



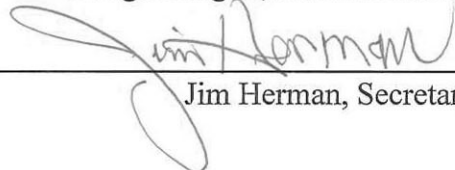
TOPIC	DISCUSSION / ASSESSMENT / FINDINGS	ACTION
<b>Attendance</b>	<b>Commissioner/Staff Present:</b> Port Commissioners (PCs) James Herman, William Schmitt, Wayne Vinyard; Executive Director (Exec.D) Marc Thornsby; Port Legal Counsel Bill Eling; and Administrative Assistant/Port Auditor (AA/PA) Margie Ziegler. <b>PC/Staff Absent:</b> None. <b>Guests Present:</b> Stephane Wandel, Boeing; Phil Diepenbrock, CBRE; Mary Margaret Evans, Insitu; Scott Pimley, Insitu; Jenny Taylor, Insitu; Steve Wells, Trammell Crow; and Jeri Fisch, Insitu; Via teleconference: Gerry Bresslour, Boeing; Natasha Roberts, Lexington; and Jonathan Eiseman, on behalf of Lexington. <b>Meeting Location:</b> 118 Columbia River Way, Bingen, Washington.	Meeting called to order at 7:11 am.
<b>Old Business</b>  Lot 24 Lease	<p>After introductions Steve Wells, Trammel-Crow, noted that the draft lease had been sent out on November 30<sup>th</sup> and everyone had reviewed it. Wells suggested everyone go through it line by line to see what language they can accept and what still needs to be revised and offered to make the revisions while the document was on the screen and also being viewed by the people on the teleconference.</p> <p>Items discussed included the following key provisions of the draft lease agreement:</p> <ul style="list-style-type: none"> <li>• Limiting what constitutes “known contamination” or a “known condition” during the license (aka contingency) period.</li> <li>• Clarification of the provisions for executing an extension option when the lessee is in breach of the lease.</li> <li>• Inclusion of Lot 23 in the definition of the premises.</li> <li>• Expansion of the permitted uses to include warehousing, storage, and management of companies.</li> <li>• Removal of the prohibited use provision covering unreasonable impact on adjacent properties.</li> </ul>	The corrections and the final language were agreed upon by consensus by the representatives from the Port, Insitu, Boeing, Trammel-Crow and Lexington.

<p><b>Old Business continued...</b></p> <p>Lot 24 Lease continued...</p>	<ul style="list-style-type: none"> <li>• Timing of the approval process for outdoor storage screening materials.</li> <li>• Permitted and prohibited uses of Lot 23.</li> <li>• Clarification of the conditions under which Lot 23 may be removed from the lease and control returned to the Port.</li> <li>• Time limits on Port's review of resubmitted plans for leasehold improvements.</li> </ul> <p>A short break was taken 10:15am to 10:40am.</p> <ul style="list-style-type: none"> <li>• Escort requirements pertaining to Port access to the premises.</li> <li>• Port limitations and lessee obligations regarding assignment of the lease including assignment when lessee is in breach of the lease and assignment to Boeing.</li> <li>• Limitations on Port's denial of lessee request for assignment.</li> <li>• Limitations on Port's ability to recoup legal and other review fees for lessee assignment.</li> <li>• Limitations on Port's denial of lessee request for sublease.</li> <li>• Limitations on Port's ability to recoup legal and other review fees for lessee sublease.</li> <li>• Allow alternative document for SNDA agreement.</li> <li>• Length of time permitted before an uncured breach becomes an event of default.</li> <li>• Additional notice and cure periods before termination of the lease.</li> <li>• Elimination of lessee indemnification obligation for damage to the premises or existing improvements.</li> <li>• Clarification of several small items related to lessee insurance coverage requirements.</li> </ul>	
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<p><b>Old Business continued...</b></p> <p>Lot 24 Lease continued...</p>	<p>Lunch was brought to the conference room and a lunch break was taken from 1:10pm to 1:35pm.</p> <ul style="list-style-type: none"> <li>• Indemnification of lessee for preexisting hazardous substances.</li> <li>• Limitations on Port inspection and monitoring for suspected hazardous substances.</li> <li>• Limitations on Port protection from hazardous substances discovered after commencement of the lease.</li> <li>• Clarification regarding the right of first refusal.</li> <li>• Limitations on Port's ability to modify the covenants, conditions, and restrictions (CC&amp;Rs).</li> <li>• Lessee rights to record memorandum of the lease.</li> <li>• Port obligations regarding lessee discharge of stormwater from the premises.</li> <li>• Clarification of various terms and definitions.</li> </ul> <p>PC Vinyard adjourned the PC Meeting at 4:15pm and instructed the PC to reconvene in the Port Office at 4:30pm.</p>	
<b>Attendance</b>	<p><b>Commissioner/Staff Present:</b> Port Commissioners (PCs) James Herman, William Schmitt, Wayne Vinyard; Executive Director (Exec.D) Marc Thornsburg; Port Legal Counsel Bill Eling; and Administrative Assistant/Port Auditor (AA/PA) Margie Ziegler. <b>PC/Staff Absent:</b> None. <b>Guests Present:</b> None</p>	PC Vinyard re-opened the public meeting at 4:27pm. PC Vinyard said PC Schmitt will arrive late because he had an appointment.
<p><b>Administrative Matters</b></p> <p>Approval of Vouchers</p>	Payroll Vouchers – December 5, 2012 #25021, #D10591-D10605, \$11,731.85.	PC Herman M, to approve the vouchers, PC Vinyard S, MP 2-0. PC Schmitt not present.
<b>Attendance</b>	PC Schmitt arrived.	
<b>New Business</b>	None	
<p><b>Executive Director's Report</b></p> <p>BP Infrastructure Project</p>	(Exec.D) Thornsburg said the electrical and vault installation on Marina Way has been completed and moving the fiber optic cable will be next.	

<b>Port Meeting Dates</b>	PC Vinyard said he will not be able to attend the December 18 <sup>th</sup> Port Commission Meeting. A meeting on December 17 <sup>th</sup> was discussed.	By consensus, the PC agrees to hold the next PC meeting on December 17 <sup>th</sup> .
<b>Commissioners Reports</b>	None	
<b>Public Comment</b>	None	
<b>Adjournment</b>	PC Vinyard adjourned the PC Meeting at 5:36pm.	

Approved on April 2, 2013  
 (Date)  
  
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 Marc Thornsburg, Executive Director

  
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 Margie Ziegler, Administrative Assistant  
  
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 Jim Herman, Secretary