

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

June 15, 2023  
Manteca, 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 South San Joaquin Irrigation District in Manteca, 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 Weststeyn called the meeting to order at 9:00 a.m.

**OID DIRECTORS**

**SSJID DIRECTORS**

***DIRECTORS PRESENT:***

ED TOBIAS  
LINDA SANTOS  
TOM ORVIS  
HERMAN DOORNENBAL

JOHN HOLBROOK  
MIKE WESTSTEYN  
DAVID KAMPER  
DAVID ROOS

**Also Present:**

Summer Nicotero, General Manager, Tri-Dam Project; Scot A. Moody, General Manager, Oakdale Irrigation District; Sharon Cisneros, Chief Financial Officer, Oakdale Irrigation District; Genna Modrell, Finance Asst., Tri-Dam Project; Vera Whittenburg, Finance Manager, Tri-Dam Project; Sonya Williams, Finance & Admin. Manager, SSJID; Mia Brown, Counsel, SSJID

**PUBLIC COMMENT**

No public comment.

**CONSENT CALENDAR**

- ITEM #1** Approve the regular board meeting minutes of May 17, 2023.  
**ITEM #2** Approve the May statement of obligations.

Director Tobias moved to approve items one and two as presented. Director Holbrook seconded the motion.

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: DeBoer, Spyksma

## **ACTION CALENDAR**

### **ITEM #3 Discussion and possible action to approve 2022 Audited Financial Statements – Presentation by C.J. Brown & Company.**

Chris Brown from C.J. Brown & Company discussed the audit process and presented Tri-Dam Project's 2022 audited financial statements, noting that his firm has issued an unqualified opinion. Mr. Brown advised that there were no difficulties or issues encountered during the audit.

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

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: DeBoer, Spyksma

*President Weststeyn recessed to the Tri-Dam Power Authority Board of Commissioners meeting at 9:18 a.m.*

*The Tri-Dam Project meeting resumed at 9:30 a.m. after the Tri-Dam Power Authority meeting adjourned.*

### **ITEM #4 Discussion and possible action to approve selected 2023/2024 Insurance policies – Presentation by Alliant Insurance Services.**

Robert Crawford of Alliant Insurance Services presented the insurance renewal proposal, detailing the Project's (and Authority's) coverages and related premiums. Mr. Crawford presented the quotes he has received from various carriers. In general, it has been a difficult renewal process for Tri-Dam's property insurance and the market continues to worsen, leading to increased premiums.

Director Kamper moved to authorize the General Manager to negotiate premiums and authorize the Advisory Committee to bind coverage. Director Santos seconded the motion.

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: DeBoer, Spyksma

### **ITEM #5 Discussion and possible action to approve the 2023 unrepresented employee cost of living adjustment.**

Summer Nicotero presented the unrepresented employee salary schedule reflecting the recommended CPI increase effective for the full pay period that includes July 1, 2023.

Director Orvis moved to approve the cost of living increase of 3.56% as presented. Director Holbrook seconded the motion.

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: DeBoer, Spyksma

**ITEM #6 Discussion and possible action to authorize the General Manager to obtain a design consultant to scope the remodel of the Sonora office space.**

Summer Nicotero presented the idea of hiring a consultant now to do the design which will enable staff to move forward once the inspections are completed and escrow closes.

Director Tobias moved to approve as presented. Director Roos seconded the motion.

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: DeBoer, Spyksma

**ITEM #7 Discussion and possible action to approve the FERC annual headwater benefit assessment.**

Summer Nicotero presented the headwater benefit invoice and responded to Director questions.

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

The motion passed by the following roll call vote:

AYES: Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn

NOES: Doornenbal

ABSTAINING: None

ABSENT: DeBoer, Spyksma

**ITEM #8 Discussion and possible action to authorize the General Manager to sign the Power of Attorney and approve the disposal of surplus property and consider adoption of Resolution TDP 2023-05 Surplus Property.**

Vera Whittenburg presented an item to be declared surplus and responded to Director questions.

TRI-DAM PROJECT  
Oakdale Irrigation District  
South San Joaquin Irrigation District

RESOLUTION NO. TDP 2023-05

RESOLUTION AUTHORIZING DISPOSAL OF SURPLUS PROPERTY

BE IT RESOLVED, that the Board of Directors of the Oakdale Irrigation District and the South San Joaquin Irrigation District meeting as the Joint Board of Directors of the Tri-Dam Project adopt this Resolution.

WHEREAS, the Tri-Dam Project, hereinafter referred to as the "Project" may, under the provisions of Section 22500 of the Water Code, dispose of property of the PROJECT which it finds no longer necessary for PROJECT purposes; and

WHEREAS, the Joint Board of Directors find that the property listed is no longer necessary for PROJECT purposes, and that it is in the best interest of the PROJECT to dispose of the surplus property identified as:

#1 (2017122-07) 2018 Chevy Silverado 3500 VIN # 1GB5KYCY7JZ168929 -- 94,026 miles

WHEREAS, the vehicle is in “totaled” conditioned and insurance has an adjusted settlement value of \$58,010

NOW THEREFORE BE IT RESOLVED that the Joint Board of Directors

1. Authorizes Tri-Dam Project staff to dispose of said surplus and salvage property through the insurance settlement.

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

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: DeBoer, Spyksma

**ITEM #9 Consider adoption of Resolution TDP 2023-06 Surplus Property.**

Vera Whittenburg presented an item to be declared surplus and responded to Director questions.

TRI-DAM PROJECT  
Oakdale Irrigation District  
South San Joaquin Irrigation District

RESOLUTION NO. TDP 2023-06

**RESOLUTION AUTHORIZING DISPOSAL OF SURPLUS PROPERTY**

BE IT RESOLVED, that the Board of Directors of the Oakdale Irrigation District and the South San Joaquin Irrigation District meeting as the Joint Board of Directors of the Tri-Dam Project adopt this Resolution.

WHEREAS, the Tri-Dam Project, hereinafter referred to as the “Project” may, under the provisions of Section 22500 of the Water Code, dispose of property of the PROJECT which it finds no longer necessary for PROJECT purposes; and

WHEREAS, the Joint Board of Directors find that the property listed is no longer necessary for PROJECT purposes, and that it is in the best interest of the PROJECT to dispose of the surplus property identified as:

#1 (2012055) ENCO Milling Machine

WHEREAS, the milling machine is in “poor” condition,

NOW THEREFORE BE IT RESOLVED that the Joint Board of Directors

1. Authorizes Tri-Dam Project staff to dispose of said surplus and salvage property

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

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: DeBoer, Spyksma

**ITEM #10 Discussion and possible action to approve the purchase of log booms for Donnells and approve capital budget increase.**

Summer Nicotero explained our license requires that we return to the river, when possible, the debris that is caught in each reservoir. This year we separated the middle section of the log booms at Donnells Dam to ease the load of the predicted debris. However, as a result of the high flows and amount of material, the remaining log booms on the north side suffered a mechanical failure and were swept through the spillway. She presented the quote and a capital budget increase of \$25,000.

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

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: DeBoer, Spyksma

**ITEM #11 Discussion and possible action to approve WECC/NERC Compliance Audit – Rocky Mountain Power Service, Inc.**

Summer Nicotero presented the compliance quote and responded to Director questions.

Director Orvis moved to approve as presented. Director Roos seconded the motion.

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: DeBoer, Spyksma

**ITEM #12 Discussion and possible action to approve Tulloch generator and exciter testing – Rocky Mountain Power Service, Inc.**

Summer Nicotero presented the testing quote and responded to Director questions.

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

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: DeBoer, Spyksma

**ITEM #13 Discussion and possible action to approve a Capital Project to install a CyberLock Security System and approve the purchase of additional CyberLocks.**

Vera Whittenburg explained that this item was previously presented as a purchase when in fact it is a project. Staff is requesting an additional \$8,000 and a budget amendment to move \$42,000 in labor and overhead to capital.

Director Tobias moved to approve the additional \$8,000 and a budget amendment to move \$42,000 in labor and overhead to capital. Director Holbrook seconded the motion.

The motion passed by the following roll call vote:

AYES: Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn  
NOES: Doornenbal  
ABSTAINING: None  
ABSENT: DeBoer, Spyksma

**ITEM #14 Discussion and possible action to approve the purchase of five (5) truck replacements.**

Summer Nicotero explained the difficulties in obtaining two Chevrolet trucks that were approved in 2022 and have now been pushed to 2024.

Director Holbrook moved to approve \$495,000 and authorized the General Manager to purchase trucks currently on the lot. Director Santos seconded the motion.

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn  
NOES: None  
ABSTAINING: None  
ABSENT: DeBoer, Spyksma

**ITEM #15 Consider adoption of Resolution TDP 2023-07 authorizing the General Manager to execute all necessary documents related to the acquisition of the property at 14800 & 14830 Mono Way, Sonora, CA (APN # 043-110-026 & 043-110-032). *This item will be taken after closed session.***

TRI-DAM PROJECT  
Oakdale Irrigation District  
South San Joaquin Irrigation District

RESOLUTION NO. TDP 2023-07

RESOLUTION AUTHORIZING THE PURCHASE OF REAL PROPERTY

WHEREAS, the Tri-Dam Project is a joint venture of the Oakdale Irrigation District and the South San Joaquin Irrigation District (collectively, "Districts"); and

WHEREAS, the Tri-Dam Board of Directors is comprised of the Board of Directors of both Districts; and

WHEREAS, the Districts may, under the authority provided under Section 22425 of the California Water Code, acquire real property to carry out district purposes; and

WHEREAS, the Districts desire to purchase certain parcels real property situate in the City of Sonora, County of Tuolumne, located at 14800 and 14830 Mono Way, and identified by Assessor's Parcel Numbers 043-110-026 and 043-110-032 (Subject Property"), for the purposes of locating the principal place of business for the Tri-Dam Project and Tri-Dam Authority; and

WHEREAS, the record owner of the Subject Property, the Billie Jean Tichenor Trust, has agreed to sell the Subject Property to the Districts under the terms and conditions;

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

1. The purchase of the Subject Property, with title to be taken jointly by both Districts, is authorized under the following terms and conditions:
  - a. The purchase price to be paid shall be One Million, Six Hundred Ninety-Five Thousand Dollars and 00/100 (\$1,695,000.00);

- b. The Districts, as the buyers, shall be responsible for all costs related to the transfer of the title of the Subject Property, included but not limited to closing costs, title fees, brokerage fees, survey costs, transfer fees, recording fees and administration fees, as set forth in that Purchase and Sale Agreement between the parties; and
- c. The sale is not contingent upon an appraisal, and
- d. The sale shall comply with any applicable provisions of the Government Code.

2. Tri-Dam Project General Manager, Summer Nicotero, is authorized to execute all documents on behalf of Tri-Dam and the Districts, including the Purchase and Sale Agreement, deeds or other instruments of conveyance, and all other forms or documents necessary or convenient to effectuate the purchase of the Subject Property and the transfer title thereto.

3. Tri-Dam Project General Manager, Summer Nicotero, is authorized and directed to take all actions and do all things necessary and proper to effectuate the purchase of the Subject Property and the transfer of title thereto, including, but not limited to, recording instruments of conveyance and other related documents with the County Recorder's Office.

Director Kamper moved to authorize the General Manager to execute all necessary documents related to the property acquisition as presented. Director Orvis seconded the motion.

The motion passed by the following roll call vote:

AYES: Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Weststeyn

NOES: None

ABSTAINING: None

ABSENT: DeBoer, Spyksma

## **COMMUNICATIONS**

### **ITEM #16 Staff Reports:**

- A. General Manager, Summer Nicotero
  - Summer Nicotero provided a brief summary of her report.
- B. Operations and Maintenance Manager, Summer Nicotero
  - Summer Nicotero did not have anything to add to her report.
- C. License Compliance Coordinator, Susan Larson
  - Susan Larson did not have anything to add to her report.

### **ITEM #17 Generation Report**

No report.

### **ITEM #15 Fisheries Studies on the Lower Stanislaus River**

No report.

### **ITEM #18 Directors Comments**

The Directors thanked Sharon Cisneros, Summer Nicotero, Vera Whittenburg and staff on successfully completing the 2022 audit.

President Weststeyn announced before closed session that the following items would be discussed. The Board took a brief recess at 11:38 a.m. and convened to Closed Session at 12:30 p.m.

## ITEM #17 Closed Session

17. a. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION  
Government Code § 54956.9(d)(1)
  1. *Lee Tyler et al. v. Oakdale Irrigation; et al.*  
Calaveras Superior Court Case No. 17CV42319
  2. *San Joaquin Tributaries Authority, et al v. California State Water Resources Control Board*  
County of Sacramento Superior Court  
Case No. JCCP 5013
- b. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION  
Significant Exposure to Litigation  
Government Code § 54956.9(d)(2)  
One (1) case
- c. PUBLIC EMPLOYMENT  
Government Code sec. 54957(b)
  1. Unrepresented Employees
- d. REAL PROPERTY NEGOTIATIONS  
Government Code § 54956.8  
Property: 043-110-026 and 043-110-032  
Agency Negotiator: General Manager  
Negotiating Parties: Billie Jean Tichenor Trust  
Under Negotiation: Price and Terms

At the hour of 1:06 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 Weststeyn adjourned the meeting at 1:09 p.m.

The next regular board meeting is scheduled for July 20, 2023, at the offices of Tri-Dam Project beginning at 9:00 a.m.

ATTEST:

---

Summer Nicotero, Secretary  
Tri-Dam Project