



**MINUTES OF THE BUSINESS MEETING**  
**Held April 16, 2018**

The April 16, 2018 Business Meeting was called to order at 5:16 p.m., by President Martin. The meeting was held at the Port of Sunnyside's Administration Office located at: 2640 E. Edison Avenue, Ste. 1, Sunnyside, WA.

**Commissioners and Staff present at the Business Meeting:**

Arnold Martin, Commission President  
Jim Grubenhoff, Commission Vice President  
Tyler Schilperoort, Commission Secretary  
Jay Hester, Executive Director  
Travis Jansen, Project Manager  
Lucia Navarro, Administrative Assistant  
Rob Faber, Legal Counsel

**GUESTS**

Ankur Tohan, K&L Gates  
Paul Johnson, Director of Construction (North America), Crop Production Services  
Tyler Stallock, Greystone Construction

The public hearing on Amendment and Supplement No. 29 to the Comprehensive Plan was opened at 5:18 pm by President Martin.

**LEGAL COMMENTS:** Rob Faber commented that as per RCW 53.20.010 notice was given of the public hearing on Amendment and Supplement No. 29 to the Comprehensive Plan via publication in the Daily Sun News. The notice ran in the Daily Sun News on Friday April 6, 2018 and again on Friday, April 13, 2018. As of meeting time, there were no written public comments.

**Comments:** None

The public hearing was closed at 5:20 pm.

Commissioner Martin announced an executive session for real estate and legal issues as allowed by RCW 42.30.110 Subsections C & I respectively.

Rob Faber indicated that those present for the executive session would be:

1. The Port Commissioners;
2. Jay Hester and Travis Jansen, as Port staff;
3. Rob Faber, as the Port's general legal counsel;
4. Ankur Tohan, the Port's legal counsel from K&L Gates' Seattle office; and
5. Jeff Cohen, by telephone, the Port's legal counsel from K&L Gates' Washington DC office.

Rob Faber announced that the expected time needed for the executive session was 30 minutes, and that there was possible action to be taken after the executive session. Rob further announced that the Commissioners would consider the following factors when considering the potential real estate transaction:

1. The potential economic benefits to the Port;

2. The potential risks to the Port; and
3. The Port's alternatives.

**EXECUTIVE SESSION:** The Executive Session was opened at 5:22 p.m. by President Martin to discuss real estate and legal issues as allowed by RCW 42.30.110 subsection C & I respectively. The session was expected to last 30 minutes. At 5:52 p.m. the session was extended for 10 minutes by President Martin. At 6:02 p.m. the session was extended for another 5 minutes by President Martin. The session closed at 6:07 p.m.

**Citizen Comments:**

Paul Johnson shared his reason for attending the commission meeting; which was to propose a short term lease on the property that CPS is purchasing. He stated the lease is needed to allow CPS access to the property to begin site construction in order to have their new facility up and operational by the upcoming fertilizer season. The current closing date on this property sale is May 15, 2018 and beginning construction at that time does not allow them enough time to meet their deadline. Rob shared that this property sale is well on its way to closing with only a few minor contingencies pending finalization. Paul stated that under this short term lease agreement CPS is willing to agree to a fair market rate for the property and that amount will be deducted from the sale price upon closing. Commissioner Martin asked for clarification on the Port's liability during this lease period. Paul responded that the Port is completely indemnified under this short term lease. He also shared that safety is their top priority at their construction sites. Commissioner Grubenhoff stated he has no problem with this proposal. Commissioner Martin stated he sees no issue with this agreement as long as the Port has no liability. Jay stated he believed the fair market price for this size of open ground to be \$5,000 per month. This amount was agreed upon by Commissioners and Paul Johnson. Jay also shared that a leasehold tax of 12.84% is required to be charged on top of the agreed upon rent amount for Department of Revenue tax collection purposes. Paul Johnson stated he was agreeable with the charges. Rob stated that he has reviewed the lease has no issue with it.

**ACTION ITEM:** Motion to approve the short term lease between the Port of Sunnyside and Crop Production Services and authorize Jay Hester to sign on behalf of the Port, dated April 16, 2018. Commissioner Grubenhoff moved to approve, Commissioner Schilperoort seconded. Motion approved 3-0.

**DISCUSSION/ACTION ITEMS:**

**EXECUTIVE DIRECTOR:**

- Jay presented Resolution 2018-04, A Resolution Adopting Amendment and Supplement No. 29 to its Comprehensive Plan of Development.

**PROJECT MANAGER:**

- Travis presented three irrigation pipeline easements for approval.

**GENERAL COMMENTS:**

**Staff Comments:** None

**Legal Comments:** None

**Commissioner Comments:** Commissioner Grubenhoff stated this was a very good and productive meeting and he appreciated the thorough discussion and openness of everyone.

Commissioner Martin shared his appreciation to his fellow commissioners for reviewing all options of the property deals presented at the meeting.

**ACTION ITEMS:**

- The consent agenda includes:

Minutes of the Business Meeting held on, April 2, 2018. Payroll issued on April 5, 2018 in the amount of \$36,911.43, payables issued on April 10, 2018 in the amount of \$355,458.24, totaling \$392,369.67. Commissioner Grubenhoff moved to approve, Commissioner Schilperoort seconded. Motion approved 3-0.

- Motion to approve Resolution 2018-04, A Resolution Adopting Amendment and Supplement No. 29 to its Comprehensive Plan of Development. Commissioner Schilperoort moved to approve, Commissioner Grubenhoff seconded. Motion approved 3-0.
- Motion to approve the easement for irrigation pipeline from property identified as Yakima County Assessor's parcel number 220901-32002 to parcel number 220901-33002, and authorize Jay Hester to sign on behalf of the Port. Commissioner Grubenhoff moved to approve, Commissioner Schilperoort seconded. Motion approved 3-0.
- Motion to approve the easement for irrigation pipeline from property identified as Yakima County Assessor's parcel number 220901-22001 to parcel number 220901-33002, and authorize Jay Hester to sign on behalf of the Port. Commissioner Schilperoort moved to approve, Commissioner Grubenhoff seconded. Motion approved 3-0.
- Motion to approve the easement for irrigation pipeline from property identified as Yakima County Assessor's parcel number 220912-21003 to parcel number 220901-33002 & 220912-22001, and authorize Jay Hester to sign on behalf of the Port. Commissioner Grubenhoff moved to approve, Commissioner Schilperoort seconded. Motion approved 3-0.
- Motion to approve the Letter of Intent between the Port of Sunnyside and Ameresco, Inc., a Delaware corporation, to be used as a basis for attempting to negotiate definitive agreements, including a lease agreement, a gas purchase agreement and various easements, and authorize Jay Hester to sign the Letter of Intent on behalf of the Port. Commissioner Grubenhoff moved to approve, Commissioner Schilperoort seconded. Motion approved 3-0.

**ADJOURNMENT:** The Business Meeting adjourned at 6:57 p.m., peace and harmony prevailing.

  
Arnold Martin, President

ATTEST:   
Tyler Schilperoort, Secretary