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Sitka ♦ Craig ♦ Valdez ♦ Naknek ♦ Metlakatla

June 26, 2014

Gary Paxton Industrial Park Board
Attn: Mr. Garry White, Director
329 Harbor Drive, STE 212
Sitka, AK 99835

RE: Gary Paxton Industrial Park – Real Estate Purchase Proposal

Dear Mr. White and Board Members:

Silver Bay Seafoods (“SBS”) is pleased to present this proposal to purchase property within the Gary Paxton Industrial Park. The land use development plan, described further within this proposal and depicted in Exhibit A, includes the following elements:

- A. Seafood Byproducts / Oil Plant
- B. Corporate Offices / Marines Services Center Offices
- C. Seafood Value Added Re-Processing & Cold Storage
- D-F. Marine Services Center – Haul Out, EPA/ADEC Wash Down Pad, Storage, Support Services

While the acquiring entity is SBS, we are excited to jointly present the land use plan with another well respected and successful local business, Halibut Point Marine Services (HPMS). HPMS’s haul out expertise combined with SBS’s fleet relations present an ideal, and singularly unique strategic partnership and opportunity to maximize the success of a Marine Service Center in Sitka.

We are confident that you will find that these two well established businesses in the Sitka community, each with a proven track record of both vision and successful implementation, have presented a very strategic proposal for the City of Sitka. This proposal not only meets the general mission of the Gary Paxton Industrial Park – to create and sustain family wage jobs in Sitka, but it promotes growth of existing local businesses “from within”, invites new business opportunity to support well established industry, and addresses specific needs that the Board and the community have identified over the last decade.

Best Regards,



Richard A. Riggs CEO

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SILVER BAY SEAFOODS - INTRODUCTION & BACKGROUND:

Silver Bay Seafoods, LLC (“SBS”) is an integrated seafood processing company with state of the art facilities in Sitka (2007), Craig (2009), Valdez (2010), and Naknek (2014), Alaska. SBS also operates the Annette Island Packing facility, in cooperation with Metlakatla Indian Community, as well as operates in both Puget Sound (Seattle) and San Francisco, and has recently announced plans to build and operate a new state of the art facility in Ventura, California.



In eight short years, commencing here in Sitka in 2006, Silver Bay Seafoods has grown from a passionate, but unrealized vision of Alaska fishermen to becoming a major participant in the Alaska seafood processing industry. In total, over 300 Alaska fishermen comprise the majority of the ownership. SBS is molded to fit their vision for the Company. The primary vision of SBS is to operate state of the art freezing and processing facilities that maximize quality, opportunity for harvest, and value for the resource. SBS’s track record in implementing this vision is both well documented and unprecedented.



COMPANY CULTURE / CORPORATE OFFICES: While SBS has grown to be a significantly sized seafood company, we pride ourselves in being the Company with a face and pulse. This applies to our fleet, our employees, our customers, and the communities we operate within; which are also the communities within which we reside. Commencing with the vertically integrated Alaska fisherman, the positive energy and passion is apparent throughout the organization, and spills over into the community.

Silver Bay’s corporate office is located in Sitka. There is a reason Sitka is the location of our corporate offices, rather than Seattle as is customarily the case in the Alaska seafood business; it is because we cherish calling Sitka “home”. SBS employees and owners are contributors not only to the economy of Sitka, but to the community of Sitka – both on a corporate level, and an individual level.

ECONOMIC CONTRIBUTION: The implementation of this vision benefits not just the SBS fleet, but the entire industry and the communities we operate within as well. Silver Bay is both proud and humbled to be an integral contributor to the economy of each community we both operate in, and live in. Below is a snapshot of a few of SBS’s economic milestones:

- 2013 purchased 130 million pounds of salmon, 56 million pounds processed in Sitka.
- 2013 ex-vessel purchases in excess of \$63 million.
- Substantial Raw Fish Tax revenue recognized in each community.
- Property Taxes: Number 1 single source of property tax in both Sitka and Craig.
- 2013 Cost of Goods Sold – in excess of \$120 million – significant multiplier dollar benefit.
- 2013 SBS payroll: in excess of \$14.6 million.
- 2013 seasonal employees: in excess of 1,000.
- 95 Full Time Employees.
- Capital Expenditure Contribution: \$80 million statewide since inception, \$25 million Sitka.
 - In 2007, SBS utilized 100% local contractors and suppliers for the initial \$7M project.
 - SBS has used Sitka contractors (SE Fire, Sitka Electric, etc.) in all other Alaska projects.

GARY PAXTON INDUSTRIAL PARK & SBS GROWTH: In 2006 SBS commenced construction of the Sitka facility at what was then the Sawmill Cove Industrial Park. The project was completed on time, within a 7-month timeline, and with exclusive reliance on local contractors and in-house skilled and non-skilled labor forces. The scope, schedule, and efficiencies of the facility were previously unprecedented in the Alaska salmon industry and brought an initial \$7M capital project to Sitka. This facility is SBS's flagship facility in terms of historical volume and tenure.

In 2007 SBS processed over 21 million pounds of salmon at the Sitka facility. Upon completion of the 2007 salmon season, SBS immediately commenced expansion of operations in Sitka to accommodate the Sitka Sound Sac Roe fishery. In prior years, Sitka was afforded limited local processing capacity and as a result much of the harvest was transported to Canada for freezing and subsequent processing. SBS's herring expansion operation more than doubled the available local capacity in 2008 and immediately was recognized as another proven success. The increase in local processing capacity results in a higher value of harvest by maximizing quality and results in additional raw fish tax revenue for the State of Alaska and the City and Borough of Sitka.

In 2008-2012, SBS continued to invest in the Sitka facility, by expanding production and product lines, to increase daily processing capacity for salmon. In a low return year, 2008, SBS managed to process over 27 million pounds of salmon in Sitka. Total production increased through 2011, when SBS processed just over 50 million pounds of salmon, only to be outperformed in 2013 with 56 million pounds of salmon.

In aggregate, SBS has invested over \$25M in the SBS Sitka facility in a 6-year period. This investment in infrastructure has likewise been an investment in Sitka and promoted the primary goal of the Sawmill Cove Industrial Park – *“creating family wage jobs for Sitkans”*. In 2006 SBS shared an aggressive vision for developing the facilities at the Park in a manner that served Alaska fishermen and created family wage jobs for Sitkans. While the dream was big, the reality has far exceeded expectations. SBS is very proud of the immediate contribution it has made to fulfilling the mission of the Park and to complementing the economy of Sitka. This is likewise an achievement the Board can be proud of cultivating; through good stewardship of the Industrial Park the Board helped plant a seed that has flourished not only at the Gary Paxton Industrial Park and Sitka, but throughout Alaska and beyond.

HALIBUT POINT MARINE - INTRODUCTION & BACKGROUND:

Halibut Point Marine Services LLC (HPMS) was formed in 2005 by Chuck McGraw Sr., Chris McGraw, Chuck McGraw Jr. and Chad McGraw. HPMS purchased the assets of Halibut Point Marine Inc. which had been operating a marine haul out facility in Sitka since the late 1980s.

HPMS took over the haul out operation and since 2005, has maintained haul out services at consistent levels over the past 9 years servicing the majority of Sitka's commercial and pleasure boat fleet. During these 9 years of operations HPMS has gained extensive knowledge and expertise with facility layout, equipment, scheduling, and environmental regulations associated with a marine services facility.

HPMS's current equipment can service vessels up to 88 metric tons. This will accommodate the majority of the troll and seine fleet in Sitka. However the lift cannot accommodate most tenders and many new seine vessels that are being constructed are too large for HPMS's current equipment. HPMS working with Silver Bay Seafoods sees the potential to expand its operations and better service the commercial fishing fleet with a facility that includes a larger marine lift at the Gary Paxton Industrial Park.

LAND USE PLAN (Reference Exhibit A):

The current Sawmill Cove Industrial Park Strategic Plan is attached as Exhibit B for easy reference. The Strategic Plan identifies these three Guiding Principles:

1. Always preserve public access and marshalling areas to the waterfront as it is the most commercially viable waterfront left in Sitka.
2. Make lease, buy/sell or other land use decisions based on the mission of the Park – to create family wage jobs for Sitkans in a financially responsible manner.
3. Consistent with principles 1&2, identify and minimize negative cash flows to the City from the operation of the Park.

The Board can be confident that the land use plan presented by SBS and HPMS is not only consistent with these Guiding Principles, but likewise is based on the proven track record of two successful Sitka businesses.

An integral component of various elements of this land use plan is the successful completion of the multi-use loading dock and haul out pier.

SEAFOOD BY-PRODUCTS / OIL PLANT – AREA A: For the last decade, Sitka has been considering various “seafood waste” solutions. In December of 2009, SEDA hosted and facilitated a community forum to discuss the issue and the growing concern. The meeting was open to commercial fish processors, charter sport fish guides, federal, state, tribal and local agencies, and other concerned citizens – a wide open spectrum. Various plans and ideas were contemplated and discussed by entrepreneurs in 2010, and USDA and AIDEA likewise were asked to participate. These ideas that never reached implementation, contemplated space at the Park. Concurrently, SBS researched various alternatives and in 2011, invested the capital necessary to turn “seafood waste” into “seafood by-products” in Sitka. Not only has SBS successfully initiated its seafood byproducts plan in Sitka, but SBS has also expanded this program into SBS’s other 4 Alaska facilities.

The goal is 100% utilization, and developing Area A (the site of the former waste water treatment plant) into the SBS seafood by-product facility, will facilitate achieving that objective. SBS has envisioned Area A accommodating this future expansion ever since the City and Borough of Sitka announced plans to route wastewater into town and eliminate the Park’s wastewater treatment plant. SBS intends to diversify its seafood by-products line by manufacturing wild Alaska salmon oil. Area A is strategically located for byproduct handling because it is downstream of our processing lines and already has a building that is adequately sized for this operation.

This land use is not only a “green” land use project, but it will add to SBS’s growth and economic benefit in terms of full time employment and added value to Alaska’s resource and ultimately to Alaskan fishermen.

ADMINISTRATIVE BUILDING – AREA B: With the exception of the “one time event” associated with the Blue Lake Dam Project, the administrative building located in Area B has been underutilized and has not come close to recognizing lease revenues that offset the operational costs– a condition that conflicts with Guiding Principle number 3 for the Park. As noted in the background section of this proposal, SBS takes great pride in being an Alaskan seafood company with our corporate offices located in Alaska, and more specifically Sitka. SBS’s growth both within, and outside of Sitka, has likewise resulted in growth at the corporate level. Having office space available in Sitka to accommodate that growth will help ensure that SBS remains corporately headquartered in Sitka. This space is likewise envisioned to provide administrative support to the Marine Service Center.

SEAFOOD VALUE-ADDED, REPROCESSING AND COLD STORAGE – AREA C: The SBS Mission Statement is as follows:

Through sound management, innovation, teamwork and vision, provide member fishermen and other strategic partners with the “Silver Bay Experience” that is predicated on exceptional and unparalleled performance that is second to none; simultaneously promoting the growth and sustained profitability of the Company.

The “Silver Bay Experience” for fishermen has included a commitment to constructing state of the art, high volume processing and freezing facilities that 1) maximize opportunity to harvest and 2) enhance the quality of the harvested and processed resource and 3) maximize the value of the resource. As an example of fulfilling this commitment, Sitka processed 50M pounds in 2011 and 56M pounds in 2013, and at the same time fishermen recognize prices for pink salmon that were nearly 4 times higher than the 2005 (pre SBS) price of \$0.12 per pounds. Statewide, SBS processed nearly 130 million pounds of salmon in 2013 and has expanded into Bristol Bay in 2014.

While the focus to date has been on maximizing the value of the commodity by directing capital investment in processing and freezing facilities, SBS’s vision going forward includes cold storage, reprocessing, and value added facilities. Even at a commodity level, Silver Bay’s story of vertically integrated, Alaskan fishermen that “own” the chain of custody several steps further than just the delivery to the plant, is an excellent marketing tool. Ultimately, SBS looks forward to telling that same Silver Bay story to the consumer, thus including Alaskan fishermen in every step of the process, from the Pacific Ocean to the center of the plate.

While there are many locations to pursue this next phase, there is no place we would rather implement this vision than in Sitka; it’s our home and it’s where the dream of Silver Bay first became a reality – it’s our roots. This expansion will further fulfill the mission of the Park and be consistent with the Strategic Plan the board adopted in 2009. Not only will it create and add value to existing jobs at the Park, but it will add value to an industry that is vital to our community.

MARINE SERVICE CENTER – AREA D-F: Throughout the last decade, the Board has attempted to promote the Park as a location for a marine service center. There have been two different surveys, a feasibility study, and a Request for Proposals. HPMS and SBS are prepared to implement this vision. As envisioned, the Sitka Marine Service Center will provide haul out and repair services for vessels that transit Alaska. HPMS has the expertise to operate the facility and SBS has the relationship with a large cross section of the fleet, including tenders owned by SBS.

AREA D will be utilized as the wash-down area for vessels. EPA regulations regulate the discharge of water used to pressure wash the bottom of vessels. In most instances this water has to be collected and treated prior to discharge. The location of the wash-down area needs to be in close proximity to the haul out pier in order to minimize the distance the vessels have to be transported. Area D fits this criteria given its location adjacent to the proposed new pier location. The remainder of area D would be utilized for short term vessel storage and provide a staging area. Vessels that are out of the water for routine maintenance such as zincs and bottom paint would be stored in this location. This short distance to the wash-down pad allows for a short cycle time between when a vessel is done at the wash-down pad to being blocked and ready for additional maintenance.

AREA E will provide vessel storage for large projects or for owners that might just want to store a vessel out of the water for the winter. Long term goals for this area would be to include some covered areas where boats could be put in a shelter so that weather sensitive work could be completed such as

fiberglass, welding, painting etc. could be performed. Demand for this need would drive the timeline for any type of shelter construction.

This land use is not only consistent with the Park's strategic plan, but it is consistent with the feasibility study the City and Borough of Sitka performed in 2013 which specifically identified this area being utilized as we propose – reference Exhibit C.

AREA F is envisioned to be available for marine and other skilled trades, businesses and vendors that would complement the clientele of the Sitka Marine Services Center. The current Strategic Plan prepared by the Board likewise envisioned this use for Area F – as it is identified as “Reserved for Marine Industry Development” on the Park's Land Use Plan drawing adopted on September 25, 2008. The success of the Sitka Marine Service Center and the ability to recruit fleet to utilize the facilities is going to be greatly influenced by availability of services to support the fleet. This is critical to the success of this vision.

This land use is not only fulfilling the guiding principles of the Strategic Plan by creating family wage jobs, but it will fulfill a preferred land use identified by the Board over the last decade. As noted, SBS and HPMS provide the ideal strategic relationship to implement the vision. We intend to purchase a 150-250 ton mobile boat lift to service a fleet class that cannot currently be accommodated in Sitka. This will not only keep vessels in Sitka, but it will bring both vessels and associated business and employment opportunity to Sitka.

PURCHASE PRICE:

SBS's purchase price for the areas identified (A-F) is \$2,100,000. SBS is prepared to make a lump sum payment simultaneous with transfer of title. Obviously the successful implementation of the land use is heavily dependent upon the successful completion of the multi-use loading dock and boat haul out pier in a manner that complements the Park. As such, we likewise envision a use agreement as well as the purchase and sale agreement. It would also be envisioned that the subject property would be returned to an “as-was” condition, relative to prior to the Blue Lake Dam project, including topography and other relevant features. Realizing that the mounds of earth and rock stored on the subject property was envisioned to be utilized in the construction of the multi-use dock, SBS is certainly willing to accommodate a transitional period.

CONCLUSION:

This proposal not only meets the general mission of the Gary Paxton Industrial Park – to create and sustain family wage jobs in Sitka, but it promotes growth of existing local business “from within”, invites new business opportunity to support well established industry, and addresses specific needs that the Board and the community have identified over the last decade.

EXHIBIT A

EXHIBIT A

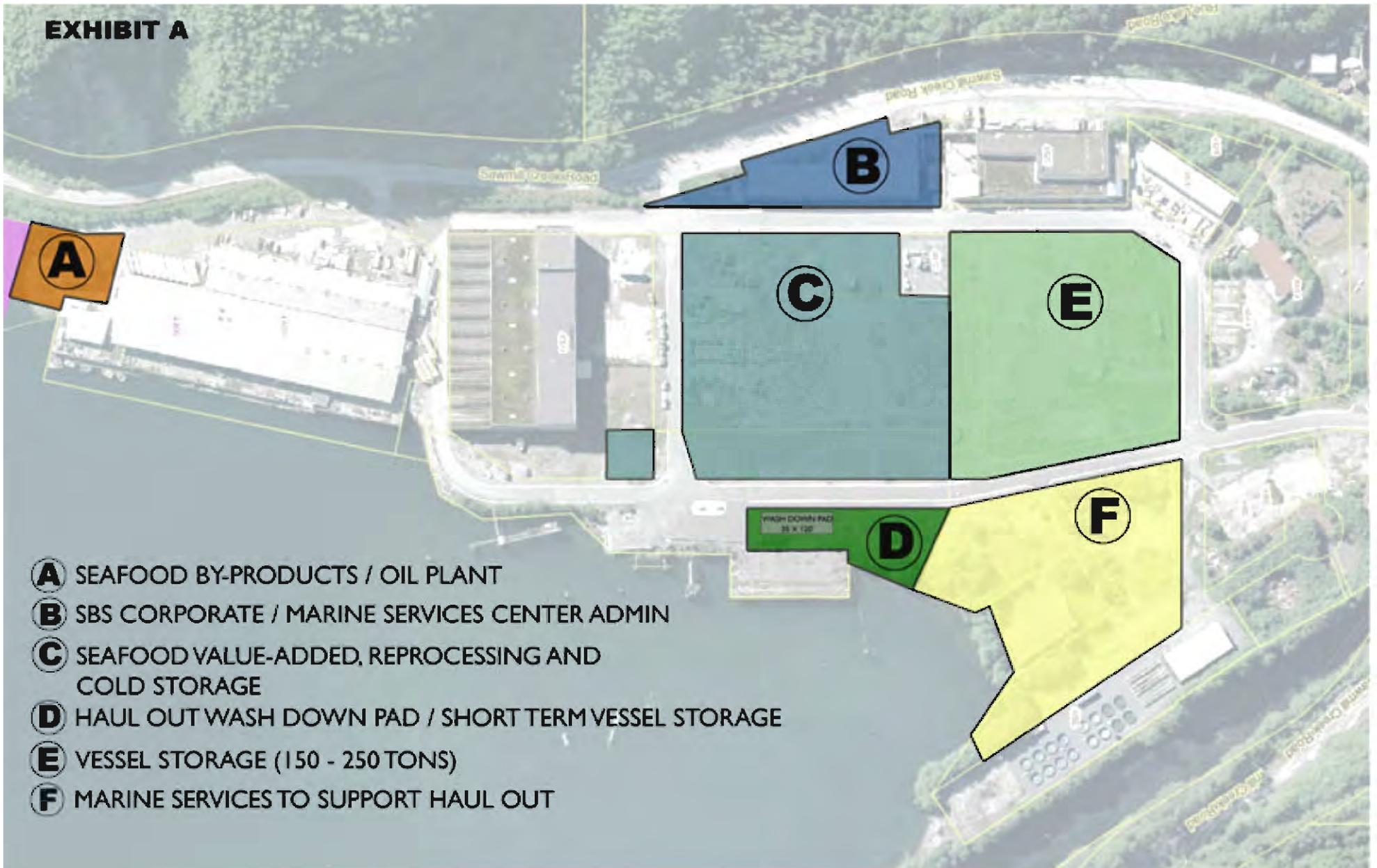


EXHIBIT B



329 Harbor Drive, Suite 212 * Sitka, Alaska 99835

Creating Jobs and Business Opportunities

Sawmill Cove Industrial Park Strategic Plan June 2009

The Mission

It is the mission of the Sawmill Cove Industrial Park board and management, by direction of the Sitka Assembly, to strategically develop the park in a fiscally responsible manner that maximizes its economic benefit to the community through creation of meaningful jobs in conformance with established community plans and policies.

Introduction

This Strategic Plan was initially formulated by the SCIP Board at a planning session held in May, 2008 worked on and formally adopted by the board in August 2008. Adjustments to the plan have been made as plan priority items have been completed. The Plan was updated by the SCIP Board June 2009 for presentation to the City Borough Assembly for review and comment.

The Sawmill Creek Industrial Park has been improved, marketed and developed with several businesses. There are still large areas of opportunity for continued development. The project is fairly well defined and we are moving into a time of transition where we expect to accelerate park development and use within the private sector. Our goal is to dispose of the lands in a manner consistent with our mission. This updated plan calls for three significant strategies enumerated in the following attachments with appropriate action plans.

- Strategy 1 - We will develop a comprehensive land use and marketing program for the park.
- Strategy 2 - We will develop a plan to build a multi-purpose dock at the park.

Strategy 3 - We will continue to monitor market and local conditions to determine if the development, marketing, and management of the Saw Mill Cove Industrial Park is appropriate or needs adjusting.

These strategies and related action plans are outlined for Assembly review and approval or comment. They are made based on the following guiding principles.

Guiding principles

1. Always preserve public access and marshalling areas to the waterfront as it is the most commercially viable waterfront left in Sitka.
2. Make lease, buy/sell or other land use decisions based on the mission of the Park – to create family wage jobs for Sitkans in a financially responsible manner.
3. Consistent with principles 1 & 2, identify and minimize negative cash flows to the City from the operation of the Park.

See also attached

1. Land Use Plan
2. Sawmill Cove Subdivision
3. Sawmill Cove Overlay Map

Action Plan

Strategy No. 1
 Plan No. A
 Date: June 1, 2009

Strategy: We will develop a comprehensive land use and marketing program for the Park.

Specific Result: To create a detailed property information base to be used in land use decision-making.

#	ACTION STEP (Number each one)	Assigned To:	Start Date:	Due Date:	Completed Date:
1	Develop detailed property information for each parcel/building including dimensions, physical characteristics, and location of utilities and other infrastructure.	ED	6/08		2/09
2	Identify the possible highest and best use for all uncommitted parcels and buildings, utilizing recently approved plat and waterfront development plan.	Board	6/09		6/09
3	Using the Guiding Principals, determine priorities regarding sale versus lease for each property.	Board	6/09	on going	
4	Actively promote the sale or lease of the former administration building.	ED	4/08	11/09	
5	Actively promote the sale or lease of the former maintenance/stores building	ED	9/08		5/09
		Responsible: <input type="text"/>			

Action Plan

Strategy No. 1

Plan No. B

Date: June 1, 2009

Strategy: We will develop a comprehensive land use and marketing program for the Park.

Specific Result: To create a plan for a marine service industry at the Park.

#	ACTION STEP (Number each one)	Assigned To:	Start Date:	Due Date:	Completed Date:
1	Identify properties within Plan A that would appropriately serve an expanded marine services industry.	Board	8/08		04/09
2	Develop and release an RFP for a marine haul out facility to serve the marine services offered at the Park.	ED	8/08		4/09
3	Solicit from current Sitka marine service providers considerations to accommodating their needs at the Park.				
4	Review other marine service facilities outside of Sitka to determine necessary components of a successful marine services industry.	ED			
		Responsible:	<input type="text"/>		

Action Plan

Strategy No. 1
 Plan No. C
 Date: June 1, 2009

Strategy: We will develop a comprehensive land use and marketing program for the Park.

Specific Result: To develop a Marketing Plan for the Park.

#	ACTION STEP (Number each one)	Assigned To:	Start Date:	Due Date:	Completed Date:
1	Research successful marketing plans currently in use in marine industrial parks in Alaska and USA.	ED			
2	From Plan A and the research of other marketing plans, develop lease rates and land value estimates and other pertinent information to be used in marketing the Park through either lease or sales.	ED			
3	Present the Park to local, regional and national markets with a web-based advertising program, supplemented with other media as appropriate.	ED			
		Responsible:	<input type="text"/>		

Action Plan

Strategy No. 2
 Plan No. A
 Date: June 1, 2009

Strategy: We will develop plan to build a multi-purpose dock at the Park.

Specific Result: To develop a comprehensive plan for the construction, use and management of a multi-purpose dock.

#	ACTION STEP (Number each one)	Assigned To:	Start Date:	Due Date:	Completed Date:
1	<p>List all of the potential uses of a multi-purpose dock at the Park to include, but not limited to, the following uses:</p> <ul style="list-style-type: none"> • Bulk Water shipment. • Ocean-going freight, in or out of Sitka. • Container transshipment facility tied to Prince Rupert. • Shipment of bottled water • Shipment of fish processed at SCIP • Export of rock. • Bio-fuel projects using fish waste, wood products, and recycled materials • Scientific and Marine/Fishing Research vessels • Cruise Ships 	Board	8/08		8/08
2	Determine which of these or other potential uses are viable for Sitka and the Park.	ED	6/09	11/09	
3	Design a multi-purpose dock that would meet the determined needs.	ED	11/09	10/10	
4	Seek funding or private/public partnerships and build an agreed-upon multi-use dock that would meet as many of the needs as possible as well as generated sufficient income that the dock could be fiscally viable.	ED – City Staff	11/09	10/10	
5	Develop a management plan for the use of the multi-purpose dock if it is to remain in the ownership and control of the City and Borough of Sitka or the Saw Mill Cove Industrial Park.	ED – City Staff			
		Responsible:	<input type="text"/>		

Action Plan

Strategy No. 2
 Plan No. B
 Date: June 1, 2009

Strategy: We will develop plan to build a multi-purpose dock at the Park.

Specific Result: To develop an information program regarding the multi-purpose dock.

#	ACTION STEP (Number each one)	Assigned To:	Start Date:	Due Date:	Completed Date:
1	Develop specific informational materials that will accurately describe the intended and potential uses of a multi-purpose dock.	ED	6/08	11/09	
2	Prepare and disseminate accurate information to voters regarding the intended and potential uses of a multi-purpose dock (This effort will not be lobbying or advocacy; it will be the presentation of factual information that will allow the Assembly and voters to make informed decisions).	Board	1/09		
		Responsible: <input type="text"/>			

Action Plan

Strategy No. 3
 Plan No. A
 Date: June 1, 2009

Strategy: We will continue to monitor market and/or local conditions to determine if the development and management of the Saw Mill Cove Industrial Park is appropriate or needs adjusting.

Specific Result: To maintain continuing efforts on long-term projects at the Park.

#	ACTION STEP (Number each one)	Assigned To:	Start Date:	Due Date:	Completed Date:
1	Maintain a comprehensive plan for marketing bulk water and managing bulk water export information requests.	ED	6/08		
2	Continue to pursue the development of a private marina in Herring Cove.	ED			
3	Improve cell phone coverage at the Park and provide high speed internet access to all areas of the Park.	ED	6/08		
4	Pull together existing studies that have been conducted over the years and identify areas that need further study to fully take advantage of the potential of the Park.	ED	6/08		6/08
5	Continue to research the development of a rock quarry in the vicinity of the Park.	ED			
		Responsible: <input type="text"/>			

Action Plan

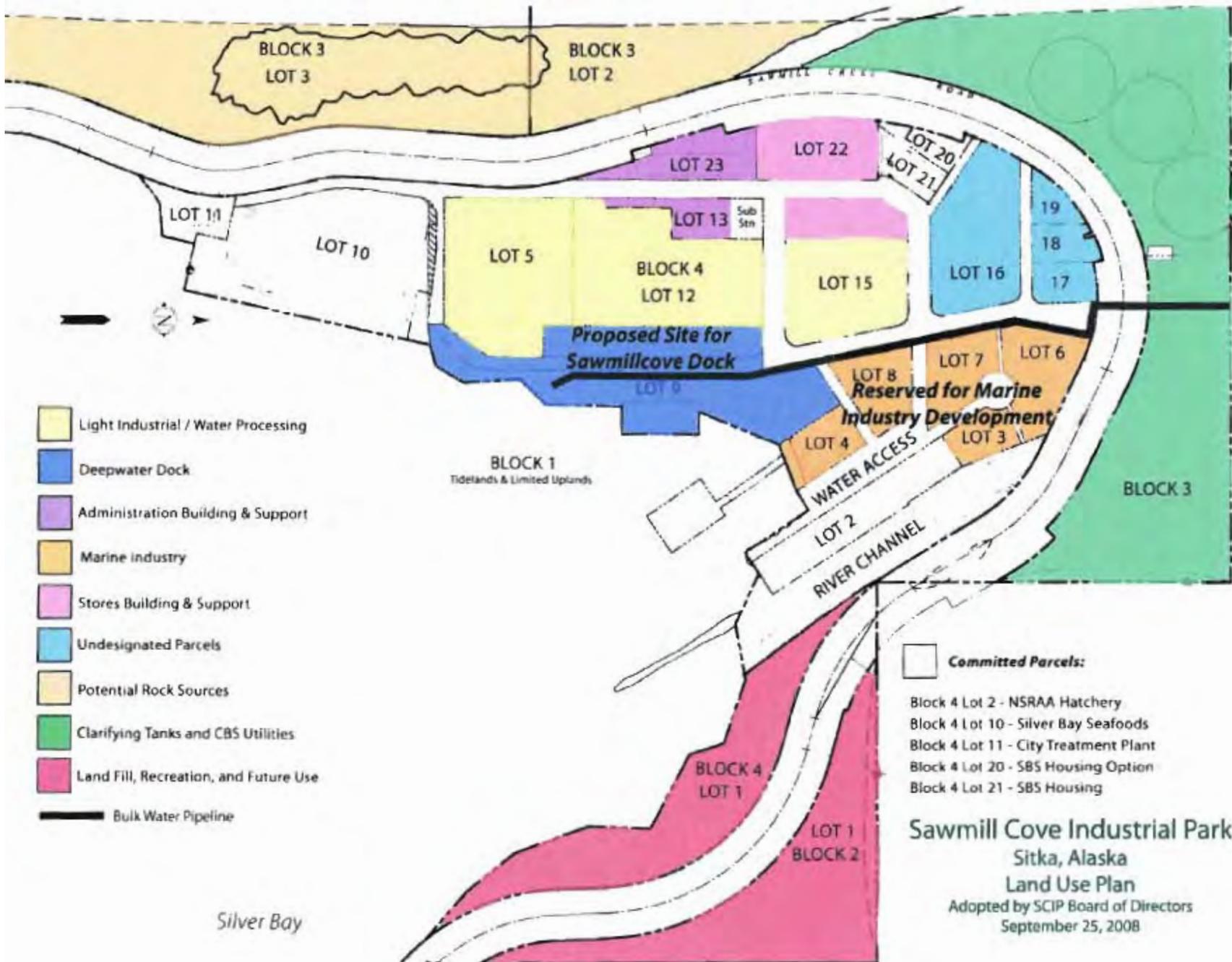
Strategy No. 3
 Plan No. B
 Date: June 1, 2009

Strategy: We will continue to monitor market and/or local conditions to determine if the development and management of the Saw Mill Cove Industrial Park is appropriate or needs adjusting.

Specific Result: To monitor and adjust internal Saw Mill Cove Industrial Park Board and Executive Director relationships, internally and with the City and Borough staff and Assembly.

#	ACTION STEP (Number each one)	Assigned To:	Start Date:	Due Date:	Completed Date:
1	Meet with CBS Administrator and staff to clarify roles in the management and operation of the Park, and to develop an authority matrix.	ED	06/08		07/08
2	Work with the Public Works Department during the upcoming paving project to insure that pavement is placed in locations that will least likely need to be disturbed in the future.	ED	4/09		
3	Examine the possibility of inviting SEDA to relocate their office to the Park.	ED			
		Responsible: <input type="text"/>			





BLOCK 3
LOT 3

BLOCK 3
LOT 2

LOT 11

LOT 10

LOT 5

BLOCK 4
LOT 12

LOT 13

Sub
Stn

LOT 15

LOT 16

LOT 20

LOT 21

19

18

17

**Proposed Site for
Sawmill Cove Dock**

LOT 9

LOT 8

LOT 7

LOT 6

LOT 4

LOT 3

LOT 2

RIVER CHANNEL

WATER ACCESS

BLOCK 1
Tidelands & Limited Uplands

BLOCK 3

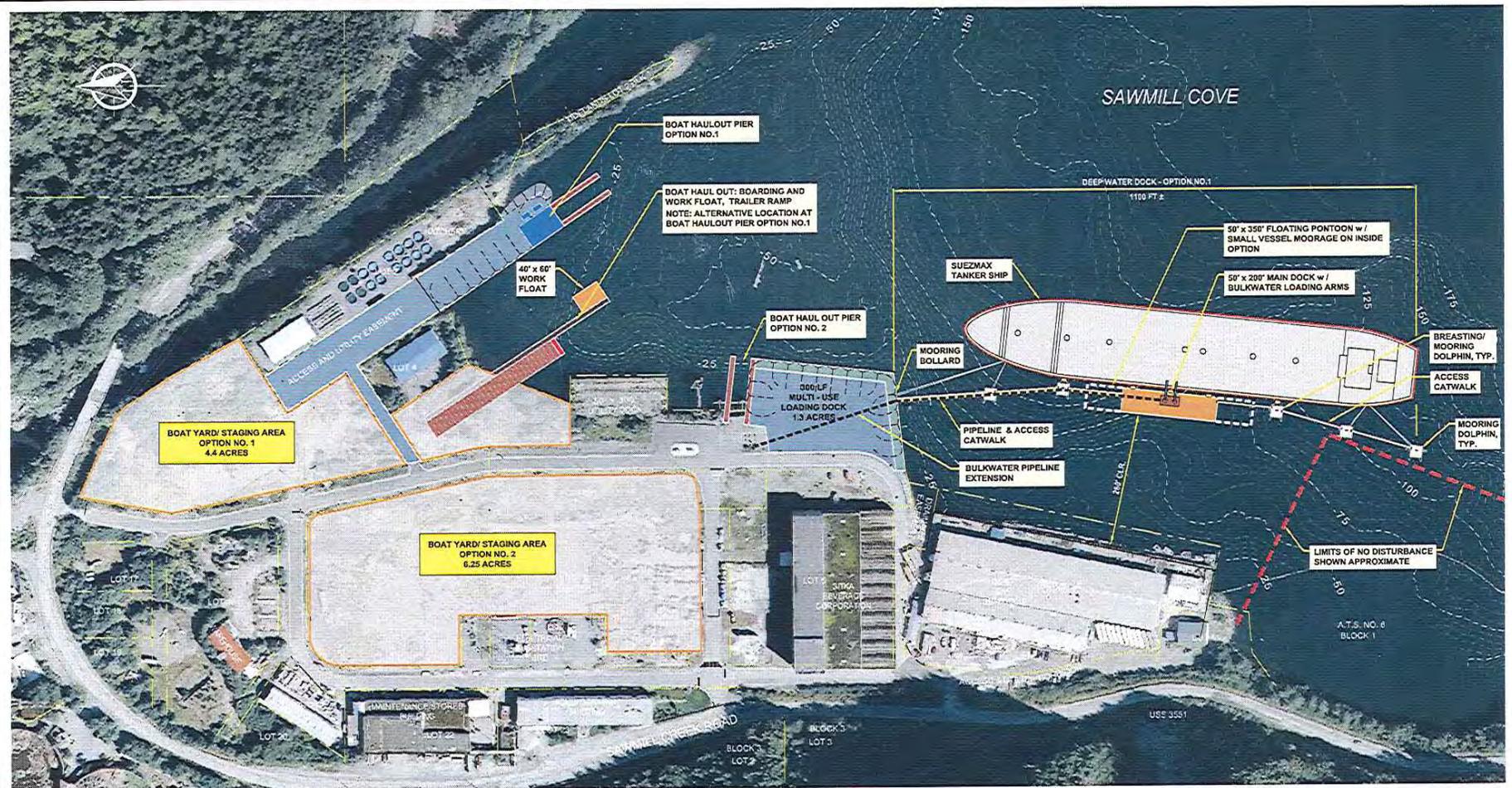
BLOCK 4
LOT 1

LOT 1
BLOCK 2

Silver Bay

EXHIBIT C

EXHIBIT C



- NOTES:**
- BATHYMETRY SHOWN APPROXIMATE, FROM (NOAA) NATIONAL GEOPHYSICAL DATA CENTER, HYDROGRAPHIC SURVEY H11123 (2004).
 - AERIAL PHOTOGRAPHY FROM CITY AND BOROUGH OF SITKA.
 - PROPERTY BOUNDARIES APPROXIMATE.

PRELIMINARY



REVISIONS					
REV.	DATE	DESCRIPTION	DWN.	CKD.	APP.

PND ENGINEERS, INC.

9340 Glacier Highway, Ste. 100
 Juneau, Alaska 99801
 Phone: 907-586-2093
 Fax: 907-586-2099
 www.pndengineers.com

DESIGN: CRS CHECKED: CRS SCALE: SCALE IN FEET
 DRAWN: PJD APPROVED: CRS 0 100 200 FT.

DATE: JAN. 07, 2013



**CITY AND BOROUGH OF SITKA
 SCIP FEASIBILITY STUDY**

SHEET TITLE: **SAWMILL COVE INDUSTRIAL PARK
 SITE PLAN**

PNAD PROJECT NO. 132068 DWD. FILE:

2
 SHEET
 2 OF 4



208 Lake St. Suite 2E Sitka, Alaska 99835

Phone: 907.966.3110 Fax: 907.966.3115

Sitka ♦ Craig ♦ Valdez ♦ Naknek ♦ Metlakatla

December 12, 2014

Gary Paxton Industrial Park Board
Attn: Mr. Garry White, Director
329 Harbor Drive, STE 212
Sitka, AK 99835

RE: Gary Paxton Industrial Park – Real Estate Purchase Proposal

Dear Mr. White and Board Members:

It was Silver Bay's pleasure to present our real estate purchase proposal at the September 24, 2014 meeting. Since that time, we have appreciated the meetings both with CBS staff and Mr. White, and have also taken time to meet with various user groups of the proposed Marine Services Center.

Taking feedback from the September 24th Board meeting, and after multiple meetings with staff and others, we have modified the proposal as follows:

- Significantly reduced Area D (portion of Lot 9A, plat No. 2013-2) from the Original Exhibit A. This provides +/- 1,000 LF (per plat 2013-2) along the easterly shoreline of the GPIP that will remain CBS property along the waterfront. While it is apparent there are varying opinions on this subject, we have presented this modification to demonstrate an accommodation of the opinion that CBS needs to retain this area, at least in the near-term. The remaining waterfront area still included in the proposal is the least desirable from an existing bathymetry perspective, and is required for the implementation of the SBS proposal – which includes utilizing existing rock at the GPIP as fill beyond the current uplands. As a result of this modification, we have relocated the wash down pad, short term vessel storage, and staging that was originally identified within Area D, to Area C. It should be noted that SBS believes the high dock (aka “utility dock” as referenced by APC) located within Lot 9A would complement the fleet and the proposed Marine Services Center very well once rehabilitated, and as such we would include a first right of refusal (FROR) on the property if this modification is ultimately the concept desired by the GPIP and CBS.
- Reduced Area F from the footprint identified in the Original Exhibit A by excluding Lot 8 (plat No. 2008-27). This concession / modification was made solely to accommodate APP's interest in pursuing a long term lease directly with CBS. APP's scope of work, once implemented, appears to complement the Marine Services Center well. At the same time, no different than the Board's 2009 Strategic Plan identifies this northeasterly portion of the GPIP (Lots 3, 4, 6-8) as “Reserved for Marine Industry Development” with a long term vision of a marine services center, Silver Bay sees great opportunity for this entire area being utilized to complement and promote this marine services center as being the best facility in Alaska. As noted in the original proposal, the ability to recruit fleet to utilize the facility is going to be greatly influenced by the availability of services to support the fleet. As such, we request the first right to purchase lot 8 (per plat No. 2008-27) if either a lease is not executed with APP or it is terminated, as well as lots 3, 6, and 7 (per plat No. 2008-27) if the existing lease encumbering these properties is terminated.

- Agreed upon the milestones that trigger the transition from lease to purchase:
 - SBS acquires a 150 – 250 ton mobile lift.
 - SBS performs / documents 20 vessel lifts.
 - SBS installs EPA approved wash down pad.
 - SBS installs electrical infrastructure to the long term storage area.

Silver Bay has also prepared a 3-D rendering of “the vision” for the proposed marine services center, which we are calling “The Sawmill Cove Shipyard”. We are very excited about implementing this vision and developing a facility that is second to none in terms of what it provides to the community and the fleet. The rendering, including the modifications described herein, is attached and we look forward to presenting it to the Board and the community of Sitka at the next meeting.

Best Regards,



Richard A. Riggs CEO

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Sitka ♦ Craig ♦ Valdez ♦ Naknek ♦ Metlakatla

January 15, 2015

Gary Paxton Industrial Park Board
Attn: Mr. Garry White, Director
329 Harbor Drive, STE 212
Sitka, AK 99835

RE: Gary Paxton Industrial Park – Real Estate Purchase Proposal

Dear Mr. White and Board Members:

Please accept this correspondence as a follow up to our original proposal dated June 26, 2014 and the December 12, 2014 correspondence outlining some modifications that were presented in response to feedback gained through the process to date.

Based on testimony provided at the December GPIIP Board meeting and the most recent GPIIP Board / Assembly work session, as well as input from those involved with the process, Silver Bay Seafoods is willing to further modify the original proposal as follows:

1. **Floating Dock:** In the December 12th correspondence, SBS offered to reduce Area F from the original footprint to exclude Lot 8 to accommodate APP's interest in pursuing a long term lease directly with CBS. No different than APP applauding the concept presented by SBS for the ship yard and marine services center, SBS feels the APP scope of work, once implemented as described to date, will greatly complement the marine services center. This reduction and the associated details still stand.

At the January work session, APP expressed reservation with using the SBS installed floating dock – an integral component of the envisioned marine services center. As it has been described by SBS, the floating dock will provide the opportunity for vessels utilizing the ship yard to have services performed at the dock without being hauled (either by trailer or by lift). Skilled trades represented at the shipyard and Sitka will have the ability to mobilize down to the floating structure and service vessels.

In order to satisfy the concern expressed by APP, if CBS is wanting APP to have “preferential use” of a side of the floating structure, SBS is willing to accommodate that – using the prevailing Sitka transient moorage rate or some other structure that represents “market rate”. The term “preferential use” is one that CBS utilized with Baranof Frozen Foods initially, and then with Silver Bay Seafoods, at the pulp dock prior to the purchase of that facility. In this case, APP can be assured that if they have a vessel to work on at the floating structure, the opportunity is available at APP's discretion. The general concept mitigates APP's concern and I'm confident the parties can work through the details associated with “preferential use”.

Otherwise, it is imperative for the Sawmill Cove Shipyard vision that the footprint of D-F remain as proposed. The drive down floating structure, the drive down ramp serviced by the hydraulic trailer, and potentially the high dock, are all integral components of implementing the vision.

2. Lease / Purchase Areas D-F (Marine Services Center / Sawmill Cove Shipyard): The original "Recommended Terms" as identified in Mr. White's December 11th memorandum to the GPIIP Board outlined the purchase opportunity commencing when specific milestones are achieved. As a result of the subsequent meetings some stakeholders have suggested a longer lease term prior to purchase. SBS has given this consideration and we have had preliminary communications with our financing partners (not detailed due to short fuse between the last meeting and this meeting), and if it is the desire of CBS, we are agreeable to extending the lease term out for up to 5 years prior to triggering the purchase – which is still based on the same milestone achievements. If this was a desired direction by CBS, we are willing to develop those terms in concert with Mr. White, to ultimately bring back before the Board and Assembly.

Similar to the December modifications which were offered, these two items are brought forward in consideration of the process and feedback which has come out of that process. We continue to look forward to working with the GPIIP Board and Assembly.

Best Regards,



Richard A. Riggs CEO

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