

**A RESOLUTION OF THE FORT WORDEN PUBLIC DEVELOPMENT AUTHORITY
REQUESTING THE STATE PARKS & RECREATION COMMISSION SUPPORT THE
LIFELONG LEARNING CENTER VISION AND THE PROCESS LEADING TO THE
FORT WORDEN PUBLIC DEVELOPMENT AUTHORITY TO SERVE AS THE NEW
MANAGING ENTITY FOR THE LIFELONG LEARNING CENTER AT FORT
WORDEN STATE PARK**

1. RECITALS

- 1.1 Fort Worden State Park (Park), encompasses 434 acres within the City of Port Townsend (the City), provides recreational opportunities, is home to more than a hundred historic buildings, and is designated a National Historic Landmark.
- 1.2 Long-range planning for the Park began in the fall of 2004. Since 2004, the Washington State Parks and Recreation Commission (Commission) has adopted a vision and mission statement for Fort Worden (May 2005); approved a roadmap and assumptions to guide long range planning (August 2005); and adopted land classifications, long-term boundary, value statements, park use and development principles, and refined the learning center concept (January 2007), among other actions.
- 1.3 This planning process, supported with over \$1 million in public and private funds, has resulted in an adopted Long-range Plan for Fort Worden (Plan) in 2008 to transform the Park into a Lifelong Learning Center. Hundreds of City residents, visitors to the Park and residential partner organizations have been involved in the planning process resulting in overwhelming support for the Lifelong Learning Center vision at the Park.
- 1.4 As a Lifelong Learning Center, the Park is envisioned to provide outdoor space for recreational and educational opportunities and house a variety of tenants and groups that would offer residential and nonresidential programs and classes involving, among others, performing and visual arts, environmental and natural resources, health and wellness, historic preservation, woodworking and cultural history, and culinary arts.
- 1.5 As part of the adopted Plan, the Commission recognized that the State did not have adequate resources to fully implement the Plan. The Plan recommended that a new management structure for the Park was needed to carry out the State’s vision of a lifelong learning center. A task force was formed and recommended that a nonprofit management entity was best suited to manage the Park. Following a request for proposals process, Centrum was approved to negotiate terms with the Commission to serve as the new managing entity for the Park upon completion of specific milestones.
- 1.6 In the Memorandum of Understanding (“MOU”) adopted between the Commission and Centrum (March 2010), it was acknowledged that the City, represented by the Port Townsend Public Development Authority (now known as the Fort Worden Lifelong

Learning Center Public Development Authority), a public corporation chartered by the City under RCW 35.21.730 through 35.21.755, would support Centrum in the development and enactment of the long-range vision for the Park.

- 1.7 For over a year, the Commission and Centrum, with the help of partners including the PDA, Fort Worden Collaborative and the Friends of Fort Worden, worked to accomplish specific tasks and milestones set out in the MOU. However, effects of the ongoing recession and the anticipated cuts in the State budget, among other factors, led to the decision by the Centrum Board of Directors to not continue to serve as the lead on implementation of the MOU and to not proceed on becoming the nonprofit managing entity for the Park. Instead, the Centrum board agreed to serve as a lead partner in the undertaking.
- 1.8 On January 27, 2011, the Fort Worden Area Park Manager reported to the Commission that the PDA would like to develop a strong working relationship with State Parks and explore its capability as the new managing entity at the Park.
- 1.9 On March 24, 2011, the Commission adopted a resolution directing the State Parks Director to enter into discussion with the PDA to seek agreement on a proposal submitted by the PDA with the understanding that the intended outcome would be a request to the legislature during the 2011 session for language to facilitate the Park becoming A Lifelong Learning Center.
- 1.10 During the 2011 legislative session, the City and representatives of the PDA proposed new legislation for a long-term lease or transfer of a portion of, or the entire Park. This legislation was withdrawn in favor of working with key legislators to obtain capital funding to support renovation of a historic barracks building known as “Building 202” as a higher educational facility at the Park.
- 1.11 The adopted 2011-13 budget resulted in the Legislature eliminating almost all general fund support to State parks for their operations as well as significant reductions in State support for capital improvements for facility maintenance and rehabilitation. The Legislature approved a bill known as the “Discover Pass” to create funding lost from general fund support for State park operations. The “Discover Pass” program was passed and took effect on July 1, 2011.
- 1.12 The fifteen nonprofit and for-profit partners (Partners) at the Park have expressed concern regarding additional state budget cuts to parks, the enforcement of the Discover Pass and the potential adverse effects it may have on their day-day- operations and long-term success.
- 1.13 Due to the potential for more state budget cuts to State Parks, the City Council found that there was an urgent need to transition to a shared management responsibility at the Park

sooner than anticipated. The PDA has expressed interest in serving as the new managing entity at the Park and has been conducting its own due diligence and assessment to determine the impacts to the Park and whether it should enter into negotiations with the Commission regarding a long-term lease or conveyance of property for the operation and management for a portion of, or all of, the Park. The PDA's duties could include developing the physical infrastructure of the site and forming partnerships with businesses, non-profit groups, individuals and other entities with an interest in operating programs in the Park.

- 1.14 The City is interested in optimizing the use of Fort Worden State Park properties to support residential programming and implementation of the Lifelong Learning Center vision in the Park through both more focused management and, if appropriate, redevelopment or adaptive reuse of historic structures in a manner that realizes important cultural and economic benefits and other public purposes.
- 1.15 The City determined that the creation of an independent legal entity to undertake specific capital and programming projects is the best means to accomplish the economic development goals for Fort Worden. At its September 19, 2011 meeting, the Council amended the Authority's charter to change its name to the Fort Worden Lifelong Learning Center Public Development Authority (FWPDA) pursuant to Ordinance No. 3063, and RCW 35.21.750-RCW 35.21.755 with the specific purpose to manage, promote, develop, secure funding, and enhance the Park including undertaking, assisting with, and otherwise facilitating the implementation of a Lifelong Learning Center as generally envisioned in the Fort Worden Long-range Plan (2008).
- 1.16 The Lifelong Learning Center vision provides the Park and resident and nonresident organizations a unique and timely opportunity to develop an integrated economy, dramatically increasing the overall capabilities through coordination, centralization, and consolidation of marketing, fundraising and business management functions. The FWPDA is directed to partner with organizations currently residing at the Park and other public, private and nonprofit entities to manage and lease buildings and property, including the Park or portions of the Park; lease or acquire real property; promote and brand the Park as a Lifelong Learning Center; and, secure funding and financing to undertake the (re)development, construction and maintenance of structures and facilities located at the Park.
- 1.17 One of the FWPDA's first priority tasks is to help implement the Building 202 project.—the renovation of a historic barracks building into a higher education facility. The Building 202 rehabilitation is seen as a catalyst project to facilitate the goal of a Lifelong Learning Center. The FWPDA board has adopted the successful completion of private fundraising for Building 202 as a priority project.

- 1.18 The success of this college center is critical to the future development of the Park as a Lifelong Learning Center. The Legislature has allocated \$4.37 million in State capital dollars for the Building 202 project, and the City has set aside \$500,000 to assist with its redevelopment. The City earmarked its capital funds to be passed through to the FWPDA to assist Peninsula College in the rehabilitation of Building 202.
- 1.19 The Charter directs the FWPDA to be accountable to the State for purposes of managing the Park, but it would be more flexible and nimble in promoting sustainable economic development and developing financially beneficial partnerships. The FWPDA, as a local managing entity, is intended to support and respond to the operational and management requirements of a Lifelong Learning Center. FWPDA management would also facilitate private investment and development opportunities at the Park, help to renovate under utilized buildings and protect the historical integrity of the Park's landmark status.
- 1.20 In February 2012, the FWPDA developed three management options for consideration to State Parks Executive Leadership Team. In response, State Parks Director, Assistant Director recommended a full transfer of the entire park to the FWPDA. The requirements for such a transfer would require an update of the 2008 business plan, an agreement to all land covenants, provide additional opportunities for public input, and meet specific conditions that would maintain public access and the use of the property by the public for park and recreational purposes. The State Parks Director and Assistant Director developed and submitted a resolution to transfer Fort Worden to the FWPDA to the Commission for its consideration.
- 1.21 At the February 9, 2012 State Parks Commission meeting, the Commission tabled the decision to transfer the Park until the public and stakeholders had the opportunity to have more public input. The Commission requested the FWPDA seek additional public involvement on the transfer. Since the commission meeting, the FWPDA has hosted two, widely-attended, public meetings and has made over ten presentations to stakeholder groups and city and county service organizations to seek additional public input.
- 1.22 In the interim, State Parks' staff and FWPDA's Executive Director agreed on a placeholder budget proviso to be submitted to the legislature in early March. Subsequently, concerns have been voiced in the legislature over the potential transfer of Fort Worden State Park to the FWPDA. A House version of the budget proviso was passed on March 8, 2012, the last day of the regular session, which requires the preparation of a business plan and a report to the legislature by October 1, 2012. State Parks staff believes that the provision prohibits the transfer of all or part of Fort Worden State Park to the FWPDA prior to legislative approval in the next session. A Senate version (Coalition Striker Amendment) is also now pending, which would not allow the transfer of title of State Park property.

- 1.23 The State Parks staff report for agenda item E-4, to be considered at the March 29, 2012 State Parks Commission meeting, provides a staff recommendation that the Commission not consider the transfer of all or part of the Park to the FWPDA at this time. Instead, it outlines five options for creating a Lifelong Learning Center at Fort Worden State Park, including a new option that the Commission implements the Lifelong Learning Center concept on its own.

NOW THEREFORE BE IT RESOLVED that the Board of Directors of the Fort Worden Lifelong Learning Center Public Development Authority:

- 2.1 Understands the public concerns voiced in recent public forums and other settings regarding a transfer of the entire park to the FWPDA, and acknowledges that they are shared by some in the Legislature, Governor's Office and Commission. Therefore, the PDA is not seeking the transfer of the entire park as the preferred option on how to best implement the goal of the Lifelong Learning Center vision at Fort Worden.
- 2.2 Remains committed to working with State Parks to research and identify the best financially viable governance and business model to implement the Lifelong Learning Center while maintaining Fort Worden as a fully accessible public park.
- 2.3 Asserts that a delay of a decision until 2013 legislature session will create difficulties for the FWPDA to attract funding to move forward to complete the business and governance plans required to move forward with implementation of the Lifelong Learning Center.
- 2.4 Requests a confirmed and specific commitment from the Commission, State Parks staff, and the legislature to move forward with the implementation of the lifelong learning center plan.
- 2.5 Is committed to seeking additional public input and to inform the best business plan and governance option to implement the Lifelong Learning Center. The FWPDA will provide regular briefings to our legislative delegation and to the Commission.
- 2.6 Remains fully committed to serving as the nonprofit entity best suited to manage the lifelong learning center at Fort Worden State Park.
- 2.7 Requests the Commission approve Agenda Item E-5, as amended: *Possible Transfer of Fort Worden State Park – Requested Action of the Commission*. The eight requested actions by the PDA are that the Commission:

- (1) Expresses its strong commitment and reaffirms its September 25, 2008 approval of the Fort Worden Long-range Plan and related planning documents to transform Fort Worden into a Lifelong Learning Center (Agenda E-7). The

Commission also reaffirms its previous resolutions (March 2011 and February 2012) supporting the FWPDA to serve as the managing entity for the Lifelong Learning Center.

(2) Collaborates with the FWPDA and state Parks staff to provide additional opportunities for public input on the proposed governance model to achieve the Lifelong Learning Center prior to final action by the Commission. Recognizes that the FWPDA does not seek a transfer of the entire park and seeks to work in partnership with State Parks toward a successful outcome.

(3) Directs State Parks to designate a lead staff person to work collaboratively with the FWPDA in the development of a business plan and the governance model for the long-term management of the Lifelong Learning Center at Fort Worden State Park. State Parks will support the development of the plan with staff support and other resources as may be mutually agreed upon.

(4) Incorporates some of the recommendations from the House and Senate budget Committees to provide a report to the Legislature that includes a business and governance plan and supporting materials that provide information, options, and recommendations on matters related to the long-term governance of Fort Worden State Park including, but not limited to: The scope of the real and personal property to include in a long-term lease or partial transfer; the time frame for and duration of the lease or partial transfer; the sustainability of park operations following the long-term lease or partial transfer, including sources of revenue, estimated revenue, as well as estimated annual operating and capital maintenance costs; potential risks and liability for the state, as well as potential mitigation measures; potential impacts on and transition plans for any affected state employees; ensuring the sustainability of the park in perpetuity; and contingency plans to address significant funding or other park challenges that may arise.

(5) Urges the FWPDA to complete a Business and Governance Plan meeting the above requirements and submit it for third-party review by a mutually-agreed upon business plan consultant and OFM no later than September 1, 2012.

(6) A Draft Business and Governance Plan, with findings and/or recommendations from the consultant and OFM, shall be submitted to the Commission no later than October 1, 2012 for its consideration and action at its October meeting. If the Draft Business and Governance Plan is found to meet the above requirements and can stabilize the Park's operations and achieve sustainability the Commission shall review the report and plan for consistency with the adopted 2008 Fort Worden Long-range Plan. If the plan is found to be

consistent, the Commission will direct staff to prepare a management agreement with the FWPDA to implement the Lifelong Learning Center.

(7) Agrees to approve the final FWPDA's Business and Governance Plan and management agreement at its December 2012 meeting. The Commission, in cooperation with the FWPDA, will provide a final report to the Legislature by December 31, 2012 that recommends any additional statutory changes necessary to facilitate the successful implementation of a Lifelong Learning Center at Fort Worden State Park.

(8) Acknowledges that it will not consider implementing the Lifelong Learning Center concept on its own or seek another management entity, unless the FWPDA abandons its efforts.

- 2.8 Commits significant financial and staff resources to develop the business plan and, governance plan, and administrative/organizational capabilities that will demonstrate it is prepared to assume management responsibility to implement the lifelong learning center. Concurrent with the preparation of its business plan, the FWPDA will create a plan that describes future PDA staffing positions, wages and benefit plan, policies and procedures. This plan will be prepared in close cooperation with the State Parks Human Resources Administration to address issues with State employee transitions.
- 2.9 Supports the Building 202 rehabilitation as the catalyst project of the Lifelong Learning Center, providing fundraising support, to help complete Building 202 as a higher educational center.

ADOPTED by the Board of Directors of the Fort Worden Lifelong Learning Center Public Development Authority at a special meeting of the Board, held this **26th day of March, 2012.**

Chair, Cindy Hill Finnie

Attest:

Treasurer, Ted Springstead

BELOW IS THE BEGINNING OF A RESOLUTION TO ‘FOLD OUR TENT’ AND NOT GO FORWARD WITH THE LLLC.

Recitals (con’t)

23. After February 9th and up to this date, the FWPDA’s Executive Director has tried in good faith to negotiate with State Parks Assistant Director for an agreeable resolution to the management of Fort Worden in order to fulfill the State Parks Commission’s long range plan for Fort Worden as a Lifelong Learning Center. No agreement has been reached on a joint proposal to take to the Commission or FWPDA board.
24. At the March 29, 2012 State Parks Commission meeting, the agenda item E-4 confirms that State Parks staff is not committed to working with the FWPDA. The continued delays and future uncertainty in making a decision has made working towards an agreement for enacting the vision of the State Parks Commission for Fort Worden as a lifelong learning center under a new governance model is unmanageable.

NOW THEREFORE BE IT RESOLVED by the Board of Directors of the Fort Worden Lifelong Learning Center Public Development Authority:

1. Determines that all good faith efforts with State Parks to agree to a management model to enact and fulfill the vision for the Fort Worden State Parks as a Lifelong Learning Center has been rejected and/or delayed with no definitive end date.
2. Finds that it cannot sustain the effort, including the additional time and resources required, without a confirmed and specific commitment from the Commission, State Parks staff, and the legislature on how to move forward with the implementation of the lifelong learning center plan.
3. The Board is unable to sustain the funding necessary and is unwilling to continue to operate if the legislature must approve any final decision on a long-term lease or transfer.
4. Accordingly, the City Council has authorized the amendment of a charter to the Fort Worden Lifelong Learning Center Public Development Authority (“FWPDA”) pursuant to Ordinance No. 3063, and RCW 35.21.750-RCW 35.21.755 with Section 12 for the provision to dissolve the Authority.

5. The FWPDA will recommend the dissolution of the FWPDA to the City Council. The FWPDA will seek affirmation of the dissolution at the public meeting of the Port Townsend City Council within the required 60 (sixty) day notice prior to the meeting. Upon enactment by the Council for dissolution, the Chair of the FWPDA will file a dissolution statement.

ADOPTED by the Board of Directors of the Fort Worden Lifelong Learning Center Public Development Authority at a special meeting of the Board, held this 26th day of March, 2012.

Chair

Attest:

Secretary