



IMPROVING OUR COMMUNITY

COLUMBIA GATEWAY URBAN RENEWAL AGENCY

CITY OF THE DALLES

MINUTES

COLUMBIA GATEWAY URBAN RENEWAL AGENCY BOARD

Meeting Conducted in a Room in Compliance with ADA Standards

Tuesday, June 19, 2018

5:30 p.m.

City Hall Council Chambers

313 Court Street

The Dalles, Oregon

CALL TO ORDER

Chair Miller called the meeting to order at 5:30 p.m.

ROLL CALL

Present: Scott Baker, Staci Coburn, Taner Elliott, John Fredrick, Steve Kramer, Darcy Long-Curtiss, Linda Miller, Kathleen Schwartz and Chuck Raleigh

Absent:

Staff Present: Urban Renewal Manager Steve Harris and City Attorney Gene Parker

In Attendance: Eight

PLEDGE OF ALLEGIANCE

Chair Miller led the Pledge of Allegiance.

APPROVAL OF AGENDA

Board Member Baker suggested the Executive Session be moved before the Action Item. City Attorney Parker stated there was also a proposed amendment to the agenda.

Board Member Baker moved to reorder the agenda with the Executive Session prior to the Action Item, and amend the agenda with Action Item B: Consideration of First Amendment to Agreement for Disposition and Development of Tony's Building between Tokola Properties, Inc. and Columbia Gateway Urban Renewal Agency (amended Agenda, Exhibit 1). Board Member Elliott seconded the motion. The motion passed 8-1, Kramer opposed.

APPROVAL OF MINUTES

Board Member Coburn moved to approve the minutes of May 15, 2018, as written. Board Member Fredrick seconded the motion; the motion passed unanimously.

PUBLIC COMMENT

None.

EXECUTIVE SESSION

Pursuant to Item VIII. A. of the Urban Renewal Agency Board Agenda dated June 19, 2018, which cites ORS 192.660(2)(e), the Board adjourned to Executive Session at 5:35 p.m.

Chair Miller reconvened the Open Session at 6:43 p.m.

ACTION ITEM

Consideration to Extend the Exclusive Negotiating Agreement (ENA) with GBHD, LLC

Manager Harris presented the staff report.

Attorney Parker stated the Confidentiality Agreement had not been finalized. The submitted agreement was too broad, virtually all information submitted for review would have been considered confidential. Staff had extensive conversations with the Mr. Leash's attorney about the Confidentiality and Non-Circumvention Agreement; no resolution had been reached. Discussions continued regarding a narrowed scope for information considered confidential.

Attorney Parker stated the extension would provide time for an initial review by Leland Consulting Group.

Michael Leash, 2003 View Court, The Dalles

Leash stated between 50 and 70 documents were submitted for review. The documents were marked with three different levels:

- Confidential – not for public release
- Private/confidential with redaction by the attorney, and
- For their eyes only, not for release.

The documents were submitted in good faith in order for the consultants to begin review. Because the Confidentiality Agreement was not yet completed, Leash added levels of confidentiality to the submitted documents. He clarified that some information submitted was not available to the Agency without redaction; he did not want the information made public.

Board Member Baker asked Attorney Parker if Leland Consulting felt unable to perform the review because information would be revealed to the Agency. Parker responded: Leland Consulting stated they had not previously seen a proposed Confidentiality Agreement with this level of restriction. Their concern was that they would be somewhat hamstrung if restrictions would prevent their sharing of information with the Agency.

Board Member Long-Curtiss stated the 120-day extension would provide time to negotiate; Board Member Kramer agreed.

Kristen Campbell, Timmons Law, PO Box 2350, The Dalles

Campbell suggested the 120 days be expressly provided in the ENA. Campbell stated the client is working in good faith; legal terms can be resolved.

Board Member Kramer moved to approve the extension for the ENA for the requested 120-day period. Board Member Long-Curtiss seconded the motion.

Board Member Kramer clarified this would be the first 120-day extension.

The motion passed 7-2, Elliott and Fredrick opposed.

Consideration of First Amendment to Agreement for Disposition and Development of Tony's Building between Tokola Properties, Inc., and Columbia Gateway Urban Renewal Agency

City Attorney Parker stated the Bureau of Labor and Industry (BOLI) needed clarification on items submitted in the pre-determination letter, specifically the level of contribution by the Agency. The BOLI representative requested an amendment stating less than \$750,000 of public funds would be contributed. (Amendment attached, Exhibit 2.)

Board Member Long-Curtiss commented she was aware the amendment was required in order for the project to go forward, but wanted the Board to recognize that local contractors would earn less for their work.

Vice Chair Elliott stated that was an arguable point; with the work available at this time, prevailing wage is not being bid.

Board Member Kramer moved to authorize the execution of the First Amendment to the Agreement for Disposition and Development of Tony's Building between Tokola Properties, Inc., and Columbia Gateway Urban Renewal Agency. Board Member Raleigh seconded the motion. The motion passed 8-1, Schwartz opposed.

STAFF COMMENTS

The next regularly scheduled meeting is July 17, 2018.

BOARD MEMBER COMMENTS

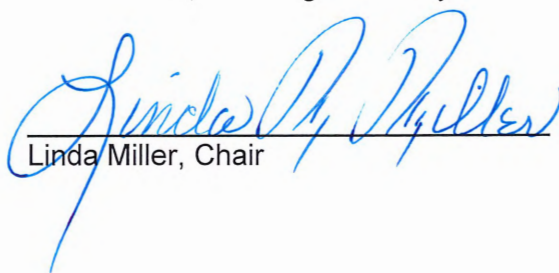
Board consensus was to be available for a meeting in August.

Board Member Kramer stated he would not be able to attend the July 17, 2018 meeting.

ADJOURNMENT

Chair Miller adjourned the meeting at 7:11 p.m.

Respectfully Submitted
Paula Webb, Planning Secretary



Linda Miller, Chair



IMPROVING OUR COMMUNITY

COLUMBIA GATEWAY URBAN RENEWAL AGENCY

CITY OF THE DALLES

AMENDED AGENDA

COLUMBIA GATEWAY URBAN RENEWAL AGENCY BOARD

Meeting Conducted in a Room in Compliance with ADA Standards

Tuesday, June 19, 2018

5:30 p.m.

City Hall Council Chambers

313 Court Street

The Dalles, Oregon

- I. CALL TO ORDER
- II. ROLL CALL
- III. PLEDGE OF ALLEGIANCE
- IV. APPROVAL OF AGENDA
- V. APPROVAL OF MINUTES – May 15, 2018
- VI. PUBLIC COMMENT
- VII. ACTION ITEM
 - A. Consideration to Extend the Exclusive Negotiating Agreement with GBHD, LLC
 - B. Consideration of Frist Amendment to Agreement for Disposition and Development of Tony's Building between Tokola Properties, Inc. and Columbia Gateway Urban Renewal Agency
- VIII. EXECUTIVE SESSION
 - A. Recess to Executive Session in accordance with ORS 192.660(2)(e) to conduct deliberations with persons designated by the governing body to negotiate real property transactions.
 - B. Reconvene to Open Session
 - C. Decision following Open Session
- IX. STAFF COMMENTS

Next Regular Meeting Date: July 17, 2018
- X. BOARD MEMBERS COMMENTS OR QUESTIONS
- XI. ADJOURNMENT

**FIRST AMENDMENT TO AGREEMENT FOR DISPOSITION
AND DEVELOPMENT OF TONY'S BUILDING BETWEEN TOKOLA
PROPERTIES, INC. AND COLUMBIA GATEWAY URBAN RENEWAL AGENCY**

WHEREAS, the Columbia Gateway Urban Renewal Agency, hereinafter referred to as “Owner”, and Tokola Properties, Inc, hereinafter referred to as “Tokola”, entered into an agreement for disposition and development of property known as the Tony’s Building on February 28, 2018, hereinafter referred to as the “DDA”; and

WHEREAS, pursuant to Section 3.5.1 of the DDA, Owner submitted a request for a predetermination letter to the Oregon Bureau of Labor and Industries on May 8, 2018, stating that Oregon prevailing wage rate laws, including ORS 279C.800-870 and related regulations, do not apply to the transaction and Project as defined in the DDA; and

WHEREAS, the exemption which Owner and Tokola believe applies to the Project is set forth in ORS 279C.810(2)(c), which provides that ORS 279C.800 to 279C.870 do not apply to a project (1) that is privately owned;(2) that uses funds of a private entity; (3) in which less than 25% of the square footage of a completed project will be occupied or used by a public agency; and (4) for which less than \$750,000 for funds of a public agency are used; and

WHEREAS, Section 6.3 **Financial Assistance** provides as follows:

Owners agrees to pay Tokola on or before Closing Tokola’s development expenses in the amount of Seven Hundred Fifty Thousand Dollars (\$750,000) which shall include offsets for any costs incurred by Owners for third party reports and consultants relating uniquely to Tokola’s Project.; and

WHEREAS, Owner and Tokola have agreed to amend Section 6.3 of the DDA to reduce the amount of financial assistance to be provided by Owner to ensure that the Project will comply with the requirements of ORS 279C.810;

NOW, THEREFORE, in consideration of the terms and provisions set forth in this First Amendment, it is mutually agreed as follows:

1. The text of Section 6.3 **Financial Assistance** of the DDA shall be amended to read as follows:

Owner agrees to pay Tokola on or before Closing Tokola’s development expenses in the amount of Seven Hundred Forty Nine Thousand Nine Hundred Dollars (\$749,900) which shall include offsets for any costs incurred by Owner for third party reports and consultants relating uniquely to Tokola’s Project.

2. Except as modified by this First Amendment, the terms and conditions of the DDA entered into on February 28, 2018, shall remain in full force and effect.

Dated this _____ day of _____, 2018.

**COLUMBIA GATEWAY
URBAN RENEWAL AGENCY**
An Oregon municipal corporation

By: _____
Linda Miller, Chairperson

TOKOLA PROPERTIES, INC.
An Oregon corporation

By: _____
Dwight D. Unti, President

Approved as to form:

Gene E. Parker, City Attorney