

RESOLUTION NO. 1969

A RESOLUTION OF THE CITY OF WILSONVILLE AUTHORIZING THE EXECUTION OF AN INTERGOVERNMENTAL AGREEMENT BETWEEN THE CITY OF WILSONVILLE AND WASHINGTON COUNTY, OREGON CONCERNING A LAND EXCHANGE FOR THE WASHINGTON COUNTY COMMUTER RAIL AND SMART MULTI-MODAL TRANSIT FACILITY PROJECT

WHEREAS, the Commuter Rail Project (Project) will be building a terminus in Wilsonville to include a station platform, park and ride facility, bus bays, storage track and maintenance facility (the "Commuter Rail Site"); and

WHEREAS, Washington County has purchased property described as 31W14A, Tax Lots 1600, 1700, 1701, 1800 and 1900; and 31W14B, Tax Lots 600 and 900 (the "County Property") for the Commuter Rail Site; and

WHEREAS, the City of Wilsonville (the "City") has purchased property described as 4S114B, Tax Lot 700 (the "City Property") to develop a multi-modal transit facility and relocate their transit agency maintenance and bus storage facility (the "SMART" facility); and

WHEREAS, the City Property is directly west across the rail tracks from the County Property; and

WHEREAS, the City and Commuter Rail Project desire to reconfigure the Commuter Rail Site, moving the public Commuter Rail functions (station platform, bus bays, and park and ride) to the West side of the rail line to the City Property, leaving the Commuter Rail maintenance facility and storage track on the East side of the track on the County Property, and relocating the City's SMART bus storage and maintenance facility and public works facility to the East side of the tracks on the County Property; and

WHEREAS, separating these transit-related public and maintenance functions is in the best interest of the public by providing for greater public safety, ease and safety of bus transfers, and more direct access to the Multi-Modal Transit Center park and ride from both the Wilsonville Road/I5 Interchange and the Villebois Village; and

WHEREAS, this separation of functions can be achieved through an exchange of approximately 5.28 acres of City Property for approximately 4.2 acres of County Property; and

WHEREAS, the Washington County Board of Commissioners approved of this property exchange as described in Washington County Board of Commissioners Minute Order #04-415 titled "Exchange of County-Owned Property with the City of Wilsonville attached as Exhibit A to this Resolution; and

WHEREAS, the Wilsonville City Council authorized said exchange of land in Resolution 1915 at a regular meeting held December 20th, 2004; and

WHEREAS, the Federal Transit Administration (FTA) has requested the execution of an intergovernmental agreement (IGA) between the City of Wilsonville and Washington County, Oregon as proof of the parties' commitment to the Project and completion of this land exchange; and

WHEREAS, this IGA is a necessary component of the Project's final application to the FTA, which must be submitted in December of 2005 in order to receive their Full Funding Grant Agreement.


NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF WILSONVILLE RESOLVES AS FOLLOWS:

1. City of Wilsonville City Council authorizes the Mayor to execute the Intergovernmental Agreement, attached hereto as Exhibit A and incorporated as if fully set forth herein, between the City of Wilsonville and Washington County, Oregon;
2. The effective date of this Resolution is November 7, 2005.

ADOPTED by the Wilsonville City Council at a regular meeting thereof this 7^h day of November 2005, and filed with the Wilsonville City Recorder this date.


CHARLOTTE LEHAN, Mayor

ATTEST:


Sandra C. King, City Recorder, MMC

SUMMARY OF VOTES:

Mayor Lehan	Yes
Councilor Knapp	Yes
Councilor Kirk	Yes
Councilor Holt	Yes

List of Exhibits

Exhibit A - Intergovernmental Agreement Between The City of Wilsonville and Washington County, Oregon Regarding a Land Exchange for the Commuter Rail Project

**INTERGOVERNMENTAL AGREEMENT
BETWEEN
THE CITY OF WILSONVILLE AND WASHINGTON COUNTY, OREGON
REGARDING A LAND EXCHANGE FOR THE COMMUTER RAIL PROJECT**

RECITALS

1. This intergovernmental agreement, hereinafter "Agreement," is entered into on the last date shown on the signature page by the City of Wilsonville, hereinafter "City," and Washington County, hereinafter "County," both political subdivisions of the State of Oregon.
2. Oregon Revised Statutes (ORS) 190.003 through 190.130 authorize cities and counties to enter into intergovernmental agreements in the interest of furthering economy and efficiency in local government.
3. The parties desire to enter into this Agreement for the purpose of authorizing an exchange of City and County-owned properties to facilitate the development of the Commuter Rail terminus facilities and Multi-Modal Transit Center in Wilsonville.
4. ORS 271.310 through 271.350 authorize cities and counties to exchange real property to further the public interest. The statutes provide that property may be exchanged for property which is of equal or superior useful value for public use. When property is exchanged under the authority of ORS 271.310 to 271.330, the value of the real property accepted by the political subdivision in exchange for any of its property plus cash, if any, shall not be less than the value of the property relinquished. The statutes further require that an appraisal be done to determine the value of properties to be exchanged.
5. The Draft and Final Environmental Assessments for the Commuter Rail Project (Project) analyzed two possible sites for the Wilsonville commuter rail terminus facilities. One site was located directly east of the freight rail corridor (operated by Portland & Western Railroad) and west of SW Boberg Road, and the other site was located directly west of the freight rail corridor and north of SW Barber Street.
6. The Federal Transit Administration (FTA) issued a Finding of No Significant Impact for the Project in April of 2001. On December 19, 2001, FTA Region X provided authorization for the purchase of specific properties on behalf of the Project and retaining the eligibility of the Project for future FTA grant assistance.
7. Based on the FTA authorization described above, the County purchased 18.87 acres (County Property) east of the railroad corridor on June 20, 2002 to accommodate the commuter rail station platform, park & ride (400 spaces), transit center with six bus bays, and commuter rail maintenance facility. The County Property is shown on Exhibit 1 and is described as follows: 3S-1W- 14A, Tax Lots 1600, 1700, 1701, 1800 and 1900; and 3S-1W-14B, Tax Lots 600, 700 (east of track only) and 900.

8. In 2002, the City and County signed an intergovernmental agreement to coordinate and facilitate the land use applications required for the Wilsonville terminus facilities for the Project. The City's adopted Comprehensive Plan and Transportation System Plan specifically support the Project and the City Property is identified as the preferred location for the commuter rail station and park and ride lot.
9. Early in the final design process for the Project, the City, County, South Metro Area Rapid Transit (SMART) and TriMet identified the need to maximize operational efficiencies at the Wilsonville terminus through shared parking and a joint Commuter Rail/SMART transit facility. The parties agreed in principle to:
 - a. Shift the public functions (station platform, bus bays, and shared commuter rail and transit center park & ride lot) to the west side of the railroad tracks on the City Property;
 - b. Retain the location of the Commuter Rail maintenance facility and storage track on the County Property; and
 - c. Shift the City's SMART bus storage and maintenance facility and public works facility to the east side of the railroad tracks on the County Property.

The parties further agreed that these steps would be in the public interest by providing for greater safety and ease of bus transfers, and more direct access to the Commuter Rail station, Transit Center and park & ride from both the Wilsonville/I-5 Interchange and the approved 2,490 unit Villebois Village.

10. On August 19, 2004, FTA Region X provided authorization to the City of Wilsonville to purchase the Jack property for the SMART Multi-Modal Facility project. Based on the FTA authorization, the City purchased 21.12 acres (City Property) west of the railroad corridor and north of SW Barber Street on October 28, 2004. The City Property is described as Map 4S 1W 14B, Tax Lot 700 and is shown on Exhibit 2.
11. The National Environmental Policy Act (NEPA) Reevaluation Assessment for the Project (March 2005) documented that there were not significant impacts from the proposed separation of the public and maintenance functions.
12. Appraisals of both properties were completed in 2004. Following the appraisals, the City and County agreed to consider exchange of portions of the City Property and County Property as allowed by ORS 271.310 through 271.356 to facilitate the principles outlined in 9 (a-c) above. The Washington County Board of Commissioners held a public hearing and passed Minute Order #04-415 on November 16, 2004 to authorize the exchange of 4.2 acres of County-owned property for 5.28 acres of City-owned property. The Wilsonville City Council passed Resolution No. 1915 on December 20, 2004 to support the same exchange. In passing the Minute Order and Resolution, the County and City agreed that the properties to be exchanged were of equal or superior value for public use based on the appraisals.

13. The City agrees to maintain Commuter Rail construction access during the construction of the Barber Road improvement which will be completed by July 2008.
14. This Agreement is intended to provide the commitment required by FTA that the City and County will execute the land exchange and associated lot line adjustments and partitions illustrated in Exhibit 3 when FTA signs a Full Funding Grant Agreement for the Project.

THE CITY OF WILSONVILLE AND WASHINGTON COUNTY AGREE AS FOLLOWS:

I. AREA AFFECTED BY THIS AGREEMENT

The parties will exchange 4.20 acres of County Property described as a portion of 3S 1W 14A, Tax Lots 1600, 1700, and 1701 for 5.48 acres of City Property described as a portion of 3S 1W 14B, Tax Lot 700.

The properties to be exchanged are outlined in Exhibit 3.

The City of Wilsonville will locate SMART maintenance/public works facilities on the 4.2 acres east of the railroad track. The 5.48 acres west of the railroad track will be used for the commuter rail station platform, shared park & ride lot and transit center. Plans for the Wilsonville terminus facilities are shown on Exhibit 4. The exchange properties are of equal or superior value for public use based on the appraisals and each property will be used for a public purpose.

The exchange is contingent upon the following:

1. FTA signs a Full Funding Grant Agreement (FFGA) for the Commuter Rail Project.
2. The City agrees to pay for the costs of all engineering and other design work necessary to achieve the 30% level design on the commuter rail facilities to be located west of the railroad track.
3. The final boundaries for the properties to be exchanged will be based on a final survey. If the final surveys reflect acreage that is within 5% of the 4.20 acres and 5.48 acres referenced in I above, no revisions to this IGA authorizing the exchange will be required.

II. DISPUTE RESOLUTION

In case of a dispute over the provisions of this Agreement, the City and County staff for each entity will immediately refer the dispute to the City Manager or Mayor and the County Administrator for resolution. If the City Manager or Mayor and the County Administrator cannot resolve the dispute within 30 days, the dispute shall be subject to binding arbitration under ORS 190.710-190.800 except that the parties can each select an arbitrator and those arbitrators shall select a third arbitrator. The third arbitrator shall

hear the matter. The cost of the arbitrator shall be borne equally by the parties to the dispute. Each party shall be solely responsible for its cost of legal representation, if any.

III. COMPLIANCE WITH LAWS

Each party shall comply with all applicable federal, state and local ordinances, statutes, and regulations that are applicable to the services provided under this Agreement.

IV. HOLD HARMLESS

Subject to the limitations of liability for public bodies set forth in the Oregon Tort Claims Act, ORS 30.260 to 30.300, and the Oregon Constitution, each party agrees to hold harmless, defend, and indemnify each other, including its officers, agents and employees, against all claims, demands, actions and suits (including all attorney fees and costs) arising from the indemnitor's performance of this Agreement where the loss or claim is attributable to the negligent acts or omissions of that party.

V. MODIFICATIONS

Modifications to this Agreement are valid only if made in writing and signed by all parties.

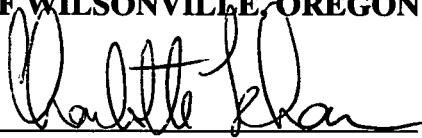
VI. TERM OF AGREEMENT

This IGA shall terminate upon execution of the Commuter Rail FFGA and recordation of the deeds.

In WITNESS THEREOF, the parties have executed this Agreement on the date set below their signatures.

CITY OF WILSONVILLE, OREGON

WASHINGTON COUNTY, OREGON

By: 
Charlotte Lehan, Mayor
City of Wilsonville

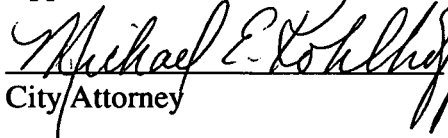
By: _____
Tom Brian, Chair
Washington County
Board of Commissioners

Date: NOVEMBER 10TH, 2005

Date: _____

Approved as to form:

Approved as to form:


City Attorney

County Counsel

Exhibits

Exhibit 1: Current Washington County Property

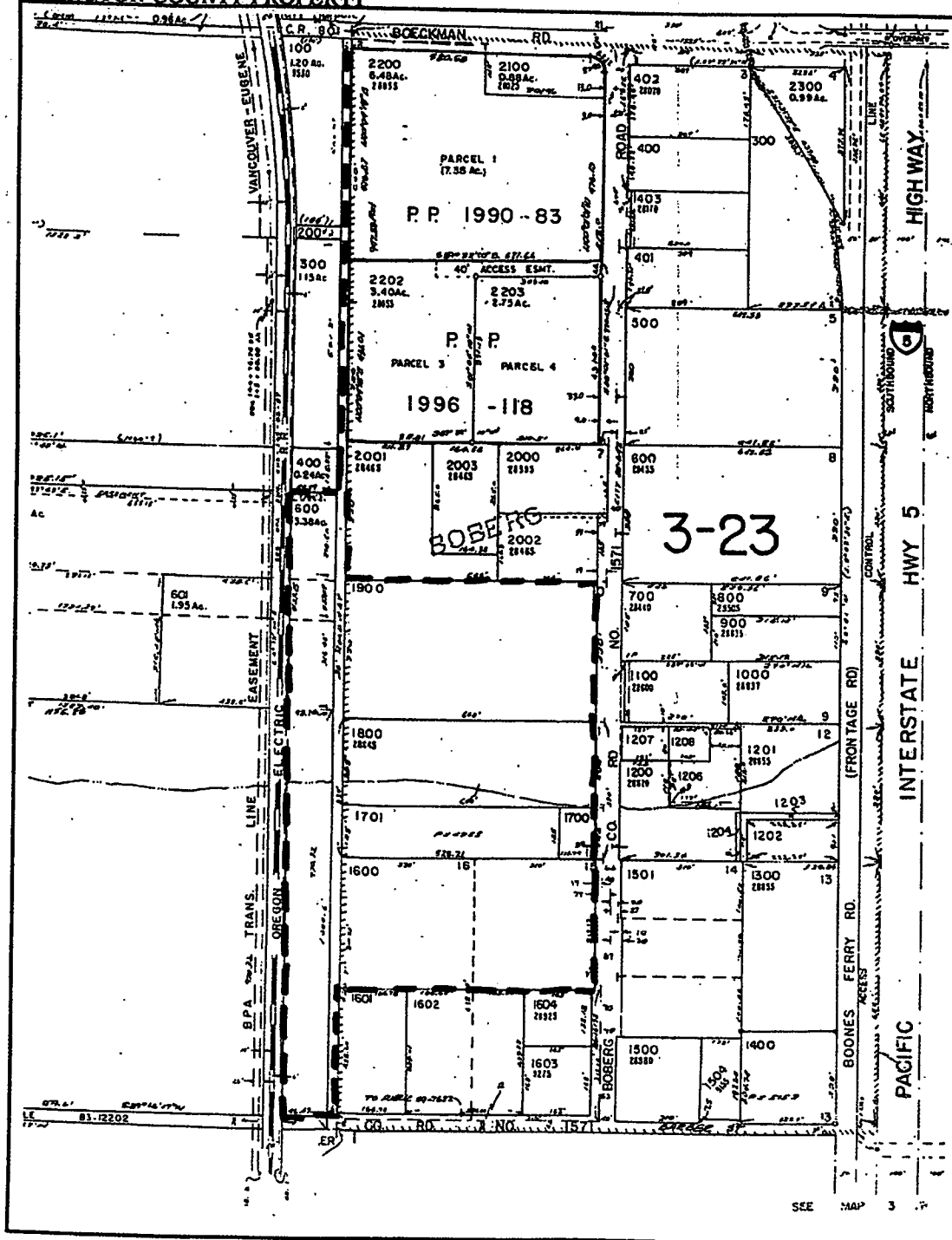
Exhibit 2: Current City of Wilsonville Property

Exhibit 3: Land Exchange Property

Exhibit 4: Commuter Rail / SMART Terminus Improvements

EXHIBIT 1
 CURRENT
 WASHINGTON COUNTY PROPERTY

PLAT MAP



C040687

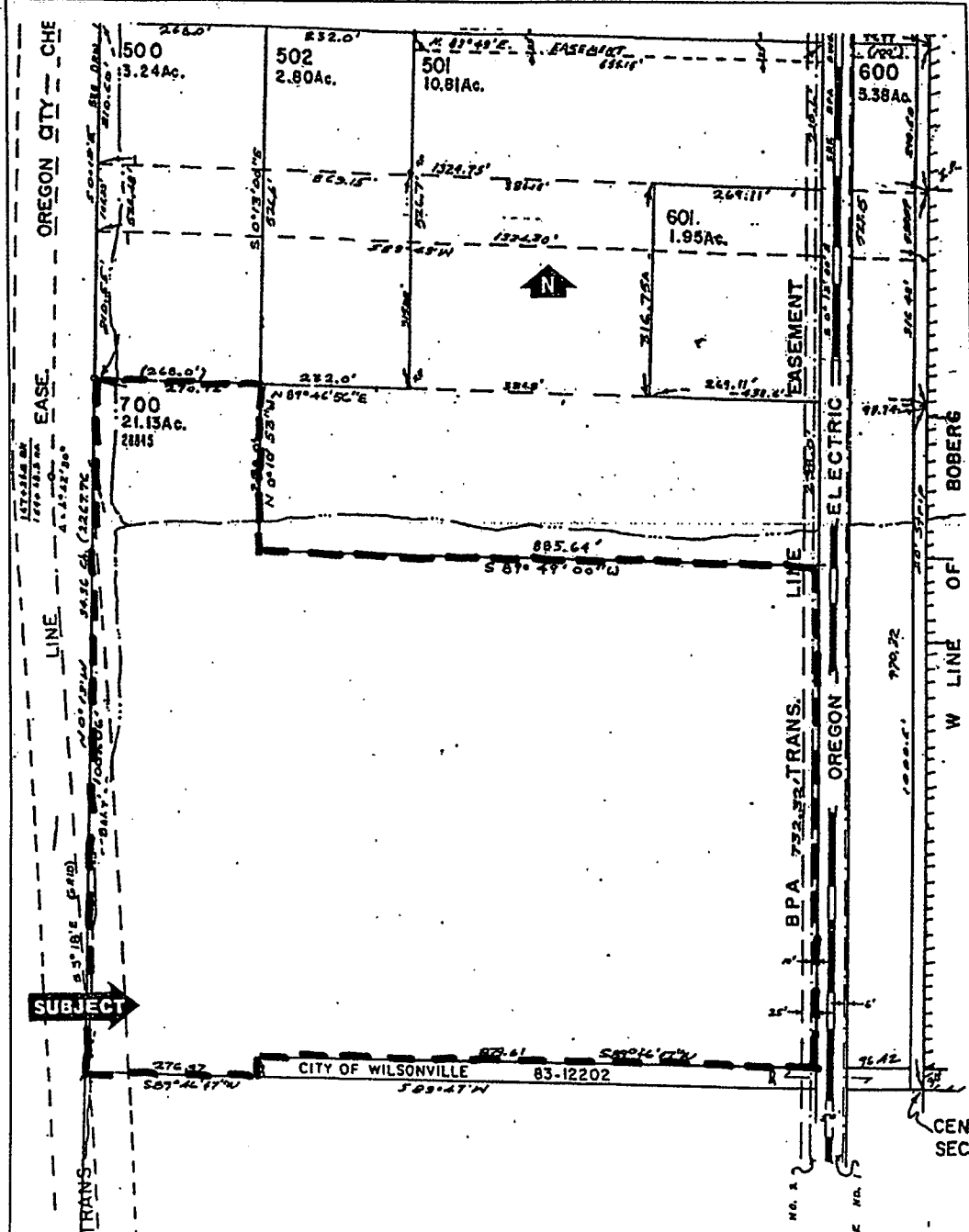
© 2004 PGP VALUATION INC

23

EXHIBIT 2
CURRENT

PLAT MAP

CITY OF WILSONVILLE PROPERTY



WILX0000-00267-20-04

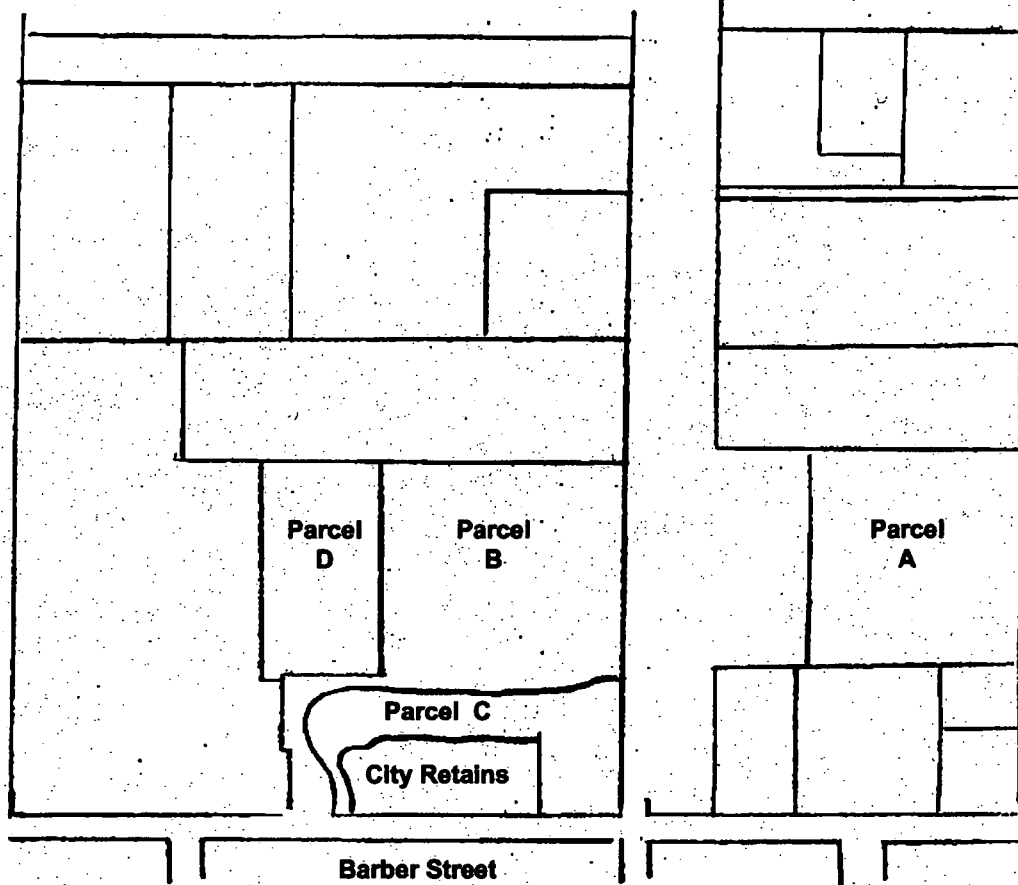
DAVID EVANS & ASSOCIATES, INC.

10

EXHIBIT 3: LAND EXCHANGE PROPERTY

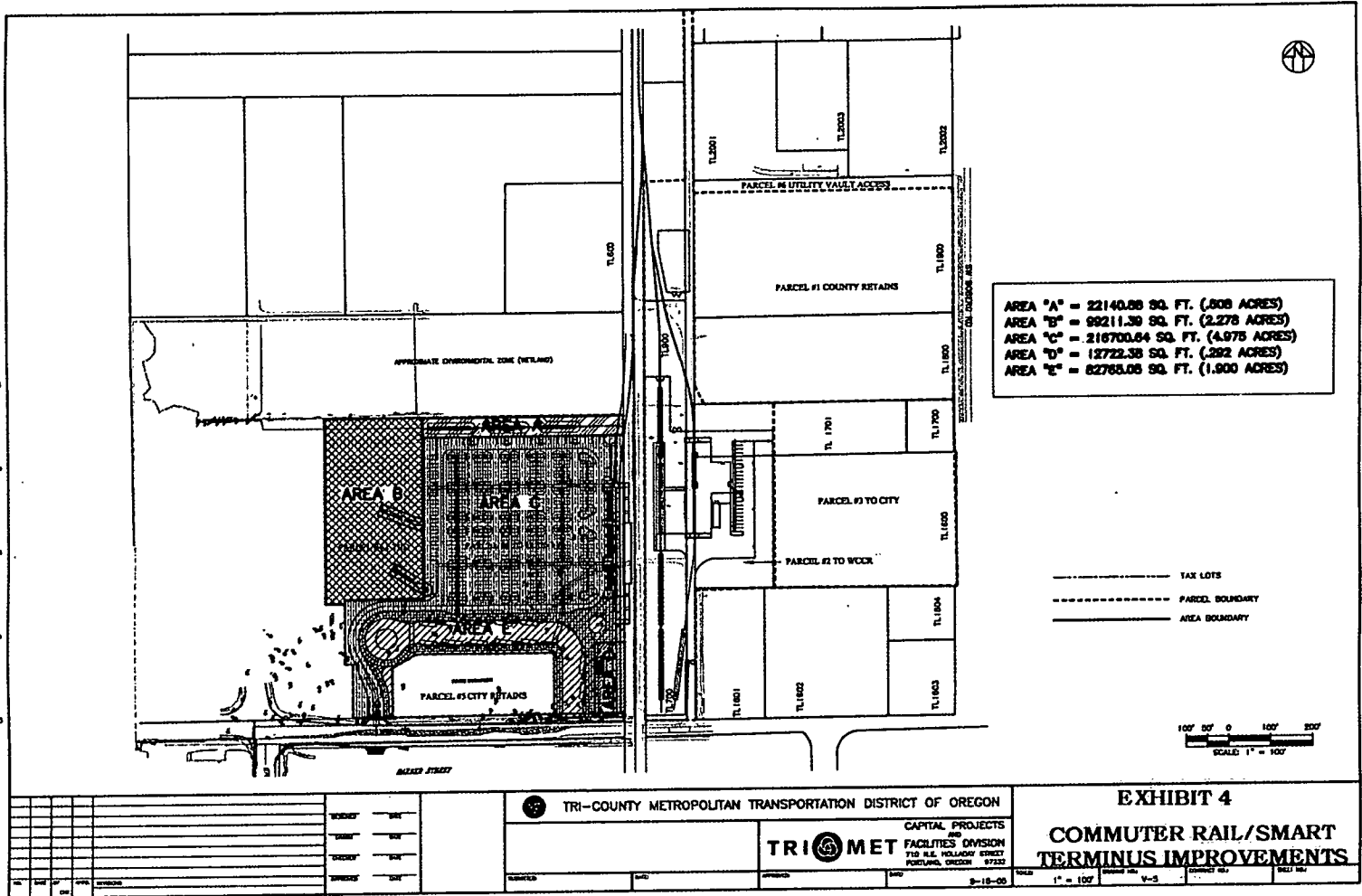
Parcel A to City (4.20 acres)
Parcel B to County (5.28 acres)
Parcel C – City retains (2.19 acres)
Parcel D – City retains (2.28 acres)

Land Exchange Total
To County (Project) = 5.28 acres
To City = 4.20 acres



Not to Scale





AREA "A" = 22140.88 SQ. FT. (.508 ACRES)
 AREA "B" = 99211.39 SQ. FT. (2.278 ACRES)
 AREA "C" = 216700.64 SQ. FT. (4.975 ACRES)
 AREA "D" = 12722.38 SQ. FT. (.292 ACRES)
 AREA "E" = 82765.06 SQ. FT. (1.900 ACRES)

----- TAX LOTS
 - - - - - PARCEL BOUNDARY
 _____ AREA BOUNDARY

100' 00' 0 100' 200'
 SCALE: 1" = 100'

NO.	DATE	BY	REVISION

TRI-COUNTY METROPOLITAN TRANSPORTATION DISTRICT OF OREGON
 CAPITAL PROJECTS AND FACILITIES DIVISION
 FOR R.L. HOLLADAY STREET FACILITIES, OREGON 97232
 NUMBER DATE APPROVED AND SCALE 8-18-00

EXHIBIT 4
COMMUTER RAIL/SMART TERMINUS IMPROVEMENTS
 SCALE: 1" = 100' SHEET NO. 4-3 CONTRACT NO. SHEET NO.

King, Sandy

From: Morse, Kristin
Sent: Wednesday, November 16, 2005 9:55 AM
To: 'Teresa Wilson'
Cc: King, Sandy
Subject: RE: Update on R/W acquisition

Teresa, please have this coordinated through Sandy King, City Recorder. She is located at the City Hall at 30000 Town Center Loop E, Wilsonville, OR 97070. (503) 682-1506. She will arrange for the Mayor's and the City Attorney's signatures. The manager who lives in Canby is welcome to contact Sandy directly to arrange drop off and pick up of the documents.

Thanks for your help.

Kristin

From: Teresa Wilson [mailto:Teresa_Wilson@co.washington.or.us]
Sent: Tuesday, November 15, 2005 12:49 PM
To: Morse, Kristin
Subject: RE: Update on R/W acquisition

Kristin: I talked with Kathy Lehtola and we have a Manager that lives in Canby and could bring the documents to you for signature. Is it possible to work out a time that he could wait while they are signed. They still need to be signed by our Board Chair, which requires it to go through our Contract Review process. Let me know what works best, if it can be early morning or late afternoon so our employee could be either on his way to work or way home that would be great. If not, we can always drop them off one day and pick them up the next. We just need to have both Wilsonville and County signatures by December 1.

Also, where should he take them to be signed?

Thanks,
Teresa

-----Original Message-----

From: Morse, Kristin [mailto:morse@ci.wilsonville.or.us]
Sent: Wednesday, November 09, 2005 1:19 PM
To: Teresa Wilson
Subject: RE: Update on R/W acquisition

Teresa, I got the documents back and will run them through for execution, however the earnest money agreement wasn't included. Do you know where it is or if it was signed? If not, I'll submit an unsigned copy to provide escrow instructions when I give them the deeds.

Second, our Council approved a resolution Monday night to sign the land swap IGA. How do you want to handle this? Do you want the County to sign then forward docs to us for execution?

And last, we'll get the easement documents drawn for TL 900 and forwarded to you.

Thanks for your help with all of these.

Kristin

From: Teresa Wilson [mailto:Teresa_Wilson@co.washington.or.us]
Sent: Thursday, November 03, 2005 11:17 AM

11/16/2005

To: Morse, Kristin
Subject: RE: Update on R/W acquisition

Good morning, Kristin!

I just talked with our legal counsel and he has confirmed that are willing to grant an easement for ingress/egress on TL900. He has requested that the City of Wilsonville prepare the document and then we will review and take the necessary Board action to move forward.

Please let me know if you have any questions.

Thanks,
Teresa

-----Original Message-----

From: Morse, Kristin [mailto:morse@ci.wilsonville.or.us]
Sent: Monday, October 31, 2005 11:37 AM
To: Teresa Wilson
Cc: Kohlhoff, Mike
Subject: RE: Update on R/W acquisition

I am having Chicago Title to a full plant service report on tax lot 100 to see when the eastern 20 feet was split out, but haven't received it yet. We are meeting with the owners tomorrow and just wanted to see what the County's position is in allowing the use of the easement to benefit TL 100, assuming it is all owned by the County. Thanks for your help.

Kristin

From: Teresa Wilson [mailto:Teresa_Wilson@co.washington.or.us]
Sent: Monday, October 31, 2005 11:32 AM
To: Morse, Kristin
Subject: RE: Update on R/W acquisition

Kristin: I mailed that to you last Wednesday, so you should receive it today or tomorrow at the latest. Regarding TL 900, for some reason I thought he was waiting on something from your attorney and the title company. Did you tell me at the meeting at Wilsonville that you were having the title company research whether or not all of TL900 should have been deeded to us?

Teresa

-----Original Message-----

From: Morse, Kristin [mailto:morse@ci.wilsonville.or.us]
Sent: Monday, October 31, 2005 11:30 AM
To: Teresa Wilson
Subject: RE: Update on R/W acquisition

Teresa, I just wanted to check and see if this has gone in the mail yet and if I should be looking for it. Also, has your Counsel come to any conclusions about the easement over TL 900 benefiting the neighboring property owner (TL 100) so that he could use it to access cost to cure parking?

Kristin

From: Teresa Wilson [mailto:Teresa_Wilson@co.washington.or.us]
Sent: Wednesday, October 26, 2005 11:25 AM
To: Morse, Kristin
Subject: RE: Update on R/W acquisition

Hi, Kristin!

It was approved at last night's Board meeting. I have not received the signed deed back yet; I will keep you posted. Do you want me to send it to you through the mail or bring it to you and pick up the check?

Thanks,
Teresa

-----Original Message-----

From: Morse, Kristin [mailto:morse@ci.wilsonville.or.us]

Sent: Wednesday, October 26, 2005 10:57 AM

To: Teresa Wilson

Subject: Update on R/W acquisition

Teresa, has the r/w acquisition we need from TL 900 for Boeckman Road gone before the commission? I was thinking it was going to be on the agenda around the 18th.

Thanks for the update.

Kristin Morse