

**PORT OF BROOKINGS HARBOR
CURRY COUNTY, OREGON**

RESOLUTION NO. 2022-10

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE PORT OF
BROOKINGS HARBOR CONCERNING THE PROCEEDS FROM THE SALE OF THE
PROPERTY BETWEEN LOWER HARBOR ROAD AND SHOPPING CENTER
AVENUE, BROOKINGS, OREGON**

WHEREAS, on November 21, 2022, the Port of Brookings Harbor (the “Port”) closed on the sale of approximately 0.7 acres of real property located in Brookings, Oregon between Lower Harbor Road and Shopping Center Avenue (the “Property”) to Lloyd D. Whaley, Trustee of The Lloyd Whaley Trust dated January 3, 2014, pursuant to authority granted by the Board of Commissioners (the “Board”), with net proceeds in the amount of \$174,236.00 (the “Proceeds”); and

WHEREAS, the Port and Oregon Business Development Department (“Business Oregon”) entered that certain Restructure Agreement dated December 22, 2009, in connection with which the Property was encumbered by a mortgage in favor of Oregon Infrastructure Finance Authority (the “Mortgage”); and

WHEREAS, pursuant to the terms of the Restructure Agreement 80% of the Proceeds from the sale of the Property were to be paid to Business Oregon to release the Mortgage on the Property, with 20% of the Proceeds to be distributed to the Port; and

WHEREAS, the Port received an Environmental Protection Agency (EPA) Clean Water SRF STAG grant in the amount of \$3,500,000 (“EPA Grant”), to aid in the financing of a new wastewater treatment plant project; and

WHEREAS, the EPA Grant requires the Port to provide a 25% match of the project cost, which is currently estimated to be approximately \$875,000 (the “EPA Grant Match”); and

WHEREAS, Business Oregon is agreeable to releasing the Mortgage on the Property and foregoing the 80% share of the Proceeds due under the Restructure Agreement, provided the Port agrees to put 100% of the Proceeds into a reserve fund in connection with the EPA Grant Match; and


WHEREAS, the Port would be required to pay the 80% share of the Proceeds from the sale of the Property (in the amount of \$139,688.80) to Business Oregon should the design or construction of the wastewater treatment project contemplated in connection with the EPA Grant be abandoned; and

WHEREAS, Business Oregon documented and internally approved the arrangement described above with respect to the Proceeds in a Memorandum dated October 25, 2022 (the “Memorandum”), which is attached hereto as Exhibit A.

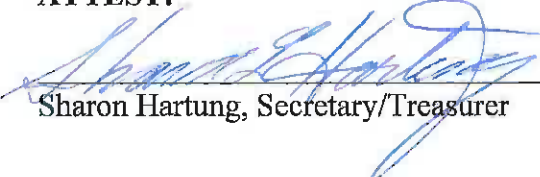
NOW, THEREFORE, be it resolved by the Board of Commissioners of the Port of Brookings Harbor, Oregon as follows:

1. The Board hereby approves of Business Oregon's conditions to the release of the Mortgage as described in the Memorandum.
2. The Board hereby approves of Business Oregon's agreement to disburse all Proceeds to the Port, as outlined in the Memorandum.
3. The Board directs that all of the Proceeds be placed in the reserve fund maintained in connection with the EPA Grant Match, with 80% of such Proceeds subject to potential repayment to Business Oregon in the future should design or construction of the wastewater treatment project contemplated in connection with the EPA Grant later be abandoned.

APPROVED AND ADOPTED and made effective the same day by the Board of Commissioners of the Port of Brookings Harbor this 21st day of December, 2022.



Richard Heap, President

ATTEST:


Sharon Hartung, Secretary/Treasurer