



**Board of Directors
Chelan Douglas Regional Port Authority
Special Meeting Minutes
February 23, 2022
9:00 am**

Present:

Directors:

JC Baldwin, Director
Rory Turner, Director
Donn Etherington, Director

Jim Huffman, Director
W. Alan Loeb sack, Director
Mark Spurgeon, Director

Staff:

Jim Kuntz, Chief Executive Officer
Trent Moyers, Director of Airports
Stacie de Mestre, Capital Projects Manager
Sarah Deenik, Comm. Specialist (Zoom)
Tricia Degnan, CTC Manager (Zoom)

Monica Lough, Dir. of Finance & Admin.
Quentin Batjer, Legal Counsel
Cami Harris, Executive Assistant
Pete Fraley, Legal Counsel (Zoom)
Bealinda Tidd, Acct. Specialist (Zoom)

Guests:

Chris Mansfield, T.O. Engineers (Zoom)

Kyle Lamb, KPQ (Zoom)

The Chelan Douglas Regional Port Authority Board Meeting was called to order at 9:03 am.

Introductions were made.

Conflict of Interest: None

CDRPA CONSENT AGENDA:

The Chelan Douglas Regional Port Authority Consent Agenda consisting of Minutes of February 8th, 2022 Meeting; and January 2022 Commission Calendar, was presented and the following action was taken.

Motion No.

Moved by:

Seconded by:

02-11-22 CDRPA

W. Alan Loeb sack

Mark Spurgeon

To approve the Chelan Douglas Regional Port Authority Consent Agenda consisting of Minutes of February 8th, 2022 Meeting; and January 2022 Commission Calendar, as presented.

Motion passed 6-0.

CDRPA ACTION ITEMS:

CDRPA Resolution No. 2022-02 – CDRPA Resolution No. 2022-02 Rules Governing Transaction of Business was presented. This Resolution was amended following the previous meeting to include two items, per Board suggestion. The Following action was taken:

Motion No.
Moved by:
Seconded by:

02-12-22 CDRPA

Mark Spurgeon
Rory Turner

To adopt Chelan Douglas Regional Port Authority Resolution No. 2022-02 approving Rules Governing the Transaction of Business for the Chelan Douglas Regional Port Authority.

Motion passed 6-0.

Authorization to Seek Bids – Pangborn Airport Taxiway A Realignment Project – Kuntz & deMestre provided information on the Taxiway A Realignment Project including work to be completed in phases, the current Engineer’s estimate, and the proposed timeline for the project. The Airport will apply for FAA grant funds which will fund 90% of the project. Discussions ensued and the following action was taken:

Motion No.
Moved by:
Seconded by:

02-13-22 CDRPA

Mark Spurgeon
Jim Huffman

To authorize the CEO to seek bids for the Pangborn Memorial Airport Taxiway A Realignment Project.

Motion passed 6-0.

Authorization to Solicit Qualifications for Architectural Services – Pangborn Memorial Airport General Aviation Terminal Building – Kuntz & deMestre provided information on the General Aviation Terminal Building Project Architectural Design Phase including the proposed timeline. The Board asked a host of questions, and the following action was taken:

Motion No.
Moved by:
Seconded by:

02-14-22 CDRPA

Jim Huffman
Rory Turner

To authorize the CEO to solicit Qualifications for Architectural Services for the Pangborn Memorial Airport General Aviation Terminal Building remodeling project.

Motion passed 6-0.

Executive Flight Jet A Reclaim & Fuel System Improvements Project – Kuntz & Russ provide information on the Jet A Reclaim & Fuel System Improvement Project. The project includes repair of the anti-icing fuel injection system and the installation of a sump fuel reclaim system. Granite Petroleum was the sole bid for the project. Discussions ensued and the following action was taken:

Motion No.
Moved by:
Seconded by:

02-15-22 CDRPA

Rory Turner
W. Alan Loeb sack

To authorize the CEO to award the Jet A Reclaim & Fuel System Improvements Project to Granite Petroleum in the amount of \$61,581.55 including Washington State Sales Tax and to establish an overall project budget in the amount of \$65,000.

Motion passed 5-1.
Commissioner Spurgeon Nay.

Authorization to Purchase the Darlene K. Curtis Property in Malaga – Kuntz reported the Port of Chelan County has an Option to Purchase Agreement in place to purchase the Darlene Curtis Property in Malaga. Kuntz recommended the Board proceed with purchasing the property. The following action was taken:

Motion No.	02-16-22 CDRPA
Moved by:	Jim Huffman
Seconded by:	Donn Etherington
	To authorize the CEO to purchase the Darlene K. Curtis Property in Malaga.

Motion passed 6-0.

Partners in Economic Development Application – Wenatchee River Institute – Kuntz reviewed the Wenatchee River Institute Partners in Economic Development application. After Board discussion, it was decided to take no action on this item.

POCC ACTION ITEM:

POCC Resolution No. 2022-03 – POCC Resolution No. 2022-03 Rules Governing Transaction of Business was presented. This Resolution was amended following the previous meeting to include two items, per Board suggestion. The following action was taken.

Motion No.	02-17-22 POCC
Moved by:	Donn Etherington
Seconded by:	Rory Turner
	To adopt Port of Chelan County Resolution No. 2022-03 approving Rules Governing the Transaction of Business for the Port of Chelan County.

Motion passed 3-0.

PODC ACTION ITEM:

PODC Resolution No. 2022-02 – PODC Resolution No. 2022-02 Rules Governing Transaction of Business was presented. This Resolution was amended following the previous meeting to include two items, per Board suggestion. The following action was taken.

Motion No.	02-18-22 PODC
Moved by:	Mark Spurgeon
Seconded by:	W. Alan Loeb sack
	To adopt Port of Douglas County Resolution No. 2022-02 approving Rules Governing the Transaction of Business for the Port of Douglas County.

Motion passed 3-0.

Director Baldwin called for a 10-minute break at 10:15 am; meeting reconvened at 10:25 am.

INFORMATIONAL ITEMS:

SoCo Crossing Project – Covenants & Revised Timeline PSA – deMestre reviewed modifications to the Purchase & Sale Agreement as requested by SPORT Wenatchee, LLC. Discussions ensued and the following action was taken:

Motion No.
Moved by:
Seconded by:

02-19-22 CDRPA

Rory Turner

Mark Spurgeon

To authorize the CEO to negotiate and sign an amendment to the SPORT Wenatchee, LLC Purchase & Sale Agreement addressing the following matters:

- *To change the Building Permit Date to May 1, 2022.*
- *To show proof of financing for the purchase price of the property plus the estimated construction costs for Phase 1 on or before the Building Permit Date.*
- *To account for phasing and the value of the improvements in the Option to Repurchase.*

Motion passed 6-0.

4th Qtr. 2021 Pangborn Airport Activity Report – Moyers reviewed the 4th Qtr. 2021 Airport Activity Report including enplanements, fuel sales, and rental car revenue.

December 2021 & January 2022 Pangborn Airport Parking Reports – Moyers reviewed the Parking Reports for December 2021 & January 2022.

MISC STAFF REPORTS:

Kuntz provided information and updates including:

- Recently met with Douglas County regarding requirements for potential Contractor Yards at the Airport. More information will be brought to the Board at an upcoming meeting.
- Discussion on .09 Sales Tax Fund as it relates to the fund including Workforce Housing.
- Work continues on Chelan County PUD 5th Street Campus RFP.
- Meeting with senior leadership at Douglas County PUD this week regarding their Hydro Project.
- NCW Tech Alliance Tech Tour will be held at Executive Flight this Friday at noon.

Lough provided information and updates including:

- Received our invoice for the 2021 Chelan County Election costs: \$53,776.
- Working on legally transferring several prior Pangborn buildings to the Regional Port Authority through Douglas County.
- Attended a Chelan County Levy Workshop last week.

Moyers provided information and updates including:

- New FBO Manager, Colby Goodrich, started on February 14th.
- Will attend a PFC Consultation meeting on March 24th.
- Update on Lake Chelan Airport including status of their Environmental Assessment and the installation of the VirTower System; it is currently up and running.
- August 6th is Pangborn Aviation Day/Airport Open House.

de Mestre provided information and updates including:

- Update on the Chelan County PUD 5th Street Campus RFP project timeline.
- Working on a long-term agreement with Chelan County PUD for Orondo River Park management.
- Update on the EPA Brownsfield Grant; several projects are being completed using a portion of the funds. Looking for more qualified projects.

Russ provided information and updates including:

- Update on the irrigation water at the Airport; working with Greater Wenatchee Irrigation District on the project. New water meters must be installed prior to the Airport receiving irrigation water for 2022.

Cridlebaugh provided information and updates including:

- Reported on a potential tenant for the 3306 Building.
- Economic Development Department has resumed Trade Show attendance.

PUBLIC COMMENT – An opportunity for public comment was provided; however, no public comments were received.

REVIEW CALENDAR OF EVENTS: Did not review.

ITEMS FROM BOARD OF DIRECTORS: Board of Directors provided various updates.

EXECUTIVE SESSION:

An Executive Session was called at 12:15 pm for 30-minutes to consider the acquisition of real estate by lease or purchase when public knowledge regarding such consideration would cause a likelihood of increased price (RCW 42.30.110(1)(b)). Executive Session was extended at 12:45pm for 10-minutes.

Meeting reconvened in Regular Session and was immediately adjourned at 12:55 pm with no action taken.

Signed and dated this 8th day of March, 2022.

CHELAN DOUGLAS REGIONAL PORT AUTHORITY



JC Baldwin, Director



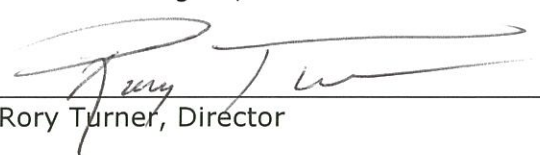
Jim Huffman, Director



Donn Etherington, Director



Mark Spurgeon, Director



Rory Turner, Director



W. Alan Loebisack, Director

**CHELAN DOUGLAS REGIONAL PORT AUTHORITY
RESOLUTION NO. 2022-02**

**A RESOLUTION OF THE CHELAN DOUGLAS REGIONAL PORT AUTHORITY
ADOPTING RULES GOVERNING THE TRANSACTION OF ITS BUSINESS AT
REGULAR AND SPECIAL MEETINGS**

Whereas, RCW 53.12.245 requires a Port Commission to adopt rules governing the transaction of its business at its regular and special meetings, and

Whereas, the Chelan Douglas Regional Port Authority Board believes it is important that citizens understand the process to be followed by the Board when it conducts its meetings and considers taking action on matters before it,

Now, Therefore, be it resolved by the Board of Directors of the Chelan Douglas Regional Port Authority that the following rules shall be utilized by the Board at its regular and special meetings:

1. INFORMATION PHASE

a. Introduction of Issue

- i. The Board President (or vice president in his/her absence) will introduce an issue, stating whether action will be taken on the issue or whether the issue is introduced for discussion only.

b. Conflict of Interest

- i. In the event a Board Member believes that he/she has a conflict of interest, he/she will publicly disclose it and, if confirmed, he/she shall not further participate in any discussion and/or debate concerning such issue and shall not vote on the issue. Note: Any Conflict of Interest will be declared at the beginning of any regular meeting or special meeting.

c. Staff Report

- i. The Board may ask Port staff to make a presentation on the issue including any recommendations they may have. On occasion this may also include a report from a consultant with subject expertise.

d. Board of Director Questions

- i. During and after a staff presentation Board Members may ask questions of staff or any consultant to clarify any aspects of the presentation. Board Members may also ask questions of Legal Counsel.

e. Public Input

- i. The Board President will ask the public present at the meeting if anyone would like to provide input on the issue under consideration.

2. ACTION PHASE

a. Deliberation Phase

- i. The Board will discuss among themselves the merits of the issue and the proposed action. Each Board Member will have the opportunity to offer his/her opinion and any conditions he/she would want placed (if any) on a proposed action.
- ii. As part of its deliberation, the Board may determine that the issue needs further staff review, consideration or discussion and, if so, may delay any action to another Board meeting. Alternatively, the Board may proceed to the voting phase.

b. Motion Phase

- i. If there is support for action on an issue, a Board Member will make a motion proposing the action to be taken. If there is sufficient support, another Board Member will second the motion. If there is no second the motion fails and, unless an alternative motion on the issue is made and seconded, the Board will proceed on to the next agenda item.
- ii. If the motion receives a second, the Board President will ask if there is any additional input from Port staff, consultants, Legal Counsel, or the public present at the meeting. Input shall be limited to the motion before the Board.
- iii. The Board President will then call for the vote on the motion. Prior to the vote any Board Member may elect to have a Port staff member and/or Legal Counsel restate the proposed motion to ensure clarity before the vote of the Board.

c. Voting Phase

- i. The Board President will call for the vote. Each Board Member will publicly state whether he/she votes yes, no or abstain. Two affirming votes are required from each Port District Board Member for a motion to pass.
- ii. The Board President will announce the result of the vote and the action to be taken on the issue, if any.

Adopted by the Board of Directors of the Chelan Douglas Regional Port Authority at a regular meeting thereof held this 23rd day of February, 2022.



JC Baldwin, Director



Donn Etherington, Director



Rory Turner, Director



Jim Huffman, Director



Mark Spurgeon, Director



W. Alan Loebach, Director

**PORT OF CHELAN COUNTY
RESOLUTION NO. 2022-03**

**A RESOLUTION OF THE PORT OF CHELAN COUNTY ADOPTING RULES
GOVERNING THE TRANSACTION OF ITS BUSINESS AT REGULAR AND SPECIAL
MEETINGS**

Whereas, RCW 53.12.245 requires a Port Commission to adopt rules governing the transaction of its business at its regular and special meetings, and

Whereas, the Port Commission believes it is important that citizens understand the process to be followed by the Commission when it conducts its meetings and considers taking action on matters before it,

Now, Therefore, be it resolved by the Commissioners of the Port of Chelan County that the following rules shall be utilized by the Port Commission at its regular and special meetings:

1. INFORMATION PHASE

a. Introduction of Issue

- i. The Port Commission President (or vice president in his/her absence) will introduce an issue, stating whether action will be taken on the issue or whether the issue is introduced for discussion only.

b. Conflict of Interest

- i. In the event a Port Commissioner believes that he/she has a conflict of interest, he/she will publicly disclose it and, if confirmed, he/she shall not further participate in any discussion and/or debate concerning such issue and shall not vote on the issue. Note: Any Conflict of Interest will be declared at the beginning of any regular meeting or special meeting.

c. Staff Report

- i. The Port Commission may ask Port staff to make a presentation on the issue including any recommendations they may have. On occasion this may also include a report from a consultant with subject expertise.

d. Port Commission Questions

- i. During and after a staff presentation Commissioners may ask questions of staff or any consultant to clarify any aspects of the presentation. Commissioners may also ask questions of Legal Counsel.

e. Public Input

- i. The Port Commission President will ask the public present at the meeting if anyone would like to provide input on the issue under consideration.

2. ACTION PHASE

a. Deliberation Phase

- i. The Port Commissioners will discuss among themselves the merits of the issue and the proposed action. Each Port Commissioner will have the opportunity to offer his/her opinion and any conditions he/she would want placed (if any) on a proposed action.
- ii. As part of its deliberation, the Port Commission may determine that the issue needs further staff review, consideration or discussion and, if so, may delay any action to another Port meeting. Alternatively, the Port Commission may proceed to the voting phase.

b. Motion Phase

- i. If there is support for action on an issue, a Port Commissioner will make a motion proposing the action to be taken. If there is sufficient support, another Port Commissioner will second the motion. If there is no second the motion fails and, unless an alternative motion on the issue is made and seconded, the Port Commission will proceed on to the next agenda item.
- ii. If the motion receives a second, the Port Commission President will ask if there is any additional input from Port staff, consultants, Legal Counsel, or the public present at the meeting. Input shall be limited to the motion before the Port Commission.
- iii. The Port Commission President will then call for the vote on the motion. Prior to the vote any Commissioner may elect to have a Port staff member and/or Legal Counsel restate the proposed motion to ensure clarity before the vote of the Port Commission.

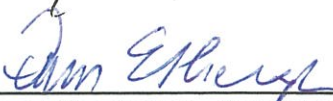
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- i. The Port Commission President will call for the vote. Each Commissioner will publicly state whether he/she votes yes, no or abstain.
- ii. The Port Commission President will announce the result of the vote and the action to be taken on the issue, if any.

Adopted by the Commissioners of the Port of Chelan County at a regular meeting thereof held this 23rd day of February, 2022.



JC Baldwin, Commissioner



Donn Etherington, Commissioner



Rory Turner, Commissioner

**PORT OF DOUGLAS COUNTY
RESOLUTION NO. 2022-02**

**A RESOLUTION OF THE PORT OF DOUGLAS COUNTY ADOPTING RULES
GOVERNING THE TRANSACTION OF ITS BUSINESS AT REGULAR AND SPECIAL
MEETINGS**

Whereas, RCW 53.12.245 requires a Port Commission to adopt rules governing the transaction of its business at its regular and special meetings, and

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- ii. The Port Commission President will announce the result of the vote and the action to be taken on the issue, if any.

Adopted by the Commissioners of the Port of Douglas County at a regular meeting thereof held this 23rd day of February, 2022.



W. Alan Loebsock, Commissioner



Mark Spurgeon, Commissioner



Jim Huffman, Commissioner