



Port of Camas/Washougal

MEMORANDUM

To: Sheldon Tyler
From: Board of Commissioners, Port of Camas-Washougal
Date: March 22, 2007
Subject: Continued Port Employment

In recent months, the Port Commission has addressed a number of deficiencies in your performance as the Port's Executive Director including, but not limited to, a detailed correspondence delivered to you on August 29, 2006. The Board of Commissioners, as a whole, assert that it would be in the best interest of the Port of Camas-Washougal to provide you with an opportunity to continue with your employment with the Port, on certain conditions.

In order for you to continue with your employment with the Port, you must agree to the following:

1. You will agree to the timeline as set forth in Exhibit "A", relating to the hiring of a new Planning and Development Director and the transition to a new Executive Director, with the transition to be completed effective December 31, 2008.
2. Your duties as Executive Director of the Port of Camas-Washougal will be revised to reflect the "Position Description" set forth in Exhibit "B".
3. Your performance as Executive Director will be evaluated in December of 2007 by the Board of Port Commissioners. At that time, we will determine whether the performance of your duties as relates to the proposed transition is of sufficient quality to be of benefit to the Port, so that you may retain your position with the Port.

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4. You will continue to make sincere efforts to advocate for the positions and policies set by the Commissioners and address those concerns previously related to you in the correspondence of August 29, 2006.

Nothing in this memorandum of understanding can be construed as a contract of employment, a promise of continued employment, or as creating any implied or contractual duties between yourself and the Port. Your employment status continues to be at will, as is the case with all Port employees. All employment can be terminated at any time by the Port for any reason which the Port deems, in its sole discretion, to be sufficient.

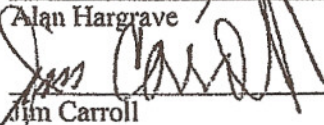
The Commission hopes that you will accept the conditions outlined above, and continue as an employee of the Port of Camas, Washougal.



Rich Gunderson



Alan Hargrave



Jim Carroll

"COMMISSIONERS"

I have received a copy of the Memorandum of conditions of continued employment to which this certification is attached. I fully understand all of the terms and conditions outlined in this agreement, and further understand my status as an at will employee of the Port of Camas-Washougal. I agree to fully abide by the conditions outlined in this Memorandum, for my continued employment with the Port.

DATED this ____ day of March, 2007.

Sheldon Tyler

EXHIBIT
"A"

**SHELDON TYLER - TIMELINE FOR TRANSITION
TO NEW EXECUTIVE DIRECTOR**

1. April 2, 2007: Advertise and hire Director of Planning and Development with the duties and responsibilities as provided in the attached.
2. July, 2007: Formal announcement by the Board of Commissioners of the Port of Camas-Washougal of the December, 2008 transition to a new Executive Director.
3. October, 2007: Commissioners prepare plan for hiring of new Executive Director.
4. December, 2007: Begin advertising for new Executive Director; review performance of Executive Director Sheldon Tyler.
5. January, 2008: Review salary increase for Executive Director Sheldon Tyler.
6. February, 2008: Review applications for new Executive Director, including community input.
7. March, 2008: Executive Director interviews.
8. April, 2008: Hire new Executive Director.
9. May, 2008: Commence training and transition plan for new Executive Director.
10. August, 2008: Review Comprehensive Plan and retention of possible consultants for implementation of new plan relating to the future of the Port of Camas-Washougal.
11. October, 2008: New Executive Director transition essentially complete with the assumption of most major responsibilities.
12. December 31, 2008: Executive Director Sheldon Tyler vacates position of Executive Director.

EXHIBIT A
PAGE 1 OF 2

**POSITION DESCRIPTION
DIRECTOR OF PLANNING AND DEVELOPMENT**

REPORTS TO: Port Commissioners

CLASSIFICATION: Exempt

BASIC FUNCTIONS:

Manage all Port properties; develop and implement short and long range plans for all property including coordination of the Comprehensive Master Plan, Strategic Plan and site-specific plans; negotiate land lease, acquisition and/or sales; markets Port industrial property; coordinate the management of environmental issues; work closely with other staff as appropriate to execute these duties.

SPECIFIC DUTIES:

1. Plan for the maximum utilization of developed and undeveloped property owned or to be acquired by the Port, including but not limited to land zoned as Industrial, Highway Commercial and Airport.
2. Conduct lease and sales negotiations with prospective and existing tenants and potential buyers; maintain cooperative relationships; trouble shoot tenant problems; coordinate preparation of lease documents with the Port attorney.
3. Develop and regularly review procedures to hire architects, engineers and general contractors for public works projects; provide project management for construction projects.
4. Represent the Port on a variety of national, regional and local organizations; engage in activities to promote the Port.
5. Establish and maintain strong working relationships with elected and appointed leadership of cities, county, state and federal government.
6. Work with other Port staff on current activities and participate in the establishment of overall Port goals and objectives.
7. Develop a framework for investigating, evaluating, applying and securing grants that are consistent with the long term plans for the Port.

EXHIBIT A
PAGE 2 OF 2

POSITION DESCRIPTION
EXECUTIVE DIRECTOR

REPORTS TO: Port Commissioners

SUPERVISES: All Port Staff except Director of Planning and Development

CLASSIFICATION: Exempt

BASIC FUNCTIONS:

Manage and supervise all Port operation exclusive of the duties and authority of the Director of Planning and Development. Duties include but not limited to supervising staff, responsible for all day to day operation of the Port.

SPECIFIC DUTIES:

1. Oversee daily operation of the marina, airport and industrial park.
2. Provide budget management, oversight and reporting.
3. Supervise office, operations and financial staff.
4. Provide regular reports to the Commissioners on Port operations.
5. Work with and support the Director of Planning and Development to implement the Port's goals and objectives.
6. Plan and implement community events including park concert series.
7. Assure compliance with local, state and federal government rules, regulations and statutes.
8. Miscellaneous duties as assigned by the Commission.

EXHIBIT 5
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