 8-26 and Taxiway B to be fully lit and LifeFlight may also return. Howard added that direct mailers are going out late this week, which announce the closure of Runway 1-19 and the full use of Runway 8-26, which affects air traffic patterns in surrounding neighborhoods. Howard added that information has also been provided via City of Richland utility billing, Port website, social medial and weekly notices to airport users and tenants.

Howard added that the new runway lights are taller and FAA-approved. Howard reminded the Commission that this \$3.2M project is 100% grant-funded, including the minor change orders. Howard stated that the emergency generator will not arrive until approximately summer 2023 due to the supply chain issues.

3. Rail Update

Public Information Officer, Summers Miya provided an update on the recent Van Giesen/SR-224 Rail crossing replacement project and provided a PowerPoint presentation to highlight pre-project and project outreach and communication.

Miya highlighted the press releases sent on August 1 and August 17, including hand-delivering the press release and detour map to all Richland Airport tenants and businesses on August 4. Miya noted that 24-hour construction notices were also hand-delivered to nearby residents on August 18.

Miya presented examples of the communication provided through social media pre-project, during and after, including photos of the WSDOT closure signage on the highway.

Miya highlighted the reach from many of the posts, as weekend reach exceeded 18k on some posting, as the community was very engaged and supportive throughout the closure.

Miya noted that a press release was issued upon completion of the project and showcased some of the kudos received from the community, including congratulatory remarks from city partners and a letter to the editor.

4. 2023 Preliminary Budget Presentation

Director of Finance, Danielle Connor provided a briefing of the 2023 preliminary budget, which provided a comparison with the 2022 budget. Connor stated that revenues are expected to be up \$1M in 2023, although temporarily, thanks to new leases, including rail and the White Bluffs Archive facility.

Connor provided a detailed look at the preliminary budget, including projected lease revenue, airport operations, Crow Butte operations, grant revenue, capital projects and rail. Connor added that no increase to the reserve is proposed, as anything additional is being put towards rail. Connor added that a walkthrough was recently performed at 2579 Stevens, the former TCRY facility, and expects this building to be a large financial ask for the future. A more detailed version of the proposed 2023 budget will be presented at the Budget Workshop in October, and again briefly during a public hearing at the October regular Commission Meeting.

G. COMMISSIONER REPORTS/COMMENTS:

Commissioner Roy Keck announced that he recently presented to the City of Richland council and provided an overview of the Port rail, including the upcoming rail caucus event and Richland Airport project.

Commissioner Keck added that he attended the Darigold groundbreaking ceremony, which is a \$600M project, creating 200 jobs. Commissioner Keck stated that he also attended the recent Atkins groundbreaking ceremony for the \$20M engineering lab.

Commissioner Lori Stevens stated that the earlier Prosser presentations did a great job covering the Prosser update.

Commissioner Stevens added that she has attended recent lunches for PEDAs, Prosser Chamber and the Benton City Chamber.

Commissioner Christy Rasmussen announced that she had the opportunity to attend the Jackie Toth Clean Energy Small Modular Nuclear Development meeting. Commissioner Rasmussen added that she also attended and made great connections at the recent congressional staff reception.

Commissioner Rasmussen noted that she is excited for the workforce development opportunities in store in the future for the community.

Commissioner Rasmussen praised the recent Beer & Whiskey Festival.

H. DIRECTOR REPORTS/COMMENTS:

1. AIRPORTS

Director of Real Estate, Teresa Hancock announced that she is finalizing the site plan for future hangar sites and continues to receive inquiries. Hancock stated that the appraisal was completed last week, which will be brought forward in the future.

Executive Director Diahann Howard added that the Ohler T-hangar at Prosser Airport has been identified previously for removal by the FAA/master plans and contact was made with Ohler to discuss.

2. FACILITIES & OPERATIONS:

Executive Director, Diahann Howard provided a facilities update, explaining that Director of Facilities & Operations, Ron Branine was handling rail operations.

Howard announced that the Port plans to shut Crow Butte Park completely down for the winter, completely vacating, but with plans to leave the dock open. Howard added that the Army Corps finally provided permission to install the smart parking meter, which Branine hopes to be able to install this fall. Howard added that the park is preparing for the season-ending cleanup, water shut-off and winterization.

Howard added that the Port is working with the City of Richland on an interlocal agreement which would allow the city to handle overnight railroad callouts. Howard added that the Port is working diligently to put a request for a Short-Term Operator for the rail out as soon as possible and recent interest reflects that there is a market out there for rail operators interested in north Richland.

3. REAL ESTATE:

Director of Real Estate, Teresa Hancock announced that a month-to-month lease has been set-up with WSU Tri-Cities at 2019 Butler Loop, which will be temporary staging area for the Hanford History Project artifacts and administration pending the Certification of Occupancy for the facility currently under construction at 3251 Port of Benton Blvd. Hancock stated that the temporary lease includes the area of 5,000sf at the Richland Airport Business Park and the security deposit was waived due to the tenant being a higher education, public entity.

Hancock stated that base rent for the White Bluffs Facility is \$4,583.33/month with a LET exemption because they are a higher education university.

Hancock informed the Commission that the five-year lease at 3251 Port of Benton Blvd. coincides with grant and other contracts using October 1 and rent will commence upon granting of the certificate of occupancy.

Hancock added that the area is 7,580sf (pending as-build plan) with a administrative, artifact catalog and registry and education focus.

Hancock stated that the term is three year, with two one-year option renewal terms. Hancock informed that the base rent for year one is \$11,220/month; year two is \$12,466.67/month; year three is \$13,713.33/month. Hancock noted that utilities are 100% pass-through with a request to waive the

security deposit due to WSU Tri-Cities being a public entity and higher education university. Hancock added that the Grant Award Notification expiration is 9/30/2025, with early termination in event of award, contract or program discontinued.

Hancock stated that there are two new leases at 3100 George Washington Way with WSU Tri-Cities, GEAR UP (Educational Outreach and Partnership Organization), awarded two grants in the amount of \$43M, which will support students in quest of post-secondary education, providing college readiness resources, mentorship, advising, professional development, tutoring and more. Hancock explained that the program, which stands for “Gaining Early Awareness and Readiness for Undergraduate Programs” is a federally-funded program that provides academic support in middle school through first year of post-secondary education. Hancock added that since 2002, the program has served 35k students.

Hancock broke down each lease:

1. 3100 George Washington Way, #106-108 (2,642sf)

\$23M / 14 middle schools / 12 high schools (College Place, Dayton, Kennewick, Moses Lake, Othello, Prescott, Soap Lake, Touchet and Walla Walla)

- Term: 5 Year, (5) 1-year renewals (October 1, 2022 – September 30, 2027)
- Base Rent : \$3,302.50 (mo) / \$39,630.00 (yr)
- Base Rent, Annual Adjustments, 3% minimum
- Fixed-utility fee \$3,000 per year, 5% annual increase (minimum)
- Total Financial Impact: \$210,400.44, base rent (+ \$16,577 additional rent)
- Higher Education University – leasehold excise tax exemption
- Grant Award expirations 8/28/23 and 9/29/27
- Early termination clause in event funding or program discontinues at expiration
- Security Deposit: Request Waiver, Higher Education/Public Entity
- Job Creation: 5-10

2. 3100 George Washington Way, #101 (1,046sf)

\$20M / 13 middle schools / 13 high schools (Evergreen, Pasco, KiBE, Prosser, Mabton, Finley, Columbia, Clarkston, North Franklin, Ephrata)

- Term: 5 Year, (5) 1-year renewals (October 1, 2022 – September 30, 2027)
- Base Rent : \$1,481.83 (mo) / \$17,781.96 (yr)
- Base Rent, Annual Adjustments, 3% minimum
- Fixed-utility fee \$2,615 per year, 5% annual increase (minimum)
- Total Financial Impact: \$94,406.04, base rent (+ \$3,178 additional rent)
- Higher Education University – leasehold excise tax exemption
- Grant Award expirations 9/25/24 and 9/8/27
- Early termination clause in event funding or program discontinues at expiration
- Security Deposit: Request Waiver, Higher Education/Public Entity
- Job Creation: 3-5

A motion was made by Commissioner Lori Stevens, seconded by Commissioner Roy Keck and unanimously passed by the Commission approving the waiving of the security deposit for WSU Tri-Cities GEAR UP program Lease #1, Harvest of Hope and Lease #2 One Vision Partnership, as both leases involve WSU Tri-Cities, a higher education university and public entity.

4. MARKETING:

Director of Marketing, Wally Williams announced that he has been working on the fall newsletter, as well as updating several PowerPoint presentations. Williams stated that he has been working with the Communications team on updating the riverfront kiosks and updated content and posters will be unveiled soon.

Public Information Officer, Summers Miya stated that she has been assisting Williams with newsletter, kiosk and PowerPoint rework. Miya added that she has been focusing on communications and sending out weekly eNews, bi-weekly VERTICAL eNews, daily social media posts, plus project messaging.

Miya provided an overview on the Vintners Village triple ribbon-cutting and block party event taking place at Vintners Village the following afternoon, highlighting that in addition to the business spotlights there will be complimentary face painting, live music, wood-fired pizza and business specials.

Miya announced that the Port is hosting a rail caucus event September 28-29 in partnership with the Port of Pasco. Miya stated that the caucus meeting will take place Wednesday at the Port of Pasco with a reception immediately following and the rail tour will take place in Richland and Pasco the following day.

5. ECONOMIC DEVELOPMENT & GOVERNMENTAL AFFAIRS:

Director of Economic Development & Governmental Affairs, Miles Thomas announced that he has been focusing heavily on the HMiS project.

Thomas announced that the first onsite walkthrough of 2579 Stevens took place with DES and McKinstry and McKinstry is putting together an analysis on the building, which may take a month or more. Thomas added that there is a lot of work going on at the building and quite a bit of interest from potential tenants.

Thomas stated that there has been a lot of interest in properties, as well as clean energy and hydrogen, with potential businesses wanting and needing a lot of land.

Thomas announced that he has been involved in the Tri-Cities Legislative Council and it has been announced that changes are coming to the TIF bill.

Thomas noted that Tri-Cities Legislative Day will take place in January, with Clean Energy Day planned the day prior.

6. FINANCE DIRECTOR:

Director of Finance/CPA, Danielle Connor provided an update on the 2021 Accountability Audit, stating that the State Auditor's Office (SAO) is looking more closely at procurement/bidding process compliance, with state requirements, as well as internal policy, electronic funds transfer, financial condition and open public meetings. Connor noted that the SAO auditor is estimated to be onsite next week and added that the Accountability Audit is due by the end of the year.

Connor announced that the lease entry process is at 89% complete with Accounting Clerk, Liz Renz working diligently on lease entry and Senior Accountant, Veronica Serna working on testing billing. Connor stated that the team will run multiple test months as the new system has a strong reliance on lease entry for accurate billing and revenue recognition.

Connor added that Renz is also going back and reviewing leases to date to ensure any changes have been accurately reflected and current.

Connor noted that there is an upcoming meeting in place to revisit the integration and review the GASB 87 module configuration.

Connor stated that integration continues to make progress and is currently in the quality assurance phase of the project.

Connor stated that IT provider, Columbia Basin IT was able to set-up the hosted server for the secure file transfer, and she is working with both teams to ensure access and file movement. Connor noted that she hopes to test drive it in October during parallel testing.

Connor said that she estimates approximately 6-8 weeks of pre go-live cutover items and reconciliations and has revised the schedule to run a parallel test the month of October. Connor noted that it is critical that billing and revenue are correct.

Connor provided a PowerPoint presentation of the financial status report, highlighting that available general operating cash was at \$2.85M and the project fund was at \$3.2M. Connor highlighted the cash receipts for August at \$541k with \$523k from tenants and \$18k in grant reimbursements. Connor highlighted disbursements at \$700k in August, with \$181k in payroll and \$215k in projects with \$200k Port capital and \$15k grant.

Connor highlighted that there is \$257k currently outstanding in Accounts Payable. Connor stated that there is currently \$345k outstanding in Accounts Receivable, with \$321k being tenant A/R greater than 90 days past due.

Executive Director, Diahann Howard noted that the LEAN project that was cancelled in June is looking to be rescheduled for November and this summer reinforced the importance of this training.

7. PORT ATTORNEY:

Port Attorney, David Billetdeaux announced that he recently attended the leadership training offered by the City of Richland.

Billetdeaux stated that he has been working on federal grants for railroad and wanted to point out that an amendment to the indenture stated that the Port must first use revenue from the 1100 area to fund the maintenance of the railroad. Billetdeaux noted that the indenture also states that the track must be maintained to a safe level. While TCRY was the Port's short line operator, the maintenance obligation was legally passed on to TCRY. Billetdeaux stated that TCRY has vacated the line with deferred maintenance to be completed. Thus, the Port is planning to find grant funding to help maintain the line, and Billetdeaux is planning to disclose the language within the amendment to indenture in any federal grant applications

Billetdeaux announced that the Governor's office has stated that all emergency proclamations will be lifted on 10/31/2022. Billetdeaux added that the Port still has an emergency proclamation in place, but is keeping an eye on the state and will likely follow the State's guidance and own actions.

8. EXECUTIVE DIRECTOR:

Executive Director, Diahann Howard announced that the RIC project rescope has been bumped to 2023. Howard reminded that this project included RIC streetlights only and was part of the Benton County .09 funds that could be rolled forward.

Howard stated that the White Bluffs construction project was underway and on schedule, aside from the HVAC. Howard added that the underground tank is slated for removal this Thursday.

Howard noted that she attended the PNNL/WSU Advanced Grid Institute Industry Day.

Howard noted that WPPA currently has two vacant board positions available for Commissioner consideration and the application process must be completed by September 30.

Howard added that the Rail Caucus event is coming up and a second rail tour will be offered at a later time for the City of Richland. Howard thanked Commissioner Keck for presenting on rail to the Richland City Council.

Howard noted that American Rock may possibly mine the inside of the city's loop track and if so,

the Port has offered a proposal to support the city and ARP in this endeavor.

Howard stated that she recently hosted EWU's new president and participated in discussion involving workforce.

Howard announced that she had the opportunity to present on the CHiPS and Science Act along with Senator Patty Murray and other community leaders.

Howard noted that she presented at a recent City of Prosser council meeting and recently participated in a conversation with TRIDEC along with representatives from Fukushima.

Howard announced that the American Association of Port Authorities has invited her to speak at future events and become a mentor to future PPMs.

Howard commented on the passing of former community leader, Bob Ferguson, who had experience working on three area reactors, in addition to many valuable contributions to the community, stating that she has been given access to the plaque formerly displayed at Ferguson's Gesa building in the Parkway. Howard added that she would like to create a space for the plaque to be displayed at the White Bluffs facility and something that would honor the spirit of all he accomplished. Howard added that Ferguson helped transition TRIDEC to its current state and had numerous economic development accomplishments throughout his career. Howard added that she would like the Commission to consider changing the name of 11th Ave. (near the Port office) to Ferguson. She asked commission if she was ok to proceed in this direction, they provided their concurrence.

Howard announced that there has been a lot of movement with VERTical and there has been a lot of one-on-one meetings with CESA and industry. Howard added that she would be presenting at the National Cleanup Caucus workshop in Washington DC later this month.

Howard added that she would like to provide an update on the Director of Airports search in Executive Session.

I. EXECUTIVE SESSION: The regular Commission Meeting was recessed at 11:30 a.m. and an Executive Session was convened at 11:35 a.m. to discuss ongoing and potential litigation, real estate and personnel matters. It was announced that Executive Session would take 25 minutes and if any action was required, the Regular Commission Meeting will reconvene and bring forward the item at that time.

J. ADJOURNMENT: The Commission meeting was adjourned at 12:00 p.m. with an announcement that the Port of Benton Commission would hold a Special Budget Workshop at 8:30 a.m. on October 10, 2022 and the next regularly scheduled Commission meeting would be held on Tuesday, October 11, 2022 at 8:30 a.m. Both meetings would be held at the Port of Benton Commission meeting room, 3250 Port of Benton Blvd., Richland, Washington.

Lori Stevens
Commission Secretary

**Port of Benton, Benton County, Washington
Voucher Certification and Approval
for the Month of September 2022**

General Expenses

Accounts Payable Warrants #: 80396 - 80528 \$ 964,714.82

Electronic Payments: \$ -

Total General Expenses \$ 964,714.82

Payroll

Direct Deposit:
ACH \$ 143,921.14

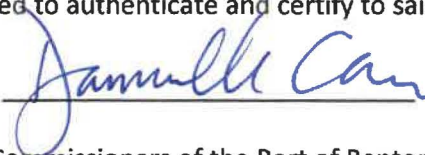
Electronic Payments:
IRS Payroll Tax Deposit \$ 55,310.74
Other Payroll Related Payments \$ 48,839.76

Total Payroll \$ 248,071.64

Total General Expenses and Payroll \$ 1,212,786.46

I, the undersigned, do hereby certify under penalty of perjury that the materials have been furnished, the services rendered or the labor performed as described herein, that any advance payment is due and payable pursuant to a contract or is available as an option for full or partial fulfillment of a contractual obligation, and that the claim is a just, due and unpaid obligation against the Port of Benton and that I am authorized to authenticate and certify to said claim.

Attest:



Director of Finance/Port Auditor

We, the undersigned Commissioners of the Port of Benton, Benton County, Washington, do hereby certify the following vouchers/warrants have been certified and approved for payment, this the _____ day of _____, 2022.

President

Vice President

Secretary

Port of Benton Check Register

Date	Payee	Document No	Amount
Bank: BCT MAIN - KeyBank National Association		Account No: 6631-6601101	
09/09/2022	VEN00002--A-L COMPRESSED GASES, INC	080396	20.65
09/09/2022	VEN00015--AIREFCO, INC.	080397	32.42
09/09/2022	VEN00025--AMERICAN ROCK PRODUCTS, INC	080398	7,531.20
09/09/2022	VEN00044--BENTON PUD	080399	2,459.03
09/09/2022	VEN00063--BLEYHL CO-OP	080400	163.07
09/09/2022	VEN00469--CENTURY WEST ENGINEERING CORP	080401	62,625.23
09/09/2022	VEN00290--CI-PW, LLC (Paradise Bottled Water)	080402	110.73
09/09/2022	VEN00071--CITY OF PROSSER	080403	5,800.25
09/09/2022	VEN00089--CITY OF RICHLAND	080404	25,574.95
09/09/2022	VEN00077--COLUMBIA BASIN IT	080405	1,760.00
09/09/2022	VEN00107--COOK'S ACE HARDWARE	080406	49.48
09/09/2022	VEN00582--DAVINA ARNOLD	080407	1,350.00
09/09/2022	VEN00136--DIGITAL IMAGE TRI-CITIES, INC.	080408	260.88
09/09/2022	VEN00595--DISCOUNTCELL, INC	080409	1,137.30
09/09/2022	VEN00143--DSD BUSINESS SYSTEMS	080410	5,217.60
09/09/2022	VEN00157--ENDURIS WASHINGTON	080411	434,205.00
09/09/2022	VEN00009--GEO WAY ACE HARDWARE	080412	107.59
09/09/2022	VEN00278--GERALD G. OLSON	080413	2,500.00
09/09/2022	VEN00540--GLACIER SUPPLY GROUP, LLC	080414	28.77
09/09/2022	VEN00223--JOHNSTONE SUPPLY	080415	1,225.81
09/09/2022	VEN00467--JOLENE YACONETTI	080416	1,350.00
09/09/2022	VEN00279--KATHRYN S. OLSON	080417	2,967.88
09/09/2022	VEN00491--LOWE'S CREDIT/SYNCHRONY FINANCIAL	080418	43.13
09/09/2022	VEN00245--LUKE'S CARPET	080419	172.02
09/09/2022	VEN00499--MID-COLUMBIA COMMERCIAL DOORS, INC.	080420	1,184.83
09/09/2022	VEN00592--PRO FIRE LLC	080421	240.49
09/09/2022	VEN00581--TERRY ARNOLD	080422	1,750.00
09/09/2022	VEN00390--TIRE FACTORY	080423	1,500.63
09/09/2022	VEN00404--UNITED WAY OF BENTON/FRANKLIN COUNTY	080424	121.67
09/09/2022	VEN00414--VERIZON	080425	1,376.98
09/09/2022	VEN00532--VIC'S AUTO PARTS & SUPPLY	080426	75.89
09/09/2022	VEN00449--ZIPLY FIBER	080427	545.52
09/14/2022	VEN00015--AIREFCO, INC.	080428	319.02
09/14/2022	VEN00004--AMERICAN ASSOCIATION OF PORT AUTHORI- TIES	080429	2,000.00
09/14/2022	VEN00044--BENTON PUD	080430	527.30
09/14/2022	VEN00069--BRUTZMAN'S INC	080431	127.05
09/14/2022	VEN00597--BUSINESS RADIO INC	080432	6,374.48
09/14/2022	VEN00290--CI-PW, LLC (Paradise Bottled Water)	080433	11.95
09/14/2022	VEN00077--COLUMBIA BASIN IT	080434	4,624.17
09/14/2022	VEN00102--COLUMBIA BASIN PAPER & SUPPLY	080435	545.67
09/14/2022	VEN00105--CONNELL OIL, INC	080436	3,588.74
09/14/2022	VEN00136--DIGITAL IMAGE TRI-CITIES, INC.	080437	156.53
09/14/2022	VEN00157--ENDURIS WASHINGTON	080438	174.00
09/14/2022	VEN00009--GEO WAY ACE HARDWARE	080439	140.72
09/14/2022	VEN00540--GLACIER SUPPLY GROUP, LLC	080440	2,546.65
09/14/2022	VEN00228--KELLER ROHRBACK LLP	080441	632.00
09/14/2022	VEN00229--KELLEY'S TELE-COMMUNICATION, INC.	080442	137.13
09/14/2022	VEN00491--LOWE'S CREDIT/SYNCHRONY FINANCIAL	080443	136.11
09/14/2022	VEN00245--LUKE'S CARPET	080444	20.60
09/14/2022	VEN00542--MCCORMACK CONSULTING, LLC	080445	8,041.82
09/14/2022	VEN00499--MID-COLUMBIA COMMERCIAL DOORS, INC.	080446	84.79
09/14/2022	VEN00594--NORTH WEST RESTORATION	080447	130.00
09/14/2022	VEN00297--PERSONAL TOUCH CLEANING, INC.	080448	13,181.57
09/14/2022	VEN00302--PLATT ELECTRIC SUPPLY, INC	080449	292.49
09/14/2022	VEN00326--RGW ENTERPRISES P.C. INC	080450	12,420.00
09/14/2022	VEN00331--RICHLAND ROTARY CLUB	080451	500.00
09/14/2022	VEN00346--THE SHERWIN-WILLIAMS CO.	080452	207.98
09/14/2022	VEN00298--TRI-CITY COMPUTER CONSULTING LLC	080453	1,737.60
09/14/2022	VEN00378--TRI-CITY CONSTRUCTION CO.	080454	7,927.80
09/14/2022	VEN00399--TRIDEC, INC.	080455	2,083.33
09/14/2022	VEN00402--UNDERGROUND CREATIVE, LLC	080456	200.00
09/14/2022	VEN00444--WASHINGTON STATE DEPT OF LABOR & IN- DUSTRIES	080457	448.00
09/14/2022	VEN00444--WASHINGTON STATE DEPT OF LABOR & IN- DUSTRIES	080458	1,284.00
09/14/2022	VEN00444--WASHINGTON STATE DEPT OF LABOR & IN- DUSTRIES	080459	271.60
09/14/2022	VEN00444--WASHINGTON STATE DEPT OF LABOR & IN- DUSTRIES	080460	38.80

Port of Benton Check Register

Date	Payee	Document No	Amount
09/14/2022	VEN00449--ZIPLY FIBER	080461	783.01
09/14/2022	10012--Hancock, Teresa	080462	481.32
09/20/2022	VEN00089--CITY OF RICHLAND	080463	1,621.67
09/22/2022	10015--Billetdeaux, David	080464	944.14
09/22/2022	VEN00006--ABADAN, INC	080465	3,649.61
09/22/2022	VEN00017--ALA CART GOLF CARTS, LLC	080466	244.47
09/22/2022	VEN00029--ARCHIBALD & COMPANY ARCHITECTS	080467	118.75
09/22/2022	VEN00044--BENTON PUD	080468	2,100.41
09/22/2022	VEN00053--BENTON RURAL ELEC ASSOCIATION	080469	904.57
09/22/2022	VEN00007--BLUEROOM	080470	176.00
09/22/2022	VEN00075--CASCADE NATURAL GAS CORP	080471	73.09
09/22/2022	VEN00469--CENTURY WEST ENGINEERING CORP	080472	47,062.66
09/22/2022	VEN00321--CI INFORMATION MANAGEMENT	080473	46.43
09/22/2022	VEN00052--CITY OF BENTON CITY	080474	94.36
09/22/2022	VEN00093--CLAYTON-WARD CO.,	080475	55.00
09/22/2022	VEN00077--COLUMBIA BASIN IT	080476	2,610.22
09/22/2022	VEN00593--DAVID CHAVEY-REYNAUD	080477	324.30
09/22/2022	VEN00136--DIGITAL IMAGE TRI-CITIES, INC.	080478	2,551.40
09/22/2022	VEN00143--DSD BUSINESS SYSTEMS	080479	5,246.97
09/22/2022	VEN00151--ELECTRICAL UNLIMITED, INC	080480	5,022.06
09/22/2022	VEN00161--EXPRESS SERVICES, INC.	080481	3,581.40
09/22/2022	VEN00599--FILEVINE, INC	080482	5,903.33
09/22/2022	VEN00009--GEO WAY ACE HARDWARE	080483	54.60
09/22/2022	VEN00419--GRAINGER	080484	350.13
09/22/2022	VEN00200--HDR ENGINEERING, INC	080485	41,498.25
09/22/2022	VEN00201--HEALTH CARE AUTHORITY	080486	34,051.77
09/22/2022	VEN00525--HUB INTERNATIONAL NORTHWEST LLC	080487	58,344.20
09/22/2022	VEN00588--IC CONSULTING CORPORATION	080488	7,335.00
09/22/2022	VEN00233--KONE INC.	080489	2,955.78
09/22/2022	VEN00585--LENNOX INDUSTRIES INC.	080490	373.42
09/22/2022	VEN00380--MCCLATCHY COMPANY	080491	284.42
09/22/2022	VEN00589--NATIONAL RAILWAY SUPPLY LLC	080492	8,700.00
09/22/2022	VEN00549--ORCHARD & VINEYARD SUPPLY, LLC	080493	370.32
09/22/2022	VEN00296--PERMIT SURVEYING, INC	080494	4,610.00
09/22/2022	VEN00301--PITNEY BOWES, INC	080495	195.66
09/22/2022	VEN00306--PROMINENCE PUBLIC RELATIONS	080496	3,180.00
09/22/2022	VEN00334--SANITARY DISPOSAL, INC.	080497	1,454.40
09/22/2022	VEN00363--STONEWAY ELECTRIC SUPPLY INC	080498	339.27
09/22/2022	VEN00385--THE HOME DEPOT CRC/GEFC	080499	2,947.92
09/22/2022	VEN00346--THE SHERWIN-WILLIAMS CO.	080500	328.31
09/22/2022	VEN00376--TRI-CITY REGIONAL CHAMBER	080501	596.00
09/22/2022	VEN00410--USDA APHIS	080502	1,196.32
09/22/2022	VEN00532--VIC'S AUTO PARTS & SUPPLY	080503	80.39
09/22/2022	VEN00449--ZIPLY FIBER	080504	424.88
09/27/2022	VEN00038--BANNER BANK - Credit Card	080505	9,171.96
09/27/2022	VEN00143--DSD BUSINESS SYSTEMS	080506	28,807.08
09/29/2022	VEN00006--ABADAN, INC	080507	378.17
09/29/2022	VEN00012--AFLAC	080508	603.11
09/29/2022	VEN00059--BENTON-FRANKLIN HEALTH DEPT	080509	25.00
09/29/2022	VEN00069--BRUTZMAN'S INC	080510	184.78
09/29/2022	VEN00083--CENTURYLINK	080511	214.12
09/29/2022	VEN00089--CITY OF RICHLAND	080512	1,958.08
09/29/2022	VEN00234--CITY OF RICHLAND LANDFILL	080513	404.17
09/29/2022	VEN00105--CONNELL OIL, INC	080514	2,432.98
09/29/2022	VEN00161--EXPRESS SERVICES, INC.	080515	1,607.40
09/29/2022	VEN00601--GRAVIS LAW PLLC	080516	9,928.00
09/29/2022	VEN00200--HDR ENGINEERING, INC	080517	2,140.15
09/29/2022	VEN00598--JIM'S PACIFIC GARAGES, INC.	080518	849.72
09/29/2022	VEN00222--JOHN DEERE FINANCIAL	080519	631.67
09/29/2022	VEN00510--LIFESECURE INSURANCE COMPANY	080520	928.75
09/29/2022	VEN00305--POCKETINET COMMUNICATIONS, INC.	080521	240.00
09/29/2022	VEN00295--PROSSER ECON DEV ASSOCIATION	080522	12,500.00
09/29/2022	VEN00532--VIC'S AUTO PARTS & SUPPLY	080523	98.13
09/29/2022	VEN00570--VITAL RECORDS CONTROL	080524	219.52
09/29/2022	VEN00358--WASHINGTON STATE AUDITOR'S OFFICE	080525	2,205.90
09/29/2022	10027--Renz, Elizabeth	080526	374.63
09/29/2022	10026--Stevens, Lori	080527	78.06
09/29/2022	10007--Keck, Roy	080528	1,066.33
09/02/2022	VEN00215--INTERNAL REVENUE SERVICE	09022022	20,430.65
09/16/2022	VEN00215--INTERNAL REVENUE SERVICE	09162022	17,532.65
09/30/2022	VEN00215--INTERNAL REVENUE SERVICE	09302022	17,347.44

Port of Benton Check Register

Date	Payee	Document No	Amount
09/27/2022	VEN00239--WASHINTGON STATE DEPT OF REVENUE	B&O08-2022	4,522.73
09/08/2022	VEN00122--DEPT OF RETIREMENT SYSTEMS	DCP0902202	4,537.67
09/26/2022	VEN00122--DEPT OF RETIREMENT SYSTEMS	DCP091622	4,592.13
09/30/2022	VEN00122--DEPT OF RETIREMENT SYSTEMS	DCP093022	4,462.87
09/01/2022	VEN00268--NATIONWIDE RETIREMENT SOLUTION	NW09022022	2,481.94
09/21/2022	VEN00268--NATIONWIDE RETIREMENT SOLUTION	NW09162022	2,486.09
09/29/2022	VEN00268--NATIONWIDE RETIREMENT SOLUTION	NW09302022	2,066.00
09/09/2022	VEN00122--DEPT OF RETIREMENT SYSTEMS	PERS082022	23,690.33
Total for BCT MAIN			1,068,865.32

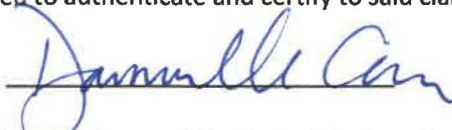
**Port of Benton, Benton County, Washington
Voucher Certification and Approval
for the Month of September 2022**

Project Fund

Accounts Payable Warrants #	900031	-	900033	\$	246,130.13
Electronic Payments				\$	-
Total Project Fund Expenses				\$	<u>246,130.13</u>
Total Project Fund Expenses				\$	<u><u>246,130.13</u></u>

I, the undersigned, do hereby certify under penalty of perjury that the materials have been furnished, the services rendered or the labor performed as described herein, that any advance payment is due and payable pursuant to a contract or is available as an option for full or partial fulfillment of a contractual obligation, and that the claim is a just, due and unpaid obligation against the Port of Benton and that I am authorized to authenticate and certify to said claim.

Attest:



Director of Finance/Port Auditor

We, the undersigned Commissioners of the Port of Benton, Benton County, Washington, do hereby certify the following vouchers/warrants have been certified and approved for payment, this the _____ day of _____, 2022.

President

Vice President

Secretary

Port of Benton Check Register

Date	Payee	Document No	Amount
	Bank: BCT PROJECT - KeyBank National Association	Account No: 6634-6601401	
09/14/2022	VEN00578--BOOTH AND SONS CONSTRUCTION INC	900031	238,510.00
09/14/2022	VEN00326--RGW ENTERPRISES P.C. INC	900032	1,260.00
09/22/2022	VEN00519--ARCHITECTS WEST, INC.	900033	6,360.13
	Total for BCT PROJECT		246,130.13

MEMORANDUM

TO: Diahann Howard, Executive Director PPM®

FROM: Roger Wright, P.E.

DATE: October 4, 2022

SUBJECT: 2022 RGW Invoices
Budget Adjustment

Diahann:

As you know, for the 2022 calendar year I requested a budget of \$140,000 for RGW Enterprises' work. The intent was that I was going to spend approximately 3 days a week on Port work. As you know, due to the project workload this year, including the unanticipated takeover of the railroad, I have had to spend a considerable amount of additional time, and I have also had to add assistance from other part time staff.

Through August 2022, I have incurred the following expenses:

RGW time	\$121,515
Surveyor	\$ 2,070
Drafter	\$ 1,755
Rail Inspector	\$ 1,350
Total	\$126,690

In looking at the remaining months of the year, specifically including the additional rail inspection time and airport operations, I will obviously exceed the existing 2022 annual budget. For September, I had a significant amount of time on the Airport construction and then on the Cemetery Railroad crossing construction. Additionally, railroad management continues to take significant time with evening and weekend callouts. For the remainder of the year, September – December we will continue to have significant additional hours completing the airport project. We also still need to complete the White Bluffs Archive and Storage Facility. As a reminder, this year the Port will complete three of the largest construction projects in the history of the Port, taking on full management of the railroad, and we have completed this work without an Airport Manager.

Through the end of the year, based on completing the rest of the construction currently underway, and continuing to manage the railroad, here is the estimated number of hours for the period September - December.

General Engineering –	300 hours - \$36,000
Airport Construction Management –	70 hours - \$8,400
Railroad Operations –	236 hours - \$28,320
Railroad Inspection –	60 hours - \$5,400
White Bluffs Archive and Storage –	48 hours - \$5,760
 Total remaining Fees Sept – Dec	 \$ 84,000
Total to date -	\$126,690 through August
Total 2022 Budget -	\$140,000
Total Additional fees 2022 -	\$ 70,000

Please let me know if you have any questions and how you would like me to proceed.

Roger

RESOLUTION 22-32

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE PORT OF BENTON APPROVING THE INTERLOCAL AGREEMENT WITH THE CITY OF RICHLAND FOR RAILROAD MAINTENANCE

WHEREAS, RCW 39.34.010 permits local governmental units to make the most efficient use of their powers by enabling them to cooperate with other localities on a basis of mutual advantage and thereby to provide services and facilities in a manner and pursuant to forms of governmental organization that will accord best with geographic, economic, population and other factors influencing the needs and development of local communities; and

WHEREAS, pursuant to RCW 39.34.080, each Jurisdiction is authorized to contract with any one or more public agencies to perform any governmental service, activity, or undertaking which each public agency entering into the contract is authorized by law to perform; provided that such contract shall be authorized by the governing body of each Jurisdiction to the contract and shall set forth its purposes, powers, rights, objectives and responsibilities of the contracting parties; and

WHEREAS, the Port Commission finds that the Interlocal Agreement will formalize a commitment to (1) enable the City and Port to combine railroad maintenance work into combined projects when Port or City staff determine this approach to be in each Jurisdiction's best interest; and, (2) enable dispatching of the City's qualified railroad maintenance staff to accomplish limited short-duration railroad maintenance and repair work on the Port's track facilities; and

WHEREAS, the Port Commission finds that approval of the Interlocal Agreement will save costs and be to the mutual advantage of the Port of Benton and City of Richland;

NOW, THEREFORE, BE IT HEREBY RESOLVED BY THE BOARD OF COMMISSIONERS OF THE PORT OF BENTON AS FOLLOWS: that the Port Commission hereby approves the Interlocal Agreement with the City of Richland for Railroad Maintenance as attached, and further authorizes the Port's Executive Director and General Counsel to take all action necessary to implement the agreement within his/her delegation of authority.

DATED AND SIGNED at Richland, Washington by the Port Commission of the Port of Benton at a regular commission meeting held this 11th day of October, 2022.

Christy L. Rasmussen, President

Roy D. Keck, Vice President

Lori Stevens, Secretary

WHEN RECORDED RETURN TO:

Richland City Clerk
625 Swift Boulevard, MS-07
Richland, WA 99352

INTERLOCAL COOPERATIVE AGREEMENT
Between
THE CITY OF RICHLAND AND THE PORT OF BENTON
Re: Railroad Maintenance

THIS INTERLOCAL COOPERATIVE AGREEMENT is entered into this _____ day of _____, 2022 (the “Effective Date”), by and between the **City of Richland**, a Washington municipal corporation, (hereafter “Richland” or “City”), and the **Port of Benton**, a political subdivision of the state of Washington (hereafter “the Port”). Richland and the Port are also herein referred to individually as a “Jurisdiction” and collectively as “the Jurisdictions.”

I. RECITALS

WHEREAS, RCW 39.34.010 permits local governmental units to make the most efficient use of their powers by enabling them to cooperate with other localities on a basis of mutual advantage and thereby to provide services and facilities in a manner and pursuant to forms of governmental organization that will accord best with geographic, economic, population and other factors influencing the needs and development of local communities; and

WHEREAS, pursuant to RCW 39.34.080, each Jurisdiction is authorized to contract with any one or more public agencies to perform any governmental service, activity, or undertaking which each public agency entering into the contract is authorized by law to perform; provided that such contract shall be authorized by the governing body of each Jurisdiction to the contract and shall set forth its purposes, powers, rights, objectives and responsibilities of the contracting parties; and

WHEREAS, the City and the Port own and maintain railroad track and at-grade crossing systems; and

WHEREAS, the Port’s railroad system is larger than the City’s railroad system; and

WHEREAS, both agencies occasionally issue contracts to accomplish necessary railroad maintenance and repairs; and

WHEREAS, the City employs staff qualified to conduct railroad maintenance work; and

WHEREAS, the Jurisdictions, by their respective governing bodies, have determined that railroad maintenance work may be best implemented on a shared basis in a manner deemed most efficient and effective for the Jurisdictions.

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the Jurisdictions agree as follows:

II. AGREEMENT

Section 1. Purpose and Scope of Work: The purpose of this Agreement is intended to: 1) enable the City and Port to combine railroad maintenance work into combined projects when Port or City staff determine this approach to be in each Jurisdiction's best interest; and 2) enable dispatching of the City's qualified railroad maintenance staff to accomplish limited short-duration railroad maintenance and repair work on the Port's track facilities.

Section 2. Administration: The Richland City Manager or designee and the Port Executive Director or designee will administer this Agreement on behalf of each Party, and will be responsible for:

- a. Establishing policies for implementing this Agreement;
- b. Providing periodic progress reports to the elected officials of each Jurisdiction; and
- c. Monitoring progress of the Jurisdictions and other agencies in the fulfillment of their respective responsibilities.

Section 3. Funding: For each project, one jurisdiction shall be designated as the lead agency and assume the role of issuing a contract for the work consistent with the lead agency's procurement processes or performing work with its own labor force and equipment. Generally, the lead agency will be the agency in which the larger amount of work is being completed, but particular instances may arise due to timeliness, expertise, emergency availability, etc. in which the lead agency is the agency in which a smaller or nonexistent amount of work is being completed. In these instances, approval by both the City Manager and Port Executive Director will be required.

The other jurisdiction shall be designated the "participating jurisdiction." Each party shall be responsible for fully funding the work performed on its own facilities. In addition, the participating jurisdiction shall pay reasonable costs for project development and construction management when those functions are performed by the lead agency. Reasonable project development and construction management costs shall be based on documented actual costs or estimates based on similar projects conducted by the lead agency.

Section 4. Development and Bid Award Requirements: Each Jurisdiction hereby commits to the following with respect to work to be completed by contract:

- a. At least ninety (90) calendar days before advertising for bids for a railroad maintenance project, the jurisdiction issuing the project will notify the other agency to offer participation in the project.
- b. The participating agency shall notify the lead agency no later than forty-five (45) calendar days after the lead agency notification of its intention to participate.
- c. The participating agency shall identify its proposed scope of work and funding capacity no later than sixty (60) calendar days after the lead agency's notification.
- d. The lead agency shall include the participating agency's scope of work in its bid documents. The participating agency's scope of work may be presented as a bid alternate to preserve the jurisdiction's decision-making flexibility with regard to executing the work.
- e. The lead agency shall share the bid results with the participating agency within two (2) business days of the bid opening.
- f. Based on review of the bid results, the participating agency shall, within two (2) business days, provide written correspondence directing the lead agency to either award the contract to include their scope of work, or to exclude their scope of work from the contract award. Written direction to award the participating agency's scope of work shall constitute a firm commitment to pay the lead agency for all associated costs for the participating agency's work.
- g. The lead agency shall issue regular invoices and supporting documentation to the participating agency, but no more frequently than once per month.
- h. The participating agency shall promptly pay invoices for its scope of work and supporting project development and construction management costs.
- i. The lead agency shall notify the participating agency of significant project meetings, such as pre-construction meetings and any meetings to negotiate significant project changes involving the participating agency's scope of work.
- j. The lead agency shall notify the participating agency when the participating agency's scope of work is complete to enable a final inspection by the participating agency.
- k. The participating agency shall notify the lead agency of its acceptance of the work or of any required corrections to the work within ten (10) business days of the lead agency's notification.
- l. The jurisdictions shall cooperate to achieve successful resolution of any deficiencies identified in the work. In the event of a dispute about the compliance of the work with the contract terms, the lead agency shall retain full authority to administer the close out process of its contract.

Section 5. Additional Provisions Regarding Work Performed by the City of Richland. Each jurisdiction hereby commits to the following with respect to work completed by City of Richland staff and equipment:

- a. Upon receiving a request from the Port for City services, the City Public Works Department will determine its availability after considering the potential impact to City needs. If the City determines that its staff and equipment can support the Port's requested work, the City will notify the Port of that determination within thirty (30) calendar days.
- b. The Port shall be responsible for planning, scheduling, and provision of necessary site safety and logistical support needed by the City's staff.
- c. The City will prepare an invoice for the work performed using its standard labor, equipment and overhead rates.
- d. The Port shall pay the City's invoice in a timely manner.

Section 6. Temporary Immediate Response for Emergency Work or Minor Repairs:

For work that is considered minor (e.g. not "capital" work projects), or emergent, the Port may contact the City for immediate repair work on rail issues of any nature. In an instance of minor or emergency work, the City will determine its ability to meet the Port's needs based on staff availability and expertise. The City's determination of its staff's availability and suitability for the requested work shall be at its sole discretion. If the City determines its staff is both available and suitable, the City will complete the requested work and thereafter prepare an invoice for the work that was performed using its standard labor, equipment and overhead rates. The Port shall pay the City's invoice in a timely manner.

Section 7. Modification: Amendments to this Agreement must be in writing and executed by the duly authorized representative for each Jurisdiction. Said amendments may be executed by the Richland City Manager and Port of Benton Executive Director without further legislative body action.

Section 8. Term of Agreement and Termination:

- a. The term of this Agreement, commencing on the Effective Date, shall become effective on full execution hereof, and upon posting on at least one Jurisdiction's website as provided in RCW 39.34.040. Either Jurisdiction may choose to record this Agreement at its own expense, but recordation is not required.
- b. This Agreement may be terminated upon thirty (30) calendar days' written notice of either party. Termination of this Agreement shall not void or alleviate the terminating party's obligations for work in progress or under executed contract at the time notice of termination is given.

Section 9. Disclaimer/No Liability

Neither party shall be liable to the other for the quality or timeliness of work performed by any contractor procured under this Agreement.

Section 10. Inspection of Records: The records and documents with respect to all matters covered by this Agreement shall be subject to inspection by any Jurisdiction during the term of this Agreement, and shall be maintained thereafter in accordance with

the retention schedule established by the State of Washington for municipal records.

Section 11. No Separate Legal Entity: By this Agreement, the Jurisdictions do not intend to form a separate legal entity to conduct the cooperative undertaking. Further, no acquiring, holding or disposing of real or personal property will occur under this Agreement.

Section 12. Severability: In the event any term or condition of this Agreement or application thereof to any person, entity or circumstance is held invalid, such invalidity shall not affect any other terms, conditions or applications of this Agreement which can be given effect without the invalid term, condition, or application. To this end, the terms and conditions of this Agreement are declared severable.

Section 13. Venue, Applicable Law and Personal Jurisdiction: All questions related to this Agreement shall be resolved under the laws of the State of Washington. In the event that either Jurisdiction deems it necessary to institute legal action arising from this Agreement, such action shall be instituted in Benton County Superior Court.

Section 14. Authority To Execute: Each person executing this Agreement on behalf of another person, corporation, partnership, company, or other organization or entity represents and warrants that he or she is fully authorized to so execute and deliver this Agreement on behalf of the entity for which he or she is signing. The Jurisdictions hereby warrant to each other that each has full power and authority to enter into this Agreement and to undertake the actions contemplated herein, and that this Agreement is enforceable in accordance with its terms.

Section 15. Counterpart Originals: Execution of this Agreement and any amendment or other document related to this Agreement may be by electronic signature and in any number of counterpart originals, including portable document format (.pdf), each of which shall be deemed to constitute an original agreement, and all of which shall constitute one whole agreement.

[Signature Page to Follow]

IN WITNESS WHEREOF, the Jurisdictions have entered into this Agreement as of the day and year first written above.

CITY OF RICHLAND

PORT OF BENTON

Jon Amundson, City Manager

Diahann Howard, Executive Director

Attest:

Attest:

Jennifer Rogers, City Clerk

By:

Approved as to form:

Approved as to form:

Heather Kintzley, City Attorney

David Billetdeaux, Port Counsel

RESOLUTION 22-33

**A RESOLUTION OF THE PORT OF BENTON
CONSENTING TO ASSIGNMENT
AND ASSUMPTION OF GROUND LEASE
(E Dale Waters Trust/Norma Waters Trustee – Jerry Ivey/IFMA LLC)**

WHEREAS, on May 25, 2022, the Port was contacted by representatives for Norma Waters, Trustee, for E. Dale Waters Trust (“Lessee”) seeking the Port’s consent to assignment of lessee’s leasehold estate interest in the Port’s ground lease dated July 19, 2012 (hereinafter “Lease”) upon identifying a viable purchaser; and

WHEREAS, Jerry Ivey, dba IFMA LLC is interested in purchasing the lessee’s leasehold improvements located at 3160 George Washington Way, Richland, WA 99354, and will assume all title, rights and obligations currently held by Lessee under the Lease and any modifications thereof; and

WHEREAS, the Lease, as supplemented and modified by No. 3, expressly provides for assignment of the Lessee’s interest in the leasehold estate upon written approval of the Port, which written approval shall not be unreasonably withheld.

NOW THEREFORE BE IT RESOLVED that the Port of Benton Commission does hereby approve the Consent to Assignment and Assumption of Ground Lease from E. Dale Waters Trust, Norma Waters Trustee to Jerry Ivey and IFMA LLC; and

BE IT HEREBY FURTHER RESOLVED that upon formal commission approval and further agreed Lease Modification No. 3 to the Ground Lease between the Port of Benton and Jerry Ivey, IFMA LLC, the Executive Director is authorized to execute all documents and agreements on behalf of the Port to complete the transaction specified above.

ADOPTED by the Port of Benton Board of Commissioners, on this 11th day of October, 2022.

Christy L. Rasmussen, President

Roy D. Keck, Vice President

Lori Stevens, Secretary

CONSENT TO ASSIGNMENT OF LEASE

WHEREAS, the PORT OF BENTON (“LESSOR”) entered into a written Ground Lease Agreement dated July 19, 2012 for period effective July 1, 2012, with E. Dale Waters Family Trust (LESSEE), for the real property described in Exhibit A.

WHEREAS, E. Dale Waters Family Trust assigned its interest in the ground lease to “Norma Waters Trustee, (ASSIGNEE) by First Amendment to Ground Lease dated December 9, 2013; and

WHEREAS, Norma Waters Trustee now wishes to assign her interest in the ground lease to Jerry Ivy, IFMA LLC, a limited liability company of the State of Washington, upon approval by the Port of Benton Board of Commissioners and sale of leasehold improvements (ASSIGNEE).

WHEREAS, the ground lease term is for a period of twenty-five years (25), July 1, 2012 – June 30, 2037. The lease includes two, ten-year (10) option renewal terms.

NOW THEREFORE, the PORT OF BENTON, a municipal corporation of the State of Washington, as Lessor, hereby consents to the assignment of the above-described lease for the real property described in Attachment A to Jerry Ivy, IFMA LLC (Purchaser/Assignee/Lessee) with the execution of the 3rd Modification to Ground Lease between the Port of Benton and Jerry Ivy, IFMA LLC, a limited liability company of the State of Washington. This Consent to Assignment shall not release the assignors from any of their obligations under the lease agreement.

DATED this 11th day of October, 2022

By Authority of the Board of Commissioners
Of the PORT OF BENTON

By: _____
Diahann Howard, PPM®
Executive Director

EXHIBIT A
LEGAL DESCRIPTION
To Consent to Assignment of Ground Lease

LOT 4, SP 3478 LEASE LEGAL DESCRIPTION

IMPROVEMENTS/LEASEHOLD ONLY (Building 3, 3160 George Washington Way: Lot 4, SHORT PLAT 3478 recorded on January 8, 2016 and recorded under Volume 01 of Short Plats Page 3478 under Auditor File Number (AFN #2016-000952)

ALSO TOGETHER WITH AND SUBJECT TO easements, reservations, covenants, conditions and restrictions apparent or of record.

**RESOLUTION 22-34
A RESOLUTION OF THE PORT OF BENTON
AUTHORIZING A LEASE (5+ Years)
TO WESTINGHOUSE**

WHEREAS, the Port of Benton (Port) is authorized to enter into certain leases upon such terms as the Port Commission deems proper; and

WHEREAS, the Port and Westinghouse Electric Company, LLC (WEC) entered into a lease dated July 1, 2017 to January 31, 2018, with five (5) one-year options to renew for leasable space located at 2939 Richardson Road, Richland, WA, and:

WHEREAS, WEC desires to enter into a new five (5) year lease with two (2) 5-year options to renew, effective October 11, 2022, which has been negotiated by Port staff; and

WHEREAS, the Port Commission has called a regularly scheduled public meeting with notice of such meeting given as provided by law and such public meeting was held at such time and on said date; and

WHEREAS, Port staff and the Port attorney have reviewed the proposed Lease Agreement and find it is in proper form and it is in the Port's best interest; and

WHEREAS, after consideration of the attached lease agreement, the Port Commission has determined that the lease is proper.

NOW, THEREFORE, BE IT FURTHER RESOLVED that the Board of Commissioners of the Port of Benton hereby approves a five (5) year lease with two (2) 5-year options to renew with Westinghouse Electric Company, LLC as presented and authorizes the Port's Interim Executive Director to execute all documents and agreements on behalf of the Port to complete the transaction as specified above.

ADOPTED by the Port of Benton Board of Commissioners on October 11, 2022.

Christy L. Rasmussen, President

Roy D. Keck, Vice President

Lori Stevens, Secretary

**PORT OF BENTON
PROJECTS AND GRANTS STATUS**

October 2022

Project	Description	Grants Pursued/Received	Comments
1	Richland Innovation Center Rural County Capital Funds	Infrastructure improvements across already developed lots and the widening of Fermi Avenue	Benton County RCCF \$1,100,000 Working on re-scoping the project to bring it into budget. Likely to install street lights late summer 2023.
2	Richland Airport - Airfield Signage and Lights (PH1)	Replace Airfield Signs, Replace runway lights on RW 8/26 & 1/19 MIRL - CONSTRUCTION	FAA - \$3,200,000 No Match Required Construction is going well. Work in the runway intersection was completed ahead of schedule! Runway 8- 26 is opened and lighted. Work on Runway 1-19 will proceed to mid November.
3	Railroad Improvements - FRIB low interest loan	Provide low interest loan funding of railroad crossings at Van Giesen and Swift/Cemetery	FRIB - \$260,000 1% loan Cemetery crossing completed. Contractor just completing cleanup and punchlist items.
4	Innovation Cluster Accelerator Program Application	Washington Dept of Commerce, next evolution of POB, IPZ. Goal to support creation of clean energy industry lead alliance.	State - \$400,000 Project Coordinator, Legal, Communications contracts complete. Website in process.
5	Infrastructure Investment and Jobs Act - Grant Funds	Direct grants for the improvement of public use airports.	Richland Airport \$1,480,000 Prosser Airport \$ 790,000 Still waiting on formal approval and information on use of funds.
6	Community Aviation Revitalization Board (CARB)	WSDOT funding to allow the Port of Benton to acquire existing hangars that are near the end of their long term leases and are located within the area in the Master Plan shown for removal.	WSDOT \$750,000 CARB Low interest 20 year loan with initial payment is due in 2026. Interest rate is 2% and hangar revenues cover debt service. Project at Richland Airport Appraisal completed.

**PORT OF BENTON
PROJECTS AND GRANTS STATUS**

October 2022

Project		Description	Grants Pursued/Received	Comments
7	National Highway Freight Program (WSDOT portion)	SR 240 rail signal and crossing reconstruction. City of Richland and Port of Benton are jointly submitting on this project. City will be installing a bike/ped path on north side of crossing.	WSDOT \$865,000 POB \$135,000	WSDOT approval received. Anticipate replacement in first half of 2023.
8	Washington State Department of Transportation Aviation Division - Airport Grants	Environmental Sustainability Grants. Grant provides for purchasing electric ground support equipment.	WSDOT \$50,000 Local Match - \$2,500	Working on an application to purchase electric aircraft handling equipment.
9	Railroad Improvements - FRAP grant	Provide grant funding of railroad crossings, ties and rail	FRAP - \$1,000,000 POB \$250,000	Application submitted will know if moving forward in November
10	Consolidated Rail Infrastructure & Safety Improvement (CRISI)	"White Bluffs Rail" remaining crossings, ties, panels and rail	\$5-\$8M project 80%Fed/20%POB Match	Over \$1.4 billion available; application due December 1
11	Washington State Department of Commerce Industrial Site Readiness	Provide funding towards water, electrical, roads	\$200,000-\$500,000 Applications Due Oct 14th	In review discussion of site areas; also shared with City of Richland for 1,341 ac North Horn Rapids.