



**Board of Directors
Chelan Douglas Regional Port Authority
Meeting Minutes
September 12th, 2023
9:00 am**

Present:

Directors:

*Donn Etherington, Director
Jim Huffman, Director
JC Baldwin, Director (Excused Absence)*

*W. Alan Loeb sack, Director
Mark Spurgeon, Director
Richard DeRock, Director*

Staff:

*Jim Kuntz, Chief Executive Officer
Monica Lough, Director of Finance & Admin
Stacie de Mestre, Dir. of Econ Dev.
Ron Russ, Maint. & Prop. Mngr.
Colby Goodrich, FBO Manager (Zoom)
Sarah Deenik, Communications Coordinator*

*Brooke Lammert, Executive Assistant
Tricia Degnan, CTC Manager (Zoom)
Laura Camarillo-Reyes, Admin. Asst. (Zoom)
Craig Larsen, Comm. Relationship Mngr.*

Legal Counsel:

*Quentin Batjer, Davis Arneil Law Firm LLP
Pete Fraley, Ogden Murphy Wallace PLLC*

Guests:

*Mike Mackey, Community Member
Paul Sellars, Brig. General
Ben Gering, LTC
Mitchell Sieglock, COL
Jack Mushallo, COL
Matt Cooper, COL*

*Marc Brackett, CW5
Jason Kriess, Public Affairs
Brian Brett, Wenatchee Valley Fire Department
Stephanie Krabbe, Ardurra
Emily Thornton, Wenatchee World (Zoom)
Jason Taylor, KPQ (Zoom)*

The Chelan Douglas Regional Port Authority Board Meeting was called to order at 8:49 a.m. followed by a scheduled tour and presentation at the Executive Flight Building with Brigadier General Paul Sellars of the Washington State Army National Guard. Directors, Port employees, consultants and guests completed the tour and presentation at 11:00 a.m. The meeting reconvened at 12:00 p.m. at the Confluence Technology Center Building.

Introductions were made.

Conflicts of Interest: None

PUBLIC COMMENTS: An opportunity for public comment was provided. No public comments were received.

CHELAN DOUGLAS REGIONAL PORT AUTHORITY CONSENT AGENDA:

The Chelan Douglas Regional Port Authority Consent Agenda consisting of the August 8th, 2023 Tri-Commission Special Meeting Minutes, August 22nd, 2023 Meeting Minutes, Calendar of Events, and Check Register Pages #2023-35 through #2023-37, including Electronic Transfers was presented.

Motion No. 9-01-23 CDRPA
Moved by: W. Alan Loeb sack
Seconded by: Jim Huffman
To approve the Chelan Douglas Regional Port Authority Consent Agenda consisting of the August 8th, 2023 Tri-Commission Special Meeting Minutes, August 22nd, 2023 Meeting Minutes, Calendar of Events, and Check Register Pages #2023-35 through #2023-37, including Electronic Transfers.

Motion Passed 5-0
*Director Baldwin Excused

PORT OF CHELAN COUNTY CONSENT AGENDA:

The Port of Chelan County Consent Agenda consisting of Check Register Page #2023-07 was presented.

Motion No. 9-02-23 POCC
Moved by: Richard DeRock
Seconded by: Donn Etherington
To approve the Port of Chelan County Consent Agenda consisting of Check Register Page #2023-07.

Motion Passed 2-0
*Director Baldwin Excused

CHELAN DOUGLAS REGIONAL PORT AUTHORITY ACTION ITEMS:

Ownership Allocation Memo – Malaga Springs, LLC – Kuntz presented a proposed Ownership Allocation Memo recommending the 100% ownership of the Malaga Springs, LLC property by the Port of Chelan County should the transaction close. The following action was taken:

Motion No. 09-03-23 CDRPA
Moved by: Richard DeRock
Seconded by: Donn Etherington
To approve the Ownership Allocation Memo concerning the Malaga Springs, LLC property in Malaga.

Motion Passed 5-0
*Director Baldwin Excused

Malaga Water Pump Test – Bid Award – de Mestre gave a brief overview of the project, followed by a detailed summary of the bid recommendation with Selland Construction noted as the apparent low bidder.

Motion No. 09-04-23 CDRPA
Moved by: Richard DeRock
Seconded by: W. Alan Loeb sack
To authorize the CEO to award and sign the contract with Selland Construction for the Malaga Test Well 1 Pump Test Project in the amount of \$755,663.25 (including Washington State Sales Tax) upon receipt and acceptance of all necessary deliverables required by the contract documents from the contractor. Additionally, to establish an overall project budget in an amount not to exceed \$907,240.00.

Motion Passed 5-0
*Director Baldwin Excused

MISCELLANEOUS STAFF REPORTS:

Deenik provided information and updates including:

- Presented the final two design options for the Unified Tax Levy Voter Education postcard for Board feedback. Postcards will be mailed out in October when ballots are distributed.

PUBLIC COMMENTS: An opportunity for public comment was provided. No public comments were received.

Commissioner Spurgeon made the decision, with support from the Board, to end the meeting due to time constraints. The final items on the agenda are to be reviewed at the September 26th, 2023 meeting.

Meeting adjourned at 4:48 p.m.

Signed and dated this 26th day of September 2023.

CHELAN DOUGLAS REGIONAL PORT AUTHORITY



Mark Spurgeon, Director



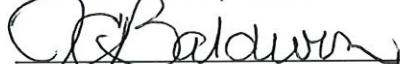
Donn Etherington, Director




Jim Huffman, Director



Richard DeRock, Director



JC Baldwin, Director



W. Alan Loebach, Director

**CHELAN DOUGLAS REGIONAL PORT AUTHORITY
OWNERSHIP ALLOCATION MEMO
MALAGA SPRINGS, LLC PROPERTY ACQUISITION
REAL PROPERTY ACQUIRED AFTER JANUARY 1, 2020
CHELAN COUNTY, WA PARCEL #222135230000**

On November 12, 2019, the Chelan Douglas Regional Port Authority Board of Directors adopted a policy governing capital investments. Section 3 of the policy addresses real property acquired after January 1, 2020. Under that section, the Board of Directors is required to adopt in advance an Ownership Allocation Memo as a means to allocate the percentage ownership of real property.

The Board of Directors has an interest in purchasing the Malaga Springs, LLC property located in Malaga, Washington with a parcel number of 222135230000. The property encompasses approximately 101.02 acres with an anticipated acquisition price of \$2,250,000.00.

Because this property is located within Chelan County and the Port of Chelan County has the financial resources to acquire the property using its own resources, the Board hereby approves the acquisition of 100% of the Malaga Springs, LLC property by the Port of Chelan County.

Once acquired, the Chelan Douglas Regional Port Authority shall manage the Malaga Springs, LLC property pursuant to and consistent with CDRPA Resolution No. 2020-02.

Board approved and signed this 12th, day of September 2023.

CHELAN DOUGLAS REGIONAL PORT AUTHORITY

Excused Absence

JC Baldwin, Director



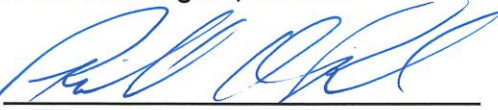
Jim Huffman, Director



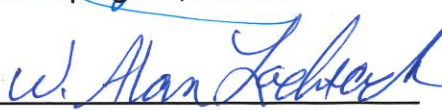
Donn Etherington, Director



Mark Spurgeon, Director



Richard DeRock, Director



W. Alan Loeb sack, Director



Electronic Record and Signature Policy

Effective September 12, 2023

1. **Purpose.**

The purpose of this Policy is to provide the extent to which the Chelan Douglas Regional Port Authority (CDRPA) will send and accept electronic records and electronic or reproduced signatures to and from other persons and otherwise create, generate, communicate, store, process, use, and rely upon electronic records and electronic or reproduced signatures. This Policy has been established by giving due consideration to security.

This Policy is subject to the governance and limitations expressed in state and/or federal law, including, but not limited to, the Uniform Electronic Transaction Act (Ch. 1.80 RCW), and the Electronic Signatures in Global and National Commerce Act (15 USC § 7001 et seq.).

2. **History of Policy.**

This Policy is intended to supersede any previous language or policy in place related to Electronic Records and Electronic or Reproduced Signatures.

3. **Definitions.**

This Policy adopts the definitions as stated in RCW 1.80.010, as it now appears or is hereafter amended. In addition to the definitions state in RCW 1.80.010, the following terms shall mean:

- a. Authorized Signer: The Board of Directors, Chief Executive Officer, Director of Finance and Administration, Department Heads, CDRPA Attorney, or any other CDRPA employee or agent that has been granted authority by the CDRPA Board of Directors to sign the specific record on behalf of the organization.
- b. Reproduced Signature: A reproduction of a wet signature that has been saved electronically, or by engraving, imprinting or stamping.
- c. Verification Software: Software used by the CDRPA to verify adequate preservation, disposition, integrity, security, confidentiality and auditability of record or document that is used for an electronic signature or reproduced signature.
- d. Wet Signature: A signature created in person when the signer physically marks the record or document.

4. **Use of Electronic Transactions, Electronic Signatures and Reproduced Signatures.**

- a. Authorized Signers are authorized to sign records or documents using an electronic signature or a reproduced signature for CDRPA records or documents as provided by this Policy.
- b. Authorized Signers may affix an electronic or reproduced signature only to the following records or documents:
 - i. Minutes of CDRPA Board Meetings;
 - ii. Minutes of Tri-Commission Meetings;
 - iii. Resolutions Adopted by the CDRPA Board;
 - iv. Accounts Payable Records (i.e. invoices and expenditure or write-off approvals);
 - v. Contracts or Agreements that the CDRPA is a party; and
 - vi. Engineering and building plans, approvals, and permits.
- c. An Authorized Signer shall use their own electronic or reproduced signature, and does not have the authority to sign for another Authorized Signer.

5. **Validity of Signature.**

The electronic signature or reproduced signature done in accordance with all applicable laws and this Policy is deemed to be valid to the same extent as a wet signature, unless the record or document by its terms requires a wet signature.

6. **Notary.**

The use and acceptance of an electronic signature affirmed by an electronic record notary public is permitted if the notarization complies with the Revised Uniform Law on Notarial Acts (Ch. 42.45 RCW), as it now appears or is hereafter amended, and RCW 1.80.100, as it now appears or is hereafter amended.

7. **Verification.**

- a. Electronic Signatures. Electronic Signatures created or accepted by the CDRPA shall be affixed to records or documents using Verification Software, or a software program that provides substantially similar

capabilities of the Verification Software for preservation, disposition, integrity, security, confidentiality and auditability of the record or document.

b. Reproduced Signatures. Reproduced signatures created or accepted by the CDRPA must be verified by the CDRPA employee sending or receiving the record or document. The verification may include, but is not limited to:

- i. Receipt of a faxed signature from a facsimile number verified as belonging to or traceable to the party that signed and transmitted the record or document; or
- ii. Receipt of an emailed signature from an email address verified as belonging to the party that signed and transmitted the record or document.

8. **Storage and Transmission of Electronic Records.**

- a. Storage. Electronic records shall be stored in such a way as to ensure their preservation, disposition, integrity, security, confidentiality, and auditability. Information that is necessary to verify the authenticity of an electronic signature or a reproduced signature must be stored with record or document, which may include the digital certificate used by the Authorized Signer, a fax coversheet or email verifying who sent and/or received the record or document, and the electronic notary information.
- b. Transmission. Electronic records shall only be transmitted via secure methods including, but not limited to, email, facsimile, data storage device (i.e. USB flash drive), Dropbox, and cloud-based digital signature platforms.

9. **Exemptions.**

- a. This Policy does not apply to any record or document that is required by law to have a wet signature.
- b. This Policy does not affect the CDRPA's ability to conduct a transaction using a physical medium and shall not be construed as a prohibition on the use of a wet signature. The CDRPA may still require records or documents to have a wet signature on a case-by-case basis.

- c. The private key used to create an electronic signature is exempt from public inspection and copying under the Public Records Act, Ch. 42.56 RCW.

Adopted by the Chelan Douglas Regional Port Authority Board of Directors on
September 12th, 2023.