

**Board of Directors
Chelan Douglas Regional Port Authority
Special Meeting Minutes
One Campbell Parkway
East Wenatchee, WA 98802
February 11th, 2020
9:00 am**

Present:

Directors

JC Baldwin, Director
Donn Etherington, Director
Rory Turner, Director

Jim Huffman, Director
Alan Loeb sack, Director
Mark Spurgeon, Director

Staff

Jim Kuntz, Chief Executive Officer
Monica Lough, Director of Finance & Admin.
Craig Larsen, Business Development Manager
Tricia Degnan, CTC Manager
Stacie de Mestre, Facilities & Property Development Mgr.
Sarah Deenik, Communications Coordinator
Cami Harris, Executive Assistant

Trent Moyers, Director of Airports
Quentin Batjer, Legal Counsel
Pete Fraley, Legal Counsel

Guests:

Randy Asplund
Rhona Baron, Cascade Foothills Farmlands Association
Eddy Alonzo, Cherry Creek Media
Steve Sandman, Cherry Creek Media
Michael la Collins, Cherry Creek Media

The Chelan Douglas Regional Port Authority (CDRPA) Meeting was called to order at 9:00 am. Introductions were made.

Conflict of Interest – None.

CDRPA CONSENT AGENDA:

The Consent Agenda consisting of minutes of the Chelan Douglas Regional Port Authority (CDRPA) meeting of January 27th, 2020 was presented and the following action was taken:

Motion No.

Moved by:
Seconded by:

02-01-20 CDRPA

JC Baldwin
Jim Huffman

To approve the Chelan Douglas Regional Port Authority (CDRPA) Consent Agenda consisting of minutes of January 27th, 2020 meeting, as presented.

Motion passed 5-0.
Commissioner Spurgeon excused absence
for January 27th, 2020 Meeting

PRESENTATIONS:

Cascade Foothills Farmlands Association – Rhona Baron provided an overview of Cascade Foothills Farmlands Association activities for 2019 including highlights of Ag Tourism in the area. She provided an outlook for activities planned for 2020 and beyond including Wine and Cider Walks. They will print 50,000 copies of their popular annual wine tasting map to distribute to 150 locations statewide. She thanked the Board for their continued support.

Cherry Creek Media – Eddy Alonzo, Steve Sandman, and Michaela Collins provided a presentation and proposal for digital media advertising in the Silicon Valley area. They reviewed the benefits of this targeted advertising and provided information on ways to recruit companies to the Greater Wenatchee Valley from Silicon Valley using digital media. Discussion ensued. At the direction of the Board, staff will pursue more information prior to presenting a campaign proposal.

CDRPA ACTION ITEMS:

Electric Vehicle & Alternate Fuel Procurement Policy – Kuntz presented proposed policy regarding electric vehicle & alternate fuel procurement. RCW 43.19.648 requires state agencies and local governments fuel publically owned vehicles, vessels, and construction equipment with electricity or biofuels to the extent practicable. This proposed policy will put the CDRPA in compliance with the RCW. Discussion ensued and the following action was taken:

Motion No.	02-02-20 CDRPA
Moved by:	JC Baldwin
Seconded by:	Mark Spurgeon
	To approve the CDRPA Policy Regarding Electric Vehicle & Alternative Fuel Procurement, as presented.

Motion passed 6-0.

CDRPA Resolution No. 2020-02 Concerning Property Management – Kuntz presented CDRPA Resolution No. 2020-02 concerning Management of Real Property. This is a joint resolution providing details on the management of property by the Regional Port Authority on behalf of the Port of Chelan and Port of Douglas County. Discussion ensued and the following action was taken:

Motion No.	02-03-20 CDRPA
Moved by:	Mark Spurgeon
Seconded by:	Alan Loeb sack
	To adopt CDRPA Resolution No. 2020-02 concerning property management.

Motion passed 6-0.

Authorization to Proceed to Bidding Phase – US Forest Service Helipad – Kuntz and Moyers provided information on the status of the US Forest Service Helipad. Staff is seeking authorization to proceed to the bidding phase of the project. Discussion ensued and the following actions were taken:

Motion No.	02-04-20 CDRPA
Moved by:	JC Baldwin
Seconded by:	Mark Spurgeon
	To Authorize the Director of Airports to solicit bids for the construction of a Helipad for the US Forest Service at Pangborn Memorial Airport.

Motion passed 6-0.

Motion No.
Moved by:
Seconded by:

02-05-20 CDRPA
Alan Loeb sack
Jim Huffman
To accept the plans & specification and Engineer's estimate for the US Forest Service Helipad project at Pangborn Memorial Airport and place on file for public inspection.

Motion passed 6-0.

A 10-minute break was called at 10:30 am to 10:40 am.

PORT OF CHELAN COUNTY PUBLIC HEARING

Commissioner Etherington opened the Public Hearing to amend the Port of Chelan County Comprehensive Scheme of Harbor Improvements at 10:40 am. An opportunity for public comment was provided; however, no public comment was given. Commissioner Etherington closed the public hearing at 10:42 am.

PORT OF CHELAN COUNTY (POCC) ACTION ITEMS:

POCC Resolution No. 2020-01 amending the Port of Chelan County Comprehensive Scheme of Harbor Improvements – This amendment incorporates into the Comprehensive Plan certain real property purchased by the Port of Chelan County. Properties include Lineage South in Wenatchee, Gene Kelley Property at Chelan Airport, and Executive Flight Building in East Wenatchee. Discussion ensued and the following action was taken:

Motion No.
Moved by:
Seconded by:

02-06-20 POCC
JC Baldwin
Rory Turner
To adopt POCC Resolution No. 2020-01 amending the Comprehensive Scheme of Harbor Improvements.

Motion passed 3-0.

POCC Resolution No. 2020-03 Concerning Property Management – Kuntz presented POCC Resolution No. 2020-03 concerning Management of Real Property. This is a joint resolution providing details on the management of property by the Regional Port Authority on behalf of the Port of Chelan County and Port of Douglas County. The following action was taken:

Motion No.
Moved by:
Seconded by:

02-07-20 POCC
Rory Turner
JC Baldwin
To adopt POCC Resolution No. 2020-03 concerning property management.

Motion passed 3-0.

PORT OF DOUGLAS COUNTY (PODC) ACTION ITEMS:

PODC Resolution No. 2020-02 Concerning Property Management – Kuntz presented PODC Resolution No. 2020-02 concerning Management of Real Property. This is a joint resolution providing details on the management of property by the Regional Port Authority on behalf of the Port of Chelan County and Port of Douglas County. The following action was taken:

<i>Motion No.</i>	<i>02-07-20 PODC</i>
<i>Moved by:</i>	<i>Mark Spurgeon</i>
<i>Seconded by:</i>	<i>Jim Huffman</i>
	<i>To adopt PODC Resolution No. 2020-02 concerning property management.</i>

Motion passed 3-0.

INFORMATION & UPDATES:

Surplus Property/2001 Ford F250 Pickup Truck – Per the Delegation of Authority Resolution No. 2019-18, Kuntz has the authority to surplus personal property that does not exceed a value of \$10,000. Kuntz certifies the 2001 Ford F250 Pickup Truck is surplus to the needs of the Port and will be placed in a public auction. No Board action needed per Delegation of Authority Resolution.

Property “Deep Dive” 3310 5th Street SE, East Wenatchee (ACCOR Building) – Kuntz & Lough provided detailed information on the property including:

- Building purchase history
- Tenants lease history
- Financials – History of Expenses & Revenues
- Outstanding Debt Service

STAFF REPORTS & UPDATES:

Kuntz provided information and updates including:

- Douglas County PUD update.
- Recent public records request.
- Subsplash lease extension at Pybus will terminate June 30th, 2020.
- Fibro update.
- CARB Loan Program.
- Orondo River Park – opens April 1st.
- Lineage North Property update.
- Alcoa update.

Lough provided information and updates including:

- 90-day past due tenant report.

Larsen provided information and updates including:

- Several recent inquiries regarding available properties.
- Cridlebaugh is in California all week attending the World Ag Conference.
- Cashmere Mill District prospect and current tenant expansion update.

Moyers provided information and updates including:

- Update on the Approach Lighting System – continue to explore FAA Funding.
- Update on his presentation at the Tourism Summit last week.

Public Comment – None.

Items from Board of Directors – None

The Chelan Douglas Regional Port Authority meeting was adjourned at 1:00 pm.

Signed and dated this 25th day of February, 2020.

CHELAN DOUGLAS REGIONAL PORT AUTHORITY



JC Baldwin, Director



Donn Etherington, Director



Rory Turner, Director



Jim Huffman, Director



Mark Spurgeon, Director



W. Alan Loeb sack, Director

CHELAN DOUGLAS REGIONAL PORT AUTHORITY POLICY FOR ELECTRIC VEHICLE AND ALTERNATIVE FUEL PROCUREMENT

PURPOSE

The purpose is to set forth the Chelan Douglas Regional Port Authority's ("Port") policy and procedures regarding the procurement of electric vehicles and alternative fuels as required under RCW 43.19.648 and Ch. 194-29 WAC. This policy applies to all Port-owned motorized vehicles.

POLICY

To the extent practicable, the Port shall transition all Port vehicles to electricity or biofuels.

PROCEDURE

- (1) Background: Under RCW 43.19.648 (2), the Port Authority, to the extent determined practicable by the rules adopted by the Department of Commerce, are required by June 1, 2018, to satisfy one hundred percent of its fuel usage for operating Port-owned vehicles from electricity or biofuels. The Washington State Department of Commerce has promulgated rules implementing the statute under Chapter 194-29 WAC.

Under WAC Section 194-29-030, the Port is required to transition all its vehicles to electricity or biofuels to the extent "practicable," but is not required to retrofit its vehicles or replace vehicles before the end of their useful lives. The WAC defines "practicable" or "practicability" to mean "to the extent to which alternative fuels and vehicle technologies can be used to displace gasoline and diesel fuel in vehicles, as determined by multiple dynamic factors including cost and availability of fuels and vehicles, change in fueling infrastructure, operations, maintenance, technical feasibility, implementation costs, and other factors." WAC 194-29-020 (7).

The rules do not prescribe a method for the Port to comply with the law, and instead leave it to the Port to determine the most effective means for displacing its gasoline and diesel consumption through vehicle electrification and biofuel use. However, "procurement decisions should be guided primarily through a comparison of alternatives on a lifecycle cost." WAC 184-29-070. "Lifecycle cost" means "the total cost of ownership over the life of an asset, including, but not limited to, purchase or lease cost, financing costs, taxes, incentives, operation, maintenance, depreciation, resale or surplus value, engine conversion, and the incremental cost of associated refueling infrastructure." WAC 194-29-020 (5).

- (2) Planning and Recommendations: During the normal planning for replacement of Port-owned motorized vehicles and diesel fuel procurement, which occurs during the annual Port budget development process, staff will evaluate the Port's vehicle and equipment fleet and alternative fuel options available. Any recommendation for vehicle acquisition and replacement will be based on the effectiveness of available alternatives and their lifecycle costs, consistent with state guidance.

I. REFERENCES

(1) RCW 43.19.648; Ch. 194-29 WAC

(2) Washington State Department of Commerce State Electric Vehicle and Alternative Fuel Procurement Rules: <http://www.commerce.wa.gov/about-su/rulemaking/electric-vehicle-policies-and-laws>.

**Adopted by the Chelan Douglas Regional Port Authority Board of Directors
on February 11, 2020.**

**PORT OF CHELAN COUNTY RESOLUTION NO. 2020-03
PORT OF DOUGLAS COUNTY RESOLUTION NO. 2020-02
CHELAN DOUGLAS REGIONAL PORT AUTHORITY RESOLUTION NO. 2020-02**

A JOINT RESOLUTION OF THE PORT OF CHELAN COUNTY, THE PORT OF DOUGLAS COUNTY, AND THE CHELAN DOUGLAS REGIONAL PORT AUTHORITY REGARDING PROPERTY MANAGEMENT OF REAL PROPERTY OWNED BY THE PORT OF CHELAN COUNTY, THE PORT OF DOUGLAS COUNTY, OR THE CHELAN DOUGLAS REGIONAL PORT AUTHORITY IN FURTHERANCE OF THE 2019 INTERLOCAL COOPERATION AGREEMENT

Whereas the Port of Chelan County (“POCC”) and Port of Douglas County (PODC”) entered into an Interlocal Cooperation Agreement for the functional consolidation of the POCC and the PODC, including finances, management and operations, dated June 11, 2019 (the “2019 ILA”). The POCC and PODC shall collectively be referred to as the “Ports”;

Whereas the Ports formed the Chelan Douglas Regional Port Authority (“CDRPA”), granting and extending to the CDRPA the full authority to manage, control and maintain the Ports’ real property to the same extent as either Port could do acting alone;

Whereas the Ports agreed to cooperate, execute documents and undertake such acts as are reasonably necessary to implement the purposes of the 2019 ILA, including those acts and authorizations relating to the control, management and maintenance of the Ports’ real property, and the right to establish and receive rents and charges;

Whereas the Ports desire to formally transfer and assign to the CDRPA the right, on behalf of each Port, to: seek, negotiate and enter into contracts, agreements, permits and documents involving the management, control, operation and maintenance of real property, including by way of example and without limitation all leases, licenses, use agreements, consulting and inspection agreements, permits, planning approvals and similar entitlements approved by the local jurisdiction, construction contracts, remediation and mitigation agreements, common area agreements, utility service agreements, parking agreements, management, maintenance and service agreements, and amendments and modifications to such agreements entered into by or on behalf of each Port individually or jointly prior to the date of this Resolution (herein collectively referred to as “Real Property Management Actions”) subject to the terms and conditions set forth in this Resolution;

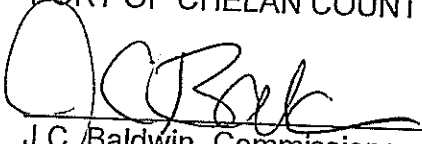
Whereas the CDRPA accepts and assumes the transfer and assignment of the above-described rights and obligations from each Port as to the Real Property Management Actions, subject to the terms and conditions set forth in this Resolution.

Now, Therefore, Be It Resolved by the Board of Commissioners of the Port of Chelan County, the Board of Commissioners of the Port of Douglas County, and the Board of Directors of the Chelan Douglas Regional Port Authority as follows:

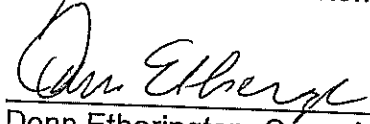
1. The CDRPA is hereby delegated the full and complete authority to manage real property currently owned or acquired in the future by the Ports and undertake all Real Property Management Actions without the necessity of further involvement, act or authorization of the Ports, except as provided below. Specifically, all Real Property Management Actions relating to real property owned by the Ports or the CDRPA shall be undertaken by CDRPA, approved by the CDRPA Board or by delegation of authority to a CDRPA employee, and entered into in the name of the CDRPA, without further approval of either Port, except as provided below. Provided however, that nothing herein shall authorize the CDRPA to (a) sell real property without first obtaining the advance approval of the Port owning said real property, or (b) take any action inconsistent with the 2019 ILA. Provided further, the Port who holds fee title to the real property shall sign any document approved by the CDRPA that will be recorded with the Chelan County Auditor or the Douglas County Auditor.
2. The CDRPA hereby assumes all responsibility associated with any and all current and future Real Property Management Actions related to real property owned by the Ports or the CDRPA and indemnify, defend and hold the Ports harmless from any action or inaction related thereto. It being the intent of the Ports and the CDRPA, that the CDRPA shall be primarily responsible and liable for the performance of any Real Property Management Actions relating to real property currently owned by the Ports, acquired by the Ports in the future (consistent with the Policy Regarding Capital Investments), or owned by the CDRPA in the future.
3. The CDRPA shall invoice, receive, and from time to time establish and account for all rents and charges, maintain all security deposits, collect and remit leasehold excise tax, and otherwise carry out all Real Property Management Actions involving real property owned by the Ports or the CDRPA.
4. In the event of litigation naming either Port as a party that concerns any real property owned by the Ports or the CDRPA, the CDRPA shall undertake the litigation on behalf of the CDRPA and the Ports consistent with CDRPA Resolution 2019-15 Regarding Joint Defense, Insurance and Litigation.
5. This Resolution shall remain in effect so long as the 2019 ILA remains in effect. In the event the 2019 ILA is terminated (for any reason other than a formal consolidation of the Ports), the Chief Executive Officer of the CDRPA is delegated the authority to take all steps and sign all documents reasonable or necessary to effectuate the termination, including but not limited to the assignment of leases and other documents related to Real Property Management Actions to the respective Ports involving real property own by each Port.
6. Nothing herein is intended to modify, limit or alter the CDRPA Policy Regarding Capital Investments dated November 12, 2019, CDRPA Resolution 2019-15 Regarding Joint Defense, Insurance and Litigation, or CDRPA Resolution 2019-18 Delegating Authority to the Chief Executive Officer pursuant to RCW 53.12.270. In addition, the powers and authority granted to the CDRPA herein are limited to the powers and authority of a Port district in the state of Washington.

DATED: February 11, 2020


PORT OF CHELAN COUNTY



J.C. Baldwin, Commissioner



Donn Etherington, Commissioner



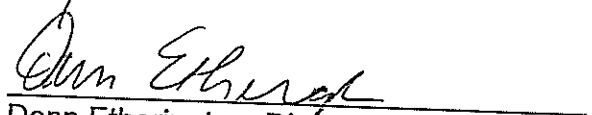
Rory Turner, Commissioner

DATED: February 11, 2020

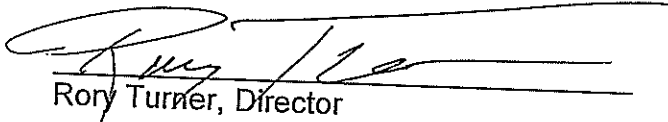
CHELAN DOUGLAS REGIONAL PORT AUTHORITY:



J.C. Baldwin, Director



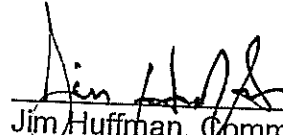
Donn Etherington, Director



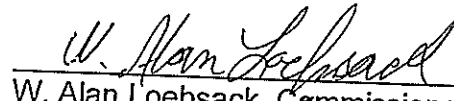
Rory Turner, Director

DATED: February 11, 2020


PORT OF DOUGLAS COUNTY



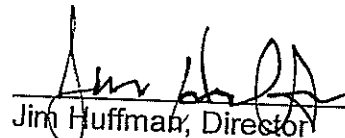
Jim Huffman, Commissioner



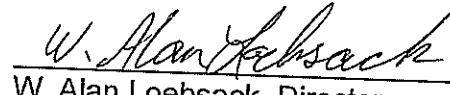
W. Alan Loebbeck, Commissioner



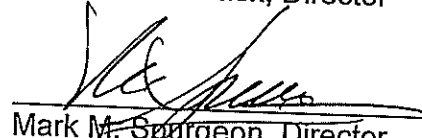
Mark M. Spurgeon, Commissioner



Jim Huffman, Director



W. Alan Loebbeck, Director



Mark M. Spurgeon, Director

PORT OF CHELAN COUNTY RESOLUTION NO. 2020-01

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE PORT OF CHELAN COUNTY APPROVING AN AMENDMENT TO THE PORT OF CHELAN COUNTY'S COMPREHENSIVE SCHEME OF HARBOR IMPROVEMENTS (THE "PLAN") TO INCORPORATE INTO THE PLAN CERTAIN REAL PROPERTY PURCHASED BY THE PORT OF CHELAN COUNTY AND LOCATED IN CHELAN COUNTY, WASHINGTON, AND DOUGLAS COUNTY, WASHINGTON.

Whereas the Port of Chelan County ("POCC") adopted the Plan on November 21, 2017 and since the adoption of the Plan the POCC has acquired properties located in the City of Wenatchee and near the Chelan Airport in Chelan County, Washington, and buildings located at Pangborn Memorial Airport in Douglas County, Washington;

Whereas the Plan is administered by the Chelan Douglas Regional Port Authority ("CDRPA"), however the authority to amend the Comprehensive Scheme of Harbor Improvements separately adopted by the POCC and the Port of Douglas County was specifically reserved to each Port District, all as more fully set forth in CDRPA Resolution No. 2019-24;

Whereas since the adoption of the Plan, the POCC purchased real property located in Chelan County, Washington, and legally described on Exhibits "A" and "B", which are attached hereto and incorporated herein by this reference (the "Chelan County Property");

Whereas since the adoption of the Plan, the POCC purchased real property located in Douglas County, Washington, and legally described on Exhibit "C", which is attached hereto and incorporated herein by this reference (the "Douglas County Property");

Whereas the POCC desires to include the Chelan County Property and the Douglas County Property as part of the POCC's inventory and to incorporate said property into the Plan;

Whereas the POCC gave proper public notice of the hearing to consider an amendment to the Plan to incorporate the Chelan County Property and the Douglas County Property; and

Whereas after a public hearing held on February 11, 2020, and careful consideration of the public testimony provided, the Board of Commissioners decided to amend the Plan by incorporating the Chelan County Property and the Douglas County Property.

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Now, Therefore, the Board of Commissioners for the POCC hereby resolve as follows:


1. The Chelan County Property described on Exhibits "A" and "B" is hereby added the POCC's inventory and incorporated into the POCC's Comprehensive Scheme of Harbor Improvements.
2. The Douglas County Property described on Exhibit "C" is hereby added the POCC's inventory and incorporated into the POCC's Comprehensive Scheme of Harbor Improvements.
3. The POCC's Comprehensive Scheme of Harbor Improvements adopted November 21, 2017 is hereby amended consistent with this Resolution and the Executive Director for the POCC is authorized to update the POCC's Comprehensive Scheme of Harbor Improvements accordingly.

DATED: February 11, 2020

PORT OF CHELAN COUNTY



J.C. Baldwin, Commissioner



Donn Etherington, Commissioner



Rory Turner, Commissioner

EXHIBIT "A"
Chelan County Property Legal Description
(Wenatchee, WA)

Former Lineage South Parcels within City of Wenatchee

PARCEL A (TPN: 222003925060):

THE SOUTHERLY 60 FEET OF LOT 1, AND ALL OF LOTS 2, 3, 4 AND 5, ALL IN BLOCK 3, WAREHOUSE ADDITION TO WENATCHEE, CHELAN COUNTY, WASHINGTON, ACCORDING TO THE PLAT THEREOF RECORDED IN VOLUME 1 OF PLATS, PAGE 38.

PARCEL B (TPN: 222003925075):

LOT 1, BLOCK 4, WAREHOUSE ADDITION TO WENATCHEE, CHELAN COUNTY, WASHINGTON, ACCORDING TO THE PLAT THEREOF RECORDED IN VOLUME 1 OF PLATS, PAGE 38;

TOGETHER WITH THAT PORTION OF THE ADJACENT BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY'S (FORMERLY GREAT NORTHERN RAILWAY COMPANY) ORIGINAL 400.00 FOOT WIDE STATION GROUND PROPERTY AT WENATCHEE, WASHINGTON, BEING 250.00 FEET WIDE ON THE EASTERLY SIDE AND 150.00 FEET WIDE ON THE WESTERLY SIDE OF SAID RAILWAY COMPANY'S MAIN TRACK CENTERLINE, AS NOW LOCATED AND CONSTRUCTED UPON, OVER AND ACROSS THE SOUTHEAST QUARTER OF SECTION 3, TOWNSHIP 22 NORTH, RANGE 20, EAST OF THE WILLAMETTE MERIDIAN, CHELAN COUNTY, WASHINGTON, MORE PARTICULARLY DESCRIBED AS FOLLOWS, TO-WIT:

BEGINNING AT THE MOST EASTERLY CORNER OF SAID LOT 1;
THENCE ALONG THE NORTHEASTERLY EXTENSION OF THE SOUTHEASTERLY LINE OF SAID LOT 1, NORTH 61°42'03" EAST 125.00 FEET TO A LINE BEING 25.00 FEET SOUTHWESTERLY AND PARALLEL WITH SAID MAIN TRACK CENTERLINE;
THENCE ALONG SAID LINE NORTH 28°17'18" WEST 89.99 FEET TO THE NORTHEASTERLY EXTENSION OF THE RIGHT OF WAY FOR THE 90.00 FOOT WIDE ORONDO AVENUE;
THENCE SOUTH 61°41'46" WEST 125.00 FEET TO THE MOST NORTHERLY CORNER OF SAID LOT 1;
THENCE ALONG NORTHEASTERLY LINE OF LOT 1, SOUTH 28°17'18" EAST 89.98 FEET TO THE POINT OF BEGINNING.

ALSO KNOWN AS PARCEL A OF BOUNDARY LINE ADJUSTMENT RECORDED UNDER AUDITOR'S FILE NO. 2088061, CHELAN COUNTY, WASHINGTON.

PARCEL C (TPN: 222003925080):

LOT 2, BLOCK 4, WAREHOUSE ADDITION TO WENATCHEE, CHELAN COUNTY, WASHINGTON, ACCORDING TO THE PLAT THEREOF RECORDED IN VOLUME 1 OF PLATS, PAGE 38;

TOGETHER WITH THAT PORTION OF THE ADJACENT BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY'S (FORMERLY GREAT NORTHERN RAILWAY COMPANY) ORIGINAL 400.00 FOOT WIDE STATION GROUND PROPERTY AT WENATCHEE, WASHINGTON, BEING 250.00 FEET WIDE ON THE EASTERLY SIDE AND 150.00 FEET WIDE ON THE WESTERLY SIDE OF SAID RAILWAY COMPANY'S MAIN TRACK CENTERLINE, AS NOW LOCATED AND CONSTRUCTED UPON, OVER AND ACROSS THE SOUTHEAST QUARTER OF SECTION 3, TOWNSHIP 22 NORTH, RANGE 20, EAST OF THE WILLAMETTE MERIDIAN, CHELAN COUNTY, WASHINGTON, MORE PARTICULARLY DESCRIBED AS FOLLOWS, TO-WIT:

BEGINNING AT THE MOST EASTERLY CORNER OF SAID LOT 2;
THENCE ALONG THE NORTHEASTERLY EXTENSION OF THE SOUTHEASTERLY LINE OF SAID LOT 2, NORTH 61°42'19" EAST 125.00 FEET TO A LINE BEING 25.00 FEET SOUTHWESTERLY AND PARALLEL WITH SAID MAIN TRACK CENTERLINE;
THENCE ALONG SAID LINE NORTH 28°17'18" WEST 89.99 FEET TO THE NORTHEASTERLY EXTENSION OF THE SOUTHEASTERLY LINE OF LOT 1, BLOCK 4 OF SAID WAREHOUSE ADDITION;
THENCE ALONG SAID LINE SOUTH 61°42'03" WEST 125.00 FEET TO THE MOST EASTERLY CORNER OF SAID LOT 1; THENCE ALONG NORTHEASTERLY LINE OF LOT 2, SOUTH 28°17'18" EAST 89.98 FEET TO THE POINT OF BEGINNING.

ALSO KNOWN AS PARCEL B OF BOUNDARY LINE ADJUSTMENT RECORDED UNDER AUDITOR'S FILE NO. 2088061, CHELAN COUNTY, WASHINGTON.

PARCEL D (TPN: 222003925085):

LOT 3, BLOCK 4, WAREHOUSE ADDITION TO WENATCHEE, CHELAN COUNTY, WASHINGTON, ACCORDING TO THE PLAT THEREOF RECORDED IN VOLUME 1 OF PLATS, PAGE 38;

TOGETHER WITH THAT PORTION OF THE ADJACENT BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY'S (FORMERLY GREAT NORTHERN RAILWAY COMPANY) ORIGINAL 400.00 FOOT WIDE STATION GROUND PROPERTY AT WENATCHEE, WASHINGTON, BEING 250.00 FEET WIDE ON THE EASTERLY SIDE AND 150.00 FEET WIDE ON THE WESTERLY SIDE OF SAID RAILWAY COMPANY'S MAIN TRACK CENTERLINE, AS NOW LOCATED AND CONSTRUCTED UPON, OVER AND ACROSS THE SOUTHEAST QUARTER OF SECTION 3, TOWNSHIP 22 NORTH, RANGE 20, EAST OF THE WILLAMETTE MERIDIAN, CHELAN COUNTY, WASHINGTON, MORE PARTICULARLY DESCRIBED AS FOLLOWS, TO-WIT:

BEGINNING AT THE MOST EASTERLY CORNER OF SAID LOT 3;
THENCE ALONG THE NORTHEASTERLY EXTENSION OF THE SOUTHEASTERLY LINE OF SAID LOT 3, NORTH 61°42'36" EAST 125.00 FEET TO A LINE BEING 25.00 FEET SOUTHWESTERLY AND PARALLEL WITH SAID MAIN TRACK CENTERLINE;
THENCE ALONG SAID LINE NORTH 28°17'18" WEST 89.99 FEET TO THE NORTHEASTERLY EXTENSION OF THE SOUTHEASTERLY LINE OF LOT 2, BLOCK 4 OF SAID WAREHOUSE ADDITION;

THENCE ALONG SAID LINE SOUTH 61°42'19" WEST 125.00 FEET TO THE MOST EASTERLY CORNER OF SAID LOT 2; THENCE ALONG NORTHEASTERLY LINE OF LOT 3, SOUTH 28°17'18" EAST 89.98 FEET TO THE POINT OF BEGINNING.

ALSO KNOWN AS PARCEL C OF BOUNDARY LINE ADJUSTMENT RECORDED UNDER AUDITOR'S FILE NO. 2088061, CHELAN COUNTY, WASHINGTON.

PARCEL E (TPN: 222003440100):

THE SOUTHERLY 20.00 FEET OF LOT 2, AND LOT 3, EXCEPT THE SOUTHERLY 70.50 FEET THEREOF, ALL IN BLOCK 5, WAREHOUSE ADDITION TO WENATCHEE, CHELAN COUNTY, WASHINGTON, ACCORDING TO THE PLAT THEREOF RECORDED IN VOLUME 1 OF PLATS, PAGE 38;

TOGETHER WITH THAT PORTION OF THE ADJACENT BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY'S (FORMERLY GREAT NORTHERN RAILWAY COMPANY) ORIGINAL 400.00 FOOT WIDE STATION GROUND PROPERTY AT WENATCHEE, WASHINGTON, BEING 250.00 FEET WIDE ON THE EASTERLY SIDE AND 150.00 FEET WIDE ON THE WESTERLY SIDE OF SAID RAILWAY COMPANY'S MAIN TRACK CENTERLINE, AS NOW LOCATED AND CONSTRUCTED UPON, LYING SOUTHERLY OF THE NORTHEASTERLY EXTENSION OF THE RIGHT OF WAY FOR THE 90.00 FOOT WIDE ORONDO AVENUE, OVER AND ACROSS THE SOUTHEAST QUARTER OF SECTION 3 AND THE NORTHEAST QUARTER OF SECTION 10, ALL IN TOWNSHIP 22 NORTH, RANGE 20, EAST OF THE WILLAMETTE MERIDIAN, CHELAN COUNTY, WASHINGTON, MORE PARTICULARLY DESCRIBED AS FOLLOWS, TO-WIT:

BEGINNING AT THE MOST EASTERLY CORNER OF LOT 5, BLOCK 5, WAREHOUSE ADDITION TO WENATCHEE, WASHINGTON, ACCORDING TO THE RECORDED PLAT THEREOF;

THENCE NORTHEASTERLY ALONG THE NORTHEASTERLY EXTENSION OF THE SOUTHEASTERLY LINE OF SAID LOT 5, A DISTANCE OF 80.00 FEET;

THENCE NORTHWESTERLY PARALLEL WITH THE NORTHEASTERLY LINE OF SAID BLOCK 5, A DISTANCE OF 190.00 FEET;

THENCE NORTHEASTERLY AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE 45.00 FEET, MORE OR LESS, TO A POINT BEING 25.00 FEET SOUTHWESTERLY, AS MEASURED AT RIGHT ANGLES FROM SAID MAIN TRACK CENTERLINE; THENCE NORTHWESTERLY PARALLEL WITH SAID MAIN TRACK CENTERLINE TO THE INTERSECTION WITH A LINE DRAWN PARALLEL WITH AND 20.00 FEET SOUTHWESTERLY, AS MEASURED AT RIGHT ANGLES FROM SAID RAILWAY COMPANY'S MOST SOUTHWESTERLY LADDER TRACK CENTERLINE;

THENCE NORTHWESTERLY PARALLEL WITH SAID LADDER TRACK CENTERLINE TO THE INTERSECTION WITH THE NORTHEASTERLY EXTENSION OF THE SOUTHEASTERLY LINE OF PALOUSE STREET, ACCORDING TO THE RECORDED PLAT OF WENATCHEE, WASHINGTON;

THENCE SOUTHWESTERLY ALONG SAID NORTHEASTERLY EXTENSION OF THE SOUTHEASTERLY LINE OF PALOUSE STREET, 85.00 FEET, MORE OR LESS, TO THE MOST NORTHERLY CORNER OF LOT 1, BLOCK 3 OF WAREHOUSE ADDITION TO WENATCHEE;

THENCE SOUTHEASTERLY ALONG THE NORTHEASTERLY LINES OF BLOCKS 3, 4, AND 5 OF SAID WAREHOUSE ADDITION, A DISTANCE OF 1,510.00 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE FOLLOWING:

COMMENCING AT A BRASS CAP MONUMENT AT THE INTERSECTION OF KITTITAS STREET AND COLUMBIA STREET, FROM WHICH A BRASS CAP MONUMENT AT MISSION STREET BEARS SOUTH 61°43'11" WEST 675.48 FEET; THENCE NORTH 61°43'11" EAST 78.96 FEET TO A POINT 150.00 FEET SOUTHWESTERLY AS MEASURED AT RIGHT ANGLES FROM THE CENTERLINE OF THE MAIN TRACK OF SAID RAILWAY COMPANY;

THENCE NORTH 28°17'18" WEST 35.00 FEET TO THE MOST EASTERLY CORNER OF LOT 5, BLOCK 5 OF THE WAREHOUSE ADDITION TO WENATCHEE AND THE TRUE POINT OF BEGINNING OF THIS DESCRIPTION; THENCE ALONG THE NORTH LINE OF KITTITAS STREET NORTH 61°43'11" EAST 20.22 FEET;

THENCE NORTH 28°21'21" WEST 171.41 FEET;

THENCE SOUTH 61°46'56" WEST 18.57 FEET;

THENCE NORTH 28°18'49" WEST 78.80 FEET;

THENCE SOUTH 61°43'11" WEST 1.42 FEET TO THE NORTHERLY CORNER OF THE SOUTH 70.50 FEET OF LOT 3 OF SAID WAREHOUSE ADDITION AND THE WESTERLY LINE OF SAID STATION GROUND PROPERTY;

THENCE ALONG SAID WESTERLY LINE SOUTH 28°17'18" EAST 250.23 FEET TO THE POINT OF BEGINNING. ALSO EXCEPTING THEREFROM, THE FOLLOWING:

BEGINNING AT THE MOST EASTERLY CORNER OF LOT 3, BLOCK 4 OF SAID WAREHOUSE ADDITION TO WENATCHEE; THENCE ALONG THE NORTHEASTERLY EXTENSION OF THE SOUTHEASTERLY LINE OF SAID LOT 3, NORTH 61°42'36" EAST 125.00 FEET TO A LINE BEING 25.00 FEET SOUTHWESTERLY AND PARALLEL WITH SAID MAIN TRACK CENTERLINE;

THENCE ALONG SAID LINE NORTH 28°17'18" WEST 269.97 FEET TO THE NORTHEASTERLY EXTENSION OF THE RIGHT OF WAY FOR THE 90.00 FOOT WIDE ORONDO AVENUE;

THENCE SOUTH 61°41'46" WEST 125.00 FEET TO THE MOST NORTHERLY CORNER OF LOT 1, BLOCK 4 OF SAID WAREHOUSE ADDITION;

THENCE ALONG NORTHEASTERLY LINE OF LOTS 1, 2 AND 3, SOUTH 28°17'18" EAST 269.94 FEET TO THE POINT OF BEGINNING.

ALSO KNOWN AS PARCEL D OF BOUNDARY LINE ADJUSTMENT RECORDED UNDER AUDITOR'S FILE NO. 2088061, CHELAN COUNTY, WASHINGTON.

PARCEL F (TPN: 222003925090):

LOT 4, BLOCK 4, WAREHOUSE ADDITION TO WENATCHEE, CHELAN COUNTY, WASHINGTON, ACCORDING TO THE PLAT THEREOF RECORDED IN VOLUME 1 OF PLATS, PAGE 38.

PARCEL G (TPN: 222003925095):

LOT 5, BLOCK 4, WAREHOUSE ADDITION TO WENATCHEE, CHELAN COUNTY, WASHINGTON, ACCORDING TO THE PLAT THEREOF RECORDED IN VOLUME 1 OF PLATS, PAGE 38.

PARCEL H (TPN: 222003440200):

THAT PORTION OF THE BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY'S (FORMERLY GREAT NORTHERN RAILWAY COMPANY) ORIGINAL 400.00 FOOT WIDE STATION GROUND PROPERTY AT WENATCHEE, BEING 250.00 FEET WIDE ON THE EASTERLY SIDE AND 150 FEET WIDE ON THE WESTERLY SIDE OF SAID RAILWAY COMPANY'S MAIN TRACK CENTERLINE, AS NOW LOCATED AND CONSTRUCTED UPON, LYING NORTHERLY OF THE NORTHEASTERLY EXTENSION OF THE RIGHT OF WAY FOR THE 90.00 FOOT WIDE ORONDO AVENUE, OVER AND ACROSS THE SOUTHEAST QUARTER OF SECTION 3 AND THE NORTHEAST QUARTER OF SECTION 10, ALL IN TOWNSHIP 22 NORTH, RANGE 20, EAST OF THE WILLAMETTE MERIDIAN, CHELAN COUNTY, WASHINGTON, MORE PARTICULARLY DESCRIBED AS FOLLOWS, TO-WIT:

BEGINNING AT THE MOST EASTERLY CORNER OF LOT 5, BLOCK 5, WAREHOUSE ADDITION TO WENATCHEE, WASHINGTON, ACCORDING TO THE RECORDED PLAT THEREOF;

THENCE NORTHEASTERLY ALONG THE NORTHEASTERLY EXTENSION OF THE SOUTHEASTERLY LINE OF SAID LOT 5, A DISTANCE OF 80.00 FEET;

THENCE NORTHWESTERLY PARALLEL WITH THE NORTHEASTERLY LINE OF SAID BLOCK 5, A DISTANCE OF 190.00 FEET;

THENCE NORTHEASTERLY AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE 45.00 FEET, MORE OR LESS, TO A POINT BEING 25.00 FEET SOUTHWESTERLY, AS MEASURED AT RIGHT ANGLES FROM SAID MAIN TRACK CENTERLINE; THENCE NORTHWESTERLY PARALLEL WITH SAID MAIN TRACK CENTERLINE TO THE INTERSECTION WITH A LINE DRAWN PARALLEL WITH AND 20.00 FEET SOUTHWESTERLY, AS MEASURED AT RIGHT ANGLES FROM SAID RAILWAY COMPANY'S MOST SOUTHWESTERLY LADDER TRACK CENTERLINE;

THENCE NORTHWESTERLY PARALLEL WITH SAID LADDER TRACK CENTERLINE TO THE INTERSECTION WITH THE NORTHEASTERLY EXTENSION OF THE SOUTHEASTERLY LINE OF PALOUSE STREET, ACCORDING TO THE RECORDED PLAT OF WENATCHEE, WASHINGTON;

THENCE SOUTHWESTERLY ALONG SAID NORTHEASTERLY EXTENSION OF THE SOUTHEASTERLY LINE OF PALOUSE STREET 85.00 FEET, MORE OR LESS, TO THE MOST NORTHERLY CORNER OF LOT 1, BLOCK 3 OF WAREHOUSE ADDITION TO WENATCHEE;

THENCE SOUTHEASTERLY ALONG THE NORTHEASTERLY LINES OF BLOCKS 3, 4 AND 5 OF SAID WAREHOUSE ADDITION, A DISTANCE OF 1,510.00 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE RIGHT OF WAY FOR 90.0 FOOT WIDE ORONDO AVENUE

Exhibit "B"
Chelan County Property Legal Description
(Chelan, WA)

Former Gene Kelley Property adjacent to Chelan Airport

TPN: 272304140150

LOT 1, BINDING SITE PLAN B4, CHELAN COUNTY, WASHINGTON, AS RECORDED IN BOOK SP-6, PAGES 10 THRU 12, CHELAN COUNTY, WASHINGTON.

EXHIBIT "C"
Douglas County Property Legal Description

Former Executive Flight Office/Hangar at Pangborn Memorial Airport

TPN: 22211610058

BUILDINGS AND IMPROVEMENTS LOCATED ON LOT 20, PANGBORN AIRPORT BUSINESS PARK, BSP 12-01, DOUGLAS COUNTY, WASHINGTON, ACCORDING TO THE PLAT THEREOF RECORDED FEBRUARY 25, 2014, UNDER AUDITOR'S NO. 3176418.