



**ODESSA PUBLIC DEVELOPMENT AUTHORITY
MINUTES OF NOVEMBER 19, 2012**

THE CALL TO ORDER:

The meeting was to order at 7:01 p.m. by President Clark Kagele.

BOARD MEMBERS:

Present: Mike Edens, Clark Kagele, Todd King, Kim Ramm, George Rodeck and Jim Walter.

Absent:

Others Present: Wade King, Teresa King, Mark DeWulf, Joel Edmonds

MINUTES:

Chairman Kagele declared the minutes approved as presented prior to the meeting.

TREASURER'S REPORT:

Bills:

Payable To:	Regarding:	Project:	Amount:	Account
LOW	October Billing	OPDA	\$130.00	OPDA
CMD	October Billing	IEO	\$344.00	
CMD	October Billing	LPCA	\$2,912.00	OPDA
		CMD Total	\$3,256.00	
Town of Odessa	SemBioSys Vacancy	Industrial Park	\$88.09	OPDA
The Madsen Group	Consultant Fee	CPoW	\$1,800.00	CERB
North Basin Seed	Lease Overpayment	OPDA	\$687.50	OPDA
Avista	SemBioSys Vacancy	Industrial Park	\$40.44	OPDA
Kim King	November 2012 Payroll	OPDA	TBD	OPDA
Stacey Rasmussen	November 2012 Payroll	OPDA	TBD	ODPA
	November 2012 Payroll Taxes	OPDA	TBD	OPDA

Action: Todd King moved and George Rodeck seconded a motion to approve bills as presented. Motion carried. 6 – 0

The following bills were paid:

Payable To:	Regarding:	Project:	Amount:	CK #:	Date Pd:
LOW	September Billing	OPDA	\$260.00		
CMD	September Billing	Sembiosys	\$1,238.00	1141	10/26/2012
		CMD Total	\$1,238.00		
Lincoln County Treasurer	Property Taxes	OPDA	\$9,082.60	1142	10/26/2012
Town of Odessa	SemBioSys Default	Industrial Park	\$97.81	1143	10/26/2012
The Madsen Group	Consultant Fee	CPoW	\$1,800.00	1144	10/26/2012
Avista	SemBioSys Default	Industrial Park	\$26.98	1145	10/26/2012
Steven Powell	Miscellaneous Expenses	OPDA	\$34.46	1146	10/26/2012
Steven Powell	Mileage Expense	OPDA	\$210.00	1146	10/26/2012
		SP Total:	\$244.46		
Stacey Rasmussen	Miscellaneous Expenses	OPDA	\$22.04	1147	11/2/2012
Steven Powell	September 2012 Payroll	OPDA	\$1,000.00	1148	11/2/2012
Kim King	September 2012 Payroll	OPDA	\$75.48	1150	11/2/2012
Stacey Rasmussen	September 2012 Payroll	OPDA	\$662.17	1149	11/2/2012
	September 2012 Payroll	OPDA	\$931.80	EFTPS	11/2/2012

OLD BUSINESS:

SemBioSys: The lease has been assigned to a new receivership company. They have indicated plans to keep the lease until June/July 2013, possibly longer.

NEW BUSINESS:

LPCA: LPCA President submitted the attached counter proposal to the OPDA board's initial motion of "*Kim Ramm moved, Mike Edens 2nd, a motion to approve Garco Construction contract with stipulation of Irrevocable Letter of Credit in the amount of \$78,000 from the LPCA to secure design phase and cost overruns that may be incurred during construction. Mark DeWulf is to create Irrevocable Letter of Credit and review documents to meet acceptable terms. Motion Passed 6-0.*" Discussion was held regarding the counterproposal between the OPDA board and LPCA representative Wade King.

Action: Kim Ramm moved, Mike Eden 2nd to resend the motion "*Kim Ramm moved, Mike Edens 2nd, a motion to approve Garco Construction contract with stipulation of Irrevocable Letter of Credit in the amount of \$78,000 from the LPCA to secure design phase and cost overruns that may be incurred during construction. Mark DeWulf is to create Irrevocable Letter of Credit and review documents to meet acceptable terms.*" Motion carried. 6-0

Action: Kim Ramm moved, George Rodeck 2nd to accept the offer contained in the attached letter from LPCA Board President Willard Wolf. Motion carried. 6-0

Action: Clark Kagele moved, Kim Ramm 2nd to approve and sign the Garco Construction contract. Motion carried. 6-0

Action: Clark Kagele moved, Todd King 2nd to authorize Jim Walter to sign the Garco Construction contract in place of the Board President. Motion carried. 6-0.

Additionally, the LPCA will be kept informed of all notices regarding invoices/changes as well as any overall project updates.

IEO: Joel Edmonds reported IEO is still waiting to hear from the Department of Commerce regarding their loan position. Joel will be meeting with the minority owners to discuss other financing options. Discussion was held regarding how to proceed with OPDA's loan payment to WSDA.

Action: Jim Walter moved, Todd King 2nd to pay WSDA loan payment, if IEO makes their lease payment to OPDA prior to December 5, 2012. Motion carried. 6-0.

Budget: The 2013 OPDA Budget was presented and discussed.

Staff Position: Stacey Rasmussen will continue to be the OPDA Administrative Assistant under her current contract, but is allowed to increase her hours up to an average of 30 hours per week, as necessary.

Next meeting will be December 17, 2012

ADJOURNMENT:

Chairman Kagele adjourned the meeting at 9:32 p.m.

Clark Kagele, President

Kim Ramm, Secretary



CPoW Livestock Processors Cooperative Association
Local Livestock, Healthy Meat

November 19, 2012

Clark Kagele, President
Odessa Public Development Authority
P.O. Box
Odessa, WA 99159

RE: Garco contract signing

Dear Mr. Kagele,

We understand that the OPDA made a final motion at your meeting this past week to sign the Garco contract that included one condition to make sure the project has enough contingency to get the plant construction completed.

Kim Ramm moved, Mike Eden 2nd, a motion to approve Garco Construction contract with stipulation of Irrevocable Letter of Credit in the amount of \$78,000 from the LPCA to secure design phase and cost overruns that may be incurred during construction. Mark DeWulf is to create Irrevocable Letter of Credit and review documents to meet acceptable terms.

The LPCA is proposing to pay the first design invoices up to \$57,000 that are included in the OPDA and Garco construction contract, in exchange for the OPDA withdrawing the above motion to require the LPCA to sign an Irrevocable Letter of Credit. Therefore, the LPCA is pledging \$57,000 to be paid directly to Garco when invoiced.

The LPCA trusts this proposal will satisfactorily address the OPDA's concerns.

The LPCA believes it is in the best interest of everyone involved to get the Garco construction contract signed, move forward and keep the momentum.

Sincerely,

Handwritten signature of Willard Wolf.

Willard Wolf, President