

Received 11/28/2023 -NL

CITY OF VALDEZ APPLICATION FOR LEASE OF CITY OWNED LAND

Application Fee: \$50.00 (Non-refundable)

FEE WAIVED FOR 2017 PER RES# 12-72

This form is to be completed by an individual or an organization proposing to lease City-owned land. Complete in full and to the best of your knowledge. Please explain any omissions and use additional pages where appropriate. If requested, proprietary and financial information of applicants that is so marked will be kept confidential.

The completed application shall be returned to the Valdez Community & Economic Development Department located in City Hall along with the Application fee.

A deposit of \$3,000 will be required prior to the City initiating any required appraisal or land survey. The deposit will be used to offset the cost of the appraisal and land survey. If additional funds are necessary, the applicant will be billed as part of the lease. If there is a balance, it will be applied to the first year's lease payment. This deposit will be the cumulative amount of any required appraisal, land survey or Phase I environmental analysis according to the following schedule:

- * If a survey and/or appraisal are required: \$3,000
- * If a Phase I Environmental Analysis only is required: \$3,000
- * If a survey or appraisal and Environmental Analysis are required: \$5,000
(Required on all industrial land)

1. Name of Individual Completing Application Form:

Name: Jenny Silva Phone: 907-777-5510
Daytime/ Message

Mailing Address: 201 Arctic Slope Ave., Anchorage, AK 99518

2. If other individual(s) or an organization(s) will be a party to this application, indicate below. Attach additional pages as needed:

a) Name _____ Phone: _____

Mailing Address _____

Relationship to other applicant(s) _____

b) Organization's name Crowley Fuels LLC

Address 201 Arctic Slope Ave., Anchorage, AK 99518

Primary Contact: Jenny Silva / Nick Kuhlman

Title: Director, Contract Compliance & Pricing / Program Manager of Facilities, Engineering & Maintenance

Daytime Phone #: 907-777-5510 / 907-830-3966

3. TYPE OF ORGANIZATION: (Check one)

Individuals _____	Business Corporation <u>X</u>
General Partnership _____	Non-Profit Corporation _____
Limited Partnership _____	Non-Profit Association _____
Other _____	

If non-profit, has IRS Tax Exempt Status been obtained? Yes ___ No ___

If yes, attach letter of determination.

Note: Please submit, as appropriate, the following items with this application:

1. Current Alaska business license; Attached
2. Designation of signatory authority to act for organization of other individuals; Attached
3. Certificate and articles of incorporation; Not considered necessary
4. Partnership agreement and amendments; N/A
5. Charter/by-laws for non-profits; N/A
6. Most recent annual financial statement; Separately available upon request

4. Legal Description AFFECTED BY APPLICATION:

Located in Township _____ Range _____ Section, _____ Meridian

Lot/ Block/ Tract/ Subd. _____ Plat # _____

Other Description Portion of USS 495 Tidelands - Legal description beginning at Corner No. 2 of ATS 621
thence N 10 00'00 W, 49.72 feet to the point of beginning; thence N 10 W, 105 feet;
thence S 80 W, 80 feet; S 10 , 105 feet; thence N 80 00'0024 , 80 feet returning to
the point of beginning.

Tax # _____ No. of Acres _____

5. DESCRIBE PROPOSAL. ATTACH NARRATIVE FOR FURTHER DESCRIPTION AND A SITE PLAN (the description should include the use; value and nature of improvements to be constructed; the type of construction; and, the estimated dates for construction to commence and be completed).

Crowley currently owns and operates the existing 'South Harbor Fuel Dock', a 12' x 70' floating fuel dock with an attached 16' x 20; dock house. The site includes a 55' x 4' ramp with an approach that connects on shore. There are no current plans for additional construction with the exception of maintenance and in-kind replacement and/or parts/materials. Crowley acquired two parcels of adjacent land from Wells Trust in 2018 located at 211 and 213 S. Harbor Drive to facilitate the safe operation of the fuel dock. See attached exhibits C.1 and C.2 for most recent site plans.

6. WHAT IS THE TERM OF THE LEASE DESIRED?

Initial term of 8 months to 7/31/24 to align this 'South Harbor Fuel Dock Tideland Lease' with the timing of the current 'North Harbor Fuel Dock Tideland Lease' with six (6) each five year options to renew.

7. IF THE REQUEST FOR A LEASE AT LESS THAN FAIR MARKET VALUE, PROVIDE JUSTIFICATION.

N/A

8. PLEASE STATE WHY YOU BELIEVE IT WOULD BE IN THE “BEST INTEREST OF THE CITY” TO APPROVE YOUR PROPOSAL AND PROCESS YOUR APPLICATION.

See attached Exhibit A

9. CURRENT STATUS OF LAND. DESCRIBE ANY EXISTING IMPROVEMENTS, PROVIDE PHOTOGRAPHS IF POSSIBLE.

Crowley currently owns and operates the South Harbor Fuel Dock, a 12' x 70' floating fuel dock with an attached

16' x 20' dock house. The site includes a 55' x 4' ramp with an approach that connects on shore. As noted in Section 5,

there are no current plans for additional construction with the exception of maintenance and in-kind replacement

or parts and/or materials. See Exhibits B.1, B.2 and B.3 for photos.

10. HAS APPLICANT PREVIOUSLY PURCHASED OR LEASED CITY LAND OR RESOURCES? x YES NO. IF YES, PROVIDE LEGAL DESCRIPTION, TYPE OR PURCHASE OR LEASE, AND STATUS.

Approx 6,230 sq ft, a Portion of USS 4956 Tidelands for the 'North Harbor Fuel Dock'. The original lease term was 21 yrs 8/6/01 - 7/31/22 w/ 6 add'l 5 yr options for renewal periods. We executed Amendment No 2 to extend the term 2 yrs to 7/31/24. (During the summer of 2023, Crowley converted from two USTs to a single, dual compartment above ground tank; and installed new underground piping and all new electrical system. The plan for 2024 is to upgrade to all new stainless steel piping down the gangway and along the new tourist float to the fuel dock, to include motorized control valves, emergency stops, and new low-flow and high-flow dispensers with remote monitoring capability.)

11. IF APPLICANT IS A BUSINESS OPERATION, LIST PRESENT BUSINESS ACTIVITIES.

12. IF REQUIRED, ARE YOU PREPARED TO SPEND FUNDS FOR THE FOLLOWING:

- | YES | NO | |
|--------------|-------|---|
| <u> X </u> | _____ | a) Performance bond |
| <u> X </u> | _____ | b) Damage deposit |
| <u> X </u> | _____ | c) General liability insurance |
| <u> X </u> | _____ | d) Worker's compensation insurance |
| <u> X </u> | _____ | e) Survey and platting |
| <u> X </u> | _____ | f) Appraisal fee |
| <u> X </u> | _____ | g) Closing fees, which may include title insurance, document preparation, escrow closing, and recording |
| <u> X </u> | _____ | h) Any federal, state and local permits required |
| <u> X </u> | _____ | I) Maintenance costs (present or future) |

13. LIST THREE (3) CREDIT OR BUSINESS REFERENCES:

Name	Address	Phone #
Tesoro Corp, 300 Concord Plaza Dr., San Antonio, TX 78216		(210) 626-4063 Beverly Gee
Kenworth Northwest, Inc., 20220 International Blvd., SeaTac, WA 98198		(206) 466-5911 Credit Dept
Seneca Tank, Inc., 5585 NE 16th Street, Des Moines, IA 50313		(515) 262-5900 Greg Qunit

14. HAS APPLICANT, OR AFFILIATED ENTITY, EVER FILED A PETITION FOR BANKRUPTCY, BEEN ADJUDGED BANKRUPT OR MADE AN ASSIGNMENT FOR THE BENEFIT OF CREDITORS?

 No

15. IS APPLICANT, OR AFFILIATED ENTITY, NOW IN DEFAULT ON ANY OBLIGATION TO, OR SUBJECT TO ANY UNSATISFIED JUDGEMENT OF LIEN? _____ YES X NO IF YES, EXPLAIN:

COMPLETE THE FOLLOWING APPLICANT QUALIFICATION STATEMENT
FOR EACH INDIVIDUAL APPLICANT OR ORGANIZATION.
ATTACH ADDITIONAL STATEMENTS IF NEEDED.

APPLICANT QUALIFICATION STATEMENT

I, Jenny Silva
(Individual Name)

I, _____
(Individual Name)

I, Kollin Fencil On Behalf of Crowley Fuels LLC
(Representative's Name) (Organization's Name)

201 Arctic Slope Ave
(Address)

Anchorage, AK 99518
(City, State) (Zip)

do hereby swear and affirm for myself as applicant or as representative for the organization noted above that:

- The Applicant is a citizen of the United States, over the age of nineteen;
- and
- If a group, association or corporation, is authorized to conduct business Under the laws of the State of Alaska; and
- Has not failed to pay a deposit or payment due the City in relation to City-owned real property in the previous five (5) years; and
- Is not currently in breach or default on any contract or lease for real Property transactions in which the City has an interest; and
- Has not failed to perform under or is not in default of a contract with the City; and
- Is not delinquent in any tax payment to the City.

I HEREBY CERTIFY THAT THE INFORMATION CONTAINED HEREIN IS TRUE TO MY KNOWLEDGE.

Jenny Silva 11/17/23
Applicant Signature Date

[Signature] 11/27/23
Applicant Signature Date

Jenny Silva
Print Name

Kollin Fencil
Print Name



CITY OF VALDEZ
APPLICATION FOR LEASE OF CITY OWNED LAND

EXHIBIT A

Additional Response for Sections 8 and 11

Crowley has a longstanding record of providing superior levels of customer service at Alaska ports and harbors. Since 1953, Crowley has provided unique solutions to petroleum distribution, and today, with 18 tank farms in Alaska and a storage capacity of nearly 30 million gallons, we are a leader in the Alaska fuel industry.

Since 1989, Crowley has reliably served the City of Valdez and surrounding communities with local delivery of marine, aviation, and motor vehicle fuels, heating oil for homes and businesses, lubricants, and propane. Our local predecessor, Valdez Fuel Company, built our first fuel dock (the “South Dock”) in Valdez in 1999, and Crowley acquired a second fuel dock (the “North Dock”) in the Valdez harbor in 2002. The South Dock fuels vessels with over a 10,500-gallon fuel capacity and is a U.S. Coast Guard regulated facility subject to Code of Federal Regulation (CFR) compliance requirements of 33 CFR Part 154. For over a decade, we have successfully operated both docks, providing fuel for a range of customers, including the cruise industry, commercial fishing fleets, the U.S. Coast Guard, small-charter fisherman, and recreational fisherman and boaters. Crowley has continuously met the growing needs of the boating community by supplying over 800,000 gallons of fuel directly into vessels annually at these facilities. For more than a decade, Crowley has built a proven record of maintaining its existing Valdez dock facilities in a safe, accessible, and customer-focused manner to meet the community’s needs.

Long Term Operations

Crowley has a long history of providing excellent customer service and enjoys a positive reputation in the Valdez community with our competitively priced fuel products and responsive service. We are keenly aware of the boating community’s needs and staff our existing facilities accordingly. Our docks are staffed from 6 a.m. to 10 p.m. during the long days of the peak summer season and seasonally adjust based on demand through the shoulder seasons and winter months. Crowley ensures there is always someone on call to respond to after-hours fuel needs and constantly looks for ways to improve reliability and service.

Crowley’s Valdez workforce and management are all members of the local community. Each summer season, Crowley recruits local high school graduates or returning college students to operate the North and South fuel docks. We are pleased to provide steady, full-time seasonal employment to young people in the community.

Environmental/Regulatory

All federal, state, and local regulations concerning aboveground storage tanks will be followed, including spill prevention control and countermeasure regulations. Crowley is proud of our record of meeting all

regulatory requirements for the two marine fuel docks we currently operate in the Valdez harbor. One of the tenets of Crowley's Safety, Security, Quality and Environmental Stewardship is, "Operate our vessels and facilities in compliance with regulations and best practices." To achieve this goal all Crowley operations are reviewed by the Operations Integrity Department to ensure all requirements are met. Therefore, we understand that although all marine fuel dock activity is regulated by the USCG, including fuel transfer, record keeping, and dock maintenance, the USCG is not the only regulatory agency that has oversight. The USEPA and ADEC also have oversight. In addition to the USCG's annual inspection of our docks and records, which Crowley has always passed, we internally audit our own operations at least twice a year to ensure compliance.

We are cognizant of the fact that there are multiple regulatory agencies with oversight responsibility and Crowley is well versed in meeting the regulatory requirements of multiple agencies. We have in-house subject matter experts who develop environmental compliance policy and procedures for Crowley operations. Crowley also performs job hazard analysis for each new operation/task to ensure that worker and operational risks are identified prior to the operations and that the appropriate controls are put in place to safeguard both personnel and operations.



EXHIBIT B.1

South Harbor Fuel Dock



EXHIBIT B.2

North Harbor Fuel Dock



EXHIBIT B.3

Both Harbor Fuel Docks – North Dock in foreground and South Dock in background



Alaska Department of Commerce, Community, and Economic Development

Division of Corporations, Business, and Professional Licensing
PO Box 110806, Juneau, AK 99811-0806

This is to certify that

CROWLEY FUELS LLC

201 ARCTIC SLOPE AVE, ANCHORAGE, AK 99518-3033

owned by

CROWLEY FUELS LLC

is licensed by the department to conduct business for the period

October 17, 2022 to December 31, 2024
for the following line(s) of business:

42 - Trade; 53 - Real Estate, Rental and Leasing



This license shall not be taken as permission to do business in the state without having complied with the other requirements of the laws of the State or of the United States.

This license must be posted in a conspicuous place at the business location.
It is not transferable or assignable.

Julie Sande
Commissioner

November 1, 2023
Officer Appointments

JOINT UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF MANAGERS OF
CROWLEY FUELS LLC AND
THE BOARD OF DIRECTORS OF
CROWLEY PETROLEUM DISTRIBUTION, INC.

The undersigned, constituting all of the managers of the Board of Managers of Crowley Fuels LLC, a Delaware limited liability company (the “CF Board”) and all the directors of the Board of Directors of Crowley Petroleum Distribution, Inc., an Alaska corporation (the “CPD Board”), hereby adopt the following resolutions by unanimous written or electronic consent on behalf of Crowley Fuels LLC (“CF”), pursuant to the laws of the State of Delaware and its amended and restated operating agreement, and Crowley Petroleum Distribution, Inc. (“CPD”), pursuant to the laws of the State of Alaska and its organizational documents, as if duly adopted at a meeting of the CF Board and the CPD Board, effective as of the date set forth above.

WHEREAS, the CF Board has the authority to remove and appoint the officers of CF; and

WHEREAS, the CPD Board has the authority to remove and appoint the officers of CPD.

NOW, THEREFORE, IT IS RESOLVED, that the CF Board does hereby appoint the following persons to serve as the Officers of the Company, and each such person shall serve until his successor is elected:

Kollin S. Fencil - Senior Vice President & General Manager
Reece B. Alford - Corporate Secretary
Arthur F. Mead, III - Assistant Corporate Secretary
Daniel L. Warner - Chief Financial Officer
Norman S. Himes, Jr. - Vice President and Treasurer
Tony R. Otero - Assistant Treasurer
Robert C. Jefferson - Assistant Treasurer
Richard D. Lamb, Jr. - Assistant Treasurer

FURTHER RESOLVED, that the CPD Board does hereby appoint the following persons to serve as the Officers of the Corporation, and each such person shall serve until his successor is elected:

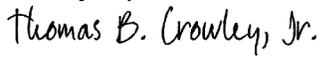
Kollin S. Fencil - President and General Manager
Reece B. Alford - Corporate Secretary
Arthur F. Mead, III - Assistant Corporate Secretary
Daniel L. Warner - Chief Financial Officer
Norman S. Himes, Jr. - Vice President and Treasurer

Tony R. Otero - Assistant Treasurer
Robert C. Jefferson - Assistant Treasurer
Richard D. Lamb, Jr. - Assistant Treasurer

FURTHER RESOLVED, that the officers of the Companies, their designees or other authorized representatives, are hereby directed and authorized, individually, to do and perform any and all such acts and to execute and deliver any and all documents, as they deem necessary or appropriate to accomplish and carry out the intent and purposes of these resolutions; and

FURTHER RESOLVED, that any prior actions and documents previously executed by or at the direction of any officer of the Companies, their designees or other authorized representatives, consistent with the intent and purposes of these resolutions are hereby ratified, affirmed, confirmed and approved in all respects.

IN WITNESS WHEREOF, the CF Board and the CPD Board have adopted the foregoing resolutions on behalf of each of CF and CPD respectively, effective as of the date first set forth above.

DocuSigned by:

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Thomas B. Crowley, Jr.

DocuSigned by:

3832392F632B4AC...

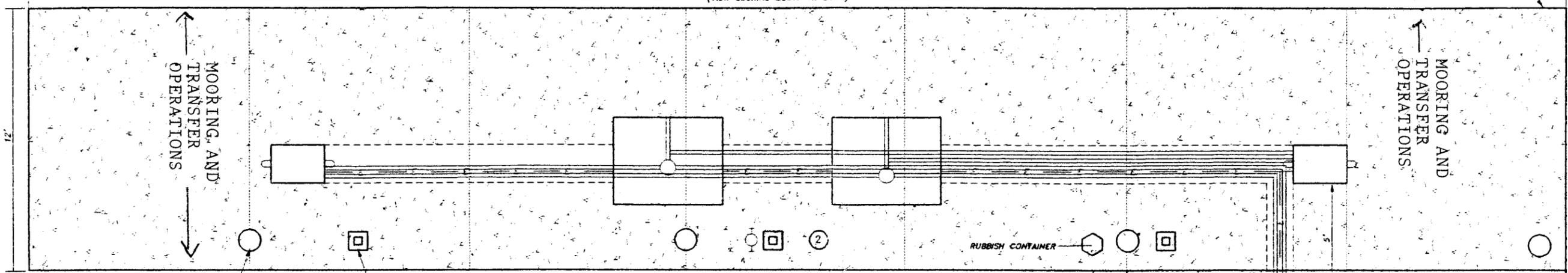
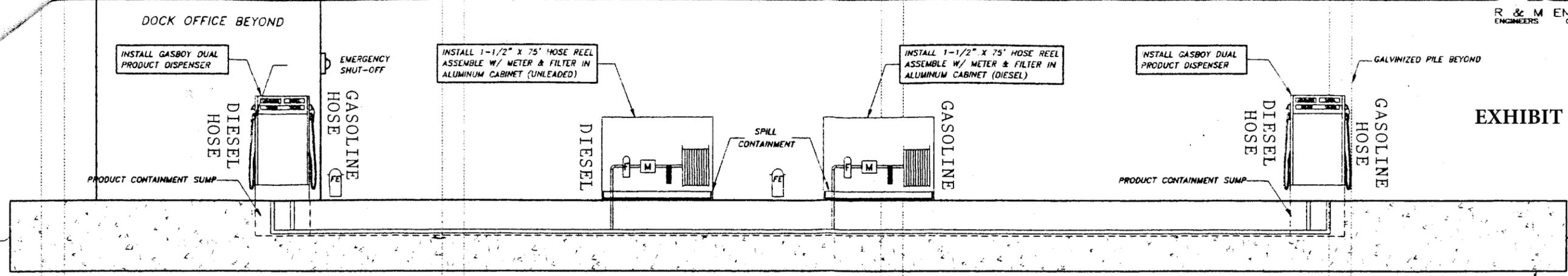
Raymond F. Fitzgerald

DocuSigned by:

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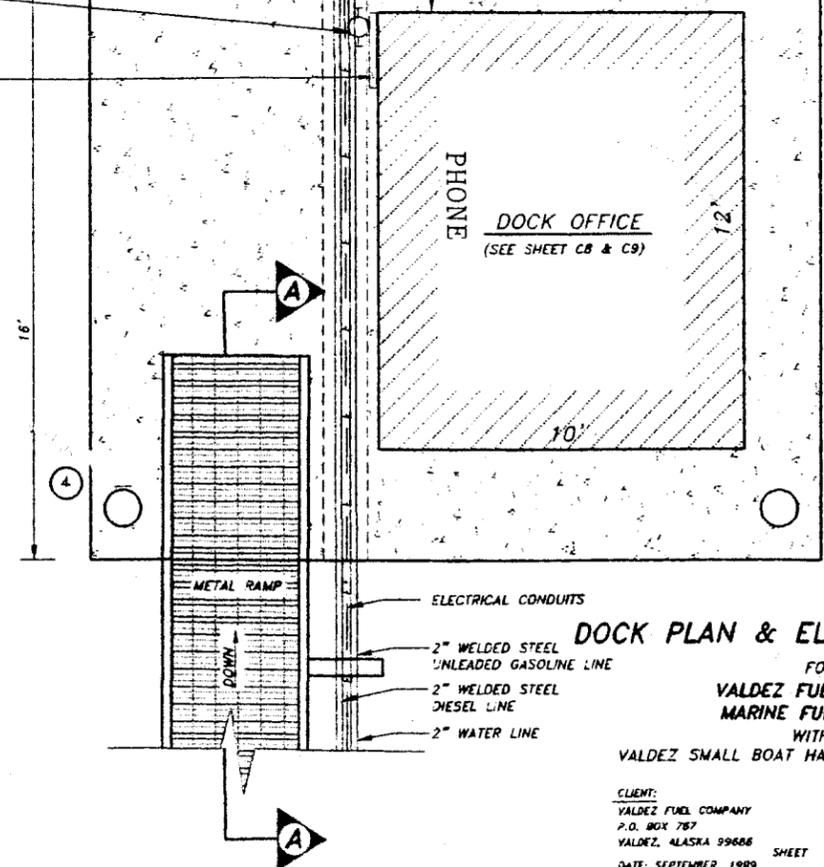
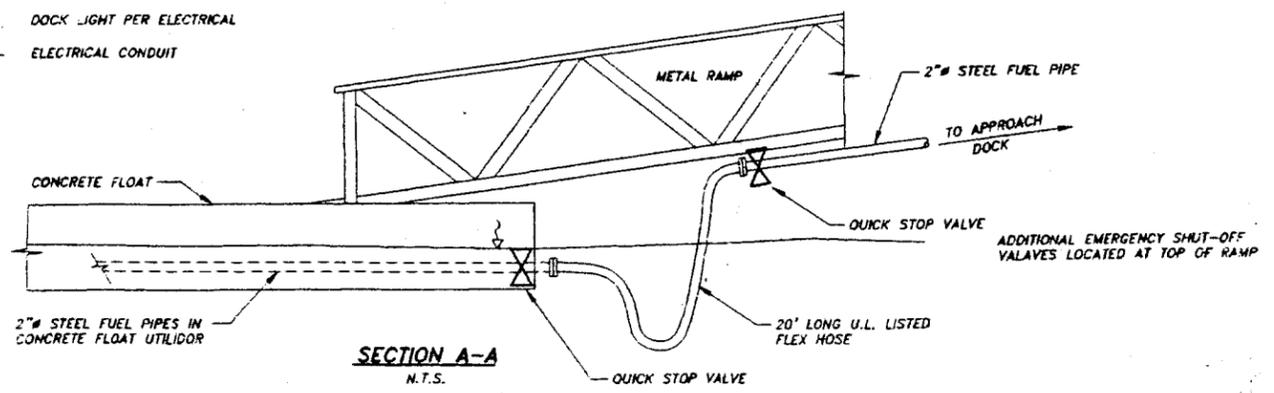
Kollin S. Fencil

EXHIBIT C.1



SYMBOLS

- 30# A-B-C FIRE EXTINGUISHER
- FUEL FILTER
- FUEL METER
- GROUNDING REEL
- REQUIRED WARNING SIGN PER DETAIL ON SHEET C6
- DOCK LIGHT PER ELECTRICAL
- ELECTRICAL CONDUIT



DOCK PLAN & ELEVATION VIEWS
FOR
VALDEZ FUEL COMPANY
MARINE FUEL FACILITY
WITHIN
VALDEZ SMALL BOAT HARBOR, VALDEZ ALASKA

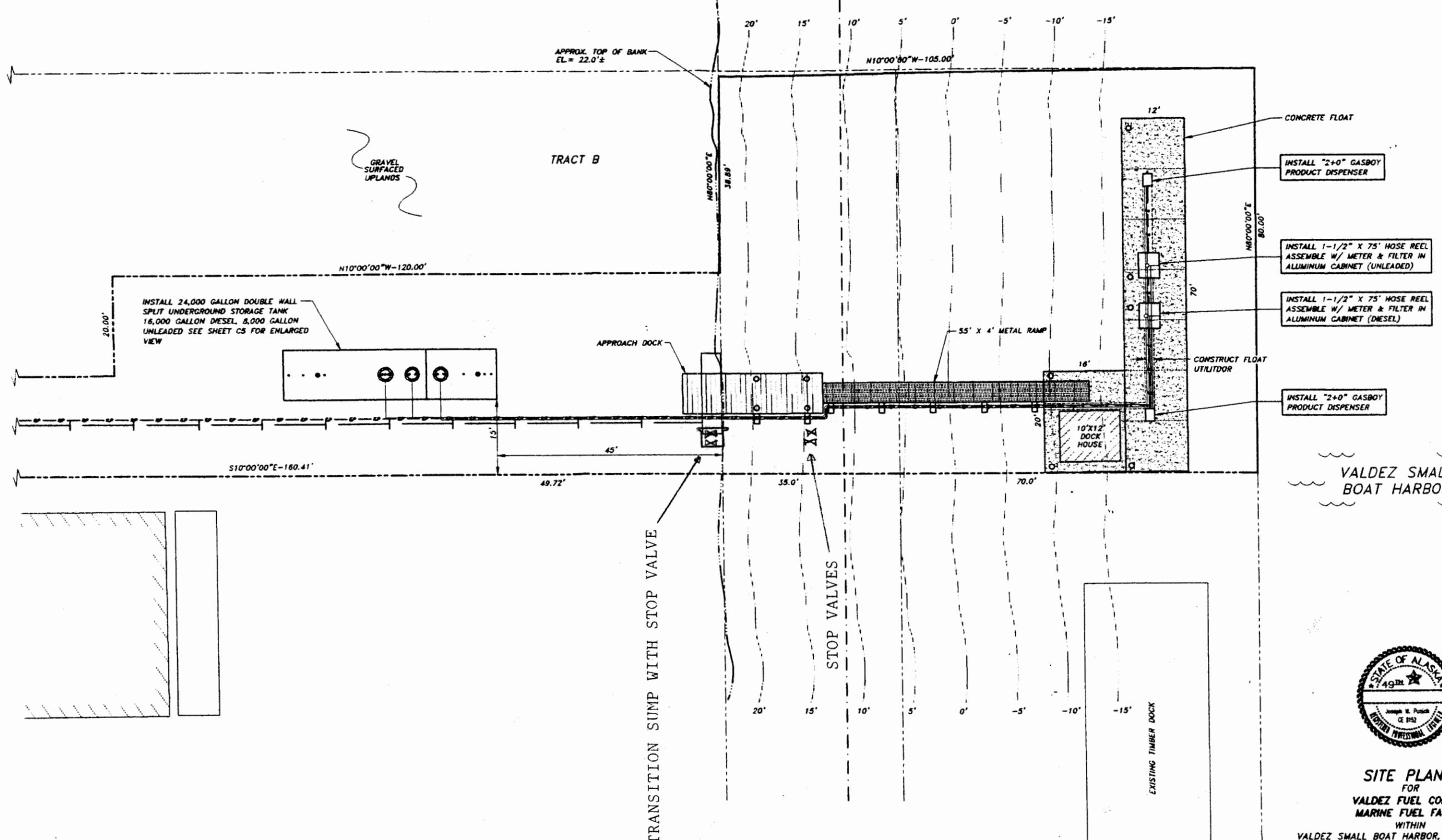
CLIENT: VALDEZ FUEL COMPANY
P.O. BOX 787
VALDEZ, ALASKA 99686
DATE: SEPTEMBER, 1989

ENGINEER: R&M ENGINEERING, INC.
P.O. BOX 34278
JUNEAU, ALASKA 99803
R&M PROJ. NO. 991403

SHEET **C4**

1:991403/C4.DWG/1:10 PLOT: 9/16/89, @ 3:10 PM, BY: JMP

EXHIBIT C.2



991403/CG.DWG/1:10 PLOT: 8/27/99, 2:30 PM, BY: KAP

SITE PLAN



SITE PLAN 1
 FOR
VALDEZ FUEL COMPANY
MARINE FUEL FACILITY
 WITHIN
 VALDEZ SMALL BOAT HARBOR, VALDEZ ALASKA

CLIENT:
 VALDEZ FUEL COMPANY
 P.O. BOX 767
 VALDEZ, ALASKA 99686

ENGINEER:
 R & M ENGINEERING, INC.
 P.O. BOX 34278
 JUNEAU, ALASKA 99803

DATE: AUGUST, 1999

SHEET **C6** OF X

R&M PROJ. NO. 991403