

INTERLOCAL AGREEMENT

THIS INTERLOCAL AGREEMENT is made and entered into pursuant to Chapter 39.34 of the Revised Code of Washington, by and between Cowlitz County, Washington, a political subdivision of the State of Washington, acting by and through its Board of Commissioners, (the "County"), the Port of Longview, a municipal corporation organized under the law of the State of Washington, and wholly situated in Cowlitz County, Washington, (the "Port"), and the Cowlitz Sewer Operating Board, an administrative body organized pursuant to Agreement between Cowlitz County, the City of Longview, the City of Kelso, and Beacon Hill Sewer District, (the "CSOB") on the date shown below.

AGREEMENT

For and in consideration of the mutual covenants contained herein, the parties hereto agree as follows:

1. Duration. This Agreement shall commence as of the date hereof and shall terminate upon completion of the projects, exchange of rights of way, and payment for all work described herein.
2. Purpose. The purpose of this Agreement is to coordinate the design and construction of several projects undertaken by the CSOB and the Port, and the exchange of necessary rights of way.
3. Rights of Way. It is hereby agreed that the following rights of way will be transferred for mutual benefits, and at no cost, as listed below:
 - A. The County will deed in fee simple, to the Port, that land described in Exhibit A for right of way for the alternate rail corridor.
 - B. The Port will deed a utility easement to the County on behalf of CSOB as described in Exhibit B for the construction, operation and maintenance of the CSOB force mains.
 - C. The Port will deed in fee simple, to the County of behalf of CSOB, that land described in Exhibit C, along Fibre Way, for the construction of the CSOB force mains.
 - D. The CSOB will reconstruct, at its expense, its infrastructure as necessary to accommodate the land transfer in 3A. above.
4. Design. It is hereby agreed that the following design services will be provided for mutual benefits, and at no cost, as listed below:
 - A. The design services provided by the CSOB to include the Port drainage pipe across Industrial Way in the CSOB Collection System Contract.
 - B. The design services provided by the Port to include and accommodate the CSOB force main casings in the Port Fibre Way Overcrossing Contract.
5. Construction. The following agreements are made concerning the cost of construction of various construction items:
 - A. The CSOB will pay actual costs to the Port for the installation of casings and any other work included in the Port contract on behalf of the CSOB.

- B. The Port will pay actual costs to the CSOB for the construction of the Industrial Way storm drainage line and any other work included in the CSOB contract on behalf of the Port.
 - C. The CSOB will construct a sewer connection stub out at East Mill Road to service the properties lying south of Fibre Way.
6. Inspection of Work. The Port and the CSOB will each provide Construction Management and Inspection for the work included in their contract on behalf of the other entity. This Construction Management and Inspection work provided on behalf of the other entity will be reimbursed at the percentage of the total work included in their contract on behalf of the other entity as compared to the total contract amount applied to the total Construction Management and Inspection work for the total contract, not to exceed 10%. Shop drawing review and interpretation of the plans and specifications shall be accomplished by the Engineer of record.
 7. Payment. Billing for the services described above, shall be monthly at most. Each entity shall make payment for services described above in their regular pay process, not to exceed two months.
 8. Termination. The County, Port, or CSOB may only terminate Section 5 parts A & B and Section 6 of this Agreement up until the time of award of the affected contract. If the above Sections of the agreement are terminated, the remainder of the agreement will remain in effect.
 9. Recording. This INTERLOCAL AGREEMENT will be filed with the Cowlitz County Auditor pursuant to R.C.W. 39.34.040 within five days of the date of execution of this Agreement. The County shall pay all fees relating to the recording. The County agrees to execute a release or other appropriate instruments as shall be necessary to certify compliance with the terms of this Agreement upon full and complete satisfaction of the terms of this Agreement.

APPROVED this 30th day of JAN, 2001.

APPROVED this 5th day of Feb., 2001.

PORT OF LONGVIEW

**BOARD OF COUNTY COMMISSIONERS
OF COWLITZ COUNTY, WASHINGTON**

[Signature]
Signature

[Signature]
Chairman

Executive Director
Title

[Signature]
Commissioner

ATTEST:
[Signature]
Robin Johnson

[Signature]
Commissioner

APPROVED AS TO FORM:
[Signature]
Attorney for Port

ATTEST:
[Signature]
Clerk of the Board



COWLITZ SEWER OPERATING BOARD

APPROVED AS TO FORM:
[Signature]
Ron Marshall
Deputy Prosecuting Attorney

[Signature]
Chairman

ATTEST:
[Signature]
Recording Secretary

APPROVED AS TO FORM:
[Signature]
Dave Spencer, Attorney for CSOB

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Cowlitz County
COWLITZ COUNTY COMM AGRMT 0.00

PARCEL "E":

PROPOSED RIGHT-OF-WAY ACQUISITION ACROSS "COWLITZ COUNTY TREATMENT PLANT SITE":

A portion of the Harry Huntington DLC located in the Northeast quarter of Section 10, Township 7 North, Range 2 West, Willamette Meridian, Cowlitz County, Washington, described as follows:

BEGINNING at a 1 inch iron pipe with brass cap set to mark the Northwest corner of the "Cowlitz County tract" (landfill parcel) as described under Cowlitz County Auditor's File No. 841022008 and as monumented in Book 9 of Surveys, page 66; thence North 73° 20' 47" West, 708.98 feet to the Northeast corner of the "Cowlitz County tract" as described under Cowlitz County Auditor's File No. 742645 (treatment plant area), from which point a concrete monument with brass cap at Engineers Station 38 + 88.35 PT on the centerline of Fibre Way bears South 66° 25' 22" West, 1945.33 feet; thence South 07° 00' 00" East, along the East line of said "Cowlitz County tract" for a distance of 119.54 feet to the TRUE POINT OF BEGINNING of the 55 foot right-of-way to be described, being 20 feet on the left and 35 feet on the right of the following described centerline; thence North 76° 50' 00" West, 346.74 feet to the terminus of said right-of-way centerline on the North line of said "Cowlitz County tract" at a point that bears South 83° 00' 00" West, 325.48 feet from the Northeast corner thereof. (The sidelines of said right-of-way to be extended or shortened so as to terminate on the North and East lines of the "Cowlitz County tract").

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EXHIBIT A



PARCEL "Ee":

"COWLITZ COUNTY TREATMENT PLANT REMNANT":

A portion of the Harry Huntington DLC located in the Northeast quarter of Section 10, Township 7 North, Range 2 West, Willamette Meridian, Cowlitz County, Washington, described as follows:

BEGINNING at a 1 inch iron pipe with brass cap set to mark the Northwest corner of the "Cowlitz County tract" (landfill parcel) as described under Cowlitz County Auditor's File No. 841022008 and as monumented in Book 9 of Surveys, page 66; thence North $73^{\circ} 20' 47''$ West, 708.98 feet to the Northeast corner of the "Cowlitz County tract" as described under Cowlitz County Auditor's File No. 742645 (treatment plant area), from which point a concrete monument with brass cap at Engineers Station 38 + 88.35 PT on the centerline of Fibre Way bears South $66^{\circ} 25' 22''$ West, 1945.33 feet; thence South $07^{\circ} 00' 00''$ East, along the East line of said "Cowlitz County tract" for a distance of 82.25 feet; thence North $76^{\circ} 50' 00''$ West, 238.59 feet to the North line of said "Cowlitz County tract"; thence North $83^{\circ} 00' 00''$ East, 223.96 feet to the Northeast corner thereof and the TRUE POINT OF BEGINNING.



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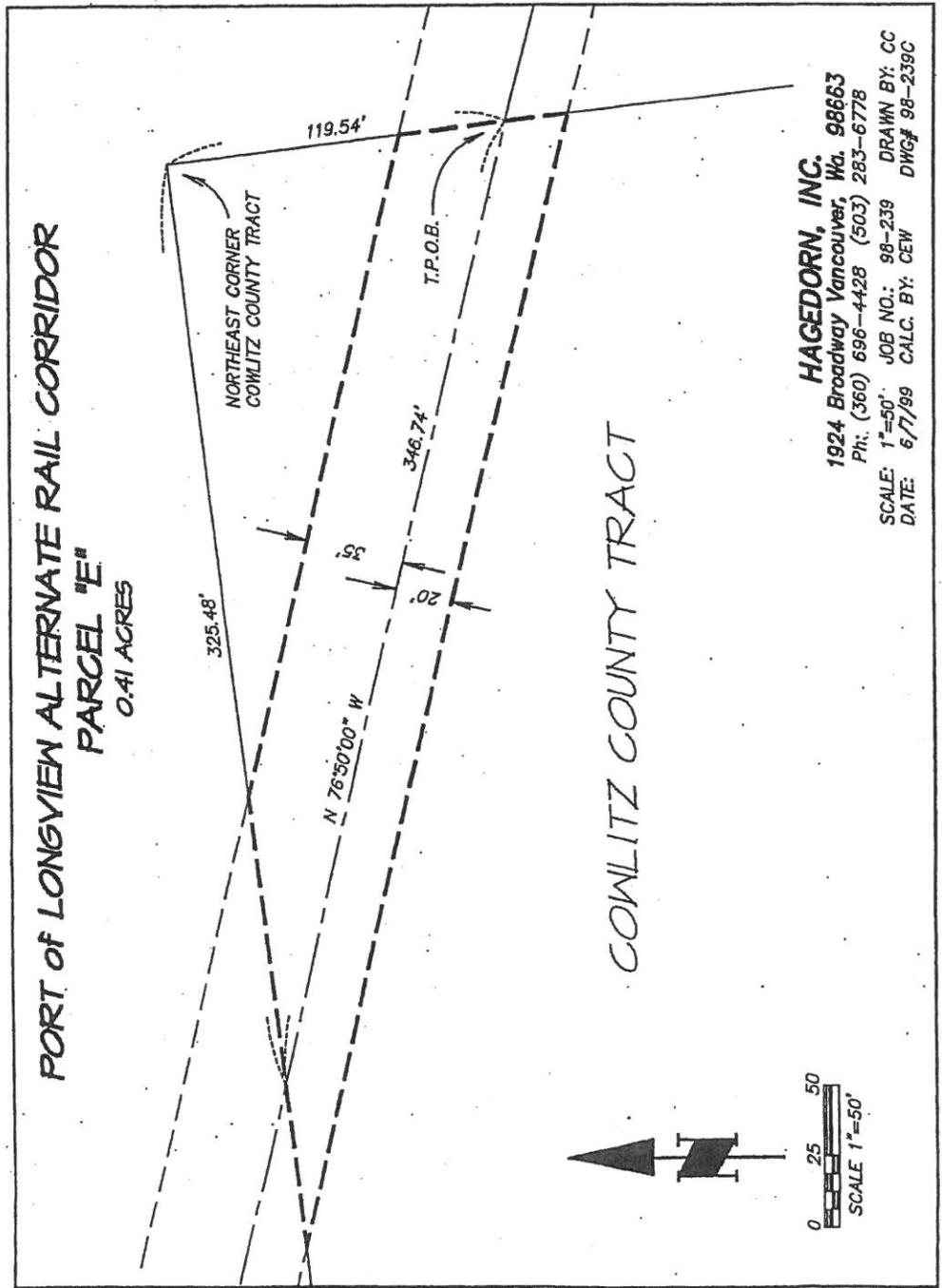
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Cowlitz County

COWLITZ COUNTY COMM

AGRMT

0.00



HAGEDORN, INC.

1924 Broadway Vancouver, Wa. 98663

Ph: (360) 696-4428 (503) 283-6778

SCALE: 1"=50' JOB NO: 98-239 DRAWN BY: CC

DATE: 6/7/99 CALC. BY: CEW DWG# 98-239C

Easement Description
Cowlitz Sewer Operating Board
Port of Longview Parcel
January 2001



A 25 foot permanent utility and maintenance easement over and across the Port of Longview tract in Sections 4, 9 and 10, Township 7 North, Range 2 West, Willamette Meridian, Cowlitz County, Washington, said easement being 12.5 feet wide on each side of the following described centerline:

Commencing at the Northwest corner of Lot 23, Block 2, Columbia Industrial Park as recorded in Volume 11 of Plats, Page 106, Records of Cowlitz County, Washington; thence South 02°09'05" West along the West line of said Lot 23 (called South on said Plat) to the Southwest corner of said Lot 23; thence continuing South 02°09'05" West a distance of 100.00 feet to the Southerly right-of-way line of Industrial Way; thence South 87°50'55" East, (called East on said Plat) a distance of 118.46 feet to the POINT OF BEGINNING; thence South 25°23'44" West a distance of 16.40 feet; thence South 01°57'08" West a distance of 232.02 feet; thence South 60°11'54" East a distance of 410.01 feet; thence South 78°17'55" East a distance of 107.13 feet; thence South 60°03'09" East a distance of 328.30 feet; thence South 15°17'23" East a distance of 45.21 feet; thence South 60°10'26" East a distance of 1,754.53 feet; thence South 65°24'56" East a distance of 91.67 feet; thence along a curve to the right concave to the Southwest having a radial bearing in of South 24°09'22" West, through a delta angle of 05°13'20", with a radius of 1,368.15 feet, an arc distance of 124.70 feet; thence South 60°11'36" East a distance of 47.08 feet; thence South 61°47'42" East a distance of 726.46 feet; thence South 84°17'42" East a distance of 79.63 feet; thence South 60°12'52" East a distance of 559.28 feet; thence South

EXHIBIT B

Easement Description
Cowlitz Sewer Operating Board
Port of Longview Parcel
January 2001



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Cowlitz County

37°42'52" East a distance of 175 feet to the Northerly line of Tract A, as shown in Cowlitz County Record of Survey, Volume 21, Pages 161 and 162, and recorded under Auditor's File No. 3096009 and the terminus of this easement centerline

Excepting therefrom any future Fibre Way right-of-way.

Together with a 30.00 foot temporary construction easement parallel and abutting on the Westerly and Southerly side of the aforementioned 25.00 foot easement.

File No.: 0094-0700.61

Cowlitz Sewer Operating Board
Deed Description
Port of Longview
January 2001



A strip of land located in the Johnathan Burbee Donation Land Claim, in Section 9, Township 7 North, Range 2 West, Willamette Meridian, Cowlitz County, Washington, described as follows:

Commencing at the Northwesterly corner of that tract of land conveyed to Longview Fibre Company by International Paper Company, as described and recorded in Deed Volume 1094, Page 1482, under Auditor's File No. 910327010, said point also being on the Southerly right-of-way of Fibre Way as conveyed to Cowlitz County under Auditor's File No. 760799, and marked by a 1/2" iron pipe with cap as shown in Cowlitz County Record of Survey, Volume 10, Page 180, said corner also being the Point of Beginning; thence South 27°33'38" West along the West line of said Longview Fibre tract as shown in Cowlitz County Record of Survey Volume 21, Pages 161 and 162, a distance of 20.00 feet to the Southeast corner of "Tract A" as shown on said Record of Survey Volume 21, page 162; thence North 62°28'29" West along the North line of said Tract A, a distance of 1,029.83 feet; thence North 27°33'38" East a distance of 20.00 feet to the Southerly right-of-way of said Fibre Way; thence South 62°28'29" East along said right-of-way a distance of 1029.83 feet, to the Point of Beginning.

File No.: 0094-0700.61

EXHIBIT C