

**MINUTES OF THE PORT OF WALLA WALLA  
COMMISSION MEETING  
Thursday, September 14, 2023**

The meeting of the Port of Walla Walla Commission was called to order at 9:00 a.m. by Commission President Mike Fredrickson at the Port of Walla Walla office, 310 A Street, Walla Walla, Washington.

**In attendance via conference call or in person:**

Mike Fredrickson, Commissioner  
Kip Kelly, Commissioner  
Paul Gerola, Economic Development Director  
Jennifer Skoglund, Airport Manager  
Meagan Blair, Governmental Affairs/Community Outreach Specialist  
Joe Keown, Auditor/Treasurer Miller, Administrative Assistant  
Brian Andrews, Hawkins Law, PLLC  
Jon Li, Mead & Hunt  
Olivia Pina, Mead & Hunt  
Bret Kudlicki, Mead & Hunt  
Andy Coleman, City of Walla Walla  
Hannah McIntyre, Walla Walla Union Bulletin  
Mary Wollmuth  
Tim Dacey

**PLEDGE OF ALLEGIANCE**

Commissioner Kelly led all in attendance in reciting the Pledge of Allegiance.

**DECLARATIONS REGARDING CONFLICTS OF INTEREST**

No conflicts of interest were declared.

**ADOPTION OF AGENDA**

Commissioner Kelly moved, and Commissioner Fredrickson seconded, to adopt the agenda as presented. Motion unanimously carried.

**PUBLIC COMMENTS**

There were no public comments made.

**APPROVAL OF MINUTES**

Brian Andrews requested the minutes of the Thursday, August 24, 2023 Port Commission Meeting be amended on page 2, Approval of Minutes to change the date from "August 24th," to "August 10th." Commissioner Fredrickson requested a change on page 3, New Business, Port of Walla Walla, #5, line 3 to change the word "for" to "that." Commissioner Kelly, moved, and Commission Fredrickson seconded, to adopt the agenda as amended. Motion passed unanimously.

## **FINANCIAL REPORTING**

Port Auditor/Treasurer Keown provided Commissioners the Cash Balance Report and Aged Reports for both the Port and the Airport.

## **PAYMENT OF BILLS**

The Port Commission reviewed Port and Airport Check History Report lists as provided by Port Auditor/Treasurer Keown. Said lists were audited, authenticated, and certified as required per RCW 42.24.080 and reimbursement claims were certified as required by RCW 42.24.090. Commissioner Kelly moved, and Commissioner Fredrickson seconded, to approve for payment those Check History Report lists summarized in the September 14, 2023 Warrant Approval Document, which is incorporated and attached to these minutes. Motion unanimously carried.

## **OLD BUSINESS**

### **A. Port of Walla Walla**

#### **1. Time Extensions Request – Non-Economic Development Sales Tax Fund (EDSTF) Grant Request – City of Walla Walla Heritage Square Redevelopment Project**

Economic Development Director Gerola and Andy Coleman with the City of Walla Walla reviewed with Commissioners the Heritage Square Redevelopment Project design and bid process. Commissioner Kelly moved, and Commissioner Fredrickson seconded, to approve the City of Walla Walla's Resubmitted \$200,000 Non-Economic-Economic Development Sales Tax Fund (EDSTF) grant application for the Heritage Square Redevelopment Project, with a provision that all EDSTF funds be drawn down not later than June 30, 2024, and that Port staff submit said application to the Walla Walla County Board of Commissioners for their concurrence. Motion passed unanimously.

### **B. Walla Walla Regional Airport**

#### **1. Terminal Remodel Bid Award**

Airport Manager Skoglund reviewed with Commissioners the three (3) bids received for the terminal building renovation project. Commissioner Kelly moved, and Commissioner Fredrickson seconded, to accept and award the terminal building renovation project consisting of base bid, alternate No. 1, and alternate No. 2 to S & K Mountain Construction, Inc, in the amount of \$2,544,647.93 which includes sales tax and contingent upon FAA concurrence; and submit a Coronavirus Aid, Relief, and Economic Security Act (CARES) Development Grant application to the FAA in the amount of \$2,100,000; approve an overall total project budget of \$3,764,973.65 which includes a 6+% contingency; and accept FAA CARES Development grant offer; and authorize the Executive Director to execute all necessary documents to complete this project. Motion passed unanimously.

**2. Terminal Remodel Construction Engineering Agreement**

Airport Manager Skoglund reviewed with Commissioners the task order entered into with Mead & Hunt Engineering for the design engineering scope of work for the terminal renovation project. Commissioners asked a host of questions. Commissioner Kelly moved, and Commissioner Fredrickson seconded, to authorize the Executive Director to enter into a task order with Mead & Hunt Engineering for construction assistance engineering scope of work for the terminal renovation project in the amount of \$408,799. Motion passed unanimously.

**NEW BUSINESS**

**A. Port of Walla Walla**

**1. Americold Logistics, LLC (Wallula) – Waterline Construction Agreement**

Economic Development Director Gerola provided Commissioners with a proposed agreement for constructing and supplying potable water and fire suppression water to the Americold Plant from the Port's Wallula Dodd Water System. Commissioners asked several questions. Commissioner Kelly moved, and Commissioner Fredrickson seconded, to authorize the Executive Director to enter into a Waterline Construction Agreement with Americold Logistics, LLC for the engineering services to construct water infrastructure improvements to supply potable water and fire suppression water from the Port's Wallula Dodd Water System to the Americold Plant in Wallula, WA and to execute the necessary documents to complete the project upon legal counsel review and approval. Motion passed unanimously.

**B. Walla Walla Regional Airport**

**1. Resolution for CERB Loan for Life Flight Hangar Project**

Airport Manager Skoglund reviewed with Commissioners the required documentation by CERB to receive the initial offer of financial aid. Commissioner Kelly moved, and Commissioner Fredrickson seconded, to approve Resolution No. 2023-08 (Exhibit 1) and authorize the Port's Executive Director to execute, on behalf of the Port of Walla Walla, a final contract between the Community Economic Revitalization Board (CERB) and the Port of Walla Walla and such other documents as may be required for securing aid in financing the cost for the Life Flight Hangar and crew quarters project. Motion passed unanimously.

**CORRESPONDENCE & REPORTS**

**A. Review Calendar of Events**

Executive Development Director Gerola reviewed the calendar of events.

**B. Port Information Item PI-1 to PI-1**

- 1. Leases Entered Into – August 2023

**C. Airport Information Item AI-1 to AI-4**

- 1. ATCT Monthly Report – August 2023
- 2. Commercial Air Report – August 2023
- 3. Leases Entered Into – August 2023
- 4. Maintenance Monthly Report – August 2023

**D. Executive Director’s Report**

Economic Development Director Gerola and staff briefed Commissioners on several Port and Airport related projects.

**COMMISSIONER REPORTS**

Commissioners reported on meetings they recently attended and other Port related matters.

**NEXT MEETING & LOCATION**

Thursday, September 28, 2023, at 1:00 p.m.  
In person and/or (Remote) Video or Conference Call  
310 A Street, Walla Walla, WA 99362

**ADJOURNMENT**

Commissioner Kelly moved, and Commissioner Fredrickson seconded, to adjourn the Port Commission meeting at 10:52 a.m. Motion carried unanimously.

**APPROVED:**

**PORT OF WALLA WALLA COMMISSIONERS**

  
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MICHAEL FREDRICKSON, PRESIDENT

  
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KIP KELLY, VICE PRESIDENT

  
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RONALD W. DUNNING, SECRETARY

# Warrant Approval Document

September 14, 2023

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We the undersigned Commissioners of the Port of Walla Walla, of Walla Walla County Washington, do hereby certify that the merchandise or services hereinafter specified have been received.

## Port of Walla Walla - General Fund

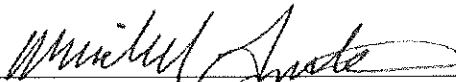
Approved for payment are check numbers 19694 through 19743, and direct deposit numbers D0000939 through D00944 and ACH/EFT numbers 363 through 367 and EFT9/5/23 and 9/6/23 in the amount of \$743,159.20 to be paid from the Port of Walla Walla General Fund on the above stated date.

## Walla Walla Regional Airport - General Fund

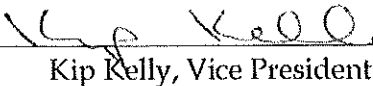
Approved for payment are check numbers 23681 through 23728, direct deposit numbers D0001673 through D0001690 ACH/EFT numbers 208 through 209 and EFT9/6/23, EFT9/7/23 and EFT9/11/23 in the amount of \$205,305.06 to be paid from the Walla Walla Regional Airport General Fund on the above stated date.

Approved By:


Port of Walla Walla Commissioners



Michael Fredrickson, President



Kip Kelly, Vice President



Ronald W. Dunning, Secretary

**PORT OF WALLA WALLA  
RESOLUTION NO. 2023-08**

**A RESOLUTION OF THE PORT OF WALLA WALLA AUTHORIZING AND  
DIRECTING THE EXECUTIVE DIRECTOR TO EXECUTE ON BEHALF OF THE  
PORT OF WALLA WALLA AN AGREEMENT BETWEEN THE WASHINGTON  
STATE COMMUNITY ECONOMIC REVITALIZATION BOARD AND THE PORT  
OF WALLA WALLA FOR AID IN FINANCING THE COSTS OF PUBLIC  
FACILITIES CONSISTING OF A HANGAR AND CREW QUARTERS FOR LIFE  
FLIGHT NETWORKS**

The Port of Walla Walla Commission does hereby resolve as follows:

Section 1. That the Executive Director of the Port of Walla Walla is hereby authorized and directed to execute, on behalf of the Port of Walla Walla, a Final Contract between the Community Economic Revitalization Board and the Port of Walla Walla and such other documents as may be required for securing aid in financing the cost of the above-described public facilities.

Section 2. The Port of Walla Walla has accepted the offer of the loan from the Community Economic Revitalization Board in the amount of \$2,000,000, said loan to bear interest at the rate of 3% per annum.

Repayment of said \$2,000,000 general obligation loan shall be consistent with the terms provided in the signed Initial Offer of Financial Aid and more particularly as follows:

- General Obligation loan of \$2,000,000
- Interest rate: 3.0 percent (%) per annum on the outstanding principal balance
- Term: 20 years maximum

A copy of said Initial Offer of Financial Aid is attached hereto, designated as Exhibit A, and made a part hereof as though set forth herein in full.

The Port of Walla Walla reserves the right to accelerate payments on principal and eliminate the interest on any accelerated principal payments.

This obligation shall be considered as a legal general obligation of the Port of Walla Walla and the Port of Walla Walla hereby pledges its full faith and credit to the payment thereof.

Section 3. The Port of Walla Walla shall establish a separate fund to be known as the Community Economic Revitalization Board (CERB) Fund. Establishment of this fund applies to CERB grants and loans. In the case of a loan, there shall be sufficient moneys placed in this fund to meet the above-detailed repayment schedule. The source of payment is: Port General Funds.

DATED AND SIGNED this 14<sup>th</sup> day of September, 2023.

PORT OF WALLA WALLA COMMISSION

  
\_\_\_\_\_  
MICHAEL FREDRICKSON, PRESIDENT

  
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KIP KELLY, VICE PRESIDENT

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RONALD W. DUNNING, SECRETARY