

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

July 17, 2014  
Manteca, California

The Joint Board of Directors of the Oakdale Irrigation District and the South San Joaquin Irrigation District met in joint session at the office of the South San Joaquin Irrigation District located 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.

The regular meeting was called to order at 9:00 A.M. by Chairman Roos.

**OID DIRECTORS**

**SSJID DIRECTORS**

***DIRECTORS PRESENT:***

FRANK CLARK  
HERMAN DOORNENBAL  
STEVE WEBB

BOB HOLMES  
JOHN HOLBROOK  
RALPH ROOS  
DALE KUIL  
DAVE KAMPER

***DIRECTORS ABSENT:***  
JACK ALPERS, AL BAIROS, JR.

***ALSO PRESENT:***

Ron Berry, General Manager and Secretary, Tri-Dam Project; Jeff Shields, General Manager, SSJID; Bere Lindley, CFO, SSJID; Steve Knell, General Manager, OID; Kathy Cook, CFO, OID; Gary Jernigan, Special Projects Manager, OID; Rick Dodge, Finance Manager, Tri-Dam Project; Genna Modrell, Finance Asst., Tri-Dam Project; Tim Townsend, Operations Supervisor, Tri-Dam Project; Valerie Kincaid, Counsel, OID

***PUBLIC COMMENT***

None

***ITEM #1 REVIEW AND APPROVE MINUTES OF THE REGULAR MEETING***

Chairman Roos presented the June 17, 2014 Minutes of the Regular Board meeting. Director Kuil moved to approve the June 17, 2014 Minutes of the Regular Board meeting. The motion was seconded by Director Clark. The motion passed 8-0.

***ITEM #2 FINANCIAL MATTERS***

**a) Review and Approve the Financial Statements**

Finance Manager Dodge reviewed the June financial statements, noting a profit of \$1.6 million for the month and that year-to-date operating expenses continue to trend below budget. Mr. Dodge also advised that cash and investment balances

grew \$2.4 million, primarily due to power generation payments and the receipt of \$1.3 million received from the California Department of Boating and Waterways for the grant to construct the new Beardsley Reservoir boat launch.

**b) Review Investment Portfolio and Reserve Fund Status**

Finance Manager Dodge presented the monthly activity and securities held in each of the Project's reserve funds and responded to questions.

**c) Review and Approve the Statement of Obligations**

Finance Manager Dodge reviewed the statement of obligations and responded to questions.

Director Webb moved to approve the financial statements and statement of obligations. Director Holbrook seconded the motion. The motion passed 8-0.

***ITEM #3 APPROVE POSTPONEMENT OF RESOLUTION TDP 2013-01 DISTRICT DISTRIBUTION***

Director Webb advised that the OID board does not want to postpone Resolution 2013-01. Accordingly, Mr. Dodge advised that pursuant to Resolution 2013-01, the funds available for distribution to each district as of June 30, 2014, to be distributed before July 31, 2014, total \$2.053 million.

***ITEM #4 BEARDSLEY REC IMPROVEMENTS – PHASE II UPDATE***

Gary Jernigan briefly reviewed the status of the Phase II and final close out status of Phase I. With regard to Phase I, Mr. Jernigan advised that the final payment to Ford Construction will be held until agreement has been reached on any necessary repairs to the Beardsley parking lot. Mr. Jernigan, Ford, and the slurry seal sub-contractor are scheduled to meet on site before the end of July to resolve the matter.

With regard to Phase II, Mr. Jernigan advised that Contractor Services Group (CSG) was credited \$833 from change order no. 2 from the prior month, and that the project is complete. Mr. Jernigan responded to questions regarding the final close out numbers, and further advised that final payment to CSG will be paid within 35 days of the close out documents being executed and filed.

Director Kamper moved to make final payment to Ford Construction for Phase I once all work has been satisfactorily completed, and to approve the final closeout agreement with CSG and file the notice of completion for Phase II. Director Webb seconded the motion. The motion passed 8-0.

***ITEM #5 PROJECT STAFF REPORTS***

General Manager Berry provided an update on Mead and Hunt (Donnells uprate) and discussed Tulloch spoilage piles. Operations Supervisor Townsend reviewed water conditions, Donnells Dam spill gate repairs scheduled for August and the EAP five year Functional Exercise final report submitted to FERC.

**ITEM #6 GENERATION AND POWER MARKETING REPORT**

No discussion.

**ITEM #7 FISHBIO**

GM Berry will schedule a meeting with Doug Demko to discuss additional areas to cut from the current year budget.

**ITEM #8 CLOSED SESSION**

- a. Conference with legal counsel – Existing Litigation  
Pursuant to subdivision (c) of Section 54956.9 - 5 cases
  - 1. Tri-Dam Project v. Schediwy, et al.
  - 2. Tri-Dam Project v. Keller
  - 3. Tri-Dam Project v. Michael, et al.
  - 4. Tri-Dam Project v. Yick
  - 5. Tri-Dam Project v. Holman
  
- b. Conference with Real Property Negotiators, Pursuant to Section 54956.8  
Property: APN's 064-029-062 and 064-029-063  
Agency Negotiators: Ron Berry  
Negotiating Parties: Tri-Dam Project and Merle Holman  
Under Negotiation: Price and Terms of payment
  
- c. Conference with Labor Negotiator  
Pursuant to Section 54957.6  
Agency Negotiator: General Manager  
Employee Organization: IBEW and Management Group

No action taken during closed session.

**ITEM #9 DIRECTOR COMMENTS**

Director Webb commented that he believes the new Tri-Dam general manager and the management team is doing a good job.

Director Holbrook agreed with Director Webb.

**ADJOURNMENT**

Chairman Roos adjourned the Tri-Dam Project Board of Directors Meeting at 10:11 A.M.

The next Regular Board meeting is scheduled for August 21, 2014, at the Oakdale Irrigation District in Oakdale, California beginning at 9:00 A.M.

ATTEST:

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Ron Berry  
Secretary, Tri-Dam Project