PORT OF CENTRALIA
Established 1986

3508 Galvin Road · Centralia, WA 98531-9002
Phone 360-736-3527 · Fax 360-330-5666
www.portofcentralia.com

RESOLUTION 2026-06

A RESOLUTION CONCERNING THE ADOPTION OF TAX ANTICIPATION LINE OF CREDIT NOTE WITH COLUMBIA BANK

WHEREAS, the Port of Centralia Board of Commissioners met in open session this 15th day of April, 2026; and

WHEREAS, the Port of Centralia desires to enter into line of credit promissory note with Columbia Bank in an amount up to $1,800,000 as authorized by Chapter 39.50 RCW.

WHEREAS, the Port has been duly advised in these matters;

NOW THEREFORE BE IT RESOLVED, by the Port of Centralia Board of Commissioners:

1. The purpose of the line of credit promissory note attached hereto as Exhibit A is to have available credit from time to time on financing existing or future indebtedness.

2. The Port Commission has been advised and finds:

a. The terms of the line of credit promissory note attached are commercially reasonable in the current market, and in the public interest to continue refinance of the existing obligations.

b. The Port has adequate taxing capacity as identified in the most recent audit report to levy taxes sufficient to repay the referenced line of credit promissory notes, directly or upon extension as allowed by law.

c. The Port has adequate bonding capacity as identified in the most recent audit report to incur the referenced indebtedness within the bond debt ceilings established by law.

d. The terms of the line of credit promissory note and this approval are consistent with all requirements of Chapter 39.50 RCW and as such the indebtedness incurred herein are general obligations of the Port secured by the full faith and credit of the Port as provided by RCW 39.50.050.

3. The President of the Port Commission is authorized to sign the line of credit promissory note, in the form attached hereto and any other documents required by Columbia Bank in connection with the notes subject to approval by the Port's counsel for consistency with Washington State laws concerning the authority of ports, upon approval of this resolution.

4. The Executive Director is authorized to deliver this resolution and the original notes to Columbia Bank.

5. The line of credit promissory note, when signed by an authorized officer of the Port, are lawful obligations of the Port and shall not be modified in any manner except in writing, confirmed by authorization of the Port of Centralia Commission sitting in open session.

6. The Finance Director of the Port is responsible for the management and payment of the obligations incurred hereunder in accordance with their terms. Because general revenues and tax revenues may be used to pay the sums due, no special account shall be required for the payment of these obligations.

7. The Port is authorized to pay Columbia Bank: (a) a loan fee in the amount of $1,500.00 and (b) Columbia Bank's actual out of pocket legal fees for bond review and legal document review, in an amount necessary to close the transaction.

Approved in open session this 15th day of April, 2026.

Peter Lahmann, Commissioner

Kyle Markstrom, Commissioner

Ally Pickard, Commissioner

Attested To:

Amy Graber, Executive Director

Attachment: Exhibit A – Copy of Line of Credit Note

PORT OF CENTRALIA
TAX ANTICIPATION
LINE OF CREDIT NOTE
April 15, 2026

$1,800,000.00

Centralia, Washington
April 15, 2026

FOR VALUE RECEIVED, PORT OF CENTRALIA, a Washington municipal corporation ("Borrower"), promises to pay to the order of Columbia Bank, a Washington State banking institution, with an office in Olympia, Washington, together with its permitted successors and assigns (the "Lender"), at such place as Lender from time to time may designate in writing, the proceeds drawn from a line of credit in the amount of not to exceed $1,800,000.00 (the "Line of Credit") together with interest due on the amounts so drawn fully floating at the Prime Rate plus 0%, resetting with each change in the Prime Rate. The "Prime Rate" means the Wall Street Journal prime rate as quoted daily in the Money and Investing section of the Western Edition of The Wall Street Journal. Should The Wall Street Journal fail to announce a prime rate, or should The Wall Street Journal no longer existing, the Prime rate shall be deemed to be the average prime interest rate quoted from time to time by the three (3) largest (measured by total assets) banking institutions in the continental United States then determining a prime interest rate, as quoted in a generally recognized source for such information selected by Lender, in its sole discretion. The Prime Rate is not necessarily the lowest rate of interest that Lender collects from any borrower or any class of borrowers.

Accrued interest, if any, will be paid on the first day of each month commencing May 1, 2026, by direct charge to Borrower's account held with Lender, and with the outstanding principal balance of this Note due, together with all accrued interest, not later than August 31, 2027. In the event the principal balance of this Note exceeds $1,800,000 (prior to August 31, 2027), Borrower shall immediately pay down the outstanding principal balance to no more than the applicable maximum principal balance, plus all then accrued but unpaid interest on the principal amount being paid down.

Any payment that is received shall first be applied to the payment of accrued interest and last to the reduction of the principal amount owed. Interest shall be computed on a 365/360 day basis; that is by applying the ratio of the interest rate over a year of 360 days, multiplied by the actual number of days the principal balance is outstanding.

This Note may be prepaid at any time, in whole or in part, without additional charge for cancellation or penalty. Annually, Borrower shall pay down the balance owed on the Line of Credit to zero ($00.00) for a minimum of thirty (30) consecutive days.

Borrower shall demonstrate a minimum annual Ad Valorem tax revenue of $1,000,000 during the term of the Line of Credit, measured annually based on the Port's financial statements.

Advance Authority: Each of the following persons, acting alone, is authorized to request advances and authorize payments under the Line of Credit until Lender receives, at its designated address, from Borrower written notice of the modification or revocation of such authority: Peter Lahmann, President of Port of Centralia Commission; Ally Pickard, Secretary/Treasurer of Port of Centralia Commission; and, Kyle Markstrom, Vice President of Port of Centralia Commission, or any employee or agent of Borrower designated to Lender in writing by any of the foregoing Commissioners.

This Note has been authorized, issued and sold to Lender pursuant to resolution of the Port of Centralia under the terms of Chapter 39.50 RCW as a taxable tax anticipation note and pursuant to the terms

of that chapter the obligation of Borrower to repay the funds borrowed hereunder is a general obligation secured by the full faith and credit of Borrower.

If Borrower fails to make any payment when due under this Note or fails to comply with any of the covenants or conditions of this Note, following a minimum of 10 days written notice of default with the opportunity to cure, this Note will begin to accrue interest at an in interest rate four percentage points (4.0%) in excess of the interest rate otherwise applicable to this Note, and Lender may declare the entire unpaid principal balance on this Note and all accrued unpaid interest immediately due, and then Borrower will pay immediately that amount.

Borrower agrees to provide Lender with Borrower's prepared financial statements with a level of detail satisfactory to Lender and comparable to CPA reviewed statements received in prior years within 180 days after the end of each fiscal year and provide Lender with a copy of the budget of Borrower for the upcoming year within thirty (30) days of approval by the Commissioners of the Port of Centralia. Audited financial statements will be provided by Borrower to Lender within 30 days of completion by the Washington State Auditor's Office, which is generally performed on a three-year cycle.

Borrower agrees to pay Lender in connection with the Line of Credit: (a) a loan fee in the amount of $1,500.00; and (b) Lender's actual out of pocket legal fees and legal document review expenses, in an amount necessary to close the transaction. If suit is brought on this Note, or if it is placed in the hands of an attorney for collection after any default, the prevailing party shall be entitled to recovery of costs and fees, including reasonable attorneys' fees as allowed by state law.

This Note shall be governed by and construed in accordance with the laws of the State of Washington.

Any provision of this Agreement that is found to be prohibited or unenforceable in any proceeding shall be ineffective to the extent of such prohibition or unenforceability without invalidating the remaining provisions hereof. To the extent permitted by applicable law, the parties waive any provision of law that renders any provision hereof prohibited or unenforceable in any respect.

ORAL AGREEMENTS OR ORAL COMMITMENTS TO LOAN MONEY, TO EXTEND CREDIT, OR TO FORBEAR FROM ENFORCING REPAYMENT OF A DEBT ARE NOT ENFORCEABLE UNDER WASHINGTON LAW.

Dated this 15th this day of April, 2026.

PORT OF CENTRALIA

By: Peter Lahmann

Peter Lahmann,
President of Port Commission

As authorized by Resolution 2026-06 duly adopted by the Port of Centralia Commission in open session April 15, 2026.

EXHIBIT A

Resolution No. 86-193 dated July 17, 1986

EXHIBIT "A"

IN RE: RESOLUTION TO SUBMIT PORT DISTRICT PROPOSITION TO VOTERS

RESOLUTION NO. 86-193

WHEREAS, this resolution is enacted pursuant to provisions of Ch. 53.04 RCW; and,

WHEREAS, a petition for formation of a Port District has been submitted by certain qualified electors of that portion of Lewis County contained within the boundaries of Exhibit "A" attached hereto and incorporated herein by this reference; and,

WHEREAS, said petition requests submission of the proposition for formation of a port district at a special election; and,

WHEREAS, the Auditor of Lewis County has on the 10th day of July, 1986, certified the sufficiency of said petition;

NOW, THEREFORE, BE IT RESOLVED:

SECTION 1. That the Auditor is hereby directed to conduct a special election on the 16th day of September, 1986, upon the proposition of the formation of a Port District by those electors within the territory whose boundaries are described in Exhibit "A" attached hereto and incorporated herein by this reference.

SECTION 2. That said ballot proposition shall recite:

PORT OF CENTRALIA YES ☐

PORT OF CENTRALIA NO ☐

SECTION 3. That at the same election at which the proposition for formation of the district is submitted to the voters, three commissioners shall be elected to hold office as provided by law.

SECTION 4. That all expenses of said election for the formation of the port district shall be paid by the county and the county shall be repaid by the port district if said district is formed.

DONE IN OPEN SESSION this 17th day of July, 1986.

ATTEST:

County Auditor & ex-officio Clerk of the Board of County Commissioners

APPROVED AS TO FORM:

JAMES R. MILLER, PROSECUTING ATTORNEY

Eugene Butler, Chief Civil Deputy

BOARD OF COUNTY COMMISSIONERS
LEWIS COUNTY WASHINGTON

Chairman

Member

Member

ADNA SCHOOL DIST. NO. 226
PROPOSITION
SCHOOL ADDITIONS BONDS-$500,000

SHALL GENERAL OBLIGATION BONDS IN AMOUNT OF $500,000 BE ISSUED TO PAY COST OF CONSTRUCTING ADDITIONS AND IMPROVEMENTS TO ELEMENTARY SCHOOL AND OTHER CAPITAL PURPOSES.

POSN	COUNT	%	RK	
107	349	59.4	01	BONDS YES
108	239	40.6	02	BONDS NO

PORT OF CENTRALIA
SPECIAL ELECTION

POSN	COUNT	%	RK	
117	2239	54.9	01	PORT OF CENTRALIA YES
118	1839	45.1	02	PORT OF CENTRALIA NO

COMMISSIONER DIST. NO. 1
FIVE YEAR TERM--VOTE FOR ONE

POSN	COUNT	%	RK	
120	1106	33.5	02	N.A. *BING* ORR-NP
121	2200	66.5	01	BOB THOMPSON-NP

COMMISSIONER DIST. NO. 2
THREE YEAR TERM--VOTE FOR ONE

POSN	COUNT	%	RK	
123	1968	58.8	01	GENE CROSHONG-NP
124	1378	41.2	02	SCOTT HORNER-NP

COMMISSIONER DIST. NO. 3
ONE YEAR TERM--VOTE FOR ONE

POSN	COUNT	%	RK	
126	2351	100.	01	ART LENMAN-NP

ADVISORY BALLOT
PROPOSED MAIN-LOCUST ONE-WAY STREET SYSTEM

SHALL MAIN STREET AND LOCUST STREET BE ESTABLISHED AS ONE-WAY STREETS IN THE GENERAL DOWNTOWN AREA OF CENTRALIA.

POSN	COUNT	%	RK	
131	1536	41.2	02	YES
132	2195	58.8	01	NO

PORT OF CHEHALIS
SPECIAL ELECTION

POSN	COUNT	%	RK	
136	1560	51.3	01	PORT OF CHEHALIS YES
137	1478	48.7	02	PORT OF CHEHALIS NO

COMMISSIONER DIST. NO. 1
FIVE YEAR TERM--VOTE FOR ONE

POSN	COUNT	%	RK	
139	1970	100.	01	WILLIAM *BILL* WIESTER-NP