

**RESOLUTION 1523
AUGUST 2015**

**EUGENE WATER & ELECTRIC BOARD
A RESOLUTION RATIFYING PROPOSED EXCHANGE OF REAL PROPERTY FOR
THE WILLAMETTE PLANT PROJECT**

WHEREAS, the above-entitled matter came before the Board of Commissioners of the Eugene Water and Electric Board (“EWEB”) at its regular meeting on August 4, 2015; and

WHEREAS, the Board has considered the Willamette Plant Project which includes, but is not limited to, the acquisition of property abutting or in close proximity to the Willamette River to locate, design and construct a potable Water Treatment Plant, a river intake, raw water and finished water pipelines, pumping, storage and other necessary water system facilities (i.e. Willamette Plant) to enable EWEB to utilize existing water rights to provide redundancy and reliability to EWEB system users; and

WHEREAS, the Board has authority under Section 44 of the Eugene Charter, ORS 225.020, and ORS 271.310 to acquire real property by purchase and exchange; and

WHEREAS, the EWEB Staff have developed an Exchange Agreement for Real Property dated May 21, 2014, by negotiation with Wildish Land Co. which is subject to Board approval; and

WHEREAS, ORS 271.310 grants EWEB the authority to exchange EWEB-owned real property with a private entity when the public interest may be furthered by an exchange of property that is of equal or superior useful value for public use (see Exhibit 1); and

WHEREAS, the Board has considered the relative useful values of the described real property and find that the transaction described in the Exchange Agreement for Real Property furthers the public interest and provides EWEB with property that is of equal or superior useful value for public use, including facilitation of the Willamette Plant Project; and

WHEREAS, the anticipated property lot line adjustments have been recorded as of July 20, 2015, and the parties have completed due diligence inspections of the real properties to respectively be exchanged; and

WHEREAS, the parties have informally adjusted the financial aspects of the exchange during the course of due diligence and propose to amend the Exchange Agreement prior to the close of escrow, as detailed in Exhibit 2, and

WHEREAS, the Board finds there are adequate funds budgeted and available to pay additional cash consideration together with the exchange of subject real properties, and being fully advised,

THEREFORE, BE IT RESOLVED, that the Eugene Water & Electric Board hereby finds that the Exchange Agreement of Real Property, as proposed to be amended in accordance with Exhibit 2, provides EWEB with real property that is of equal or superior useful value for public use, including practical location and geotechnical qualities, and thereby the public interest is furthered by the exchange. The real property to be received by EWEB is of equal or superior useful value because it is expected to facilitate the timely development of the Willamette Plant Project enabling less dependence upon the McKenzie River and facilities drawing therefrom, provide an alternative source of quality water and improve water reliability for all EWEB customers. The Board hereby ratifies the Exchange Agreement with the understanding that the staff amendments, detailed in Exhibit 2, will be incorporated in the final documentation before close of escrow. The EWEB Staff and Counsel are authorized to complete the exchange transactions, including transfer of cash consideration, through close of escrow without necessity of further Board approval. The General Manager is authorized to execute all documents to complete the exchange.

Adopted at a meeting of the Eugene Water & Electric Board on August 4, 2015.

THE CITY OF EUGENE,
OREGON Acting by and through the
EUGENE WATER & ELECTRIC BOARD

President

I, TARYN M. JOHNSON the duly appointed, qualified and acting Assistant Secretary of the Eugene Water & Electric Board, do hereby certify that the above is a true and exact copy of the Resolution adopted by the Board at its August 4, 2015 Regular Board Meeting.

Assistant Secretary

Resolution 1523 Exhibit 1

Date: 8/3/2015

0.1

0

0.1 Miles

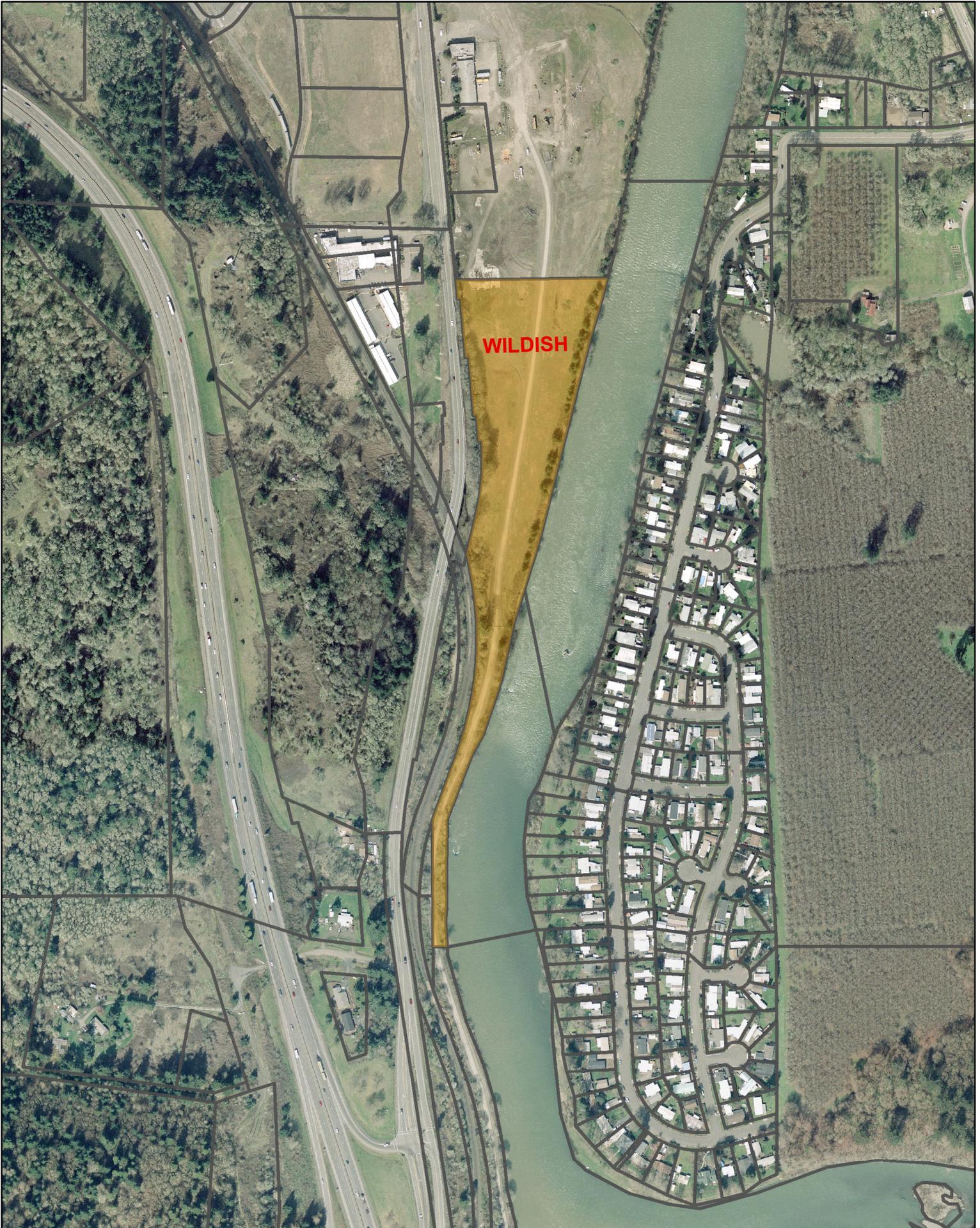


Exhibit #2
EWEB Resolution No. 1523

Negotiated Amendments to Exchange Agreement for Real Property dated May 21, 2014

Below are the calculations for the original amount of the Wildish property

| | | |
|---|---------------|---------------------------|
| TL 3300 | 1.4 acres | \$110,000 |
| TL 3800 | 1.5 acres | 6,000 |
| The permanent easement on the west side of McVay Hwy | 6,656 sq.ft. | 6,656 |
| The construction easement on the west side of McVay Hwy | 3,334 sq.ft. | 6,668 |
| The permanent easement under the BPA power line | 10,823 sq.ft. | 4,735 |
| The construction easement under the BPA power line | 5,440 sq.ft. | 4,760 |
| The permanent easement in the riparian area | 36,320 sq.ft. | 7,945 |
| The access easement across Tax Lot 3200 | 15,262 sq.ft. | 13,355 |
| The access easement across Tax Lot 3300 | 3,863 sq.ft. | 0 |
| | | 160,119 |
| | | (Use \$160,000 per Agmt.) |

These calculations reflect an increase in the size of the parcel Wildish will be conveying to EWEB.

| | | |
|--|----------------|---------|
| Tract 1 (adjusted TL No. 3200) | 30.9 Acres | ---- |
| Tract 2 (adjusted TL No. 3300) | 2.13 Acres | 167,357 |
| Tract 3 (adjusted TL No. 3800) | 1.50 Acres | 6,000 |
| Permanent water line easement under BPA Easement | 10,597 sq. ft. | 4,630 |
| Temporary construction easement under BPA Easement | 5,324 sq. ft. | 4,660 |
| Permanent waterline easement within riparian area | 30,567 sq. ft. | 6,695 |
| Access easement within Tract 1 | 13,446 sq. ft. | 11,765 |
| Access easement within Tract 2 | 5,678 sq. ft. | 0 |
| Permanent easement on west side of McVay Hwy. | 6,656 sq. ft. | 6,656 |
| Construction easement on west side of McVay Hwy. | 3,334 sq. ft. | 6,668 |
| | | 214,431 |

Note the difference between the two values (\$160,000 is a rounded number used within the exchange agreement) \$54,431

In addition EWEB has agreed to pay Wildish to repair a large hole which was the result of our tire removal project, part of the cleanup necessary on EWEB's Jordan Pit Site. That cost is \$7,365.

Together EWEB would amend the Exchange Agreement to pay Wildish partial cash consideration in the amount of \$61,796 to close the transaction.