

PORT OF KENNEWICK

RESOLUTION 2022-27

A RESOLUTION OF THE BOARD OF COMMISSISONERS OF PORT OF KENNEWICK RESCINDING RESOLUTION 2016-23 AND APPROVING THE AMENDED GUIDELINES FOR VISTA FIELD DEVELOPMENT PROPOSALS

WHEREAS, the Board of Commissioners of the Port of Kennewick approved Resolution 2016-23 on September 27, 2016 amending the procedure by which the Port of Kennewick (Port) shall provide public notice of Vista Field development opportunities and the process by which the Port shall receive, evaluate and accept development proposals; and

WHEREAS, the collaborative design process within the Guidelines needs to be amended to simplify the process and attract investors; and

WHEREAS, the Commission shall continue to evaluate the effectiveness of this policy over time and reserves the right to expand, amend or rescind this policy as appropriate.

NOW, THEREFORE BE IT RESOLVED, that the Board of Commissioners of the Port of Kennewick hereby rescinds Resolution 2016-23.

BE IT FURTHER RESOLVED, that the Board of Commissioners of the Port of Kennewick hereby approves and adopts the amended Guidelines for Vista Field Development Proposals as attached in Exhibit A, and directs the Chief Executive Officer (CEO) to take all action necessary to implement these procedures.

ADOPTED by the Board of Commissioners of the Port of Kennewick this 27th day of September, 2022.

PORT OF KENNEWICK BOARD OF COMMISSIONERS

DocuSigned by:
By: *Skip Novakovich*
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SKIP NOVAKOVICH, *President*

DocuSigned by:
By: *Kenneth Hohenberg*
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KENNETH HOHENBERG, *Vice President*

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By: **Thomas Moak**
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THOMAS MOAK, *Secretary*

PORT OF KENNEWICK
GUIDELINES FOR VISTA FIELD DEVELOPMENT PROPOSALS

These guidelines identify the procedure by which the Port of Kennewick (Port) shall receive, evaluate and accept development proposals.

I. NOTICE OF DEVELOPMENT OPPORTUNITIES

The Port will prepare project information including a description of development-ready site(s); and notify the public of site availability by various methods as appropriate, including making direct contact with potential builders.

II. RECEIPT OF DEVELOPMENT PROPOSALS

A builder wishing to develop available Vista Field property shall submit a Letter of Intent (LOI) describing the builder's experience and the proposed development concept for the site as described in the Proposal Submission Checklist (Attachment "A").

III. EVALUATION OF DEVELOPMENT PROPOSALS

LOIs will be reviewed by the Port CEO. If the LOI demonstrates that the builder possesses the relevant experience, that the development concept is likely to assist with the redevelopment of the property and that the price and terms are reasonable, then the CEO will arrange for the parties to participate in a preliminary collaborative design process described below.

- A. Preliminary Collaborative Design Process. The Port and builder (working through each party's design team) shall meet to refine the development concept described in the LOI. This meeting may be by telephone conference or other preliminary discussion. The preliminary collaborative design process shall consist of:
 - 1. Initial project development concept will be reviewed. The parties will endeavor to produce rough project sketches and assemble photographs and other illustrative materials.
 - 2. Upon successful completion of the initial meeting, a design meeting will be conducted whereby the parties will refine the development concept and the rough sketches in order for the builder to produce a schematic design mutually acceptable to the parties.
- B. Initial Evaluation by Port Commission. Upon successful completion of the preliminary collaborative design process, the CEO shall present all relevant project information to the Port Commission for evaluation. The Port Commission may take any action deemed appropriate with respect to proposal evaluation, including but not limited to requesting the parties to further refine the proposal through final design. In this case, the Port Commission shall grant the builder exclusive negotiating rights with respect to the proposal and site for a period of 90 days. During the exclusive negotiating period, the Port will not accept any other proposal for the site.

- C. Final Collaborative Design Process. Provided the parties enter into the final collaborative design process, the builder, at its expense, shall produce of a set of drawings acceptable to the Port including site and representative floor plans with elevations for the major elements of the project. Schematic drawings shall also include exterior sections reflecting proposed architectural design and building materials. Emphasis will be placed on exteriors and especially, elevations facing streets and public spaces. The plans shall include a conceptual site plan which should include a sample or conceptual planting plan for site vegetation. Additionally, the builder shall describe the proposed schedule of development. Any contingencies that may affect this timeline shall be identified by builder. The Port may request additional project information.
- D. Final Presentation to Port Commission. Upon successful completion of the final collaborative design process, the CEO shall report to the Port Commission related to the overall progress of the project, including a staff recommendation related to the project. The Port Commission shall either reject the development proposal or direct the CEO to negotiate a purchase and sale agreement (or ground lease) with the builder. If the parties are unable to execute a purchase and sale agreement within 60 days, the proposal shall expire, and each party shall be relieved of all further obligations related to the proposed development.

IV. POST PURCHASE AND SALE AGREEMENT MATTERS

- A. Project Refinement. Upon execution of a purchase and sale agreement, the builder shall apply to the City of Kennewick (City) for project review and permitting. Should the City require changes to the project which materially alters the project, the parties will then attempt to negotiate the changes required in order for the builder to receive City approval of its project. If the parties are unable to negotiate changes required in order for the builder to receive City approval within a 60 days, the development proposal shall expire, each party shall be relieved of all further obligations. Any earnest money deposited by the builder shall be refunded to the builder, less any applicable administrative fee.
- B. Construction Progress. The Port will monitor construction and provide periodic updates to the Port Commission.

V. MISCELLANEOUS MATTERS

- A. All discussions between the parties are to explore the builder's qualifications and the viability of a development proposal. A binding obligation shall only be created by a written agreement setting forth all material terms, signed by the parties; and approved by an affirmative vote by the Port Commission;
- B. The Port may arrange for further action including introducing the concept to the Port Commission or appropriate third parties in order to perform due diligence and the parties understand that complete confidentiality cannot be guaranteed;
- C. Each party shall be responsible for all costs it incurs with respect to this matter, including professional and attorney's fees and costs;
- D. The Port makes no representations with respect to the property and the builder agrees to exercise all due diligence it deems necessary;

- E. Development proposals may be subject to disclosure under the Washington State Public Records Act;
- F. The Port reserves the right to verify builder credentials and to request supplemental information; and
- G. The Port Commission may waive any of these requirements for builders where the total project value, including land price, is expected to be less than \$1,500,000.