

**MINUTES OF THE PORT OF WALLA WALLA
COMMISSION MEETING
Thursday, November 14, 2024**

The meeting of the Port of Walla Walla Commission was called to order at 9:01 a.m. by Commission President Kip Kelly at the Port of Walla Walla office, 310 A Street, Walla Walla, Washington.

In attendance via conference call or in person:

Kip Kelly, Commissioner
Amy Schwab, Commissioner
Ron Dunning, Commissioner
Pat Reay, Executive Director
Paul Gerola, Economic Development Director
Jennifer Skoglund, Airport Manager
Joe Keown, Auditor/Treasurer
Meagan Blair, Governmental Affairs/Community Outreach
Brian Hurst, Maintenance & Operations Supervisor
Karla Miller, Administrative Assistant
Jared Hawkins, Legal Counsel
Julia Eastham, Walla Walla Union-Bulletin
R. L. McFarland
Andy Gomez
Chris Howard
Woody Simmons
Shane MacArthur
Wendy Culverwell
Kenn Baer

PLEDGE OF ALLEGIANCE

Commissioner Dunning 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 Schwab moved, and Commissioner Dunning seconded, to adopt the agenda as presented. Motion unanimously carried.

PUBLIC COMMENTS

R.L. McFarland commented on Airport Security

APPROVAL OF MINUTES

Commissioner Schwab moved, and Commissioner Dunning seconded, to approve the minutes of the Port Commission meeting, held on Thursday, October 24, 2024, as presented. Motion passed unanimously.

FINANCIAL REPORTING

Port Auditor/Treasurer Keown provided Commissioners with 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 Dunning moved, and Commissioner Schwab seconded, to approve for payment the Check History Report lists summarized in the November 14, 2024, Warrant Approval Document, which is incorporated and attached to these minutes. Motion unanimously carried.

NEW BUSINESS

A. Port of Walla Walla

1. **Purchase and Sale Agreement (PSA) – Wallula Gap Business Park Property - SkyNRG**

Economic Development Director Gerola provided Commissioners the proposed lease terms for a land lease in the Port's Wallula Gap Business Park, and the intent to terminate the existing PSA at the Port's Stearn Kelly property. Commissioner Schwab moved, and Commissioner Dunning seconded, to: (1) simultaneously terminate the Purchase and Sale Agreement between the Port and SkyNRG Americas, Inc., dated December 27, 2022, at the Port's Stearns Kelly property and execute the necessary documents to terminate the real estate transaction upon legal counsel review and approval and execute a new Letter of Intent (LOI) between the Port of Walla Walla and SkyNRG Americas, Inc for Lots 6, 7, & 8 at the Port's Wallula Gap Business Park; (2) prepare and enter into a Purchase and Sale Agreement, with the terms and conditions outlined in the LOI, between the Port of Walla Walla and SkyNRG Americas, Inc and/or Assignee for Lots 6, 7 & 8 at the Port's Wallula Gap Business Park, Wallula, WA; and (3) authorize the Executive Director to execute the necessary documents to complete the real estate transaction upon legal counsel review and approval. Motion passed unanimously.

2. **2025 Levy Public Hearing and Resolution**

Executive Director Reay reviewed with Commissioners the property tax levy options. The options included: taking additional property taxes from new construction only or new construction plus an increase of 1% above the 2024 levy amount. At 9:53 a.m., Commissioner Kelly announced the convening of a public hearing on the Port's 2025 proposed tax levy. An opportunity was given at the hearing for public testimony; no testimony was given. Commissioner Kelly closed the public hearing at 9:54 a.m. Commissioners discussed the property tax levy options and the importance of taking this vote each year.

Commissioner Dunning moved, and Commissioner Schwab seconded, to approve Resolution No. 2024-04 with the option with 0% increase which establishes the Port's 2025 Property Tax Levy which includes additional property taxes resulting from new construction, an increase in value of state-

assessed properties and the refund levy amount estimated by the Walla Walla County Assessor's Office, which results in an increase from last year's property taxes for a total estimated levy amount not to exceed the statutory maximum of \$2,696.773.34 Motion passed unanimously.

3. 2025 Preliminary Budget Public Hearing

Executive Director Reay discussed with Commissioners the 2025 preliminary budget for the Port, the proposed 2025 capital projects, and the Port's debt schedule. At 11:09 a.m., Commissioner Kelly announced the convening of a public hearing on the Port's 2025 preliminary budget. An opportunity was given at the hearing for public testimony; no public testimony was given. Commissioner Kelly closed the public hearing at 11:10 a.m. Commissioners asked a host of questions and made recommendations to the proposed budgets.

B. Walla Walla Regional Airport

1. Bid Award – Sewer Improvements Phase 2

Airport Manager Skoglund provided Commissioner with the 12 bid packages that were received for sewer line improvements phase 2 in the Airport district. Commissioner Dunning moved, and Commissioner Schwab seconded, to waive Culbert Construction, Inc. minor bid informality and accept and award Bid Project No. WWRA-Sewer Improvements Phase 2 to Culbert Construction, Inc. for the Phase 2 Sewer Improvement project for a base bid of \$508,452.98 including sales tax, approve a total project budget of \$704,650 and authorize the Executive Director to execute all documents necessary to complete this project. Motion passed unanimously.

CORRESPONDENCE & REPORTS

A. Review Calendar of Events

Executive Director Reay reviewed the calendar of events

B. Port Information Items

1. Port Newsletter Update and Discussion

C. Airport Information Items

1. ATCT Monthly Report – October 2024
2. Commercial Air Report – October 2024
3. Passenger Demand Analysis

D. Executive Director and Staff Report

Executive Director Reay and staff reported on various matters of Port business.

COMMISSIONER REPORTS

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

NEXT MEETING & LOCATION

Tuesday, November 26, 2024, at 2:30 p.m.
In person and/or (Remote) Video or Conference Call
310 A Street, Walla Walla, WA 99362

ADJOURNMENT

Commissioner Schwab moved, and Commissioner Dunning seconded, to adjourn the Port Commission meeting at 12:17 p.m. Motion passed unanimously.

APPROVED:

PORT OF WALLA WALLA COMMISSIONERS



KIP KELLY, PRESIDENT



RONALD W. DUNNING, VICE PRESIDENT



AMY SCHWAB, SECRETARY

Warrant Approval Document

November 14, 2024

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

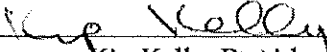
Approved for payment are check numbers 20688 through 20736, and direct deposit numbers D0001068 through D01073 and ACH/EFT numbers W000000160 through W000000169 in the amount of \$689,023.24 to be paid from the Port of Walla Walla General Fund on the above stated date.

Walla Walla Regional Airport - General Fund

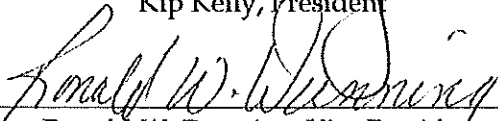
Approved for payment are check numbers 24824 through 24880, direct deposit numbers D10002066 through D10002077 and ACH/EFT numbers W000000125 through W000000131 in the amount of \$671,319.90 to be paid from the Walla Walla Regional Airport General Fund on the above stated date.

Approved By:

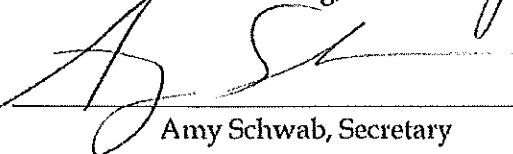
Port of Walla Walla Commissioners



Kip Kelly, President



Ronald W. Dunning, Vice President



Amy Schwab, Secretary

**PORT OF WALLA WALLA
RESOLUTION NO. 2024-04
Adoption of 2025 Tax Levy (RCW 84.55.120)**

WHEREAS, the Port Commission of the Port of Walla Walla has met, conducted a public hearing, and considered its budget for the calendar year 2025, and

WHEREAS, the Port District's actual levy amount for the previous year (2024) was \$2,478,089.67, and


WHEREAS, the population of the Port District is more than 10,000,

NOW, THEREFORE, BE IT RESOLVED by the Commissioners of the Port of Walla Walla as follows:

1. That an increase in the regular property tax levy is hereby authorized for the levy to be collected in the 2025 tax year.
2. The dollar amount of the increase over the actual levy amount from the previous year shall be \$0, which is a 0% percentage increase of from the previous year actual levy of \$2,478,089.67.
3. The total dollar amount of the increase over the actual levy amount levied from the previous year shall be exclusive of additional revenue resulting from new construction, improvements to property, newly constructed wind turbines, solar, biomass and geothermal facilities, any increase in the value of state assessed property, and refunds made.
4. The total amount to be levied in the 2025 tax year will not exceed the statutory maximum of \$2,696,773.34.

ADOPTED by the Commissioners of the Port of Walla Walla this 14th day of
November 2024.


PORT OF WALLA WALLA COMMISSIONERS



KIP KELLY, PRESIDENT



RONALD W. DUNNING, VICE PRESIDENT



AMY SCHWAB, SECRETARY