

**THE PORT DISTRICT OF SOUTH WHIDBEY ISLAND
SPECIAL MEETING**

Held at Port Office Conference Room, 1804 Scott Rd, Freeland, WA
Wednesday, March 29, 2017 at 9:00 a.m.

AGENDA

SPECIAL MEETING CALL TO ORDER and PLEDGE OF ALLEGIANCE (9:00 a.m.)

Fairgrounds (approx. 9:00-10:00 a.m.)

- Interlocal Agreement
- Resolution 17-02
- Coffman Kitchen
 - Renovations Estimate
 - Draft MOU with Goosefoot

ADJOURNMENT (Approximately 10:00 a.m.)

WORK SESSION (Approximately 10:00 a.m. – 10:30 a.m.)

PORT DISTRICT OF SOUTH WHIDBEY ISLAND

Minutes of the Special Meeting

March 29, 2017

Freeland, Washington

Commissioners Present: Curt Gordon (Clinton) & Ed Halloran (Langley) **Absent:** Jack Ng (Freeland)

Port Staff: Angi Mozer (Executive Director), Molly MacLeod-Roberts (Port Clerk/Accountant, Roxy Taylor (Fairgrounds Property Manager) and Pat Kisch (Maintenance & Operations Supervisor)

MEETING CALL TO ORDER: The Special Meeting of the Port District of South Whidbey Island's Board of Commissioners was convened on Wednesday, March 29, 2017, in the Port office conference room at 1804 Scott Rd. in Freeland, WA. As announced, the primary purpose of the Special Meeting was for the Commission to address the items on the Agenda. Although the Meeting was of course open to the public, it was scheduled primarily for Commission consideration, discussion and action on those specific issues and public participation was not on the Agenda.

Commissioner Curt Gordon, President, called the Special Meeting to order at 9:00 a.m., followed by the Pledge of Allegiance.

FAIRGROUNDS: Executive Director Angi Mozer noted that Island County held a Public Hearing to surplus the Fairgrounds property on Tuesday, March 28. After the Hearing, the Board of Island County Commissioners had signed the Interlocal Agreement (ILA) for the transfer of the property from the County to the Port. The transfer will be by Bargain and Sale Deed with the closing date of March 31, 2017.

Resolution No. 17-02 – A Resolution Approving the Interlocal Agreement Transferring the Fairgrounds Property: The Resolution approves the transfer and authorizes the ILA and the Real Estate Tax Affidavit for signature by the Board of Commissioners of the Port or the President of the Board where only one signature is identified. The Resolution also authorizes the Executive Director to execute any and all other documents related to the closing of the conveyance of the Fairgrounds Property to the Port, consistent with the ILA.

ACTION: A Motion was made by Gordon and seconded by Halloran to approve Resolution No. 17-02: Approving the Interlocal Agreement Transferring the Fairgrounds Property as presented. The Motion passed unanimously.

Interlocal Agreement (ILA): The final ILA was signed by the Board of Island County Commissioners on March 28, 2017. The ILA defines both the County and Port responsibilities. Section 3. Consideration states: *The Port and the County have determined a full price amount concerning the current value of the Real Property and Personal Property subject to this transaction based upon the value of the obligations and commitments of the Port set forth in the agreement; the needed maintenance, repairs and capital improvements; and the value to the County in no longer maintaining the property. The County and the Port have determined that the transfer of the subject Real Property and Personal Property to the Port is fair and proper; is exchanged at true and fair value; has been approved by the majority of qualified voters in an advisory election held within the geographical boundaries of the South Whidbey School District; and is in the best interests of the citizens of the County and the Port District.*

ACTION: A Motion was made by Gordon and seconded by Halloran to enter into and approve the Interlocal Agreement for the Transfer of the Fairgrounds Property from Island County to the Port District of South Whidbey Island as presented. The Motion passed unanimously.

Coffman Kitchen: Goosefoot representatives Sandy Whiting (Executive Director), Marian Myszkowski (Director of Program and Fund Development) and Fredde Butterworth (Facilities Manager) were on hand to discuss the plans for a collaborative effort with the Port to modify and enlarge the Commercial Kitchen in the Coffman Building on the Fairgrounds property.

- **Renovations Estimate:** At Mozer's request, Gemkow Construction had provided a cost estimate (placeholder numbers) for valuation purposes. She explained that the \$460K estimate was not based on the Coffman kitchen; it was based on Gemkow's previous projects of similar scope. Mozer guessed actual renovation costs would be somewhere in between the Port's original estimate of \$75K and Gemkow's estimate of \$460K.
- **Draft Memorandum of Understanding (MOU) with Goosefoot:** Goosefoot had previously provided a draft MOU.

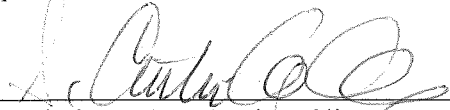
The next steps include establishing an MOU and hiring an architect or designer to design the space and/or estimate the cost. Goosefoot has collected great input from several potential users of the kitchen, and will meet with them to discuss locations for equipment in the floor plan to help design work flow, etc. As a public works project, the Port will need to advertise a Request for Qualifications (RFQ) for architectural services. Once the MOU is established, it is up to the Port to build it and get the bond, etc. to pay for it. The Port would be responsible for hiring the architect and the contractor through the bid process.

Gordon stressed that the Port and Goosefoot need to be sensitive to the needs of the Fair Association and the 4-H groups in regards to the Coffman Building. He would like the representatives from Goosefoot, Mozer and Fairgrounds Property Manager Roxy Taylor to meet with representatives from the Fair Association and 4-H groups to get their input before the MOU is signed. It's important to share how the project will benefit the public. Taylor agreed to coordinate the meetings.

Regarding the draft MOU, Mozer suggested the terms should be more general and not as detailed. She will provide suggested wording and present a 2nd draft prior to the regular April meeting.

ADJOURNMENT: The Special Meeting was adjourned at 9:45 a.m.

Approved:



Commissioner Curt Gordon, Clinton


Minutes reviewed by:



Angi Mozer, Executive Director

ABSENT

Commissioner Jack Ng, Freeland



Commissioner Ed Halloran, Langley

Public Disclosure Statement: The foregoing Meeting Minutes, audio recording and all supporting documents presented are available at the Port of South Whidbey, 1804 Scott Rd., Suite 101, Freeland WA 98249.

Work Session: The previously announced public Work Session began immediately following adjournment of the Special Meeting. The Work Session ended at 11:45 a.m. with no action taken.

[Note: No actions are taken during Work Sessions, which provide an opportunity in an informal workshop format for the Board to review and discuss general Port business.]