

Application for Permanent Water Right Transfer

Part 1 of 5 – Minimum Requirements Checklist



Oregon Water Resources Department
725 Summer Street NE, Suite A
Salem, Oregon 97301-1266
(503) 986-0900
www.oregon.gov/OWRD

This transfer application will be returned if Parts 1 through 5 and all required attachments are not completed and included.

For questions, please call (503) 986-0900, and ask for Transfer Section.

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Check all items included with this application. (N/A = Not Applicable)

- Part 1 – Completed Minimum Requirements Checklist.
- Part 2 – Completed Transfer Application Map Checklist.
- Part 3 – Application Fee, payable by check to the Oregon Water Resources Department, and completed Fee Worksheet, page 3. Try the new online fee calculator at: http://apps.wrd.state.or.us/apps/misc/wrd_fee_calculator. If you have questions, call Customer Service at (503) 986-0801.
- Part 4 – Completed Applicant Information and Signature.
- Part 5 – Information about Water Rights to be Transferred: **How many water rights are to be transferred? 1 List them here: 94802 (See Attachment 1)**
Please include a separate Part 5 for each water right. (See instructions on page 6)

Attachments:

- Completed Transfer Application Map. **(Attachment 2)**
- Completed Evidence of Use Affidavit and supporting documentation. **(Attachment 3)**
- N/A Affidavit(s) of Consent from Landowner(s) (if the applicant does not own the land the water right is on.) **(Attachment 4; Purchase and Sale Agreement in which the Applicant retained ownership of the water rights)**
- N/A Supplemental Form D – For water rights served by or issued in the name of an irrigation district. Complete when the transfer applicant is not the irrigation district.
- N/A Oregon Water Resources Department’s Land Use Information Form with approval and signature (or signed land use form receipt stub) from each local land use authority in which water is to be diverted, conveyed, and/or used. Not required if water is to be diverted, conveyed, and/or used only on federal lands or if all of the following apply: a) a change in place of use only, b) no structural changes, c) the use of water is for irrigation only, and d) the use is located within an irrigation district or an exclusive farm use zone. **(Attachment 5)**
- N/A Water Well Report/Well Log for changes in point(s) of appropriation (well(s)) or additional point(s) of appropriation.
- N/A Geologist Report for a change from a surface water point of diversion to a ground water point of appropriation (well), if the proposed well is more than 500’ from the surface water source and more than 1000’ upstream or downstream from the point of diversion. See OAR 690-380-2130 for requirements and applicability.

(For Staff Use Only)

WE ARE RETURNING YOUR APPLICATION FOR THE FOLLOWING REASON(S):

<input type="checkbox"/> Application fee not enclosed/insufficient	<input type="checkbox"/> Map not included or incomplete
<input type="checkbox"/> Land Use Form not enclosed or incomplete	<input type="checkbox"/> Evidence of Use Form not enclosed or incomplete
<input type="checkbox"/> Additional signature(s) required	<input type="checkbox"/> Part _____ is incomplete

Other/Explanation _____

Staff: _____ 503-986-0_____ Date: ____/____/____

Part 2 of 5 – Transfer Application Map

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Your transfer application will be returned if any of the map requirements listed below are not met. JUN 08 2020

Please be sure that the transfer application map you submit includes all the required items and matches the existing water right map. Check all boxes that apply. QWRD

- N/A Certified Water Right Examiner (CWRE) Stamp and Original Signature. For a list of CWREs, see http://apps.wrd.state.or.us/apps/wr/cwre_license_view/. CWRE stamp and signature are not required for substitutions.
- N/A If **more than three** water rights are involved, separate maps are needed for each water right.
- Permanent quality printed with dark ink on good quality paper.
- The size of the map can be 8½ x 11 inches, 8½ x 14 inches, 11 x 17 inches, or up to 30 x 30 inches. For 30 x 30 inch maps, one extra copy is required.
- A north arrow, a legend, and scale.
- The scale of the map must be: 1 inch = 400 feet, 1 inch = 1,320 feet, the scale of the Final Proof/Claim of Beneficial Use Map (the map used when the permit was certificated), the scale of the county assessor map if the scale is not smaller than 1 inch = 1,320 feet, or a scale that has been pre-approved by the Department.
- Township, Range, Section, ¼ ¼, DLC, Government Lot, and other recognized public land survey lines.
- Tax lot boundaries (property lines) are required. Tax lot numbers are recommended.
- Major physical features including rivers and creeks showing direction of flow, lakes and reservoirs, roads, and railroads.
- Major water delivery system features from the point(s) of diversion/appropriation such as main pipelines, canals, and ditches.
- Existing place of use that includes separate hachuring for each water right, priority date, and use including number of acres in each quarter-quarter section, government lot, or in each quarter-quarter section as projected within government lots, donation land claims, or other recognized public land survey subdivisions. If less than the entirety of the water right is being changed, a separate hachuring is needed for lands left unchanged.
- N/A Proposed place of use that includes separate hachuring for each water right, priority date, and use including number of acres in each quarter-quarter section, government lot, or in each quarter-quarter section as projected within government lots, donation land claims, or other recognized public land survey subdivisions.
- Existing point(s) of diversion or well(s) with distance and bearing or coordinates from a recognized survey corner. This information can be found in your water right certificate or permit.
- N/A If you are proposing a change in point(s) of diversion or well(s), show the proposed location and label it clearly with distance and bearing or coordinates. If GPS coordinates are used, latitude-longitude coordinates may be expressed as either degrees-minutes-seconds with at least one digit after the decimal (example – 42°32’15.5”) or degrees-decimal with five or more digits after the decimal (example – 42.53764°).

Part 3 of 5 – Fee Worksheet

FEE WORKSHEET for PERMANENT TRANSFER (except Substitution)			
1	Base Fee (includes one type of change to one water right for up to 1 cfs)	1	\$1,160
2	Types of change proposed: <input checked="" type="checkbox"/> Place of Use <input checked="" type="checkbox"/> Character of Use <input checked="" type="checkbox"/> Point of Diversion/Appropriation Number of above boxes checked = <u>3 (2a)</u> Subtract 1 from the number in line 2a = <u>2 (2b)</u> <i>If only one change, this will be 0</i>		
RECEIVED JUN 08 2020 OWRD			
2	Multiply line 2b by \$930 and enter » » » » » » » » » » » » » » » »	2	\$1,860
3	Number of water rights included in transfer <u>1 (3a)</u> Subtract 1 from the number in 3a above: <u>0 (3b)</u> <i>If only one water right this will be 0</i>		
3	Multiply line 3b by \$520 and enter » » » » » » » » » » » » » » » »	3	\$0
4	Do you propose to add or change a well, or change from a surface water POD to a well? <input checked="" type="checkbox"/> No: enter 0 » » » » » » » » » » » » » » » » » » <input type="checkbox"/> Yes: enter \$410 » » » » » » » » » » » » » » » » » »	4	\$0
5	Do you propose to change the place of use or character of use? <input type="checkbox"/> No: enter 0 on line 5 » » » » » » » » » » » » » » » » » » <input checked="" type="checkbox"/> Yes: enter the cfs for the portions of the rights to be transferred (see example below*): <u>7.525 (5a)</u> Subtract 1.0 from the number in 5a above: <u>6.525 (5b)</u> If 5b is 0 or less, enter 0 on line 5 » » » » » » » » » » » » » » » » If 5b is greater than 0, round up to the nearest whole number: <u>7 (5c)</u> and multiply 5c by \$350, then enter on line 5 » » » » » » » »		
5		5	\$2,450
6	Add entries on lines 1 through 5 above » » » » » » » » » » Subtotal:	6	\$5,470
7	Is this transfer: <input type="checkbox"/> necessary to complete a project funded by the Oregon Watershed Enhancement Board (OWEB) under ORS 541.932? <input type="checkbox"/> endorsed in writing by ODFW as a change that will result in a net benefit to fish and wildlife habitat? If one or more boxes is checked, multiply line 6 by 0.5 and enter on line 7 » If no box is applicable, enter 0 on line 7 » » » » » » » » » » » » » » » »		
7		7	\$0
8	Subtract line 7 from line 6 » » » » » » » » » » » » » » » » Transfer Fee:	8	\$5,470

*Example for Line 5a calculation to transfer 45.0 acres of Primary Certificate 12345 (total 1.25 cfs for 100 acres) and 45.0 acres of Supplemental Certificate 87654 (1/80 cfs per acre) on the same land:

1. For irrigation calculate cfs for each water right involved as follows:
 - a. Divide total authorized cfs by total acres in the water right (for C12345, $1.25 \text{ cfs} \div 100 \text{ ac}$); then multiply by the number of acres to be transferred to get the transfer cfs ($x 45 \text{ ac} = 0.56 \text{ cfs}$).
 - b. If the water right certificate does not list total cfs, but identifies the allowable use as 1/40 or 1/80 of a cfs per acre; multiply number of acres proposed for change by either 0.025 (1/40) or 0.0125 (1/80). (For C87654, $45.0 \text{ ac} x 0.0125 \text{ cfs/ac} = 0.56 \text{ cfs}$)
2. Add cfs for the portions of water rights on all the land included in the transfer; however **do not count cfs for supplemental rights on acreage for which you have already calculated the cfs fee for the primary right on the same land**. The fee should be assessed only once for each "on the ground" acre included in the transfer. (In this example, blank 5a would be only 0.56 cfs, since both rights serve the same 45.0 acres. Blank 5b would be 0 and Line 5 would then also become 0).

FEE WORKSHEET for SUBSTITUTION			
1	Base Fee (includes change to one well)	1	\$840.00
2	Number of wells included in substitution _____ (2a) Subtract 1 from the number in 2a above: _____ (2b) <i>If only one well this will be 0</i>		
2	Multiply line 2b by \$410 and enter » » » » » » » » » » » » » » » »	2	
3	Add entries on lines 1 through 2 above » » » » » » Fee for Substitution:	3	

Part 4 of 5 – Applicant Information and Signature

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Applicant Information

APPLICANT/BUSINESS NAME International Paper Company Attention: Clay Ellis		PHONE NO. (901) 419-7918	ADDITIONAL CONTACT NO. JUN 08 2020
ADDRESS 6400 Poplar Avenue, Tower III		FAX NO.	
CITY Memphis	STATE TN	ZIP 38197	E-MAIL Clay.Ellis@ipaper.com
BY PROVIDING AN E-MAIL ADDRESS, CONSENT IS GIVEN TO RECEIVE ALL CORRESPONDENCE FROM THE DEPARTMENT ELECTRONICALLY. COPIES OF THE FINAL ORDER DOCUMENTS WILL ALSO BE MAILED.			

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Agent Information – The agent is authorized to represent the applicant in all matters relating to this application.

AGENT/BUSINESS NAME GSI Water Solutions, attn: Kimberly Grigsby		PHONE NO. (541) 257-9004	ADDITIONAL CONTACT NO.
ADDRESS 1600 SW Western Blvd., Suite 240		FAX NO. (541) 754-4211	
CITY Corvallis	STATE OR	ZIP 97333	E-MAIL kgrigsby@gsiws.com
BY PROVIDING AN E-MAIL ADDRESS, CONSENT IS GIVEN TO RECEIVE ALL CORRESPONDENCE FROM THE DEPARTMENT ELECTRONICALLY. COPIES OF THE FINAL ORDER DOCUMENTS WILL ALSO BE MAILED.			

Explain in your own words what you propose to accomplish with this transfer application, and why: The Applicant, for the benefit of the City of McMinnville, acting by and through its Water and Light Commission (MW&L), is requesting to transfer a 7.525 cfs portion of Certificate 94802. The requested changes are intended to allow MW&L to divert the water at a downstream location and use the water for municipal purposes within the service areas of MW&L and the Cities of Carlton and Lafayette. The portion of Certificate 94802 to be transferred is currently leased instream (IL-1434 and IL-1704).

Check One Box

- By signing this application, I understand that, upon receipt of the draft preliminary determination and prior to Department approval of the transfer, I will be required to provide landownership information and evidence that I am authorized to pursue the transfer as identified in OAR 690-380-4010(5); **OR**
- I affirm the applicant is a municipality as defined in ORS 540.510(3)(b) and that the right is in the name of the municipality or a predecessor; **OR**
- I affirm the applicant is an entity with the authority to condemn property and is acquiring by condemnation the property to which the water right proposed for transfer is appurtenant and have supporting documentation.

By my signature below, I confirm that I understand:

- Prior to Department approval of the transfer application, I may be required to submit payment to the Department for publication of a notice in a newspaper with general circulation in the area where the water right is located, once per week for two consecutive weeks. If more than one qualifying newspaper is available, I suggest publishing the notice in the following newspaper: The News-Register.
- Amendments to the application may only be made in response to the Department's Draft Preliminary Determination (DPD). The applicant will have a period of at least 30 days to amend the application to address any issues identified by the Department in the DPD, or to withdraw the application. Note that amendments may be subject to additional fees, pursuant to ORS 536.050.
- Failure to complete an approved change in place of use and/or change in character of use, will result in loss of the water right (OAR 690-380-6010).

I (we) affirm that the information contained in this application is true and accurate.

Applicant signature

Clay Ellis, Senior Vice President
Print Name (and Title if applicable)

Date

6/02/2020

Is the applicant the sole owner of the land on which the water right, or portion thereof, proposed for transfer is located? Yes No If NO, include signatures of all deeded landowners (and mailing and/or e-mail addresses if different than the applicant's) or attach affidavits of consent (and mailing and/or e-mail addresses) from all landowners or individuals/entities to which the water right(s) were conveyed. See Attachment 4 for Purchase and Sale Agreement.

Check the following boxes that apply:

- The applicant is responsible for completion of change(s). Notices and correspondence should continue to be sent to the applicant.
- The receiving landowner will be responsible for completing the proposed change(s) after the final order is issued. Copies of notices and correspondence should be sent to this landowner.
- Both the receiving landowner and applicant will be responsible for completion of change(s). Copies of notices and correspondence should be sent to this landowner and the applicant.

At this time, are the lands in this transfer application in the process of being sold? Yes No

If YES, and you know who the new landowner will be, please complete the receiving landowner information table below. If you do not know who the new landowner will be, then a request for assignment will have to be filed for at a later date.

If a property sells, the certificated water right(s) located on the land belong to the new owner, unless a sale agreement or other document states otherwise. For more information see: https://www.oregon.gov/owrd/WRDFormsPDF/Transfer_Property_Transactions.pdf

RECEIVING LANDOWNER NAME			PHONE NO.	ADDITIONAL CONTACT NO.
ADDRESS				FAX NO.
CITY	STATE	ZIP	E-MAIL	

Describe any special ownership circumstances here: **The Applicant recently sold the land to which the subject water right is appurtenant; however, water rights were specifically excluded from the sale. (The definitions of Property, Land, Personal Property, and Intangible Property in the Purchase and Sale Agreement expressly excluded water rights.) The Purchase and Sale Agreement describing the Applicant's retention of the water right is provided as Attachment 4. Accordingly, an affidavit of consent from the landowner is not applicable because the Applicant continues to hold the water right.**

- Check here if any of the water rights proposed for transfer are or will be located within or served by an irrigation or other water district. (Tip: Complete and attach Supplemental Form D.)

IRRIGATION DISTRICT NAME	ADDRESS	
CITY	STATE	ZIP

- Check here if water for any of the rights supplied under a water service agreement or other contract for stored water with a federal agency or other entity.

ENTITY NAME	ADDRESS	
CITY	STATE	ZIP

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To meet State Land Use Consistency Requirements, you must list all county, city, municipal corporation, or tribal governments within whose jurisdiction water will be diverted, conveyed or used.

ENTITY NAME City of McMinnville	ADDRESS 231 NE Fifth Street	
CITY McMinnville	STATE OR	ZIP 97128

ENTITY NAME Yamhill County	ADDRESS 525 NE 4th Street	
CITY McMinnville	STATE OR	ZIP 97128

ENTITY NAME City of Carlton	ADDRESS 191 E. Main Street	
CITY Carlton	STATE OR	ZIP 97111

ENTITY NAME City of Lafayette	ADDRESS 486 Third St., PO Box 55	
CITY Lafayette	STATE OR	ZIP 97127

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Part 5 of 5 – Water Right Information

Please use a separate Part 5 for each water right being changed. See instructions on page 6, to copy and paste additional Part 5s, or to add additional rows to tables within the form.

CERTIFICATE # 94802

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Description of Water Delivery System

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System capacity: 38.92 cubic feet per second (cfs) OR
 _____ gallons per minute (gpm)

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Describe the current water delivery system or the system that was in place at some time within the last five years. Include information on the pumps, canals, pipelines, and sprinklers used to divert, convey, and apply the water at the authorized place of use. **There are four pumps at the point of diversion: two 200 HP pumps on the barge, and two 200 HP pumps on the bank. The pumps have 15 inch suctions and 10 inch discharges. The water is conveyed from the pump station to the paper mill water pond via 6,000 feet of 30-inch concrete underground pipe. Water from the pond is diverted to various locations on the mill site. Note: The portion of Certificate 94802 to be transferred is currently leased instream (IL-1434 and IL-1704).**

Table 1. Location of Authorized and Proposed Point(s) of Diversion (POD) or Appropriation (POA)
 (Note: If the POD/POA name is not specified on the certificate, assign it a name or number here.)

POD/POA Name or Number	Is this POD/POA Authorized on the Certificate or is it Proposed?	If POA, OWRD Well Log ID# (or Well ID Tag # L-___)	Twp		Rng		Sec	¼ ¼		Tax Lot, DLC or Gov't Lot	Measured Distances (from a recognized survey corner)
POD 1	<input checked="" type="checkbox"/> Authorized <input type="checkbox"/> Proposed	N/A	10	S	3	W	32	NE	NE	44	1260 feet South & 1220 feet West from the NE corner of Section 32
POD 2	<input type="checkbox"/> Authorized <input checked="" type="checkbox"/> Proposed	N/A	4	S	3	W	27	NE	NW		1060 feet South & 2165 feet East from the NW corner of Section 27
	<input type="checkbox"/> Authorized <input type="checkbox"/> Proposed										

Check all type(s) of change(s) proposed below (change "CODES" are provided in parentheses):

- | | |
|--|---|
| <input checked="" type="checkbox"/> Place of Use (POU) | <input type="checkbox"/> Supplemental Use to Primary Use (S to P) |
| <input checked="" type="checkbox"/> Character of Use (USE) | <input type="checkbox"/> Point of Appropriation/Well (POA) |
| <input checked="" type="checkbox"/> Point of Diversion (POD) | <input type="checkbox"/> Additional Point of Appropriation (APOA) |
| <input type="checkbox"/> Additional Point of Diversion (APOD) | <input type="checkbox"/> Substitution (SUB) |
| <input type="checkbox"/> Surface Water POD to Ground Water POA (SW/GW) | <input type="checkbox"/> Government Action POD (GOV) |

Will all of the proposed changes affect the entire water right?

- Yes Complete only the Proposed ("to" or "on" lands) section of Table 2 on the next page. Use the "CODES" listed above to describe the proposed changes.
- No Complete all of Table 2 to describe the portion of the water right to be changed.

Please use and attach additional pages of Table 2 as needed.
See page 6 for instructions.

Do you have questions about how to fill-out the tables?
Contact the Department at 503-986-0900 and ask for Transfer Staff.

Table 2. Description of Changes to Water Right Certificate # 94802

List the change proposed for the acreage in each ¼ ¼. If more than one change is proposed, specify the acreage associated with each change.
If there is more than one POD/POA involved in the proposed changes, specify the acreage associated with each POD/POA.

AUTHORIZED (the "from" or "off" lands) The listing that appears on the certificate BEFORE PROPOSED CHANGES List only that part or portion of the water right that will be changed.											Proposed Changes (see "CODES" from previous page)	PROPOSED (the "to" or "on" lands) The listing as it would appear AFTER PROPOSED CHANGES are made.														
Twp	Rng	Sec	¼ ¼	Tax Lot	Gvt Lot or DLC	Acres	Type of USE listed on Certificate	POD(s) or POA(s) (name or number from Table 1)	Priority Date	Twp		Rng	Sec	¼ ¼	Tax Lot	Gvt Lot or DLC	Acres	New Type of USE	POD(s)/POA(s) to be used (from Table 1)	Priority Date						
EXAMPLE																										
2	S	9	E	15	NE	NW	100		15.0	Irrigation	POD #1 POD #2	1901	POU/POD	2	S	9	E	1	NW	NW	500	1	10.0		POD #5	1901
														2	S	9	E	2	SW	NW	500		5.0		POD #6	1901
See the table of "from lands" in Attachment 6 (as described in the specific to general industrial use change notice submitted on May 15, 2013)							Industrial/Manufacturing	POD 1	12/23/1954	POU, USE, POD	"Within the service area boundaries of MW&L, City of Lafayette, and City of Carlton"						Municipal	POD 2	12/23/1954							
TOTAL ACRES:							N/A	TOTAL ACRES:											N/A							

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Additional remarks: Certificate 94802 authorizes the use of up to 16.0 cfs for industrial/manufacturing use at the place of use described in the specific to general industrial use change notice submitted to OWRD on May 15, 2013. (The change was submitted for Certificate 54268, which has been superseded by Certificate 94802.) Flakeboard America Limited owns a portion of the land associated with Certificate 94802 together with the right to use 1.0 cfs of this certificate. Although the Applicant recently sold the land to which the remaining 15.0 cfs portion of Certificate 94802 is appurtenant, the water right was specifically withheld from the transaction. Accordingly, the right to use the remaining 15.0 cfs under Certificate 94802 is held by the Applicant.

The Applicant is requesting to transfer a 7.525 cfs portion of Certificate 94802. The Applicant's portion of Certificate 94802 to be transferred is leased instream as follows. A 5.525 cfs portion of the right to be transferred is included in IL-1434 . A 2 cfs portion of the right to be transferred is included in IL-1704.

The proposed change would reduce the authorized rate within the Applicant's portion of the Place of Use of Certificate 94802, and would not affect the Place of Use associated with Flakeboard America Limited as shown on the map in Attachment 2.

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For Place of Use or Character of Use Changes

Are there other water right certificates, water use permits or ground water registrations associated with the "from" or the "to" lands? Yes No

If YES, list the certificate, water use permit, or ground water registration numbers: **Although there are other water rights on the "from" lands and the "to" lands, this water right is for industrial/manufacturing use and the proposed use is municipal purposes, so "layered" water rights are not applicable.**



Pursuant to ORS 540.510, any "layered" water use such as an irrigation right that is supplemental to a primary right proposed for transfer must be included in the transfer or be cancelled. Any change to a ground water registration must be filed separately in a ground water registration modification application.

For Substitution (ground water supplemental irrigation will be substituted for surface water primary irrigation)

Ground water supplemental Permit or Certificate # N/A;

Surface water primary Certificate # N/A.

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For a change from Supplemental Irrigation Use to Primary Irrigation Use

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Identify the primary certificate to be cancelled. Certificate # N/A

For a change in point(s) of appropriation (well(s)) or additional point(s) of appropriation: N/A

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Well log(s) are attached for each authorized and proposed well(s) that are clearly labeled and associated with the corresponding well(s) in Table 1 above and on the accompanying application map.

Tip: You may search for well logs on the Department's web page at:

http://apps.wrd.state.or.us/apps/gw/well_log/Default.aspx

AND/OR

Describe the construction of the authorized and proposed well(s) in Table 3 for any wells that do not have a well log. For *proposed wells not yet constructed or built*, provide "a best estimate" for each requested information element in the table. The Department recommends you consult a licensed well driller, geologist, or certified water right examiner to assist with assembling the information necessary to complete Table 3.

Table 3. Construction of Point(s) of Appropriation

Any well(s) in this listing must be clearly tied to corresponding well(s) described in Table 1 and shown on the accompanying application map. Failure to provide the information will delay the processing of your transfer application until it is received. The information is necessary for the department to assess whether the proposed well(s) will access the same source aquifer as the authorized point(s) of appropriation (POA). The Department is prohibited by law from approving POA changes that do not access the same source aquifer.

Proposed or Authorized POA Name or Number	Is well already built? (Yes or No)	If an existing well: OWRD Well ID Tag No. L-___	Total well depth	Casing Diameter	Casing Intervals (feet)	Seal depth(s) (intervals)	Perforated or screened intervals (in feet)	Static water level of completed well (in feet)	Source aquifer (sand, gravel, basalt, etc.)	Well-specific rate (cfs or gpm). If less than full rate of water right

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Attachment 1

Water Right Certificate 94802

Application for a Water Right Transfer – Certificate 94802

STATE OF OREGON

COUNTY OF LINN

CERTIFICATE OF WATER RIGHT

THIS CERTIFICATE ISSUED TO
 WILLAMETTE INDUSTRIES INC.
 ALBANY PAPER MILL
 PO BOX 339
 ALBANY, OR 97321

confirms the right to use the waters of the WILLAMETTE RIVER, a tributary of COLUMBIA RIVER for the purpose of manufacturing.

This right was perfected under Permit S-23102. The date of priority is DECEMBER 23, 1954. The amount of water to which such right is entitled and hereby confirmed, for the purposes aforesaid, is limited to an amount actually beneficially used for said purposes, and shall not exceed 16.0 CUBIC FEET PER SECOND, or its equivalent in case of rotation, measured at the point of diversion from the stream.

The point of diversion is located as follows:

Twp	Rng	Mer	Sec	Q-Q	DLC	Measured Distances
10 S	3 W	WM	32	NE NE	44	1260 FEET SOUTH AND 1220 FEET WEST FROM THE NE CORNER OF SECTION 32

A description of the place of use to which this right is appurtenant is as follows:

MANUFACTURING					
Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	28	SW NE	47
10 S	3 W	WM	28	SE NW	47
10 S	3 W	WM	28	NE SW	44
10 S	3 W	WM	28	NE SW	47
10 S	3 W	WM	28	SE SW	44
10 S	3 W	WM	28	NW SE	44
10 S	3 W	WM	28	NW SE	47
10 S	3 W	WM	28	SW SE	44
10 S	3 W	WM	33	NW NE	44
10 S	3 W	WM	33	NE NW	44

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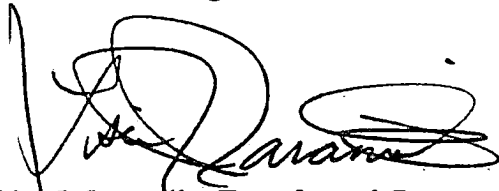
This certificate is issued to correct a scrivener's error in the authorized rate of diversion in the certificate recorded at page 94271, State Record of Water Right Certificates, which described that portion of the water right previously confirmed by Certificate 54268 NOT modified by the provisions of an order of the Water Resources Director entered November 21, 2019, approving Transfer Application T-12773. This certificate supersedes Certificate 94271.

The issuance of this superseding certificate does not confirm the status of the water right in regard to the provisions of ORS 540.610 pertaining to forfeiture or abandonment.

The right to the use of the water for the above purpose is restricted to beneficial use on the lands or place of use described and is subject to minimum flows established by the Water Resources Commission with an effective date prior to this right.

DEC 31 2019

WITNESS the signature of the Water Resources Director, affixed _____.



Lisa J. Jaramillo, Transfer and Conservation Section Manager, for
THOMAS M. BYLER, DIRECTOR
Oregon Water Resources Department

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Attachment 2
Current and Proposed Points of Diversion and
Place of Use Maps

Application for a Water Right Transfer – Certificate 94802

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From: STARNES Patrick K * WRD
To: Kim Grigsby
Subject: RE: map scale waiver request
Date: Wednesday, April 15, 2020 11:03:57 AM

Hi Kim –

Sorry for the delay....

The Department grants a map scale waiver for the transfer application maps.

Please include a copy of this e-mail when you send in the application.

Kelly

Kelly Starnes, Transfer Program Analyst
Oregon Water Resources Department
725 Summer St NE Suite A
Salem OR 97301-1271
Telephone: 503-986-0886 Fax: 503-986-0903
E-mail: patrick.k.starnes@oregon.gov

Please Note: Under Oregon Law, messages to and from this e-mail address may be available to the public.

From: Kim Grigsby <kgrigsby@gsiws.com>
Sent: Tuesday, March 31, 2020 2:03 PM
To: STARNES Patrick K * WRD <Patrick.K.Starnes@oregon.gov>
Cc: Leah Cogan <lcogan@gsiws.com>
Subject: map scale waiver request

Hi Kelly,

I hope you are doing well and staying safe.

We are going to be filing a transfer application to move a portion of an International Paper water right to McMinnville Water & Light. I would like to request a map scale waiver for the proposed place of use map due to the large area that needs to be represented. We will be submitting a proposed point of diversion map that meets the map scale requirements. Please find the draft maps attached. (Please note that GSI is making final revisions to the applications and there may be minor modifications to the maps before they are submitted to the Department.)

Thank you,
Kim

Kimberly Grigsby

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Attachment 3

Evidence of Use Affidavit

Application for a Water Right Transfer – Certificate 94802

Application for Water Right Transfer

Evidence of Use Affidavit



Oregon Water Resources Department
 725 Summer Street NE, Suite A
 Salem, Oregon 97301-1266
 (503) 986-0900
 www.wrd.state.or.us

Please print legibly or type. Be as specific as possible. Attach additional pages if you need more spacing.
 Supporting documentation must be attached.

State of Tennessee)
) ss
 County of SHELBY)

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I, CLAY ELLIS, in my capacity as SENIOR VICE PRESIDENT, INTERNATIONAL PAPER COMPANY,
 mailing address 6400 POPLAR AVENUE, TOWER III, MEMPHIS, TN 38197
 telephone number (901)419-7918, being first duly sworn depose and say:

OWRD

1. My knowledge of the exercise or status of the water right is based on (check one):

- Personal observation Professional expertise

2. I attest that:

- Water was used during the previous five years on the **entire** place of use for Certificate # ____; **OR**
- My knowledge is specific to the use of water at the following locations within the last five years:

Certificate #	Township		Range		Mer	Sec	¼ ¼	Gov't Lot or DLC	Acres (if applicable)

OR

- Confirming Certificate # ____ has been issued within the past five years; **OR**
- Part or all of the water right was leased instream at some time within the last five years. The instream lease number is: IL-1434 and IL-1704 (Note: If the entire right proposed for transfer was not leased, additional evidence of use is needed for the portion not leased instream.); **OR**
- The water right is not subject to forfeiture and documentation that a presumption of forfeiture for non-use would be rebutted under ORS 540.610(2) is attached.
- Water has been used at the actual current point of diversion or appropriation for more than 10 years for Certificate # ____ (For Historic POD/POA Transfers)

(continues on reverse side)

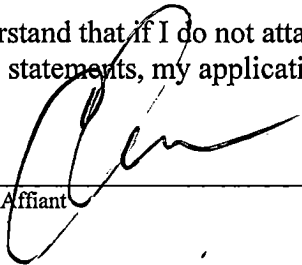
3. The water right was used for: (e.g., crops, pasture, etc.): INSTREAM USE

4. I understand that if I do not attach one or more of the documents shown in the table below to support the above statements, my application will be considered incomplete.

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Signature of Affiant



6/02/2020
Date

OWRD

Signed and sworn to (or affirmed) before me this 2nd day of June, 2020.



Telisha Dixon
Notary Public for Tennessee

My Commission Expires: Sept. 7, 2022

Supporting Documents	Examples
<input type="checkbox"/> Copy of a water right certificate that has been issued within the last five years. (not a remaining right certificate)	Copy of confirming water right certificate that shows issue date
<input type="checkbox"/> Copies of receipts from sales of irrigated crops or for expenditures related to use of water	<ul style="list-style-type: none"> • Power usage records for pumps associated with irrigation use • Fertilizer or seed bills related to irrigated crops • Farmers Co-op sales receipt
<input type="checkbox"/> Records such as FSA crop reports, irrigation district records, NRCS farm management plan, or records of other water suppliers	<ul style="list-style-type: none"> • District assessment records for water delivered • Crop reports submitted under a federal loan agreement • Beneficial use reports from district • IRS Farm Usage Deduction Report • Agricultural Stabilization Plan • CREP Report
<input type="checkbox"/> Aerial photos containing sufficient detail to establish location and date of photograph	<p>Multiple photos can be submitted to resolve different areas of a water right. If the photograph does not print with a "date stamp" or without the source being identified, the date of the photograph and source should be added.</p> <p>Sources for aerial photos: OSU – www.oregonexplorer.info/imagery OWRD – www.wrd.state.or.us Google Earth – earth.google.com TerraServer – www.terraserver.com</p>
<input checked="" type="checkbox"/> Approved Lease establishing beneficial use within the last 5 years	Copy of instream lease or lease number

**BEFORE THE WATER RESOURCES DEPARTMENT
OF THE
STATE OF OREGON**

In the Matter of Instream Lease Application) PARIAL TERMINATION ORDER
IL-1434, Linn County) AND SUPERSEDING FINAL ORDER
) APPROVING AN INSTREAM LEASE

Authority

ORS 537.348 establishes the process in which a water right holder may submit a request to lease an existing water right for instream purposes. OAR Chapter 690, Division 077 implements the statutes and provides the Department's procedures and criteria for evaluating instream lease applications.

Lessor

International Paper
Vaughn Pieschl
14232 Clearwater
La Pine, Oregon 97739
vaughn.pieschl@ipaper.com

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Findings of Fact

1. On March 13, 2019, International Paper filed an application to renew instream lease IL-1434, involving a portion of Certificates 54268 and 85736 and the entirety of Certificates 89606 and 89604.
2. Certificate 91193 was issued on January 29, 2016 to supersede Certificate 85736.
3. The lease application requested to protect water instream for five years, terminating on December 31, 2023. A final order approving this lease was issued by the Department on March 29, 2019, as evidenced by Special Order Volume 112, Pages 839-844.
4. The final order contained a condition allowing the Lessor to terminate the lease in any year of the lease, prior to the lease being exercised that season, with written notification to the Department.
5. On October 14, 2019, the Department received a request from Terry Thomas, of International Paper to terminate 2.0 cfs of Certificate 54268 prior to the 2020 instream use period.
6. This order is being issued to remove 2.0 cfs of Certificate 54268 at the end of the 2019 season, and identify the remaining instream use being protected during the 2020-2023 seasons.

This is a final order in other than contested case. This order is subject to judicial review under ORS 183.484. Any petition for judicial review must be filed within the 60 day time period specified by ORS 183.484(2). Pursuant to ORS 536.075 and OAR 137-004-0080 you may either petition for judicial review or petition the Director for reconsideration of this order. A petition for reconsideration may be granted or denied by the Director, and if no action is taken within 60 days following the date the petition was filed, the petition shall be deemed denied.

7. The portion of the first right to be leased is as follows:

Certificate: 54268 in the name of Willamette Industries, Inc. (perfected under Permit S-23102)
Use: Manufacturing Use
Priority Date: December 23, 1954
Quantity: **Rate:** 15.0 Cubic Foot per Second (CFS)
Source: Willamette River, tributary to the Columbia River

Authorized Point of Diversion (POD):

Twp	Rng	Mer	Sec	Q-Q	DLC	Measured Distances
10 S	3 W	WM	32	NE NE	44	1260 FEET SOUTH AND 1220 FEET WEST FROM THE NE CORNER OF SECTION 32

Authorized Place of Use:

Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	28	SW NE	47
10 S	3 W	WM	28	SE NW	47
10 S	3 W	WM	28	NE SW	47
10 S	3 W	WM	28	NE SW	44
10 S	3 W	WM	28	SE SW	44
10 S	3 W	WM	28	NW SE	44
10 S	3 W	WM	28	NW SE	47
10 S	3 W	WM	28	SW SE	44
10 S	3 W	WM	33	NW NE	44
10 S	3 W	WM	33	NE NW	44

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8. The second right to be leased is as follows:

Certificate: 91193 in the name of International Paper Company (perfected under Permit S-47184)
Use: Industrial/Manufacturing Use
Priority Date: October 29, 1982
Quantity: **Rate:** 4.25 CFS
Source: Willamette River, tributary to the Columbia River

Authorized Point of Diversion:

Twp	Rng	Mer	Sec	Q-Q	DLC	Measured Distances
10 S	3 W	WM	32	NE NE	44	1180 FEET SOUTH AND 1220 FEET WEST FROM THE NE CORNER OF SECTION 32

Authorized Place of Use:

Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	29	NW NE	46
10 S	3 W	WM	29	NW NE	55
10 S	3 W	WM	29	SW NE	46
10 S	3 W	WM	29	NE NW	46
10 S	3 W	WM	29	NE NW	55
10 S	3 W	WM	29	NW NW	55
10 S	3 W	WM	29	SW NW	46
10 S	3 W	WM	29	SW NW	55
10 S	3 W	WM	29	SE NW	46
10 S	3 W	WM	29	SE NW	55

Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	29	NE SW	46
10 S	3 W	WM	29	SE SW	46

9. The third right to be leased is as follows:

Certificate: 89604 in the name of International Paper Co. (perfected under Permit S-20469)

Use: Industrial Uses

Priority Date: June 11, 1943

Quantity: **Rate:** 2.0 CFS

Limit: The quantity of water diverted at the new point of diversion shall not exceed the quantity of water available from the original points of diversion described as follows:

Twp	Rng	Mer	Sec	Q-Q	Source
21 S	1 W	WM	31	NE SE	Culp Creek
21 S	1 W	WM	32	NW SW	Row River

Source: Willamette River, tributary to the Columbia River

Authorized Point of Diversion:

Twp	Rng	Mer	Sec	Q-Q	DLC	Measured Distances
10 S	3 W	WM	32	NE NE	44	1180 FEET SOUTH AND 1220 FEET WEST FROM THE NE CORNER OF SECTION 32

Authorized Place of Use:

Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	28	SW NW	46
10 S	3 W	WM	28	N ½ SW ¼	46
10 S	3 W	WM	28	NE SW	47
10 S	3 W	WM	29	NW NE	46
10 S	3 W	WM	29	NW NE	55
10 S	3 W	WM	29	S ½ NE ¼	46
10 S	3 W	WM	29	E ½ NW ¼	46
10 S	3 W	WM	29	NW ¼	55
10 S	3 W	WM	29	SE NW	
10 S	3 W	WM	29	E ½ SW ¼	46
10 S	3 W	WM	29	E ½ SW ¼	
10 S	3 W	WM	29	SE SW	44
10 S	3 W	WM	29	SE ¼	46
10 S	3 W	WM	29	S ½ SE ¼	44
10 S	3 W	WM	29	S ½ SE ¼	
10 S	3 W	WM	32	N ½ NE ¼	44
10 S	3 W	WM	32	NW NE	
10 S	3 W	WM	32	SE NE	44
10 S	3 W	WM	32	SE NE	
10 S	3 W	WM	33	W ½ NW ¼	44

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10. Certificate 89604 identifies the source for diversion as the Willamette River and identifies the actual source of water as Culp Creek and Row River. Culp Creek is tributary to the Row River and the Row River is tributary to the Coast Fork Willamette River. The Coast Fork

Willamette River is tributary to the Willamette River. Water is conveyed from the original points of diversion through the Row River and the Coast Fork Willamette River to the point of diversion on the Willamette River. Instream water rights begin at the authorized point of diversion. The authorized point of diversion for Certificate 89604 is on the Willamette River. For purposes of this lease, the source for the instream use shall be the Willamette River and limited to the quantities available from Culp Creek and Row River.

11. The fourth right to be leased is as follows:

Certificate: 89606 in the name of International Paper Company (perfected under Permit S-14106)

Use: Industrial Use

Priority Date: November 2, 1939

Quantity: **Rate:** 1.93 CFS

Limit: The quantity of water diverted at the new point of diversion shall not exceed the quantity of water available from the original point of diversion described as follows:

Twp	Rng	Mer	Sec	Q-Q	Source	Measured Distances
21 S	1 W	WM	30	NW SW	Row River	30 FEET SOUTH AND 30 FEET WEST FROM THE SW CORNER OF LOT 3 (SE NW), SECTION 30

Source: Willamette River, tributary to the Columbia River

Authorized Point of Diversion (POD) on the Willamette River:

Twp	Rng	Mer	Sec	Q-Q	DLC	Measured Distances
10 S	3 W	WM	32	NE NE	44	1180 FEET SOUTH AND 1220 FEET WEST FROM THE NE CORNER OF SECTION 32

Authorized Place of Use:

Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	28	SW NW	46
10 S	3 W	WM	28	N ½ SW ¼	46
10 S	3 W	WM	28	NE SW	47
10 S	3 W	WM	29	NW NE	46
10 S	3 W	WM	29	NW NE	55
10 S	3 W	WM	29	S ½ NE ¼	46
10 S	3 W	WM	29	E ½ NW ¼	46
10 S	3 W	WM	29	NW ¼	55
10 S	3 W	WM	29	SE NW	
10 S	3 W	WM	29	E ½ SW ¼	46
10 S	3 W	WM	29	E ½ SW ¼	
10 S	3 W	WM	29	SE SW	44
10 S	3 W	WM	29	SE ¼	46
10 S	3 W	WM	29	S ½ SE ¼	44
10 S	3 W	WM	29	S ½ SE ¼	
10 S	3 W	WM	32	N ½ NE ¼	44
10 S	3 W	WM	32	NW NE	
10 S	3 W	WM	32	SE NE	44
10 S	3 W	WM	32	SE NE	
10 S	3 W	WM	33	W ½ NW ¼	44

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12. Certificate 89606 identifies the source for diversion as the Willamette River and identifies the actual source of water as the Row River. Row River is tributary to the Coast Fork Willamette River and the Coast Fork Willamette River is tributary to the Willamette River. Water is conveyed from the original point of diversion through the Row River and the Coast Fork Willamette River to the point of diversion on the Willamette River. Instream water rights begin at the authorized point of diversion. The authorized point of diversion for Certificate 89606 is on the Willamette River. For purposes of this lease, the source for the instream use shall be the Willamette River and limited to the quantities available from the Row River.

13. Certificates 54268, 91193, 89604, and 89606 do not specify an authorized period of use. However, the use is for manufacturing and/or industrial, which are considered year round uses unless otherwise specified in the Certificate.

14. The lease application includes the information required under OAR 690-077-0076(3). The Department provided notice of the lease application pursuant to OAR 690-077-0077(1). No comments were received.

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15. The instream use for the remainder of the 2019 season is as follows:
Willamette River, tributary to the Columbia River

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Instream Reach: At the POD (as described in Finding of Fact No. 7)

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Certificate	Priority Date	Instream Rate (cfs)	Instream Volume (AF)	Period Protected Instream
54268	12/23/1954	15.00	10859.50	January 1 – December 31

Instream Reach: At the POD (as described in Findings of Fact No. 8, 9 and 11)

Certificate	Priority Date	Instream Rate (cfs)	Instream Volume (AF)	Period Protected Instream
91193	10/29/1982	4.25	3076.86	January 1 – December 31
89604	6/11/1943	2.00	1447.93	
89606	11/2/1939	1.93	1397.26	
Totals		8.18	5922.05	

16. The instream use for the 2020, 2021, 2022, and 2023 seasons are as follows:
Willamette River, tributary to the Columbia River

Instream Reach: At the POD (as described in Finding of Fact No. 7)

Certificate	Priority Date	Instream Rate (cfs)	Instream Volume (AF)	Period Protected Instream
54268	12/23/1954	13.00	9411.57	January 1 – December 31

Instream Reach: At the POD (as described in Findings of Fact No. 8, 9 and 11)

Certificate	Priority Date	Instream Rate (cfs)	Instream Volume (AF)	Period Protected Instream
91193	10/29/1982	4.25	3076.86	January 1 – December 31
89604	6/11/1943	2.00	1447.93	
89606	11/2/1939	1.93	1397.26	
Totals		8.18	5922.05	

17. The amount and timing of the proposed instream flow is allowable within the limits and use of the original water rights.
18. The protection of flows at the authorized points of diversion is appropriate, considering:
 - a. The instream water use is located at the recorded points of diversion;
 - b. The location of confluences with other streams downstream of the points of diversion.
 - c. There are no known areas of natural loss of streamflow to the river bed downstream from the points of diversion; and
 - d. Any return flows resulting from the exercise of the existing water right would re-enter the river downstream of the points of the instream water right.
19. The total monthly quantities of water to be protected under existing and proposed instream rights at the points will provide for a beneficial purpose.
20. The total monthly quantities of water to be protected instream under existing and proposed instream rights at the points do not exceed the estimated average natural flow.
21. If approved, this instream lease is not reasonably expected to significantly affect land use as prescribed by ORS 197.180, OAR Chapter 660, Divisions 30 and 31, and OAR Chapter 690, Division 5.
22. Based upon review of the application, information provided by the Department's Watermaster, and other available information, the Department finds that the lease will not result in injury or enlargement. The order approving this instream lease may be modified or revoked under OAR 690-077-0077 if the Department later finds that the lease is causing injury to any existing water right or enlargement of the original right.
23. If a right which has been leased is later proposed to be leased again, transferred and/or reviewed for an allocation of conserved water, a new injury review shall be required. For example, instream transfers will be subject to a full and complete review to determine consistency with the requirements of OAR Chapter 690, Division 380 and Division 077. Approval of this lease does not establish a precedent for approval of any future transactions.
24. The Lessor requested that the lease terminate on December 31, 2023. The lease may commence upon the date this final order is signed.
25. The Lessor has requested the option of terminating the lease early with written notice to the Department.

Conclusions of Law

The Department concludes that the lease will not result in injury or enlargement, OAR 690-077-0077. The lease conforms to the applicable provisions of OAR 690-077-0015.

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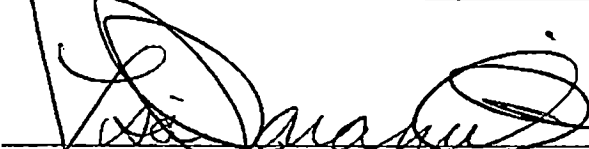
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Now, therefore it is ORDERED:

1. The Lease as described herein is APPROVED.
2. During each year of the term of the lease, the former place of use will no longer receive water as part of these rights, any supplemental rights, or any other layered irrigation water rights, including ground water registrations and permits.
3. Special Order Volume 112, Pages 839-844 is now superseded and no longer valid.
4. The term of the lease will commence upon approval of the instream lease and terminate on December 31, 2023. For multiyear leases, the lessor *shall* have the option of terminating the lease any time each year with written notice to the Department. However, if the termination request is received less than 30-days prior to the instream use period (January 1 through December 31) or after the water rights' original period of allowed use has begun, the Department may issue an order terminating the lease but use of water may not be allowed until the following calendar year, unless the Director determines that enlargement would not occur.

Dated at Salem, Oregon this day NOV 04 2019



Lisa J. Jaramillo, Transfer and Conservation Section Manager, for
THOMAS M BYLER, DIRECTOR,
Oregon Water Resources Department

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Mailing date: NOV 05 2019

This document was prepared by Sarah Henderson. If you have any questions, please call 503-986-0884.

**BEFORE THE WATER RESOURCES DEPARTMENT
OF THE
STATE OF OREGON**

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In the Matter of Instream Lease Application) DETERMINATION and
IL-1704, Linn County) FINAL ORDER ON PROPOSED
) INSTREAM LEASE

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Authority

Oregon Revised Statute (ORS) 537.348 establishes the process in which a water right holder may submit a request to lease an existing water right for instream purposes. Oregon Administrative Rule (OAR) Chapter 690, Division 077 implements the statutes and provides the Department's procedures and criteria for evaluating instream lease applications.

Lessor

International Paper
Attn: Dan Davis
6400 Poplar Avenue
Memphis, TN 38197

Findings of Fact

1. On July 23, 2018, International Paper, Dan Davis filed an application to lease a portion of Certificate 54268 for instream use. The Department assigned the application number IL-1704.
2. The portion of the right to be leased is as follows:

Certificate: 54268 in the name of Willamette Industries, Inc. (perfected under Permit S-23102)

Use: Manufacturing Use

Priority Date: December 23, 1954

Quantity: **Rate:** 2.0 Cubic Foot per Second (CFS)

Source: Willamette River, tributary to the Columbia River

Authorized Point of Diversion (POD):

Twp	Rng	Mer	Sec	Q-Q	DLC	Measured Distances
10 S	3 W	WM	32	NE NE	44	1260 FEET SOUTH AND 1220 FEET WEST FROM THE NE CORNER OF SECTION 32

Authorized Place of Use:

Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	28	SW NE	47
10 S	3 W	WM	28	SE NW	47
10 S	3 W	WM	28	NE SW	47
10 S	3 W	WM	28	NE SW	44
10 S	3 W	WM	28	SE SW	44

This is a final order in other than contested case. This order is subject to judicial review under ORS 183.484. Any petition for judicial review must be filed within the 60 day time period specified by ORS 183.484(2). Pursuant to ORS 536.075 and OAR 137-004-0080 you may either petition for judicial review or petition the Director for reconsideration of this order. A petition for reconsideration may be granted or denied by the Director, and if no action is taken within 60 days following the date the petition was filed, the petition shall be deemed denied.

Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	28	NW SE	44
10 S	3 W	WM	28	NW SE	47
10 S	3 W	WM	28	SW SE	44
10 S	3 W	WM	33	NW NE	44
10 S	3 W	WM	33	NE NW	44

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3. Certificate 54268 place of use has been reconfigured and better described by the Applicant, and the report is in the water right file, however, for the purposes of this instream lease the place of use must be what has been approved and shown on the Certificate.
4. Certificate 54268 does not specify an authorized period of use. However, the use is for manufacturing, which is considered year round uses unless otherwise specified in the Certificate.
5. The lease application includes the information required under OAR 690-077-0076(3). The Department provided notice of the lease application pursuant to OAR 690-077-0077(1). No comments were received.
6. The instream use is as follows:
Willamette River, tributary to Columbia River

Instream Point: At the POD (as described in Finding of Fact No. 2)

Certificate	Priority Date	Instream Rate (CFS)	Instream Volume (AF)	Period Protected Instream
54268	December 23, 1954	2.0	1447.93	January 1 through December 31

7. The amount and timing of the proposed instream flow is allowable within the limits and use of the original water right.
8. The protection of flows at the authorized point of diversion is appropriate, considering:
 - a. The instream water use begins at the recorded point of diversion;
 - b. The location of confluences with other streams downstream of the point of diversion.
 - c. There are no known areas of natural loss of streamflow to the river bed downstream from the point of diversion; and
 - d. Any return flows resulting from the exercise of the existing water right would re-enter the river downstream of the point of the instream water right.
9. The total monthly quantities of water to be protected under the existing and proposed instream rights at the point will provide for a beneficial purpose.
10. The total monthly quantities of water to be protected instream under existing and proposed instream rights at the point do not exceed the estimated average natural flow.
11. If approved, this instream lease is not reasonably expected to significantly affect land use as prescribed by ORS 197.180, OAR Chapter 660, Divisions 30 and 31, and OAR Chapter 690, Division 5.

12. Based upon review of the application, information provided by the Department's Watermaster, and other available information, the Department finds that the lease will not result in injury or enlargement. The order approving this instream lease may be modified or revoked under OAR 690-077-0077 if the Department later finds that the lease is causing injury to any existing water right or enlargement of the original right.
13. If a right which has been leased is later proposed to be leased again, transferred and/or reviewed under an allocation of conserved water, a new injury review shall be required. For example, instream transfers will be subject to a full and complete review to determine consistency with the requirements of OAR Chapter 690, Division 380 and Division 077. Approval of this lease does not establish a precedent for approval of any future transactions.
14. The Lessor has requested that the lease terminate on December 31, 2023. The lease has been submitted prior to the first day of the irrigation season. The lease may commence on January 1, 2019, being the first day of the irrigation season.
15. The Lessor has requested the option of terminating the lease early with written notice to the Department.

Conclusions of Law

The Department concludes that the lease will not result in injury or enlargement, OAR 690-077-0077. The lease conforms to the applicable provisions of OAR 690-077-0015.

Now, therefore it is ORDERED:


1. The Lease as described herein is APPROVED.
2. During each year of the term of the lease, the former place of use will no longer receive water as part of these rights, any supplemental rights, or any other layered irrigation water rights, including ground water registrations and permits.
3. The term of the lease will commence on January 1, 2019 and terminate on December 31, 2023. For multiyear leases, the lessor *shall* have the option of terminating the lease any time each year with written notice to the Department. However, if the termination request is received less than 30-days prior to the instream use period (January 1 through December 31) or after the water rights' original period of allowed use has begun, the Department may issue an order terminating the lease but use of water may not be allowed until the following calendar year, unless the Director determines that enlargement would not occur.

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Dated at Salem, Oregon this day SEP 06 2018.



 Dwight French, Water Right Services Division Administrator, for
 Thomas M. Byler, Director, Oregon Water Resources Department

This document was prepared by Sarah Henderson and if you have any questions, please call 503-986-0884.

Mailing date: SEP 14 2018

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Attachment 4
Portion of Purchase and Sale Agreement

Application for a Water Right Transfer – Certificate 94802

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PURCHASE AND SALE AGREEMENT

Linn County, Oregon

OWRD

THIS PURCHASE AND SALE AGREEMENT (“Agreement”), is made and entered into this 1st day of August, 2018 (the “Effective Date”), by and between **International Paper Company**, a New York corporation, successor-by-dissolution of IP EAT THREE LLC, a Delaware limited liability company, having an address at 6400 Poplar Avenue, Memphis, Tennessee 38197 (herein collectively “Seller”), and **Miller Albany Industrial Park, LLC**, an Oregon limited liability company, having an address of 5520 SW Woods Court, Portland, Oregon 97221 (“Purchaser”). The Effective Date shall be the date in which the Agreement is fully executed.

RECITALS:

- A. Seller owns certain real, personal, and intangible property commonly known as the former Millersburg International Paper Company Mill, a portion of which is located in the City of Millersburg, State of Oregon commonly identified as the following Linn County, Oregon Assessor Nos. 10S03W280000400, 10S03W280000900, and 10S03W290000500 (collectively, the “Property”). Seller also owns adjacent property commonly identified as Linn County, Oregon Assessor Nos. 10S03W290000201, 10S03W290000300, and 10S03W290000401 (“Seller’s Retained Property”) that shall be retained by Seller and shall not be included in this Agreement.
- B. Purchaser desires to acquire all of the Property from Seller, and Seller is willing to sell and convey all of the Property to Purchaser, on and subject to the terms of this Agreement.

WITNESSETH:

In consideration of the mutual covenants and agreements contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Seller and Purchaser (herein collectively the “Parties” and individually/severally a “Party”) agree as follows:

1. Sale and Purchase of Real Property.

Seller agrees to sell and Purchaser agrees to purchase the Property from Seller, on the terms and conditions set forth in this Agreement.

1.1 Definition of Property. The Property consists of:

(a) all of the real property consisting of approximately 190.31 acres of land located in the City of Millersburg, County of Linn and State of Oregon, as depicted on **Exhibit “A”** and legally described in **Exhibit “B,”** which are attached hereto and made a part hereof, together with Seller's interest in and to any and all tenements, hereditaments, appurtenances,

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and all other rights, privileges, easements, appurtenant thereto, including, but not limited to, **OWRD** any and all gas and mineral rights (collectively the "Land");

(b) All of the improvements currently situated on the Land, including, but not limited to all buildings, roadways, pipelines, tracks, switches and pumps (the "Improvements");

(c) All of Seller's rights (if any) in all tangible personal property located on the Land or in the Improvements and described in **Exhibit "C,"** which is attached hereto and made a part hereof (the "Personal Property"); and

(d) All of Seller's rights (if any) in all of the following intangible property now or hereafter existing with respect to the Property (the "Intangible Property"):

(i) All leases, licenses, permits (including, but not limited to, all Oregon Department of Environmental Quality (DEQ) Air Discharge Permit and Waste Water Permit (collectively the "DEQ Permits") and other agreements to occupy or use all or any part of the Land or Improvements (including, but not limited to, all railroad track side agreements or other agreements to use spur lines servicing the Land) together with, and subject to the manner in which the same are to be prorated under this Agreement, all rents, charges, deposits, and other sums due, accrued, or to become due thereunder, and all guaranties by third parties of any tenant's obligations under those leases, licenses, and other agreements;

(ii) All plans and specifications, all building permits and other permits pertaining to the construction of the Improvements and all warranties, guaranties and sureties now or hereafter received in connection with the construction of or equipment on the Improvements;

(iii) All licenses, permits, approvals, certificates of occupancy and franchises relating to the zoning, land use, ownership, operation, occupancy, construction, or maintenance of the Improvements;

(iv) All service and maintenance contracts and equipment leases in connection with or used by the Seller in the operation of the Improvements; and

(v) All interest in any adjoining spur or branch rail lines together with any and all Improvements located thereon.

~~Water rights shall not be included in the definition of Property, Land, Personal Property, Intangible Property or DEQ Permits and are specifically excluded from this Agreement.~~

1.2 Intentionally omitted.

2. Purchase Price.

The purchase price for the Property (the "Purchase Price") shall be the sum of Ten Million and 00/100 Dollars (\$10,000,000.00), and no further monetary or non-monetary consideration shall be provided. The Purchase Price shall be payable by Purchaser to Seller as follows:

Within five (5) business days of the Effective Date, Purchaser shall deposit into a designated escrow account with the following title company: First American Title Company, 777 Commercial Street SE #1001 Salem, Oregon 97301 (Attention: David Trivett, Title Officer, Phone: (541) 926-8808 - Email: dtrivett@firstam.com) ("Escrow Agent") the sum of Five Hundred Thousand and 00/100 Dollars (\$500,000.00) by check or wire transfer of immediately

ACCEPTING THIS INSTRUMENT, THE PERSON ACQUIRING FEE TITLE TO THE PROPERTY SHOULD CHECK WITH THE APPROPRIATE CITY OR COUNTY PLANNING DEPARTMENT TO VERIFY THAT THE UNIT OF LAND BEING TRANSFERRED IS A LAWFULLY ESTABLISHED LOT OR PARCEL, AS DEFINED IN ORS 92.010 OR 215.010, TO VERIFY THE APPROVED USES OF THE LOT OR PARCEL, TO VERIFY THE EXISTENCE OF FIRE PROTECTION FOR STRUCTURES AND TO INQUIRE ABOUT THE RIGHTS OF NEIGHBORING PROPERTY OWNERS, IF ANY, UNDER ORS 195.300, 195.301 AND 195.305 TO 195.336 AND SECTIONS 5 TO 11, CHAPTER 424, OREGON LAWS 2007, AND SECTIONS 2 TO 9 AND 17, CHAPTER 855, OREGON LAWS 2009, AND SECTIONS 2 TO 7, CHAPTER 8, OREGON LAWS 2010.

IN WITNESS WHEREOF, this Agreement was executed and shall become effective as of the Effective Date.

[Signature Page Follows]

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SELLER:

INTERNATIONAL PAPER COMPANY

By: William Kidwell

Name: WILLIAM P. KIDWELL

Title: DIRECTOR - GLOBAL REAL ESTATE SERVICES

Date: 8/1/2018

PURCHASER:

MILLER ALBANY INDUSTRIAL PARK, LLC

By: Pat Lockhart

Name: Pat Lockhart

Title: Manager

Date: 7-31-2018

Schedule of Exhibits:

- Exhibit A: Depiction of the Property
- Exhibit B: Legal Description of the Property
- Exhibit C: Schedule of Personal Property
- Exhibit D: Intentionally Omitted
- Exhibit E: Schedule of Encumbrances
- Exhibit F: Form of Special Warranty Deed
- Exhibit G: Schedule of Property Documents

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SAVE AND EXCEPT THAT PORTION OF THE ABOVE DESCRIBED PROPERTY CONVEYED TO LINN COUNTY, OREGON FOR ROADWAY PURPOSES, RECORDED APRIL 18, 1977, IN VOLUME 162, PAGE 971, MICROFILM RECORDS FOR LINN COUNTY, OREGON.

TRACT C:

BEGINNING AT THE SOUTHEAST CORNER OF THE ISAAC MILLER DONATION LAND CLAIM NO. 46; THENCE NORTH 1° 11' 47" WEST 262.63 FEET; THENCE SOUTH 88° 54' WEST 2226.47 FEET TO THE TRUE POINT OF BEGINNING; THENCE SOUTH 88° 54' WEST 300.31 FEET; THENCE SOUTH 18° 19' EAST 249.94 FEET; THENCE NORTH 42° 22' 18" EAST 328.97 FEET TO THE POINT OF BEGINNING.

TRACT D:

AN EASEMENT FOR CONSTRUCTION, MAINTENANCE, OPERATION AND REPAIR OF PIPE LINES AND PUMPING STATION AS CREATED BY THAT INSTRUMENT RECORDED DECEMBER 2, 1954 IN BOOK 240, PAGE 507, AND IN BOOK 240, PAGE 511, IN LINN COUNTY, OREGON

AND

AN EASEMENT FOR UNDERGROUND PIPELINE AS CREATED BY INSTRUMENT RECORDED FEBRUARY 27, 1996 IN BOOK 789, PAGE 600, IN LINN COUNTY, OREGON.

PARCEL II:

A TRACT OF LAND SITUATED IN THE CITY OF MILLERSBURG, COUNTY OF LINN AND STATE OF OREGON, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A 5/8 IN IRON ROD ON THE WESTERLY RIGHT-OF-WAY LINE OF COUNTY ROAD NO. 367, SAID IRON ROD BEING 264.00 FEET NORTH 1° 11' 50" WEST AND 30.00 FEET SOUTH 88° 50' 53" WEST FROM THE SOUTHEAST CORNER OF THE ISAAC MILLER SR. DONATION LAND CLAIM NO. 46 IN SECTION 28, TOWNSHIP 10 SOUTH, RANGE 3 WEST OF THE WILLAMETTE MERIDIAN IN LINN COUNTY, OREGON; RUNNING THENCE SOUTH 88° 54' 00" WEST 2513.26 FEET TO A 1/2 INCH IRON ROD; THENCE NORTH 18° 22' 20" WEST ALONG THE EASTERLY RIGHT-OF-WAY LINE OF THE OREGON ELECTRIC RAILWAY 2255.86 FEET TO A 2 INCH ANGLE IRON; THENCE NORTH 89° 24' 02" EAST, 1650.80 FEET; THENCE SOUTH 0° 55' 50" EAST 5.87 FEET; THENCE NORTH 89° 38' 35" EAST, 117.62 FEET; THENCE ALONG A 474.28 FOOT RADIUS CURVE RIGHT 573.72 FEET (LONG CHORD WHICH BEARS SOUTH 38° 23' 23" WEST, 539.38 FEET) TO A 3/4 INCH IRON PIPE; THENCE SOUTH 89° 20' 15" EAST, 580.34 FEET TO A 5/8 INCH IRON ROD; THENCE NORTH 89° 24' 39" EAST 1174.08 FEET TO A 3/4 INCH BOLT ON THE WESTERLY RIGHT-OF-WAY LINE OF COUNTY ROAD NO. 367; THENCE SOUTH 01° 11' 47" EAST, ALONG SAID WESTERLY RIGHT-OF-WAY LINE 1708.39 FEET TO THE POINT OF BEGINNING.

SAVE AND EXCEPT THAT PORTION OF THE ABOVE DESCRIBED PROPERTY DEEDED TO LINN COUNTY IN VOLUME 992, PAGE 455, DECEMBER 2, 1998, LINN COUNTY DEED RECORDS;

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Attachment 6
From Lands Table

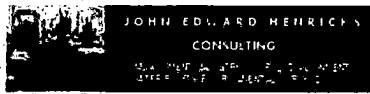
Application for a Water Right Transfer – Certificate 94802

AUTHORIZED (the "from" or "off" lands)											
List only that part or portion of the water right that will be changed.											
Twp	Rng	Sec	¼	¼	Tax Lot	DLC	Acres	Type of USE listed on Certificate	POD(s) or POA(s) (name or number from Table 1)	Priority Date	
10	S	3	W	21	SE	SE		54	Industrial/ Manufact.	POD 1	12/23/ 1954
				21	SW	SE		54			
				28	NE	NE		47			
				28	NW	NE		47			
				28	NE	NW		47			
				28	SW	NE		47			
				28	SE	NW		47			
				28	NW	SE		47			
				28	NW	SE		44			
				28	NE	SW		47			
				28	NE	SW		44			
				28	SW	SE		44			
				28	SE	SW		44			
TOTAL ACRES:											

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1586 West Thornton Lake Drive NW
Albany, Oregon 97321
541-971-7668 Mobile
541-926-5956 Evenings
Henricks@peak.org

Wednesday, May 15, 2013

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Oregon Water Resources Department
725 Summer Street NE, Suite A
Salem, OR 97301-1266

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Attn: Dwight French

Re: International Paper Company paper mill property located in Linn County, Albany, Oregon and **Certificate 54268**, 1) below, **place of use clarification under ORS 540.520(9) 1999 SB301**. Refer to attached map / drawing item F below. Other map attachments are for clarity of intent for final water distribution.

Background: International Paper Company (IP) is in the process of demolishing and marketing the Albany paper mill facility / site. IP's intentions are to take advantage of the existing infrastructure and create 3 parcels that maximize the sites potential and future use for manufacturing.

In 1954 Willamette Industries, Inc. applied for the first water right on the property and built a paper mill referred to as Western Kraft on the property. In 2002 Weyerhaeuser Company acquired the property from Willamette Industries, Inc. IP purchased the property in 2008 from Weyerhaeuser Company and is the current owner. All of the water rights at the mill have been in continuous use and the pumping system at the point of diversion is ready, willing, and able to pump the entire rate of the combined existing rights.

The place of use, point of diversion, rate, delivery system, and type of use of all four existing water rights, 1), 2), 3), & 4) below, are not being changed by the creation of the 3 parcels from the single parent parcel. A transfer application is not required with the State of Oregon Water Resources Department (WRD) that manages water rights to create and allocate the places of use for the rights. Site service agreements will be created as part of the sales to address specific water service commitments between parties.

ORS 540.520(9), Senate Bill 301 from Oregon 1999 legislative session, allows the place of use on manufacturing sites to be the property of record owned at or before the priority date. Prior to this bill manufacturing water rights were mapped showing a very limited place of use when in actuality the water was piped throughout the facility. It was not uncommon to see a single boiler building shown on the map as the place of use when the site consisted of several hundred acres of land. This bill provided a statute for the certificate holder to use the water where it was intended to be used and has been used on the entire acreage (refer to attachment "G" page 3).

Existing Water Rights pertinent to the Parent Parcel:

- 1) **Certificate no. 54268**, Permit no. S- 23102, Application no. S-29640
Priority Date: December 23, 1954 Type of use: Manufacturing
Rate: 18.0 cubic feet per second (cfs)
Original right for paper mill prior to construction.
- 2) **Certificate no. 85736**, Permit no. S-47184, Application no. S-64515
Priority Date: October 29, 1982 Type of use: Manufacturing
Rate: 12.0 cfs

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Additional water for plant modernization and additional capacity.

3) **Transfer No. 7526**

- a. Certificate no. 68559, Permit no. 14106
Priority Date: November 2, 1939 Type of use: Log deck sprinkling
Rate: 1.93 cfs
- b. Certificate no. 20829, Permit no. 20469
Priority Date: June 11, 1943 Type of use: Manufacturing
Rate: 2.0 cfs
- c. Certificate no. 20873, Permit no. 20514
Priority Date: January 23, 1951 Type of use: Manufacturing
Rate: 1.2 cfs

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5.13 cfs total transferred downstream from Culp Creek to cover all paper mill lands, fill some gaps, and cogeneration facility.

4) **Permit no. 54030**, Application no. S-84780

Priority Date: June 7, 2001 Type of use: Irrigation of 254.6 acres
Rate: 3.18 cfs and 2.5 acre-feet for each acre irrigated during the irrigation season each year.
Water Resources Commission Willamette Basin Exception - Water from the aeration pond (sludge) was being land applied under State of Oregon Department of Environmental Quality (DEQ) permit. The water was used to grow a crop and hence needed a water right from the WRD. It is a limited irrigation right tied to the source of the aeration pond as the point of diversion.

Objective: To create the appropriate maps / drawings for recordation of the three parcels being created that clearly show the place of use and rate for each of the four existing water rights pertinent to the parent parcel. These maps / drawings are attached and described as follows;

ATTACHMENTS

- A. **Land Sale.DWG** – Proposed Sale Parcels #'s 1, 2, &3
This map shows the 3 parcels being created from the single parent parcel each having a different hachuring and lists the water right / rights associated with each hachured parcel.
- B. **APM-08-4777-P-01** – Final Proof Survey Map for **Permit S-54030 4) above**. This is an irrigation right with a source as the aeration pond. This shows acreage included in **Sale Parcel #1**.
- C. **MISC-02-4276-P-01 REV. 3** – Final Proof Survey Map for **Transfer 7526 3)b above**.
This is an amendment map, dated November 9th, 2012, that shows 254.6 acres, highlighted light brown, as receiving 1.2 cfs from certificate 20873 on acreage included in **Sale Parcel #1**. Certificate 20873 is one of three certificates that make up T-7526.
- D. **MISC-02-4276-P-01 REV. 3** – Final Proof Survey Map for **Transfer 7526 3)a above**.
This is an amendment map, dated November 9th, 2012, that shows 365.3 acres, highlighted light green, as receiving 1.93 cfs from certificate 68559 and 2.0 cfs from certificate 20829 on acreage included in **Sale Parcel #2**. Certificates 68559 and 20829 are two of three certificates that make up T-7526.
- E. **Drawing No. 3650P03** (APM-99-3650-P-03 Rev 0) – ORS 540.520(9) SB 301 Lands for **Certificate 85736 2) above**. This map shows the place of use and is intended to be the new final proof map in the water right file. This shows acreage included in **Sale Parcel #2**.
- F. **Drawing No. 3650P02** (APM 99-3650-P-02 Rev 0) – ORS 540.520(9) SB 301 Lands for **Certificate 54268 1) above**. This map shows the place of use and is intended to be the new final proof map in the water right file. This shows acreage included in **Sale Parcel #3**. This also

shows that 1.0 cfs of the total 18 cfs was sold to Flakeboard America in 2007. This was noted by a letter sent to the State of Oregon Water Resources Department with the site service agreement and is found in the water right file at which time the Claim of Beneficial Use map for T-7526 was amended to remove the Flakeboard site from the place of use and is also noted in the aforementioned letter.

- G. Drawing No. 3650P01R1** (APM-99-3650-P-01 Rev 1) – ORS 540.520(9) SB 301 Lands for the parent parcel being divided into three parcels shown in "A" above. This map was created September of 1999 to show the paper mill lands that had water rights available for manufacturing use. This is the base map used to equitably divide the water on the three newly created parcels as shown on attachments E & F above.
- H. MISC-02-4276-P-01 REV. 3** – Stamped and Signed Final Proof Survey Map for Transfer 7526. Map amendment dated November 9th, 2012. Map change shows, 254.6 acres, as receiving 1.2 cfs from certificate 20873 and 365.3 acres, as receiving 1.93 cfs from certificate 68559 and 2.0 cfs from certificate 20829. This map was amended to clarify the place of use of each of the three water rights involved in the transfer prior to certificate issuance.

Summary: The place of use for **water right 1) above, Certificate 54268 is Sale Parcel #3** as shown on the **attached map F** above, Drawing No. 3650P02. The type of use, point of diversion, rate, and delivery system remain unchanged. This is the only water right covering the mapped lands of parcel #3.

If you have any additional questions or comments, feel free to contact me at either of the numbers listed above.

Sincerely,

J. Edward Henricks
OR PLS, CWRE No. 170

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cc:

Dan M. Davis
International Paper Company
Manager Surplus Properties
6400 Poplar Avenue
Memphis, TN 38197
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(901)419-4270

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541-409-5573 mobile

Enclosure(s): Attachments A,B,C,D,E,F,G, & H