

MINUTES OF EVERETT PORT COMMISSION SPECIAL MEETING

September 18, 2012

PRESENT:

Troy McClelland	President
Michael Hoffmann	Vice President
Tom Stiger	Secretary
John Mohr	Executive Director
Karen Clements	Chief Finance Officer
Brad Cattle	Port Attorney

CALL TO ORDER: The Special Meeting of September 18, 2012 was called to order at 5:03 p.m. by Commission President Troy McClelland.

Commissioner McClelland announced that he would be moving two items off of the Consent Agenda. The first item is the Bay Wood Interim Cleanup Action Contracts, and the authorization to competitively bid those, which include the Contaminated Soil Disposal Contract and the Site Cleanup Work Contract. These contracts will be moved to the Chief Administrative Officer's report, and Les Reardanz will address both of those issues during his report. The second item is the Authorization for the Executive Director to sign the Port/City of Everett RDC Waterline Easement. Port attorney Brad Cattle reported that the reason it was being removed from the Consent Agenda is that it is related to the sale of Lot 8 of the Riverside Business Park and it will be entered into after the closing of the transaction, and so the County will be signing it instead of the Port of Everett. The Executive Director will not need to sign that document.

CONSENT AGENDA:

- Approval of Work Session Minutes of August 7, 2012, and Regular Meeting Minutes of August 14, 2012
- Approval of Bills for August 2012
- Authorization for the Executive Director to Sign the Department of Natural Resources Open Water Disposal Application
- Amendment to Lease with Regional Disposal Company; and Assignment and Assumption of the Lease with Regional Disposal Company at Riverside Business Park.

Commissioner Michael Hoffmann moved to approve the remaining items of the Consent Agenda for September 18, 2012. Commissioner Tom Stiger seconded the motion. A vote was called for:

Vote: 3-0
Yes: Hoffmann, Stiger, McClelland
No: None
Abstained: None

Motion carried.

1. EXECUTIVE DIRECTOR'S REPORT

Commission Workshop

Executive Director John Mohr reported that on September 25, 2012 from 9 a.m. to 3 p.m., the Port will hold a Workshop for discussion of the Port's Mission Statement. This meeting will be held in the Blue Heron Room. Appropriate notice will be published for the Workshop.

Resolution No. 973 – Authorization for the Executive Director to sign the Statutory Warranty Deed and Related Closing Documents for Lot 8 at the Riverside Business Park

Port attorney Brad Cattle reported that the sale of Lot 8 of the Riverside Business Park to Snohomish County is anticipated to close on Thursday, September 20, 2012. Resolution No. 973 has been prepared for the title insurer in that it clarifies very specifically that the Executive Director John Mohr, or in his absence, Acting Executive Director Les Reardanz, are authorized by the Commission to sign the Statutory Warranty Deed and the related closing documents for that sale transaction.

Brad Cattle asked for a motion adopting Resolution No. 973. Commissioner Stiger asked if government agencies paid the excise tax when one agency sells to another agency. Brad Cattle said that a portion of the real estate excise tax goes to the State, with a portion also going to the County.

ORIGINAL

The Port will net approximately \$7.6 million. Commissioner Stiger asked where this amount would show up on the Port's financials. Karen Clements responded that Port staff needs to do an analysis of the asset that the Port is selling and any adjustments that might have to be made because the Port will have to write off the asset. There may be a gain on the sale. Commissioner Stiger asked staff that when the analysis has been completed, to please provide that to the Commission. Brad Cattle said that he would also get the appropriate excise tax amount for Commissioner Stiger.

Commissioner Stiger moved to adopt Resolution No. 973 as presented. Commissioner Hoffmann seconded the motion. A vote was called for:

Vote: 3-0

Yes: Stiger, Hoffmann, McClelland

No: None

Abstained: None

Motion carried.

Executive Sessions

Port attorney Brad Cattle provided an overview of Executive Sessions held during the month of August, 2012. On August 14, the Port Commission recessed into Executive Session at 7:13 p.m. for approximately 30 minutes (to conclude at 7:45 p.m.) to discuss the strategy to be taken by the Port Commission during the course of collective bargaining that was currently in progress.

At 7:45 p.m., at the direction of Port Commission President Troy McClelland, Chief Administrative Officer Les Reardanz announced in the public meeting area that the Executive Session would be extended to 8:00 p.m. At the conclusion of the Executive Session, no action was taken by the Commission and no announcements were made. The Commission meeting was adjourned at 8:00 p.m.

City of Everett Planning Commission Public Hearing

Executive Director John Mohr said that a public hearing is scheduled for tonight on the zoning for the Kimberly Clark property. John said that it was his intention following the presentation of the Marina District Master Plan update to leave the dais and turn the Executive Director's responsibilities over to Les Reardanz in order to attend the balance of the public hearing. In furtherance of that, John Mohr asked the Commission to allow staff to move the Marina District Master Plan up to the next item on the agenda and proceed from there. The Commission concurred.

2.

MARINA DISTRICT MASTER PLAN UPDATE

Chief Administrative Officer Les Reardanz provided a brief review of steps taken for the Marina District Master Plan Strategy to date by Port staff and the Dykeman team. Dykeman team representatives include John Jones, David Leland, Jeff McClure and Paul Sorenson and are attending tonight's meeting to present the Master Plan Development Strategy and to answer questions.

The development strategy and theme for the Port of Everett Marina District is "back to basics" and includes an emphasis on boating, maritime business and related activities, job generation, and public access to the waterfront. The recommended development strategy has the following components:

Early Action: Residential and Commercial Village

The Village "Heart" to the Marina District is to be located at the entry way to the Residential and Commercial Village (Village Center). The Village Center requires approximately 12 acres and should be located where it will have high visibility to drive by traffic on West Marine View Drive and serve as a gateway and attractive entry to the Marina District. The mixed-use concept for the Village Center includes:

- Multi-family Residential
- Restaurants/Retail
- Hotel/Meeting Rooms
- Public Gathering Spaces
- Waterfront promenade overlooking the marina which is a key public access component
- Marine retail at gateway entrance

Future Action: Perimeter Development

- Parking improvements adjacent to North Marina
- Hotel and restaurant development
- Major public access element
- Marina services

Future Action: Employment Center

The concept for the largest portion of the site – 18 acres total with 13.4 acres developable – is to establish an Employment Center. The concept is for a mixed-use environment to accommodate a range of job-supporting businesses such as general office space, light manufacturing, and/or assembly, corporate headquarters, scientific offices, agency offices, and a similar eclectic mix of employment facilities. This part of the Marina District should be for capital and job intensive rather than land intensive businesses.

Public Access: Green Infrastructure

At the western end of the property, immediately adjacent to the river, is a large open space for public access and use. It is recommended as a public area for picnicking, festivals, entertainment, music, viewing boats and other public uses, activities and benefits. This space also connects to the existing trail system with the potential for a waterfront promenade.

Another facet of the strategy is to build parking into the Employment Center such that during weekends and evenings, the general public can use that parking for access to boating and the public space.

The development strategy allows for phasing of infrastructure such that all investment need not be made up front, but rather in lockstep with private sector investment. The concept also has exit strategies – designing in flexibility if markets change radically – housing could be substituted for some of the jobs area if necessary. Flexibility is essential to business success.

The Port is recommended to serve as master developer of the Marina District. The master developer’s role is essentially that of land development – all horizontal development. The buildings will be the responsibility of individual tenants. The concept anticipates a number of different developers, investors and tenants participating on the property. Investment diversity and the Port as master developer are part of a strategy that will allow local investors, developers and building users to participate in the Marina District, which in turn helps keep construction, supplies, lending, and many jobs within the local community.

Early Action: Marina Redevelopment

- Environmental Cleanup – Remove the ESY railway; dredging
- Preserve Existing Uses – Fishing fleet moorage; private boathouses; open moorage
- New uses – Guest moorage; yacht brokers; tour boats; visiting vessels
- Other – Hand powered craft

Future Action: Marina

- Financial Sustainability – Slip mix trends; upland storage/dry stack; pricing solutions
- Other Marina Related Activities – Next generation of boaters; programs and activities; non motorized boating
- Creating a Destination – Connection to community; added social component; floating homes
- Infrastructure – Maintenance program; Maintain flexibility; upland facilities

Paul Sorenson of BST Associates reported that upon an analysis of the Marina’s performance, it has been determined that the Marina is not generating sufficient net revenue for major capital projects. The Marina is also not performing as well as peer marinas. The Port of Everett is slightly more expensive to operate than most of its peers on a lineal foot basis. Only Oak Harbor is more expensive on a per lineal foot basis. Edmonds and Shilshole Bay Marinas have much higher revenues and lower operating costs per lineal foot.

Recommendations & Policy Implications

- Stay realistic and flexible
- Focus on maximizing use of existing facilities
- Seek new markets, if they meet financial objectives
- Expand market share without price competition
- Weed out inferior products but meet the needs of existing tenants – Eliminate small slips and provide more upland storage opportunities
- Increase the requirements for justification of capital expenditures
- Maximize use of grants and partnerships

Commissioner McClelland said he wasn't surprised by this analysis for the Marina as it is a reflection of what is happening in the market. Commissioner McClelland asked that Port staff receive the recommendations from the Dykeman team in greater detail as opposed to the simplified policy discussion because ultimately there is going to have to be some very clear detailed work and understanding on capital, whether or not the port can defer maintenance, and a number of different things. Commissioner McClelland wants to make sure that Port staff has the detailed recommendations so that when they come to the Commission they can do so armed with that information.

Wayfinding and Signage Plan

Concept – Keep it Simple: South, Central and North; Jetty Cove Boat Launch (Need to discuss boat launch name change with Port's partners).

Permanent moorage – Slip identification will use alphabetical numbers, with each area tied to a unique color.

- **South:** Orange
- **Central:** Blue
- **North:** Green

Guest dock moorage – Identification will be numbered

- **Guest Dock** 1, 2, 3, 4, 5, etc.

For the upland area, there would be a south portal, a central portal and a north portal with entryway signs directing people to the north, south, central marinas or businesses.

The proposed Wayfinding and Signage Plan has been endorsed by the Everett Fire Department, the boating public, Port staff and discussed and endorsed by upland tenants to solve current wayfinding issues in the central upland district.

Next steps for Wayfinding would be to finalize the comprehensive signage plan including regulatory signs, and work with the City of Everett on approval through the comprehensive signage program.

Les Reardanz reported that at the October 2, 2012 Work Session, Port staff and the Dykeman team will seek further discussion on the Master Plan Development Strategy. At the Commission Meeting on October 9, 2012, staff will seek action on the Development Strategy. If approved, final documentation will occur in October and implementation planning would begin in 2013.

Commissioner Stiger asked if the current zoning permits all of the activities described in the plan. Les Reardanz said this plan is within the current entitlement. There are some things that the Port will have to meet with the City about, but in terms of square footage, the Port is within the current entitlement. Commissioner Stiger asked if the City's Riverfront project and Kimberly Clark announcement to close its mill were factored into this plan. Les Reardanz responded that the team certainly discussed these issues, but felt that they were different potential uses far enough removed and didn't really affect what the Port is currently doing with its master planning.

Commissioner Hoffmann commented that the economic drivers that the Port is currently dealing with are far more volatile than they have ever been, so the prospect of having conditions change more rapidly is there. Commissioner Hoffmann emphasized that caution needs to be exercised to come up with some way of identifying those factors so that the Port can act on them.

David Leland said that the capital markets are unstable currently. The Dykeman team has had several discussions about timing in terms of going forward, the details that have to be done, the entitlement process, the refinement of the plans, cost estimate refining, marketing, etc. Taking all of these into consideration, the Dykeman team set a tentative target for occupancy sometime during the second half of 2016, as a way of working back through the steps. As with any market, the Port and Dykeman team will have to monitor these capital markets and the general real estate market as the project moves forward. If the instability remains, then that may put a delay on some of the infrastructure investment.

Commissioner McClelland asked what action will be sought in October. Les Reardanz said it would be for approval of the development strategy as presented. Commissioner McClelland asked for a clearer conversation on October 2 around what the next steps would be if the Commission approves the development strategy. The Commission needs to understand the bigger building blocks on October 2. Les Reardanz said that the team has a list of the items that have been discussed with the City as to how to move forward.

David Leland said that the Port is still very much in the pre-development phase which is a soft cost. With the Commission's approval to move forward, he suggested that the marketing should begin quietly but right away, so that when the Port is ready to spend hard money in the ground, which is the large part of the expenditure, the Port will have at least a couple of deals that are ready to go. The port should be contacting prospective developers, contacting prospective tenants and this should occur early.

Commissioner McClelland asked to have the detailed work documented for the Commission to use as future reference due to the lengthy process. There are concepts that the Commission has heard through the process that should be formally documented. They are essentially the underlying pieces that were discussed to get to this point, and that would help the Commission get to the idea that the strategy can be approved. Les Reardanz said the team is working on the document and it will include the recommendations.

Commissioner McClelland thanked the team and said the Port is on the cusp of having what appears to be a flexible reasonable plan that serves the community, the boating community, and the Port's constituents. The Commission needs the documentation to understand the strategy and then work can begin on planning the implementation process.

3. CHIEF ADMINISTRATIVE OFFICER'S REPORT

Administrative Support Contract

Chief Administrative Officer Les Reardanz reported that the Port and Local 32B Administrative Support employees have come to an agreement on the Administrative Support contract and provided the highlights of the contract to the Commission.

For the wage scale, the increases are consistent with the other bargaining units, 2.7 percent in 2012, 3.9 percent in 2013 and 3.9 percent in 2014. The Lead position is a supervisory position and it gets an incentive increase which is consistent with the other bargaining units. Also, for consistency purposes between the Administrative Unit and the other groups, if there is a temporary person filling in for more than four hours for the Administrative Lead, they get paid at that Administrative Lead pay.

Les Reardanz thanked Port staff and Ken Hudson for the hard work on this contract. Port staff would recommend that the Commission move to authorize the Executive Director to sign the agreement as presented.

Commissioner Michael Hoffmann moved to authorize the Executive Director to sign the agreement between the Port of Everett and the International Longshore and Warehouse Union Local 32B for the Administrative Support Staff. Commissioner Stiger seconded the motion. A vote was called for:

Vote:	3-0
Yes:	Hoffmann, Stiger, McClelland
No:	None
Abstained:	None

Motion carried.

Bay Wood Interim Cleanup Action Contracts

Les Reardanz reported that originally Port staff was looking at bidding the Bay Wood Interim Cleanup Action as two separate contracts, one for the disposal facility and one for the actual construction work itself. Thanks to the good work of Maija Lampinen and Erik Gerking, it behooves the Port to bid that in one package as opposed to two contracts. Staff now thinks the better course of action is to proceed as one contract.

Staff is requesting authorization to competitively bid this matter as one contract.

Commissioner Stiger moved to authorize staff to competitively bid the Bay Wood Interim Cleanup Action project including the solid disposal facility aspect and the associated civil site work as one contract. Commissioner Hoffmann seconded the motion. A vote was called for:

Vote: 3-0

Yes: Stiger, Hoffmann, McClelland

No: None

Abstained: None

Motion carried.

4.

DEPARTMENT REPORTS

Operations – Marina Report

Marina Director Jeff Lindhout provided a summary of Marina activities through August, 2012. Staff's goal was to increase overall occupancy in the Marinas by five percent, increase the number of visiting boaters by 10 percent, increase the overall boat storage revenues by five percent and increase Craftsman District revenues by five percent.

The statistics show that the permanent moorage performance at the Marinas are holding consistent with last year at 79 percent. Guest moorage performance is down compared to the same time in 2011, most likely due to weather related issues and the price of gas. The performance at the Craftsman District is on track and should increase as fall approaches. For yard revenues, the Port is at 63 percent of goal.

Seasonal hires generally work May through September during the year. The Marina had 14 students this year representing a variety of different universities - University of Washington, WSU, Gonzaga, Everett Community College, and Western. Some of the students are still with the Port and some have already left for school. The students supported the Marina, Marina Office, Terminals and Engineering & Planning.

The Port is advertising utilizing social media and has had numerous hits. The Port Pass discount booklets have also been popular. There were 22 visits from yacht clubs this year as opposed to 13 visits last year.

The Port now has bike rentals at the South Marina by Aqua Trek, the Fisherman's Market/Restaurant opened this summer at Harbor Marine, and there is a kettle corn, ice cream, hot dog vendor down at the boat ramp area. Seas the Day Café, ArrowCat Marine and Bluewater Distillery opened this summer in the Waterfront Center.

Over 100 Northwest Cruiser visitors were at the Marina this summer and were very well received. Jetty Island had approximately 35,000 visitors and the Farmer's Market has been extremely well attended. The popular concert series was well attended each week and Fresh Paint was a success.

Upcoming events include the Port's Customer Appreciation event on September 20, the Coho Derby and Swap Meet on September 22 – 23, and the Seattle Boat Show in January, 2013.

Other Marina activities that occurred this past year included updating the Marina Rules and Regulations which are now on the web site. The Marina installed new visitor information maps at the guest docks, and is in the process of beginning float resurfacing and floatation improvements. Another activity dock was added this year, and the Marina dredging project was completed in the South Marina.

Commissioner Stiger said he was glad to see the number of college students that were employed this summer.

Commissioner Stiger asked if the smaller boats that are somewhat seasonal paid on a sliding scale. Jeff Lindhout said moorage is paid by the foot, so the small boats are getting a break on that, and they also have the ability to put their boats on trailers and keep their boats upland. Commissioner Stiger asked if the per foot cost in a 28 foot slip was the same as a 40 foot slip. Jeff Lindhout responded no because of the beam of the boat, it increases with the larger size boats.

Commissioner McClelland said it was another successful summer, and clearly the Commission has had the chance to see some market analysis, so the team's continued focus on customer service continues to help in a tough market. Kudos to the entire Marina staff. Jeff Lindhout reported that staff has been great and they are working really hard.

Projects Update **ARRA Marine Terminal Lighting Improvements**

Chief of Engineering & Planning John Klekotka reported on the ARRA Marine Terminal Lighting Improvements project which has been underway since April 2012, and involves the installation of four light poles in Hewitt Terminal, five light poles in South Terminal, as well as the construction of thousands of feet of underground duct bank. The contractor, High Mountain Electric, began work in Hewitt Terminal, which essentially went as planned.

Once work began in South Terminal, a great deal of underground obstructions were encountered virtually throughout the terminal, including concrete foundations, concrete and asphalt rubble, timber pile stubs, and nests of old concrete reinforcing bars. Work to deal with these unknown underground obstructions has been done on a time-plus-expense basis (force account). To date, change orders have been approved in the total amount of \$123,848, including Washington State Sales Tax (WSST) for this force account work in addition to other miscellaneous project changes, resulting in an increase to the original contract of 9.5 percent. Port policy requires Commission approval of any changes greater than 10 percent.

Recent changes incurred for additional force account work, soil removal, and additional pavement work are estimated to be approximately \$64,646, including WSST, which will result in a total increase of approximately 14.5 percent, requiring formal Commission approval. Staff recommends Commission authorization of a change order for the additional force account work, soil removal work, and additional paving work in the amount of \$64,646, including WSST.

In addition to change order expenditures under the construction contract, other unanticipated expenses have been incurred due to testing and disposal of the contaminated soils, and ongoing Staff expense. Staff proposes an intra-business line CIP budget transfer from other Terminal CIPs that will underrun their 2012 budgets, such as the Terminal Maintenance Dredging project. This project budgeted \$647,500 in 2012, while only \$142,778 was expended through the end of the second quarter, and no additional expenditures are anticipated in 2012 on this project.

Staff requests that the Commission approve Change Order No. 4 to the construction contract with High Mountain Electric in the amount of \$64,646, including WSST, bringing the new total contract amount to \$1,487,301, including WSST.

Commissioner Stiger stated that utilizing dollars from the Terminal Maintenance Dredging project budget underrun doesn't justify the additional expense of this contract and asked if more funding dollars would be needed for the Terminal Maintenance Dredging projects. John Klekotka responded that the Terminal Maintenance Dredging is done for the year. Staff finished that project in February. Commissioner Stiger asked if that project did not have unallocated funds left, would the Port then have to do a budget amendment. John Klekotka agreed. Staff is simply letting the Commission know that a budget amendment is not necessary. Commissioner Stiger asked Karen Clements as the Finance Director if she was comfortable with this procedure.

Karen Clements said she agreed with what Commissioner Stiger was saying, that it doesn't justify the overrun. The overruns are justified by the other things that happened on that project, the unexpected conditions, etc. Regarding the overall budget, because the Port does have some underruns in some of its projects, we are not overrunning the group of projects at the Marine Terminals and we do not need a budget amendment.

Commissioner Stiger inquired that in this type of construction project, when there are elements underneath the surface, was an engineering estimate done before going out to bid. John Klekotka responded that there was an engineer's estimate that was lower than the low bid, but not by that much. John Klekotka did not have the exact numbers with him, but it did not include a contingency for unforeseen site conditions.

Commissioner Stiger inquired about the budgeted CIP dollar amount. John Klekotka said the CIP amount budgeted was \$1.56 million overall for the project. Staff is forecasting that the Port will spend approximately \$1.9 million on the project.

Commissioner McClelland asked Staff to clarify the budget terminology on the agenda cover sheet because it creates confusion. He suggested that Staff change the way the information is presented so the Commission better understands the budget vs. total budget. John Klekotka said he would discuss this with the Executive Director.

Troy McClelland said that having worked in and around complex construction projects with unforeseen conditions, there is no way to prejudge what will be under the surface. Commissioner McClelland said he was pleased to see that the Port is nearing completion of the project.

COMMISSION PRESIDENT'S REPORT

There was no Commission President's report.

COMMISSION DISCUSSION

Commissioner Hoffmann commented that he has been through the Marina redevelopment effort once before, and the resulting shakedown, and said it would be prudent for the Commission to have substantial discussion and give consideration to what might possibly be some rapidly changing conditions in the economy, and get some foresight so that the Port doesn't get caught planning for something that is contingent on what is present in the market place.

Commissioner McClelland said he thought that would be prudent as he thinks about that in terms of strategic planning, but he also thinks about that in terms of understanding gates and decision points.

Commissioner McClelland said he would entertain the Commission understanding that point a bit further, and it is also important to understand how the Port can flexibly address a very uncertain market.

Commissioner Stiger asked when it would be good to have the discussion because he said Commissioner Hoffmann has hit a button that the Commission really needs to be concerned about.

Les Reardanz said what he is hearing is that the Commission would like a discussion on economic forecasting and what are the drivers and the factors that drive the market such that we know and can understand what those may be as we are trying to analyze the Marina District Master Plan and other investments going forward. It sounds like it is a broader discussion than a Commission discussion, but rather needs some staff work to bring forward what those items are to tee up that discussion.

Commissioner McClelland commented that the Commissioners need to understand the current market conditions and economic inputs before moving to different phases in this development, and that is in part what he meant by understanding the big blocks of the process. Les Reardanz said that the Port is discussing the strategy, and as things progress into marketing and looking at various potential users, that is where these discussions are going to continue along as well. The strategy in and of itself is not an approval of moving toward construction.

Troy McClelland said on October 2, the Commission will see what the staff presents, and then in the context of that, the Commissioners will need to have a better understanding of the conditions, changes and inputs.

Commissioner Hoffmann commented that the Port seems to be in a transitional period so the opportunity for leadership and creative possibilities is prevalent; so if the Commission can identify and quantify this and have something tangible to act on, then we can provide that leadership.


CITIZEN COMMENTS

There were no Citizen comments.


No Executive Session was held.

THE SPECIAL COMMISSION MEETING WAS ADJOURNED at 7:30 p.m.


APPROVED: this 9th day of October, 2012. EVERETT PORT COMMISSION

By: 

Troy McClelland, President



Michael Hoffmann, Vice President



Tom Stiger, Secretary



ORIGINAL

Port of Everett
Voucher Approval List
for the month of
AUGUST
2012

We, the undersigned Commissioners of the Port of Everett, Snohomish County, Washington, do hereby certify the following vouchers/warrants have been certified and approved for payment this the 18th day of September, 2012:

Claims Voucher Nos	63420 - 63723	Total	2,081,199.80
Claims Wire Transfers:			
8/1, 8/16	Wire Transfer - IRS		150,699.95
8/24	Wire Transfer - Wa St Dept of Rev		74,040.40
8/16, 8/30	Wire Transfer - Union Bank		21,442.57
	Total Claims		\$2,327,382.72




Payroll Voucher Nos. 38835 - 39037 \$ 385,003.24

Payroll Wire Transfers:
8/7, 8/24, 8/21, 8/28 \$ 195,898.64

PMA Payroll (Longshore Labor)

Total Payroll \$ 580,901.88

Total Expenditures \$ 2,908,284.60

 President
 Vice President
 Secretary

Attest: Karen R A Clements Port Auditor