



PORT OF KENNEWICK REGULAR COMMISSION MEETING

SEPTEMBER 11, 2018 MINUTES

Commission President Thomas Moak called the Regular Commission Meeting to order at 2:00 p.m. in the Port of Kennewick Commission Chambers located at 350 Clover Island Drive, Suite 200, Kennewick, Washington 99336.

The following were present:

Board Members: Thomas Moak, President
Don Barnes, Vice-President
Skip Novakovich, Secretary

Staff Members: Tim Arntzen, Chief Executive Officer
Tana Bader Inglima, Deputy Chief Executive Officer
Amber Hanchette, Director of Real Estate and Operations
Nick Kooiker, Chief Financial Officer/Auditor
Larry Peterson, Director of Planning and Development
Lisa Schumacher, Special Projects Assistant
Bridgette Scott, Executive Assistant
Lucinda Luke, Port Counsel

PLEDGE OF ALLEGIANCE

Commissioner Barnes led the Pledge of Allegiance.

APPROVAL OF THE AGENDA

MOTION: Commissioner Novakovich moved to approve the Agenda as presented; Commissioner Barnes seconded. With no further discussion, motion carried unanimously. All in favor 3:0.

PUBLIC COMMENT

No comments were made.

CONSENT AGENDA

- A. Approval of Direct Deposit and E-Payments Dated August 31, 2018***
Direct Deposit and E-Payments totaling \$72,930.14
- B. Approval of Warrant Register a Dated September 11, 2018***
Expense Fund Voucher Numbers 100406 through 100433 for a grand total of \$68,959.97
- C. Approval of Regular Commission Business Meeting Minutes August 28, 2018***

MOTION: Commissioner Barnes moved for approval of the Consent Agenda, as presented; Commissioner Novakovich seconded. With no further discussion, motion carried unanimously. All in favor 3:0.

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NEW BUSINESS

A. Tasting Room: Approval to Bid

Ms. Hanchette stated per Port policy, a large construction project must receive Commission approval prior to the formal bid process. When the 211 East Columbia Drive building collapsed due to snow in 2017, the Port was able to utilize the insurance proceeds to build another building in Columbia Gardens. Ms. Hanchette and Mr. Peterson are working with Meier Architecture on a 2,500 square foot building, which is comprised of two tasting rooms. The construction documents have been reviewed by the Meier team, David Robison of Strategic Construction Management, Ms. Hanchette and Mr. Peterson. Mr. Robison made several suggestions which have been incorporated into the biddable documents.

Ms. Hanchette presented renderings of the building and stated the building will house two distinct tasting room spaces that will have access to the river and the food truck plaza. In addition to the insurance proceeds and Port funds, the City of Kennewick has allocated \$200,000 of Rural County Capital Funds (RCCF) for a parking lot. Ms. Hanchette stated the insurance proceeds are supposed to be used within two years, and it is likely the Port will need an extension.

Commissioner Barnes inquired when the public restroom will be installed.

Ms. Hanchette stated the public restroom is part of Columbia Gardens Phase 2A Loop Road Project.

Mr. Peterson stated the utilities for bathroom facility have been installed; however, we are waiting to order the 8x20 shipping container restroom, to ensure everything is in place. The shipping container restroom takes three months to fabricate and in the interim, the public can use the Wine Village restrooms, which are accessible from the outside.

Commissioner Moak inquired if a customer can get between the two wineries without going outside.

Ms. Hanchette stated a customer will need to go outside to enter either winery, because Liquor Control stipulates that wineries cannot cross bonds.

Commissioner Novakovich inquired if there is any common space.

Ms. Hanchette stated there is no common space, each tenant will have restroom facilities, storage and/or office space and the tasting room space, as well as separate utilities.

PUBLIC COMMENTS

No comments were made.

MOTION: *Commissioner Novakovich moved to proceed with to construct a 2,500 square foot development building in Columbia Gardens Wine and Artisan Village; Commissioner Barnes seconded.*

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Discussion:

Commissioner Novakovich congratulated staff on the plans and believes it will be a great asset to Columbia Gardens.

Commissioner Moak stated Meier Architecture has done a tremendous job on the plans and he looks forward to seeing the final product and believes it will be a great asset to Columbia Gardens.

With no further discussion, motion carried unanimously. All in favor 3:0.

B. Benton City Interlocal Agreement (ILA)

Mr. Arntzen stated the Port has been working on an Interlocal Agreement (ILA) with Benton City regarding shoreline redevelopment on the Yakima River, within the Port of Kennewick district. Mr. Arntzen reported that the Port approved the funding for Benton City in the 2017-2018 Budget. The project is a very important to Benton City, who previously worked with Michael Mehaffy of DPZ Co-Design on redevelopment ideas. The Port will provide \$15,000 to assist Benton City in producing a master plan and will receive periodic reports from Benton City.

Commissioner Novakovich inquired if Benton City will be contributing to the master plan in addition to the Port's contribution.

Mr. Arntzen stated the discussions required the City to make an investment in addition to the Port's investment.

Commissioner Barnes stated a significant portion of Benton City is within the Port of Benton district and confirmed that the shoreline redevelopment plan is on the Port of Kennewick side of the Yakima River.

Mr. Arntzen stated the ILA is a meaningful investment with Benton City and the redevelopment plan is in the Port's jurisdiction of the Benton County shoreline.

Commissioner Barnes stated most of Benton City is across from Red Mountain and several established wineries and believes it is important for the Port to assist Benton City in enhancing the shoreline.

Mr. Arntzen stated the ILA is consistent with the Port's view about development opportunities in the western portion of the district. Mr. Mehaffy and Laurence Qamar have each had an opportunity to evaluate the shoreline and believe they are interested in working on the project.

Commissioner Moak is supportive of the ILA and would like a statement that clearly identifies that the expenditure needs to be in the Port of Kennewick district.

Mr. Arntzen will work with Ms. Luke to draft a formal letter that clarifies that the funds will be utilized in the Port district only, if that is acceptable to the Commission.

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PUBLIC COMMENTS

No comments were made.

MOTION: Commissioner Novakovich moved to adopt Resolution 2018-18 authorizing the Chief Executive Officer to execute the Interlocal Agreement and instruct the CEO to take all necessary action to implement the Interlocal Agreement with the City of Benton City; Commissioner Barnes seconded.

Discussion:

Commissioner Barnes agrees with Commissioner Moak's comments about clarify in writing, that the project will take place the Port of Kennewick.

Commissioner Moak stated it is important to work with all of our partners in the Port district and there is real interest in Rivershore development and is pleased to support Resolution 2018-18.

With no further discussion, motion carried unanimously. All in favor 3:0.

REPORTS, COMMENTS AND DISCUSSION ITEMS

A. Vibrancy/Programming/Pop-Up Retail

Mr. Arntzen reported that the draft 2019-2020 Budget will include a line item for vibrancy/programming. Mr. Arntzen stated it is important to create a line item that will assist Port developments at the Kennewick Waterfront (Columbia Gardens and Clover Island) and Vista Field. Barb Carter recently reported on an event she attended Palencia Winery and it was an experience with entertainment and food trucks. Mr. Arntzen stated the tenants at Columbia Gardens are implementing their own programming; however, Mr. Arntzen feels the Port should assist the development much like it does for Clover Island Inn and other businesses. The Port is an advertising sponsor for Clover Island Inn, which draws many people to the Island each year for the summer concert series. Mr. Arntzen stated Lizz Plater-Zyberk of DPZ Co-Design has spoken a great deal on vibrancy/programming and believes the Port should consider implementing a program at Vista Field. Mr. Arntzen would like to set up the program for the Wine Village, then take our experiences and apply them to Vista Field. Mr. Arntzen asked if the Commission would consider creating a fund for programming/vibrancy, to assist specific Port Developments and suggested \$50,000 per year, \$100,000 per budget cycle. In the current 2017-2018 Budget, the Port allocated \$200,000 for West Richland entitlements; however, the Port only used approximately \$100,000 per budget cycle. Mr. Arntzen suggested reallocating the \$100,000 to create the program/vibrancy line, in an effort protect the constituent's investments and serve the private sector interest in the Kennewick Waterfront.

Commissioner Novakovich believes that is a smart move for the Port.

Commissioner Moak stated although the wineries are holding successful private events, it would be good to hold public events which support the neighborhood and creates the atmosphere for the development. Commissioner Moak stated the programming would support the wineries and food trucks and sees it as an opportunity to benefit a lot of people. Commissioner Moak likes the way

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Mr. Arntzen is approaching programming and believes it will set us apart from other activities in the area.

B. Columbia Drive Construction Update

Mr. Peterson presented slides of the construction of the Date and Cedar Street Extension and Columbia Gardens Way, which should be completed by October, 2018.

Mr. Arntzen stated in addition to the Kennewick Waterfront Master Plan, staff has been discussing traffic calming on Columbia Drive.

Mr. Peterson stated there are two key off-site elements that would assist in traffic calming: reducing the speed limit on the off-ramp from the Cable Bridge to Columbia Drive and reducing Columbia Drive to two lanes. The concept would include narrowing Columbia Drive and reducing to two lanes and utilizing the extra lane for on street parking and center turn lane. By reducing Columbia Drive to two lanes, the semi-trucks would use the specified truck route of Highway 397 and Oregon Avenue, thus alleviating the semi traffic. Furthermore, the City will install a pedestrian crossing at Date Street this year.

Commissioner Moak inquired if the City were to narrow Columbia Drive, how many extra parking spaces would be added. Mr. Peterson stated approximately 20-24 spaces.

C. Vista Field Plan Update

Mr. Peterson submitted the Vista Field construction documents to the City on July 27, 2018 and reported that the City is having a meeting on September 17, 2018 for all departments, for one final review of the documents. The City will then submit their final written response to the Port. The Port has answered some of the City's basic requests, policy questions, and clarifications regarding the documents. Mr. Peterson will share the City's comments with the Commission at an upcoming meeting with an estimated timeframe for revisions to the documents.

Mr. Arntzen stated City comments could take longer than we anticipate and there could be significant follow up. It is important for the Port to thoroughly review the thoughtful City comments and draft appropriate responses. Mr. Arntzen believes a fall bid date for Phase 1 construction is still viable.

Commissioner Barnes stated the City has a very large workload and it is important for the Port to exercise patience and understanding. Vista Field is an important project for both entities and it is imperative to get it right.

D. Oak Street Pre-Lease Discussion

Mr. Arntzen recently met with Ron Boninger, CEO of Carbitex. Mr. Arntzen asked Ms. Hanchette to give a brief report on Port tenant Carbitex, who currently leases space at Oak Street.

Ms. Hanchette reported that Carbitex has been a Port tenant for six years and currently leases two spaces in the Oak Street Industrial Park, for a combined space of approximately 11,000 square feet. Carbitex manufactures a flexible carbon fiber fabric and is working on transitioning to footwear

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and using their product for running shoes. Carbitex is looking to acquire the equipment and lease the third space in Development B; however, the equipment has a lot of power needs, more than the building has capacity for at this time. In order to meet the power needs for the equipment, a transformer would need to be added. The transformer will cost approximately \$150,000 to \$200,000 and Carbitex is asking for any support for that investment. Mr. Boninger would like to be part of discussion and answer any questions that the Commission may have at a future meeting.

Commissioner Moak inquired if Carbitex is the largest tenant at the Oak Street development.

Ms. Hanchette stated yes.

Commissioner Barnes inquired if Ms. Hanchette could put together a summary of the lease terms for Commission review.

Commissioner Novakovich inquired if the transformer costs \$110,000 or \$150,000.

Ms. Hanchette stated Carbitex received a private bid for \$110,000; however, if the Port were to bid the project, then it would be a prevailing wage project and estimates the project would cost approximately \$150,000.

E. Kiwanis Train Storage

Mr. Arntzen reported that the Kiwanis run the JS Dreamland Express every summer in Columbia Park. The Port has been assisting the group by providing interim storage for the train at the old FBO building at Vista Field. Currently, a small sub-group has been discussing a long term storage option with the City. The Kiwanis may need to use the FBO building until there is a formal agreement with the City. Staff has been working with the Kiwanis on alternative storage options for the train. Mr. Arntzen stated the FBO is no longer a useful building and previously, the Commission passed a Resolution stating the FBO building will be torn down. Mr. Arntzen is no longer comfortable leasing the building in its current condition and stated there are standards that the Port needs to adhere to.

Commissioner Moak inquired if this is a permissible use of the building with the current Urban Mixed Use (UMU) zoning.

Mr. Arntzen believes if staff were to review the UMU zoning, it would be questionable if the Port could use the FBO for storage. Mr. Arntzen stated the UMU was not in effect at the time of the contract.

Commissioner Moak inquired if the Port can legally enter into an agreement if the UMU zoning does not allow storage.

Ms. Luke stated several issues have arisen since the Port permitted the train to be stored in the FBO building last year. First, it is on record that Port is no longer maintaining the building and plans to tear it down. If something were to happen to train while stored in the FBO building, the Port's insurance would not cover the damage to the contents. Second, the UMU zoning does not

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allow storage and therefore, the Port would not be in compliance with the City. The Port could contract with Kiwanis stipulating that they would be responsible for the insurance coverage. Ms. Luke stated since the train has been removed, the Port is not grandfathered in for the UMU zoning.

Commissioner Barnes stated that he is a member of Kiwanis Club that operates the train and has not spoken to Port staff on behalf of the Kiwanis. Commissioner Barnes stated there is a group that is working with Port staff regarding the train storage and he has not been involved in any of the conversations. Commissioner Barnes would like to meet the priorities of the City and does not want to do anything to jeopardize what the Port is trying to accomplish at Vista Field. Commissioner Barnes will recuse himself from any discussions because of the conflict of interest.

Mr. Arntzen reiterated that Commissioner Barnes has not been involved in any conversation regarding the Kiwanis or train. Mr. Arntzen stated the Port has allowed other service clubs to use the FBO building, but now with the zoning changes, things may need to change.

Commissioner Moak has volunteered running the train and stated it is a nice addition for the kids and the community and he would like to see that tradition continue.

Commissioner Novakovich feels there is a zoning issue and that staff should clarify the zoning with the City and see if the City can issue a variance to store the train. Then, the Commission should base the answer on the City's response.

Commissioner Moak believes the Kiwanis should speak to the City.

Mr. Arntzen will work to facilitate discussion with the Kiwanis and the City and report back as soon as possible. Mr. Arntzen will let the Kiwanis Club know that they need to take positive steps to resolve the train storage issue.

Commissioner Moak is concerned with condition of building.

Ms. Hanchette stated in the winter of 2017 there was a large water break, which flooded the building quickly. Additionally, there is no furnace, water, electricity, walls and carpets and Ms. Hanchette feels the building is unsafe.

Mr. Arntzen will continue discussing the issue with Mr. Nordness and the Kiwanis and report back the Commission as soon as possible. Additionally, Mr. Arntzen will keep Commissioner Barnes sequestered from the discussions.

Commissioner Barnes stated the Kiwanis has formed a committee to address the train storage and they have had on-going discussions with the City.

- F. Commissioner Meetings (formal and informal meetings with groups or individuals)***
Commissioners reported on their respective committee meetings.

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G. *Non-Scheduled Items*

1. Commissioner Novakovich recently attended the Council of Governments Executive Board Meeting and it was discussed that the Washington State Department of Transportation is concerned about the Inland Seaport transportation plan.
2. Ms. Bader Inglima stated the Port and City recently received the Governor's Award for Smart Partnership for the Master Planning efforts for the Vista Field redevelopment. The Department of Commerce contacted the City and Port and encouraged us to apply jointly for a 2019 National American Planning Association award for the Vista Field planning, in the category of Economic Development. Ms. Bader Inglima has been working collectively with City staff and coordinated the nomination process and reported that the application was submitted Monday.
3. Mr. Arntzen stated the Port has been invited to speak at the Washington State Arts Alliance Cultural Congress in Ellensburg, October 11-13, 2018. Kristin Sullivan, the Director for the Center for Washington Cultural Traditions, a statewide folk life and traditional arts program housed at Humanities Washington has been monitoring the Port's commitment to artwork through inclusivity and focus on underrepresented communities with the Latino Heritage Mural and The Gathering Place. Dr. Sullivan invited the Port to speak at the Cultural Congress and Mr. Arntzen accepted on behalf of the Port and stated it is an honor to present at the event. Mr. Arntzen will be speaking on October 12, 2018 along with two other panelists.

Mr. Arntzen has been working with Eco-Land Services on a plan for Duffy's pond and Ms. Hanchette has been working with Lakeland Restoration on the milfoil in the harbor. Mr. Arntzen met with Lakeland Restoration regarding the algae and they are putting together a plan as an interim step before the Eco-Land Services formal plan of action. Lakeland Restoration recently restored a pond at Gonzaga University and Gonzaga's facilities manager has offered to give Mr. Peterson a tour of the pond.

4. Mr. Peterson stated the Port and City received letters of support for the National American Planning Association award from the following:
 - Congressman Dan Newhouse;
 - Governor Jay Inslee;
 - Department of Commerce;
 - Futurewise;
 - Alliance for Livable and Sustainable Community;
 - Arts Center Task Force.
5. Mr. Kooiker stated on October 9, 2018 staff will present the 2019-2020 Draft Budget and on October 23, 2018, the Commission is scheduled to adopt the 2019-2020 Budget. Mr. Kooiker will present the bulk of budget; however, the Commission will also hear from staff.
6. Ms. Hanchette introduced Anthony Eleshio, the Port's new Maintenance Technician. Mr. Eleshio previously worked with the City of Merced, in California for twenty years.

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PUBLIC COMMENTS

No comments were made.

ADJOURNMENT


With no further business to bring before the Board; the meeting was adjourned 3:43 p.m.

APPROVED:

**PORT of KENNEWICK
BOARD of COMMISSIONERS**



Thomas Moak, President



Don Barnes, Vice President



Skip Novakovich, Secretary

PORT OF KENNEWICK

RESOLUTION No. 2018-18

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE PORT OF KENNEWICK AUTHORIZING CEO TO SIGN AN INTERLOCAL AGREEMENT WITH THE CITY OF BENTON CITY REGARDING A SHORELINE DEVELOPMENT PLAN

WHEREAS, the Port of Kennewick and City of Benton City are authorized to contract with each other (under RCW 39) in order to effectively and efficiently operate, administer and carry out their programs and public projects; and

WHEREAS, the City of Benton City has approved an Interlocal Agreement whereby they would provide \$15,000 from its budget to pay for an A&E contractor to create a shoreline development plan; and

WHEREAS, the City will provide a copy of the shoreline development plan to the Port upon completion; and

WHEREAS, the Port shall reimburse the City for the cost of planning up to a maximum of \$15,000, upon receipt of an invoice from the City; and

WHEREAS, the Port and City recognize that successful economic development within the City benefits the economic and social welfare of the City and the surrounding area; and will enhance the development of the project area into a destination, permitting the Parties to attract private sector investment.

NOW, THEREFORE; BE IT RESOLVED that the Port of Kennewick Board of Commissioners hereby approves the attached Interlocal Agreement between Port of Kennewick and City of Benton City; and authorizes the Port's Chief Executive Officer to execute the Agreement and instructs the CEO to take all action necessary to implement such Agreement.

ADOPTED by the Board of Commissioners of the Port of Kennewick this 11th day of September, 2018.

**PORT OF KENNEWICK
BOARD OF COMMISSIONERS**

By: 

THOMAS MOAK, President

By: 

DON BARNES, Vice President

By: 

SKIP NOVAKOVICH, Secretary

INTERLOCAL COOPERATIVE AGREEMENT

REGARDING

CITY OF BENTON CITY SHORELINE DEVELOPMENT PLAN

I. PARTIES

THIS INTERLOCAL COOPERATIVE AGREEMENT is entered into this 11 day of September, 2018, between the PORT OF KENNEWICK, a Washington municipal corporation hereafter referred to as "Port", and the CITY OF BENTON CITY, a Washington municipal corporation, hereafter referred to as "City" referred to collectively as the "Parties". The Parties agree as follows:

II. RECITALS

2.1 **Economic Development Authority.** The Port and the City are authorized, including under Chapters 39.33 and 39.34 of the Revised Code of Washington, to contract with each other and other public agencies in order to effectively and efficiently operate, administer and carry out their programs and public projects.

2.2 **Project Area.** The City has waterfront along the Yakima River that it would like to include in a shoreline development plan with the assistance of a professional A&E contractor.

2.3 **Opportunity for Collaborative Development.** The Parties recognize that successful economic development within the City benefits the economic and social welfare of the City and the surrounding area. Participation in the Project will continue to enhance the development of the project area into a destination, permitting the Parties to attract private sector investment.

III. OBLIGATIONS OF THE PARTIES

3.1 **General Obligations.**

(a) The City agrees to spend approximately \$15,000 from its budget to pay for an A&E contractor to create a shoreline development plan. The City shall provide a copy of the shoreline development plan to the Port upon completion.

(b) The Port shall reimburse the City for the cost of planning up to a maximum of \$15,000. The City shall provide an invoice to the Port, including any support for the payment to the vendor in order to substantiate expense.

IV. ADMINISTRATION

4.1 **Responsibilities.** This Agreement shall be administered by the Mayor or his/her designee and the Port Chief Executive Officer or his/her designee. Working in partnership and on behalf of their respective agencies these individuals shall be responsible as follows:

- (a) The City shall monitor progress of the Project and monitor the fulfillment of the Parties' responsibilities under this Agreement;
- (b) The City will provide the Port with a quarterly report outlining the status of the Project, including a spreadsheet detailing all costs to be reimbursed; and
- (c) The City will utilize the uniform requirements of Chapter 39.80 RCW when awarding contracts pursuant to this agreement.
- (d) Each Party shall follow their respective applicable City and Port bid and prevailing wage law policies and procedures when awarding bids for this Project.

4.2 **Document Review.** The Parties shall cooperate by sharing all relevant information related to the Project.

4.3 **Expenses and Financial Contingency.** Except as otherwise provided, the obligations of each Party shall be performed at the sole expense of said Party.

V. GENERAL

5.1 **Amendment.** This Agreement shall not be altered or varied except in writing signed by each Party.

5.2 **Governing Law.** Each of the Parties has independent authority to contract; and, this Agreement is pursuant to that authority and shall be governed by, construed and enforced in accordance with the substantive laws of the State of Washington.

5.3 **Venue.** The venue for any action arising out of this Agreement shall be the Superior Court for Benton County.

5.4 Non-Waiver. Nothing in this Agreement and no actions taken pursuant to this Agreement shall constitute a waiver or surrender of any rights, remedies, claims or causes of action a Party may have against the other Party or others under any provision of this Agreement or any provision of law.

5.5 Agreement Term. The term of Agreement shall commence on its execution by both Parties and end upon the completion of the shoreline development plan and reimbursement to City by Port of all outstanding payable invoices related thereto. ("Agreement Term").

5.6 Inspection of Records and Filing. The records and documents with respect to all matters covered by this Agreement shall be subject to inspection by the Parties during the term of this Agreement and for three years after its termination. This Agreement shall be filed or listed pursuant to RCW 39.34.040.

5.7 No Separate Legal Entity. It is not the intention that a separate legal entity be established to conduct the cooperative undertaking nor is the joint acquisition, holding or disposing of real or personal property anticipated.

5.8 Severability. In the event any term or condition of this Agreement or application thereof to any person, entity or circumstance is held invalid, such invalidity shall not affect any other terms, conditions or applications of this Agreement which can be given effect without the invalid term, condition, or application. To this end, the terms and conditions of this Agreement are declared severable.

5.9 Defense and Indemnity. Each party shall indemnify, defend, protect, hold harmless, and release the other, its officers, agents, and employees, from and against any and all claims, loss, proceedings, damages, causes of action, liability, costs or expense (including attorneys' fees and witness costs) arising from or in connection with or caused by any act, omission, or negligence of such indemnifying party.

5.10 Breach. In the event of a breach of this Agreement, the non-breaching Party shall retain all legal and equitable remedies against the breaching Party.

VI. EXECUTION AND APPROVAL

6.1 Warranty of Authority. Each Party to this Agreement warrants that it has the authority to enter into this Agreement.

6.2 Execution. The person executing for a respective Party has been duly authorized to and does execute the Agreement on behalf of that respective Party.

Date: 9-11-2018

Approved as to form:

[Signature] 9/11/18
Lucinda Luke, Port Attorney / Date

Date: _____

PORT OF KENNEWICK

By: [Signature]
TIM ARNTZEN, Chief Executive Officer

Reviewed:

[Signature] 9/11/18
Nick Kooiker, Port CFO / Date

CITY OF BENTON CITY

By: [Signature]
Linda Lehman, City Mayor

Approved as to form:

[Signature]
Kerr Law Group, City Attorney / Date