

West Plains/Airport Area Public Development Authority

September 19, 2019

11:30 AM – 1:00 PM, scheduled time

Minutes - Regular Meeting

Attendance

WP-AA PDA Members present: Greg Birchell, William Butler, Al French, Gerry Gemmill, Larry Krauter, Theresa Sanders, Ben Stuckart

WP-AA PDA Members absent: None

WP-AA Staff present: Todd Coleman; Executive Director, Sueann Herkel; Executive Assistant, Taudd Hume; Legal Counsel

WP-AA Staff absent: None

Staff/Guests present: Jody Barrett, Lindsay Chapman, Nancy Collins, Julie Van Wormer, Tanya Williams

Meeting called to order 11:30 am

Welcome and Introductions:

Board Chair Larry Krauter conducted roll call of Board. Quorum present.

Public Comment/Courtesy of the Floor:

None

Action Item No. 1: Approval of Minutes: August Work Session

Board Member Theresa Sanders motioned to approve August 8, 2019 work session minutes. Board Member Bill Butler seconded. Motion passed unanimously.

Action Item No. 2: Approval of Minutes: August Regular Board Meeting

Board Member Bill Butler motioned to approve August 15, 2019 minutes. Board Member Theresa Sanders seconded. Motion passed unanimously.

Action Item No. 3: Approval of the August 11, 2019 – September 10, 2019 Financials

Board Treasurer Ben Stuckart had no comment regarding the financials. Executive Director Todd Coleman mentioned that moving forward, we will need to identify a process to simplify how funds are received from the County. Board Member Bill Butler questioned “Ask My Accountant” on the financial report. That was identified as a “suspense” account until the PDA’s accounting firm assigns the entry into the correct accounting line. Board Member Bill Butler made a motion to approve the August 11, 2019 – September 10, 2019 Financials. Board Treasurer Ben Stuckart seconded. Motion passed unanimously.

Action Items No. 4: Approval of Sublease with the West Plains Chamber of Commerce

Board Chair Larry Krauter discussed his conflict of interest on this Action Item and will abstain from the vote. Discussion continued as to whether this sublease was within Executive Director’s authority to approve or does it require board approval because it involves real estate. Determined to require Board approval per the by-laws. This Action Item was tabled until a special meeting could be arranged to have a quorum. Board Secretary Bill Butler motioned that Action Item be tabled until a special meeting can be scheduled. Board Member Theresa Sanders seconded. Motion to suspend Action Item to a special meeting was passed unanimously.

Action Item No. 5: Approval of Contract with Marketing Firm for Collateral

Executive Director Todd Coleman reported the PDA received five submittals from the Request for Proposal (RFP). Three were interviewed with Houdini Interactive being determined as the best firm. Houdini covered all the bases of the RFP and was able to meet the future needs of the PDA. They also conveyed the ability to assist with video presentations. Three months is the current prediction for complete execution. Board Member Theresa Sanders motioned for the Board to authorize the Executive Director to execute a contract with Houdini Interactive in the amount not to exceed \$89,285.00. Board Member Bill Butler seconded. Motion was passed unanimously.

Action Item No 6: Approval of an Amendment of the Letter of Intent with Mullen Technologies, Inc.

Executive Director Todd Coleman presented the following:

- Mullen Technologies, Inc. has interest in leasing approximately 500,000 sf Phase 1 and 800,000 sf Phase 2 build to suit buildings from the PDA for the general assembly of electric automobiles and battery research and development. The purpose of the executed Letter of Intent was to signal the interest of the PDA and Mullen to negotiate in good faith a lease agreement by September 18, 2019.
- Over the past several months, Mullen has debuted its Qiantu K50 at the International Auto Show in New York, has run several adds during strategic auto races including the Indianapolis 500, has held several show cases to raise capital, has engaged with a firm to pursue funding through the Opportunity Zone and has a firm engaged to obtain a loan through the Federal government targeted toward electric vehicles and battery R&D.
- The Letter of Intent signed by Mullen and the PDA provides for a period of exclusive dealing after Mullen pays the 4% deposit until September 18, 2019. Mullen is requesting an extension of the deadline to March 31, 2020. They anticipate paying the deposit in December of 2019.
- Execution of this amendment provides Mullen with additional time to raise equity, develop a strategy around the Opportunity Zone and obtain a Federal loan. The parties will negotiate the lease rate and terms in the Lease Agreement prior to March 31, 2020.

Board Member Bill Butler questioned whether documents could be drafted now in preparation for short time frame and, in consideration of the cost of drafting documents, will Mullen provide advanced funding? Board Treasurer Ben Stuckart motioned to approve the amendment to the Letter of Intent with Mullen Technologies, Inc. Board Member Bill Butler seconded. Motion was passed unanimously.

Project Updates, Presentations and Briefings

1. Mitigation Bank Services RFQ (Request for Proposal) – four proposals were received and are under review.
2. Owner’s Representative RFQ – three proposals were received. A recommendation will be brought to the Board in October.
3. Contracts & Interlocal Agreements - up to date.
4. The Center for Disease Control – the CDC released a Media Announcement inviting the public to learn about PFAS exposure assessment in Spokane County, specifically near Fairchild Air Force Base. A question was raised as to whether there is contaminated water in any of the aquifers within the PDA that cause risk to our Stormwater Project. Executive Director Coleman explained this will be part of the deliverables from Phase II of the contract with Osborn Consulting.
5. Budget Request to Partners – Executive Director Coleman will be requesting financial partnership with two projects, Westland Mitigation and Innovation Zone. He will provide written justification for each project.
6. Phase 1 Stormwater Close Out – Executive Director Coleman reported that Osborn Consulting contract, Phase 1 will close out at the end of October.

7. Stormwater Public Input Process – Executive Director Coleman reported that Osborne Consulting is executing a plan for a stormwater public input process, as required in Phase II, by planning a landowner’s meeting from 1:00 – 3:00 p.m. on September 24th and a design charrette on October 16th from 3:00 – 5:00 p.m.
8. PDA Boundary – the question was raised, “should the PDA Boundary be expanded?” Board Treasurer Ben Stuckart raised the concern as to why would the boundary be expanded if the property is in TIFF area. Another point raised was the not all the PDA is within the City’s water service area.
9. Express Care Facility Announcement – Providence has announced the opening of this facility in Airway Heights.

Other Business

1. Unfinished Business

- a. A reminder was given to the Board to provide certificates verifying Open Public Meetings and Public Records Act Training.
- b. The Greater Spokane Incorporated website (Advantage Spokane) agreement was discussed. Reportedly, the City, County and airport have all signed. Executive Director Coleman briefed that the agreement is now sufficient to move forward. The PDA will sign.

2. New Business

None

Board Member Items

1. Board Treasurer Ben Stuckart reported about a meeting he had with Commissioner Kuney. From that meeting it was determined that adjustments need to be made to the Interlocal Agreement between Public Development Authorities (PDAs), the City and the County. Adjustments should include 25% will be shared equally between City and County and that either of those parties may adjust revenues once PDAs maintain and sustain consistent revenue. Additionally, revenue does not include sales tax since that fluctuates too often. This concept is consistent with the PDAs becoming self-sustaining over time.

At 1:00 PM, the September 19, 2019 meeting was adjourned.