

**PRELIMINARY AGENDA FOR REGULAR MEETING**

**August 21, 2024**

**I. WORKSHOP**

RKm Waterfront Update

**11:00 AM**

**II. OPEN SESSION**

Pledge of Allegiance

**12:00 PM**

**PUBLIC COMMENT: ITEMS ON THE AGENDA**

Speakers are asked to keep their comments to less than 3 minutes. Please feel free to submit comments in writing to the Chief Executive Officer.

**CONSENT ITEMS**

All matters listed under Consent Items have been distributed to each member of the Commission for review, are considered routine, and will be enacted by the motion of the Commission with no separate discussion. If a separate discussion is desired, that item may be removed from the Consent Items and placed under Action Items by request.

- A. Approval of Minutes of the Regular Meeting on August 7, 2024
- B. Approval of Checks
- C. Elevate NW/ Hidden River Roasters Assignment and Assumption
- D. Mackay Sposito South 35<sup>th</sup> Street Contract

**NEW BUSINESS/DISCUSSION ITEMS**

- E. 2<sup>nd</sup> Quarter Presentation- Director of Finance Krista Cagle, Environmental Project Manager Jennifer Taylor & Director of Business & Real Estate Derek Jaeger
- F. Immelman Hangars 2<sup>nd</sup> Amendment- Director of Business & Real Estate Derek Jaeger

**PUBLIC COMMENT #2:**

Speakers are asked to keep their comments to less than 3 minutes. Please feel free to submit comments in writing to the Chief Executive Officer.

**ACTION ITEMS**

- G. Immelman Hangars 2<sup>nd</sup> Amendment

**STAFF REPORTS & COMMENTS**

**COMMISSIONER REPORTS & DISCUSSION**

**ADJOURN REGULAR MEETING**

**Regular business and meetings that members of the Commission may attend:**

<b><u>Date</u></b>	<b><u>Meeting</u></b>
August 24, 2024	Wheels & Wings

(\*Denotes events in which two (2) or more Commissioners may attend)

Join the meeting on the Conference Call Line: (253) 215-8782

Meeting ID: 829 0393 6339, Password: 154722 or via this video link:

<https://us06web.zoom.us/j/82903936339?pwd=U01pdWY1V0tES3dMZWFkNjJNbUNVZz09>

# MINUTES OF THE REGULAR COMMISSION MEETING

## PORT OF CAMAS-WASHOUGAL

August 7, 2024

By: Mackenzey Thomason, Administrative Assistant

A Regular Meeting of the Commissioners of the Port of Camas-Washougal was held in person and virtually on Wednesday, August 7, 2024, at 12 p.m. Before the regular meeting, a workshop to discuss FAA-obligated Airports with Pearson Airfield was held at 11:00 a.m. The workshop ended at 12:00 p.m. when the regular meeting began.

PRESENT: Commissioner Cassi Marshall, Commissioner Larry Keister, Commissioner John Spencer, Chief Executive Officer David Ripp, Director of Finance Krista Cagle, Contract Manager Debra Itzen, IT/ Accounts Payable Kyle Chinn, Attorney Carolyn Lake, Administrative Assistant Mackenzey Thomason, and members of the press and public. The public has access through a designated Zoom conference call line or video link.

At 12:00 p.m. following the Pledge of Allegiance, Commissioner Keister called to open the Regular Session public meeting to order. The meeting is being recorded and the chat function has been disabled.

### **PUBLIC COMMENT #1 (Items on the Agenda):**

#### **City of Washougal Council Member Ernie Suggs:**

Suggs stated the City had a great turnout for their National Night Out last night, August 6<sup>th</sup>. Suggs also mentioned the City of Washougal's Art Festival event downtown Washougal this Saturday from 10 am-2 pm.

### **CONSENT ITEMS**

#### **Minutes & Checks**

Minutes from the Regular Meeting on July 17, 2024, electronic payments, and the issuance of general fund checks 9674-9708 and printed checks 50173-50174 in the total amount of \$836,232.85 were presented for approval. After a brief discussion, a motion was made by Commissioner Spencer and seconded by Commissioner Marshall, and the consent items were carried unanimously.

### **NEW BUSINESS/DISCUSSION ITEMS:**

#### **Kiva United Energy New Lease- CEO David Ripp:**

Ripp stated he had spoken about the Kiva lease at one of the prior meetings. Ripp re-explained Kiva leases land and spur near 28<sup>th</sup> Street for the operation of their propane storage. Ripp stated Kiva is undergoing a re-organization with their Canadian counterpart and will have a name change to Kiva United Energy. The company's request is to terminate their current lease and structure everything appropriately in the new lease draft. Approval will be requested during action items.

#### **Elevate NW/ Hidden River Roasters Assignment and Assumption- CEO David Ripp:**

Ripp explained Hidden River Roasted currently leases bays 7 and 8 at Building 18 in the industrial park and wishes to move out and transfer their current lease to their sub-tenant Elevate NW

Electric. Ripp stated Elevate NW Electric has been the sub-tenant for 3 years. Ripp stated there would be no change to the rate and the current lease term expires on March 31, 2027.

**RKm Hold Harmless- CEO David Ripp:**

Ripp explained the hold harmless is to allow RKm to place their job shack and trailer in the portion of the overflow parking area. Ripp stated part of the overflow parking lot will not remain open but may next summer and RKm's area will be fenced off. Approval will be requested during action items.

**Waterfront Soil Removal Contract- Contract Manager Debra Itzen:**

Itzen stated that Earth Engineers will provide geotechnical and environmental services during construction to confirm compliance with the work plan and the Department of Ecology site requirements. Itzen stated this would cost \$164,165.00, which was included in the Port's 2024 Capital Budget. Approval will be requested during action items.

**Port of Camas-Washougal Marina Fiber Optic Agreement- IT/Accounts Payable Kyle Chinn:**

Chinn stated NocTel is working with the Port to install fiber-optic cable in the marina. Chinn explained this will allow the Port to improve its camera security system and will also allow for future conversations surrounding tenant wi-fi. Chinn stated NocTel will be able to provide a separate Port network. Chinn stated this installation will be the first phase of upgrading the Port's infrastructure. Approval will be requested during action items.

**Mackay Sposito South 35<sup>th</sup> Street Contract- CEO David Ripp:**

Ripp stated Mackay Sposito will conduct fieldwork, engineering design, and develop a bid package to rehab the aged road surface of 35<sup>th</sup> Street. Ripp explained he would like to have a future conversation with the City of Washougal regarding dedicating the street back to them.

**PUBLIC COMMENT #2:**

**Bob Martilla of Washougal:**

Martilla asked if Chinn had thought about asking NocTel about infrared cameras to aid in future fire prevention. CEO Ripp responded and said he would check in with Chinn.

**Mayor of Washougal David Stuebe:**

Stuebe stated Washougal and Camas will be getting a new firehouse because the latest proposition has been passed. Stuebe stated he had the chance to visit the Dolphin Yacht Club via Local Connections, which was fun. Stuebe also mentioned Local Connections will meet on the 23<sup>rd</sup> of this month. Stuebe stated the City of Washougal's event, National Night Out was last night and the congresswoman attended. Stuebe also mentioned speaking with Bill Morrison, the WSDOT Director, about patching the Slough bridge. Stuebe stated it was important to investigate alternatives, not just putting a band-aid on the bridge.

**ACTION ITEMS:**

**Kiva United Energy New Lease:**

Commissioner Keister requested formal approval of the Kiva United Energy New Lease as presented during discussion items. Upon motion by Commissioner Marshall seconded by

Commissioner Spencer and carried unanimously, the Kiva United Energy New Lease was approved effective August 7, 2024.

**RKm Hold Harmless:**

Commissioner Keister requested formal approval of the RKm Hold Harmless as presented during discussion items. Upon motion by Commissioner Spencer seconded by Commissioner Marshall and carried unanimously, the RKm Hold Harmless was approved effective August 7, 2024.

**Waterfront Soil Removal Contract:**

Commissioner Keister requested formal approval of the Waterfront Soil Removal Contract as presented during discussion items. Upon motion by Commissioner Marshall seconded by Commissioner Keister and carried unanimously, the Waterfront Soil Removal Contract was approved effective August 7, 2024.

**Port of Camas-Washougal Marina Fiber Optic Agreement:**

Commissioner Keister requested formal approval of the Port of Camas-Washougal Marina Fiber Optic Agreement as presented during discussion items. Upon motion by Commissioner Marshall seconded by Commissioner Spencer and carried unanimously, the Port of Camas-Washougal Marina Fiber Optic Agreement was approved effective August 7, 2024.

**STAFF REPORTS & COMMENTS**

**CEO David Ripp:**

Ripp stated he had spoken with CWAA to discuss the current pattern altitude at Grove Field. Ripp stated 800-1000 AGL was proposed. Ripp stated at this time, he would like to let the dust settle and discontinue the conversation for a later time. Ripp stated he is going to meet with Alan Peters from the City of Camas and to confirm with him that City is planning to include the Port's property in their Comp Plan update study and maps. Ripp explained on August 17<sup>th</sup> RKm will be presenting from 11 am- 12 pm for a workshop regarding Hyas Point. Ripp mentioned solidifying a date for the 3-Ports meeting and spoke about the Port's Summer Concert. Ripp stated the concert went great and there were about 1,000 people in attendance. Ripp explained after the concert, there was not too much trash left around the park compared to the past 4<sup>th</sup> of July events at the Port.

**Upcoming Events:**

RKm Waterfront Update Presentation August 21<sup>st</sup>, 11 am-12 pm

Wheels and Wings August 24<sup>th</sup>, 11-3 pm

**Director of Finance Krista Cagle-**

Cagle stated the Port's Summer Concert went great. Cagle stated she wanted the Commission's opinion about having multiple concerts next summer. The Commission and Cagle agreed that it would be best if the Port hosted two concerts during the summer. Commissioner Spencer mentioned potentially partnering with the City of Camas to coordinate bands and schedules. Cagle mentioned the Songcraft Festival that is happening next Thursday and Friday, August 15<sup>th</sup> and 16<sup>th</sup>. Cagle explained the event will have 3 food vendors and will be from 4 pm to 8 pm each day. Cagle stated Wheels and Wings will be held on August 24<sup>th</sup> from 11 am-3 pm and you can pre-register your vehicle or airplane on the Port's website.

**COMMISSIONER REPORTS & DISCUSSION**

**Commissioner Spencer**

Spencer stated he had attended an interesting workshop at the City of Camas on Monday. Spencer stated the consultant working with the City of Camas explained the Camas-Washougal area could become the next Sacramento weather and environment-wise. Spencer stated this is why it is important to be environmentally friendly. Spencer stated the City of Camas is preparing for major budget cuts. Spencer closed by congratulating both Cities on the fire bond passing.

**Commissioner Keister**

Keister stated he spoke to Doug Quinn at the City of Camas. Keister explained the City of Camas is undergoing 5 strategic planning meetings and they would like to involve the Port. The commission agreed that the new Port CEO Lam would be a great representative at future meetings. Keister stated Lunch with Dave had a great turnout and most of the public's questions were about Hyas Point and parking. Keister stated the public also had questions about how the Port and both cities were planning on managing the area's future growth.

The regular meeting adjourned at 12:50 pm.

PORT OF CAMAS-WASHOUGAL COMMISSION

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Commissioners

## Port of Camas-Washougal Staff Report

**DEPARTMENT:**

**FOR THE AGENDA OF:**

**RECOMMENDATION:**

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**SUMMARY:**

**BUDGET IMPACT:**

N/A

Yes, describe:

**SUSTAINABILITY IMPLICATIONS:**

N/A

Yes, describe:

**DEI IMPLICATIONS:**

N/A

Yes, describe:

After recording, return to:

Immelman Hangars at Grove Field, LLC  
Attn. Scott Price  
3439 NW Sierra Dr.  
Camas, WA 98607

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Tax Parcel Nos. 175474-000 & 986028-872  
Portion of the SE ¼ S26, T2N, R3E WM

Space Above for Recording Information Only

**MEMORANDUM OF LEASE**

**(Phase III Grove Field)**

**PARTIES:**

“GRANTOR”: PORT OF CAMAS-WASHOUGAL, a Washington public port district organized and existing under the laws of the State of Washington; and

“GRANTEE”: IMMELMAN HANGARS AT GROVE FIELD, LLC, a Washington limited liability company.

**RECITALS:**

**WHEREAS** the parties entered into that certain Amended and Restated Lease effectively dated March 17, 2015, as subsequently amended (hereinafter the “**Lease**”);

**WHEREAS** a prior Memorandum of Lease was recorded on April 15, 2015 under Clark County Auditor File No. 5163505 (the “**Prior Memorandum**”);

**WHEREAS** Grantee previously exercised its option under the Lease to lease the Phase III premises (the “**Phase III Premises**”) and improve the same according to the terms of the Lease; and

**WHEREAS** Section 9.27 of the Lease requires this Memorandum of Lease to be recorded, the parties agree as follows:



**AGREEMENT:**

GRANTOR is the owner of the Phase III Premises legally described on the attached Exhibit "A" and depicted on the attached Exhibit "B", both of which are incorporated herein. GRANTEE holds a leasehold interest in the Phase III Premises pursuant to the Lease.

GRANTEE exercised its option to lease and develop the Phase III Premises on August 24, 2017. Pursuant to the Lease, the initial lease term for the Phase III Premises runs thirty (30) years to August 27, 2047, with the option to extend the term for the Phase III Premises for two (2) renewal terms of ten (10) years each for a total of fifty (50) years.

GRANTEE possesses a right of first refusal for the Phase III Premises pursuant to Section 9.24 of the Lease. The recording of this Memorandum of Lease puts all other third parties on general notice of the terms of the Lease, all of which are incorporated herein by reference.

*(signatures and acknowledgments on following pages)*





## Exhibit "A"



P.O. Box 2017 Battle Ground, WA 98604 | 360-723-5053 | Evan@Northern-LS.com

EXHIBIT " " "

July 12, 2024

### PHASE 3 LEASE AREA:

A portion of the Port of Camas-Washougal Tract as described in deed recorded in Auditor's File Number 3785641, Clark County Deed Records, located in the B.L. Gardner Donation Land Claim, in the Southeast quarter of Section 26, Township 2 North, Range 3 East, of the Willamette Meridian, Clark County, Washington, more particularly described as follows:

Beginning at the Southeast corner of the B.L. Gardner Donation Land Claim, thence North 00°06'13" East a distance of 1052.70 feet;

thence North 89°30'36" West a distance of 719.88 feet;

thence South 00°29'24" West a distance of 31.00 feet to the TRUE POINT OF BEGINNING;

thence South 00°29'24" West a distance of 422.33 feet;

thence North 89°30'36" West a distance of 60.00 feet;

thence North 00°29'24" East a distance of 191.33 feet;

thence South 89°30'36" East a distance of 12.92 feet;

thence North 00°29'24" East a distance of 69.67 feet;

thence North 89°30'36" West a distance of 12.92 feet;

thence North 00°29'24" East a distance of 161.33 feet;

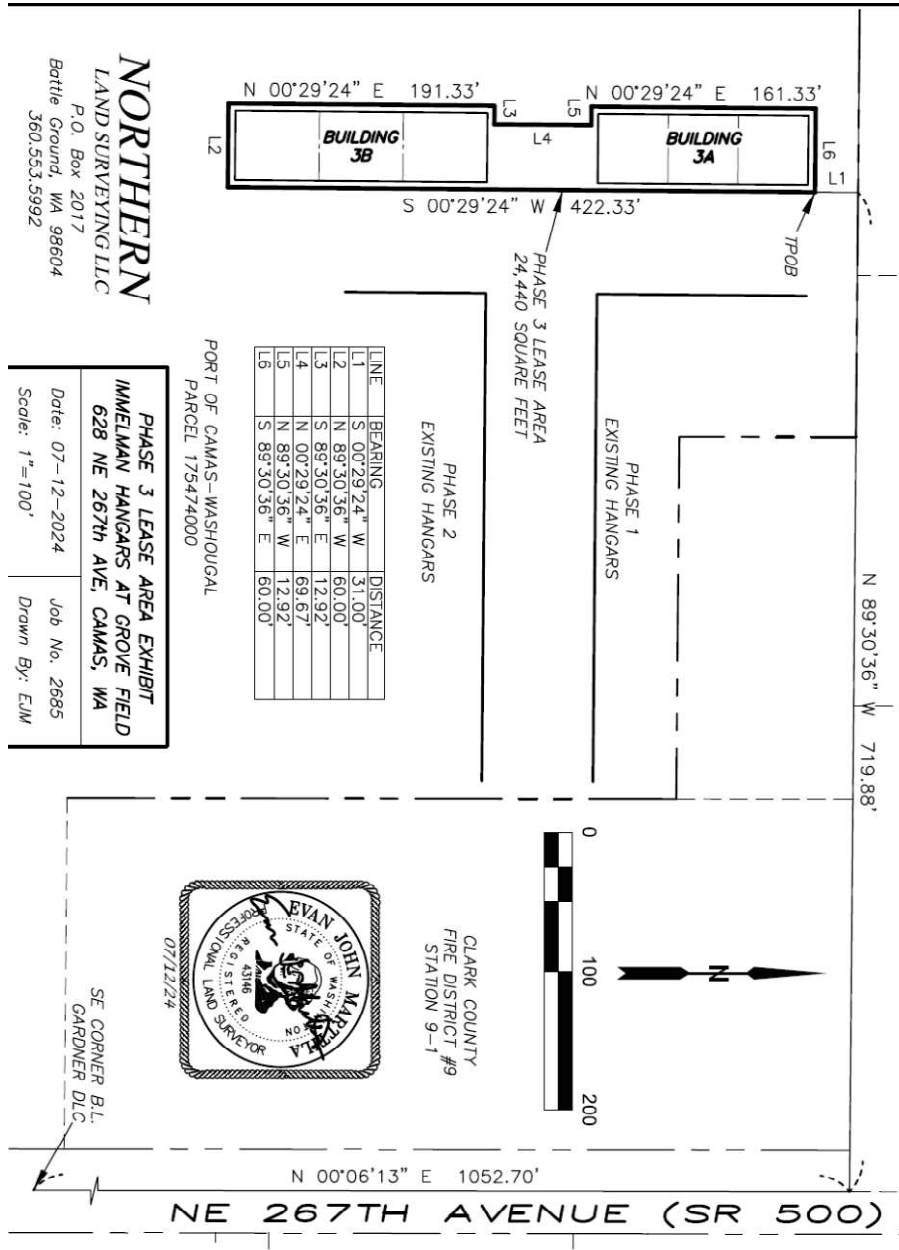
thence South 89°30'36" East a distance of 60.00 feet to the TRUE POINT OF BEGINNING.

Containing 24,440 square feet.



7/12/2024

# Exhibit "B"



**NORTHERN**  
**LAND SURVEYING LLC**  
P.O. Box 2017  
Battle Ground, WA 98604  
360.553.5992

Date: 07-12-2024  
Scale: 1"=100'

Job No. 2685  
Drawn By: EJM

**SECOND AMENDMENT  
TO  
AMENDED AND RESTATED LEASE  
BETWEEN  
THE PORT OF CAMAS-WASHOUGAL  
AND  
IMMELMAN HANGARS AT GROVE FIELD, LLC**

This Second Amendment (“**Second Amendment**”) to the Lease is made and entered into as of August 21, 2024 by and between the Port of Camas-Washougal, a Washington public port district organized and existing under the laws of the State of Washington, as “**Lessor**” or the “**Port**”, and Immelman Hangars at Grove Field, LLC, a Washington limited liability company, as “**Lessee**”.

**RECITALS**

- A. WHEREAS, Lessor and Lessee entered into that certain Amended and Restated Lease Between The Port of Camas-Washougal and Immelman Hangars at Grove Field, LLC effectively dated March 17, 2015, (“Original Lease”) as amended by the First Amendment to Amended and Restated Lease Between The Port of Camas-Washougal and Immelman Hangars at Grove Field, LLC dated January 10, 2024 (the “Lease”), for lease of certain airport premises defined therein;
- B. WHEREAS, the parties desire to amend the Lease pursuant to the terms of this Second Amendment;

**AGREEMENT**

NOW THEREFORE, for good, valuable and sufficient consideration, the receipt and sufficiency of which is hereby acknowledged, the parties incorporate Recitals A and B above into the terms of this Second Amendment and further amend the Lease as follows:

- 1. **Phase 3 Lease Area.** The Phase III lease area is legally described in Exhibit “A” attached hereto and incorporated herein and consists of 24,440 square feet. The Phase III lease area is depicted in Exhibit “B” attached hereto and incorporated herein. Exhibit B of this 2nd Amendment shall supercede and replace the graphic depiction of Phase II attached to the Original Lease as its Exhibit C.
- 2. **Phase 3 Construction.** Lessee shall complete the Phase III construction by August 24, 2025.
- 3. **Capitalized Terms.** Terms not expressly defined herein shall have their same meanings as provided in the Lease.
- 4. **Full Force and Effect.** Except to the extent expressly amended herein, all terms of the Lease shall remain in full force and effect.

5. **Counterparts.** This Second Amendment may be signed in counterparts, and electronically-produced signatures, scanned signatures and facsimile signatures shall constitute original signatures for all purposes under this Second Amendment and the corresponding Lease.

*(signatures and acknowledgments on following pages)*





IN WITNESS WHEREOF, the undersigned Lessee hereby executes this Second Amendment:

**Lessee:**

Immelman Hangars at Grove Field, LLC



By: Scott Price

Its: Authorized Agent

Date: 8-16-24

STATE OF WASHINGTON )  
 ) ss.  
County of Clark )

This record was acknowledged before me on August \_\_\_\_\_, 2024 by Scott Price, as Authorized Agent of Immelman Hangars at Grove Field, LLC.

\_\_\_\_\_  
NOTARY PUBLIC for the State of Washington,  
My Commission Expires: \_\_\_\_\_

**Exhibit "A"**



P.O. Box 2017 Battle Ground, WA 98604 | 360-723-5053 | Evan@Northern-LS.com

**EXHIBIT " "**  
July 12, 2024

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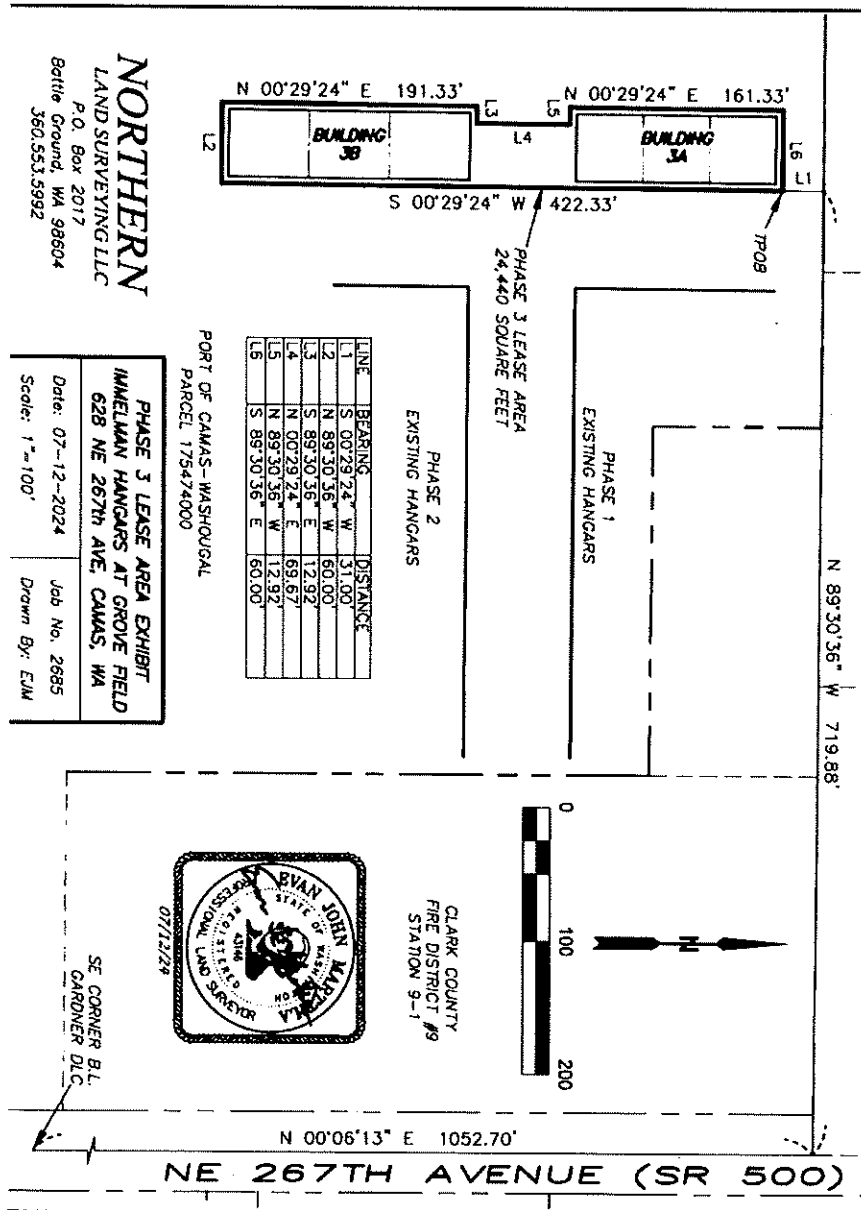
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Containing 24,440 square feet.



7/12/2024

Exhibit "B"



**NORTHERN**  
LAND SURVEYING LLC  
P.O. Box 2017  
Battle Ground, WA 98604  
360.553.5992

Date: 07-12-2024  
Scale: 1"=100'

Job No. 2885  
Drawn By: EJM