

**TRI-DAM PROJECT
MINUTES OF THE JOINT BOARD
OF DIRECTORS REGULAR MEETING**

May 19, 2022
Oakdale, California

The Joint Boards of Directors of the Oakdale Irrigation District and the South San Joaquin Irrigation District met in joint session at the office of Oakdale Irrigation District in Oakdale, California, on the above date for the purpose of conducting business of the Tri-Dam Project, pursuant to the resolution adopted by each of the respective Districts on July 29, 1955.

President Orvis called the meeting to order at 9:00 a.m.

OID DIRECTORS

SSJID DIRECTORS

DIRECTORS PRESENT:

BRAD DeBOER
HERMAN DOORNENBAL
TOM ORVIS
ED TOBIAS
LINDA SANTOS

JOHN HOLBROOK
BOB HOLMES
DAVE KAMPER
GLENN SPYKSMA
MIKE WESTSTEYN

DIRECTORS ABSENT:

Also, Present:

Jarom Zimmerman, General Manager, Tri-Dam Project; Brian Jaruszewski, Admin. & Finance Manager, Tri-Dam Project; Genna Modrell, Admin. & Finance Asst., Tri-Dam Project; Susan Larson, Compliance Coordinator, Tri-Dam Project; Peter Rietkerk, General Manager, SSJID; Sharon Cisneros, Interim General Manager, OID; Tim Wasiewski, Counsel; Tim O'Laughlin, Counsel, Derrick Whipple, Alliant Insurance Services; Allen Tyler, Gallagher, A.J. Gallagher & Co. Insurance Brokers

PUBLIC COMMENT

None.

CONSENT CALENDAR

ITEM #1 Approve the regular board meeting minutes of April 21, 2022.

ITEM #2 Approve the April financial statements and statement of obligations.

Director Holbrook moved to approve the consent calendar. Director Santos seconded the motion.

The motion passed by the following roll call vote:

AYES: DeBoer, Doornenbal, Orvis, Santos, Tobias, Holbrook, Holmes, Kamper, Spyksma, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: None

ACTION CALENDAR

ITEM #3 Discuss and consider adoption of Resolution TDP 2022-07 to implement teleconferencing requirements during a proclaimed state of emergency.

Director Kamper moved to approve as presented with Sharon Cisneros as Interim General Manager. Director Doornenbal seconded the motion.

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Tobias, Holbrook, Holmes, Kamper, Spyksma

NOES: DeBoer, Santos, Weststeyn

ABSTAINING: None

ABSENT: None

TRI-DAM PROJECT
RESOLUTION No. TDP 2022-07
RESOLUTION TO IMPLEMENT TELECONFERENCING REQUIREMENTS
DURING A PROCLAIMED STATE OF EMERGENCY

WHEREAS, the Ralph M. Brown Act requires that all meetings of a legislative body of a local agency be open and public and that any person may attend and participate in such meetings;

WHEREAS, the Brown Act allows for legislative bodies to hold meetings by teleconference, but imposes specific requirements for doing so;

WHEREAS, on March 17, 2020, in order to address the need for public meetings during the present public health emergency, Governor Newsom issued Executive Order No. N-29-20, suspending the Act's teleconferencing requirements; and

WHEREAS, on June 11, 2021, Governor Newsom issued Executive Order No. N-8-21, continuing the suspension of the Brown Act's teleconferencing requirements through September 30, 2021; and

WHEREAS, these Executive Orders allowed legislative bodies to meet virtually as long as certain notice and accessibility requirements were met; and

WHEREAS, the State Legislature amended the Brown Act through Assembly Bill No. 361 (AB 361) on September 16, 2021; and

WHEREAS, AB 361 amended the Brown Act so that a local agency may use teleconferencing without complying with the regular teleconferencing requirements of the Act, where the legislative body holds a meeting during a proclaimed state of emergency and makes certain findings; and

WHEREAS, Government Code section 54953 requires that the legislative body make additional findings every 30 days in order to continue such teleconferencing.

NOW THEREFORE, the Board of Directors of the Tri-Dam Project hereby finds, determines, declares, orders, and resolves as follows:

1. That the foregoing recitals are true and correct and incorporates them by this reference.
2. The Board of Directors (“Board”) of the Tri-Dam Project (“TDP”) finds, by a majority vote, the following:
 - a. That there exists a proclaimed state of emergency; and
 - b. State or local officials have imposed or recommended measures to promote social distancing.
3. TDP staff is authorized to take all steps and perform all actions necessary to execute and implement this Resolution in compliance with Government Code section 54953.
4. That this Resolution shall take effect immediately and shall remain in effect for thirty (30) days thereafter, provided the conditions set forth in Section 2 remain.

ITEM #4 Discussion and possible action to approve 2022-2023 Insurance Renewal.

Jarom Zimmerman provided a timeline and summary of the current insurance renewal activities, and recommended appointing Alliant Insurance Services as Tri-Dam’s insurance broker of record.

Director Holbrook moved to approve changing the broker to Alliant Insurance Services. Director Doornenbal seconded the motion.

The motion failed by the following roll call vote:

AYES: Doornenbal, Holbrook, Holmes, Kamper

NOES: DeBoer, Orvis, Santos, Tobias, Spyksma, Weststeyn

ABSTAINING: None

ABSENT: None

Director Holbrook moved to defer this item to the Advisory Meeting of June 6, 2022 and authorize the Advisory Committee to bind the Board with respect to any action to appoint or re-appoint an insurance broker. Director Santos seconded the motion.

The motion passed by the following roll call vote:

AYES: DeBoer, Orvis, Santos, Tobias, Holbrook, Holmes, Kamper, Spyksma, Weststeyn

NOES: Doornenbal

ABSTAINING: None

ABSENT: None

ITEM #5 Discussion and possible action to approve Resolution TDP 2022-08 Authorization for Maintenance of Bank Accounts.

Director Santos moved to approve Resolution TDP 2022-08 as presented with Sharon Cisneros as Interim General Manager. Director Spyksma seconded the motion.

The motion passed by the following roll call vote:

AYES: DeBoer, Doornenbal, Orvis, Santos, Tobias, Holbrook, Holmes, Kamper, Spyksma, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: None

TRI-DAM PROJECT RESOLUTION NO. TDP 2022-08

Oakdale Irrigation District

South San Joaquin Irrigation District

AUTHORIZATION FOR MAINTENANCE OF BANK ACCOUNTS

WHEREAS, the Joint Board of Directors of said Tri-Dam Project desires that specific persons be authorized to sign checks;

NOW THEREFORE, BE IT RESOLVED, that the persons designated to sign checks on the checking account, effective June 1, 2022, together with their respective titles, are as follows:

BANK: Oak Valley Community Bank

CHECK SIGNATORIES:

Jarom Zimmerman, General Manager, Tri-Dam Project

Brian Jaruszewski, Finance and Administrative Manager, Tri-Dam Project

Scot Moody, General Manager, Oakdale Irrigation District

Peter M. Rietkerk, General Manager, South San Joaquin Irrigation District

Sharon Cisneros, Chief Financial Officer, Oakdale Irrigation District

BE IT FURTHER RESOLVED, that two signatures from the "CHECK SIGNATORIES" listed above are required on checks.

ITEM #6 Discussion and possible action to approve Resolution TDP 2022-09 Establishment of a Custodial Deposits Account at Oak Valley Community Bank.

Brian Jaruszewski stated that the Project is holding deposits relevant to Tulloch permitting and communication site contracts which should be held separate from the regular operating fund.

Director Doornenbal moved to approve as presented with Sharon Cisneros as Interim General Manager. Director Holmes seconded the motion.

The motion passed by the following roll call vote:

AYES: DeBoer, Doornenbal, Orvis, Santos, Tobias, Holbrook, Holmes, Kamper, Spyksma, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #7 Discussion and possible action related to designating the date of one Tri-Dam Project regular meeting in Strawberry.

After a brief discussion, the Board agreed to move the August 18, 2022 regular meeting location to the Tri-Dam office in Strawberry, CA.

Director Weststeyn moved to approve August 18, 2022 in Strawberry. Director Doornenbal seconded the motion.

The motion passed by the following roll call vote:

AYES: Doornenbal, DeBoer, Orvis, Santos, Tobias, Holmes, Spyksma, Weststeyn

NOES: Holbrook, Kamper

ABSTAINING: None

ABSENT: None

ITEM #8 Discussion and possible action to approve the 2022 employee wage increase.

Jarom Zimmerman presented the IBEW represented employee wage schedule and increase effective for the full pay period that includes June 1, 2022.

Director Santos moved to approve as presented. Director Holbrook seconded the motion.

The motion passed by the following roll call vote:

AYES: DeBoer, Doornenbal, Orvis, Santos, Tobias, Holbrook, Holmes, Kamper, Spyksma, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #9 Discussion and possible action to approve fiscal year 2022 budget amendment.

Brian Jaruszewski presented an amended fiscal year 2022 capital budget, which includes the deferral (or elimination) of several projects, cost reductions in the current year for some projects, and cost increases to other projects.

Director Kamper moved to approve as presented. Director Doornenbal seconded the motion.

The motion passed by the following roll call vote:

AYES: DeBoer, Doornenbal, Orvis, Santos, Tobias, Holbrook, Holmes, Kamper, Spyksma, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #10 Discussion and possible action to approve two (2) 2023 Chevy 3500 4WD, Double Cab, 162" Work Trucks.

Jarom Zimmerman answered Directors' questions and recommended purchasing two Chevy 3500 4WD Work Trucks from Steve's Chevrolet and two truck bed from Stiles Truck Body & Equipment, Inc.

Director Kamper moved to purchase the vehicles as presented. Director Tobias seconded the motion.

The motion passed by the following roll call vote:

AYES: DeBoer, Doornenbal, Santos, Tobias, Holbrook, Holmes, Kamper, Spyksma

NOES: Orvis, Weststeyn

ABSTAINING: None

ABSENT: None

ITEM #11 Discussion and possible action to award a contract to HDR Engineering to revise the Probable Maximum Flood (PMF) analysis and report, and to respond to comments made by FERC.

Jarom Zimmerman provided an update on the PMF study, and stated that HDR would correct the original deficiencies and finalize the response to FERC comments.

Director Spyksma moved to approve as presented. Director Santos seconded the motion.

The motion passed by the following roll call vote:

AYES: DeBoer, Doornenbal, Orvis, Santos, Tobias, Holbrook, Holmes, Kamper, Spyksma, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: None

COMMUNICATIONS

ITEM #12 Tri-Dam Project and Tri-Dam Power Authority Consolidation Update

Jarom Zimmerman provided an update on the efforts to consolidate the two (2) entities. Specifically, that FERC would categorize the consolidation as a license transfer, rather than a name change. As such, the license would be opened up for a public comment period which could result in additional costly or burdensome requirements. FERC also stated that the water rights would need to be in the name of the new JPA, to whom the license is issued, and not in the Districts' name.. Therefore, efforts to consolidate the entities will not continue.

ITEM #13 Staff Reports

Jarom Zimmerman presented the staff reports and responded to Director questions.

ITEM #14 Generation Report

No discussion.

ITEM #15 Fisheries Studies on the Lower Stanislaus River

No discussion.

ITEM #16 Directors Comments

The Directors thanked Jarom, Brian, Susan, Genna, and staff for another great board packet.

Director Kamper stated 40% unimpaired flows – no battle? Asking OID Board to reconsider.

Director Tobias thank Jarom for the work on insurance.

Director Santos thanked Sharon Cisneros for stepping in as Interim General Manager and hoping for a continued collaborative effort. Looking forward to positive changes.

Director DeBoer commented “We are blessed with a great water right and we should give thanks to our forefathers.”

Recess to Tri-Dam Power Authority

President Orvis recessed to the Tri-Dam Power Authority Board of Commissioners meeting at 11:08 a.m.

The Tri-Dam Project meeting resumed at 11:13 a.m. after the Tri-Dam Power Authority meeting adjourned.

President Orvis announced before closed session that the following items would be discussed. The Board took a brief recess at 11:14 a.m. and convened to Closed Session at 11:25 a.m.

ITEM #17 Closed Session

- a. CONFERENCE WITH REGAL PROPERTY NEGOTIATOR
Government Code § 54956.8
Property: Assessor’s Parcel Number: 061-057-001, Connor Estates Drive
Agency Negotiators: Jarom Zimmerman, Brian Jaruszewski and Susan Larson
Under Negotiations: Price and Terms of payment of sale
- b. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION
Government Code § 54956.9(d)(1)
 1. *Tri-Dam v. Scott Frazier*
Eastern District of California No: 1:20-cv-00408-SKO
 2. *Tri-Dam v. MWH Americas, Inc., et al.*
Tuolumne County Superior Court, Case No. CV61638
 3. *SJTA v. State Water Resources Control Board*
Judicial Council Coordination Proceeding 5013
- c. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Possible Initiation of Litigation
Government Code § 54956.9(d)(4)
Four (4) cases
- d. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Significant Exposure to Litigation
Government Code § 54956.9(d)(2)

Two (2) cases

e. CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Government Code § 54956.8

Negotiating Parties: Oakdale Irrigation District, South San Joaquin Irrigation District, and San Joaquin Tributaries Authority and Stockton East Water District

Property: Water

Agency Negotiators: OID & SSJID General Manager and Water Counsel

Under Negotiations: Price and Terms of payment of sale

At the hour of 12:04 p.m., the Board reconvened to open session.

Disclosure of reportable actions taken in Closed Session, pursuant to Government Code Section 54957.1: There were no reportable actions taken in closed session.

ADJOURNMENT

President Orvis adjourned the meeting at 12:04 p.m.

The next regular board meeting is scheduled for June 16, 2022, at the offices of South San Joaquin Irrigation District, Manteca, California beginning at 9:00 a.m.

ATTEST:

Peter M. Rietkerk
Secretary, SSJID