

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

July 21, 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 9:02 a.m.

OID DIRECTORS

SSJID DIRECTORS

DIRECTORS PRESENT:

BRAD DeBOER
HERMAN DOORNENBAL
LINDA SANTOS
TOM ORVIS
ED TOBIAS

JOHN HOLBROOK
BOB HOLMES
DAVE KAMPTER
GLENN SPYKSMA
MIKE WESTSTEYN

Director Doornenbal arrived at 9:19 a.m.

Also, Present:

Scot A. Moody, Interim General Manager, Tri-Dam Project; Peter Rietkerk, Interim General Manager, Tri-Dam Project; Sharon Cisneros, Chief Financial Officer, OID; Mia Brown, SSJID General Counsel; Susan Larson, License Compliance Coordinator, Tri-Dam Project; Chris Tuggle, Operations and Maintenance Manager, Tri-Dam Project; Tim O’Laughlin, Counsel, Forrest Killingsworth, Engineering, SSJID

Peter Rietkerk, Interim General Manager, requested item no. 11 be pulled out of order and presented following item no. 5.

PUBLIC COMMENT

Director Holmes informed the Board of the recent passing of Robert Schultz, prior South San Joaquin Irrigation District Director.

CONSENT CALENDAR

***ITEM #1 Approve the regular board meeting minutes of June 16, 2022.
 Approve the special board meeting minutes of June 30, 2022.***

Director Tobias moved to approve the consent calendar as presented. Director Weststeyn seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: DeBoer

ACTION CALENDAR

ITEM #2 Discuss and consider adoption of Resolution TDP 2022-11 to implement teleconferencing requirements during a proclaimed state of emergency.

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

The motion passed by the following roll call vote:

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

NOES: Santos, Weststeyn

ABSTAINING: None

ABSENT: DeBoer

TRI-DAM PROJECT
RESOLUTION No. TDP 2022-11
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 #3 Discussion and possible action 2022-2023 Insurance Renewal

Director Santos moved to approve the 2022/2023 insurance policies and authorized current Interim General Managers to execute the agreements. Director Spyksma seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: DeBoer

ITEM #4 Discussion and possible action to approve the United States Geological Survey (USGS) Streamgaging agreement Fiscal Year 2023

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

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: DeBoer

ITEM #5 Discussion and possible action to approve Power Purchasing Agreement—Z Global

Director Doornenbal moved to approve the power purchasing agreement at the fixed rate cost with a termination date of December 31, 2023. Director Weststeyn seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #11 Canyon Tunnel Update (Information Only)

Forrest Killingsworth gave an update on the Canyon Tunnel.

ITEM #6 Discussion and possible action regarding District Distribution and Maintenance Fund Transfer pursuant to Tri-Dam Project Resolution #2013-01

Director Santos moved to approve bringing the above item back to the Board at the September meeting. Director Holbrook seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #7 Discussion and possible action regarding payment of CalPERS Unfunded Liability for FY 2022/23

Director Holbrook moved to approve payment of CalPERS unfunded liability for FY 2022/23 and that it be brought back to the Board each year, as an informational item, after it has been paid. Director Santos seconded the motion.

The motion passed by the following roll call vote:

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

NOES: Doornenbal, DeBoer

ABSTAINING: None

ABSENT: None

ITEM #8 Discussion and consider appointment of ad-hoc Management Committee.

Director Kamper moved to approve an ad-hoc management committee, and appointing the General Managers and Board Presidents from Oakdale Irrigation District and South San Joaquin Irrigation District as committee members. Noting that the Chief Financial Officers from both entities will be used as advisors as needed. Director Doornenbal seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #9 Discussion and possible action to change the date of the August 2022 Board Meeting.

Director Tobias moved to approve changing the date of the August 2022 Board Meeting to August 25, 2022. Director Weststeyn seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #10 Discussion and possible action regarding a possible tour of Donnell's following the next Board meeting in Strawberry.

Susan Larson discussed hosting a tour of Donnell's following the August board meeting. After discussion, it was recommended to have the tour in October. The day will be determined at a later date.

Communications

ITEM #15 Staff Reports:

Scot Moody and Peter Rietkerk presented the staff reports and responded to Director's questions.

Chris Tuggle and Susan Larson gave an update to the Board regarding their divisions.

ITEM #16 Generation Report

No report

ITEM #17 Fisheries Studies on the Lower Stanislaus River

No report.

ITEM #18 Directors Comments

Director Weststeyn mentioned that he drove by the Lake Tulloch day use site, and complimented the progress. He shared that he spent a week on the lake recently and reminded the Board that there is a recreational value to the lake, and that needs to be kept in mind for the community.

Director Holbrook thanked Sharon Cisneros for her work at Tri-Dam, and thanked the Tri-Dam staff for their continual work.

Director Spyksma expressed his appreciation to Sharon Cisneros for her work at Tri-Dam, and noted that the Board will need to keep the financials in mind moving forward.

Director DeBoer expressed that there need to be systems and/or procedures for oversight and comprehension of Tri-Dam. He stated he was thankful for the staff that has been carrying on, and thankful for the assistance of Sharon Cisneros.

Director Santos mentioned she was disappointed with the status of Tri-Dam, although with Sharon Cisneros qualification, it will be beneficial to Tri-Dam and Oakdale Irrigation District. Santos stated that Tri-Dam is on the right direction, and just needs to keep moving along.

Director Doornenbal agreed with Director Spyksma and Director DeBoer's comments and stated that those actions now need to happen.

Director Tobias expressed his appreciation for staff and all who have been helping out with Tri-Dam, and said it is something to learn from in the future. He ended by stating he is looking forward to day use area.

Director Orvis thanked everyone at Tri-Dam and all managers who have continued to move forward on a daily basis. Director Orvis updated the Board that he has had outreach from the current congressman representing Tri-Dam. Orvis thought it would be productive for the General Managers, Board Presidents and Compliance to have an open conversation with congress.

Recess to Tri-Dam Power Authority

President Orvis recessed to the Tri-Dam Power Authority Board of Commissioners meeting at 10:37 a.m.

The Tri-Dam Project meeting resumed at 10:40 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 10:41 a.m. and convened to Closed Session at 10:45 a.m.

ITEM #11 Closed Session

11. a. 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

- b. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Possible Initiation of Litigation
Government Code § 54956.9(d)(4)
Four (4) cases

- c. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Significant Exposure to Litigation
Government Code § 54956.9(d)(2)
Two (2) cases

- d. PUBLIC EMPLOYEE PERFORMANCE EVALUATION
Government Code § 54957(b)(1)
 - 1. Interim General Manager
 - 2. General Manager
 - 3. Finance and Administrative Manager

At the hour of 12:19 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.

ITEM #12 Discussion and possible action to authorizing Interim General Manager to enter into a PSA with an executive recruitment firm for the Finance & Administrative Manager position.

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

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #13 Discussion and possible action to approve an employment agreement for Interim General Manager.

Director Kamper moved to approve employment agreement with Jeff Shields for Interim General Manager.
Director Doornenbal seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #14 Discussion and possible action regarding compensation for Tri-Dam Management.

Director Santos moved to approve the compensation scale of \$208.50 per hour. Director Weststeyn seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ADJOURNMENT

President Orvis adjourned the meeting at 12:29 p.m.

The next regular board meeting is scheduled for August 25, 2022, at the offices of Tri-Dam beginning at 9:00 a.m.

ATTEST:

Jeff Shields
Interim Secretary
Tri-Dam Project