

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

September 15, 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

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DIRECTORS PRESENT:

BRAD DeBOER
ED TOBIAS
LINDA SANTOS
TOM ORVIS

JOHN HOLBROOK
BOB HOLMES
MIKE WESTSTEYN
GLENN SPYKSMA

Also, Present:

Jeff Shields, Interim General Manager; Scot A. Moody, General Manager, Oakdale Irrigation District; Peter Rietkerk, General Manager, South San Joaquin Irrigation District; Sharon Cisneros, Chief Financial Officer, Oakdale Irrigation District; Susan Larson, License Compliance Coordinator, Tri-Dam Project; Chris Tuggle, Operations and Maintenance Manager, Tri-Dam Project; Chris Brown, Fedak & Brown, LLP; Tim O’Laughlin, Counsel, via zoom.

PUBLIC COMMENT

No public comment.

CONSENT CALENDAR

Director Weststeyn requested Item Number 1 be pulled from the Consent Calendar to be discussed.

- ITEM #2 Approve the regular board meeting minutes of August 25, 2022.**
- ITEM #3 Approve the June, July, August statement of obligations.**
- ITEM #4 Approve renewal of Anthem Medical Plan Insurance Coverage effective January 1, 2023.**
- ITEM #5 Approve renewal of Delta Dental Insurance Plan Coverage effective January 1, 2023.**
- ITEM #6 Approval renewal of Vision Services Plan Insurance Coverage effective January 1, 2023.**

Director Tobias moved to approve items two through six on the consent calendar. Director Holbrook seconded the motion.

The motion passed by the following roll call vote:

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

NOES: Holmes

ABSTAINING: None

ABSENT: Doornenbal, Kamper

PULLED CONSENT CALENDAR

ITEM #1 Discuss and consider adoption of Resolution TDP 2022-15 to implement teleconferencing requirements during a proclaimed state of emergency.

Director Holbrook moved to approve item one on the consent calendar. Director Orvis seconded the motion.

The motion failed by the following roll call vote:

AYES: Orvis, DeBoer, Santos, Tobias, Holbrook, Holmes

NOES: Weststeyn, Spyksma

ABSTAINING: None

ABSENT: Doornenbal, Kamper

ACTION CALENDAR

ITEM #7 Consider approval of the 2021 Audited Financial Statements – Presentation by Fedak & Brown LLP.

Chris Brown from Fedak & Brown LLP presented the 2021 Audited Financial Statements.

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

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: Doornenbal, Kamper

President Orvis recessed to the Tri-Dam Power Authority Board of Commissioners meeting at 9:28 a.m.

The Tri-Dam Project meeting resumed at 9:48 a.m. after the Tri-Dam Power Authority meeting adjourned.

ITEM #8 Review and take possible action to approve the Financial Statements for the six months ending June 30, 2022.

Director Santos moved to approve the Financial Statements for the six months ending June 30 2022. Director Spyksma seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: Doornenbal, Kamper

ITEM #9 Review and take possible action to approve Resolution TDP 2022-16 District Distribution.

Director Holmes approved Resolution TDP 2022-16 District Distribution. Director Santos seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None
ABSTAINING: None
ABSENT: Doornenbal, Kamper

ITEM #10 Review and take possible actions to authorize the Interim General Manager to sign a Professional Services Agreement with Provost & Pritchard for roadway design along Hells Half Acre Roadway (5N95) – USFS.

Director Holbrook moved to authorize the Interim General Manager to sign a Professional Service Agreement with Provost & Pritchard for roadway design along Hells Half Acre Roadway (5N95) – USFS. Director Santos seconded the motion.

The motion passed by the following roll call vote:
AYES: Orvis, DeBoer, Santos, Tobias, Holbrook, Holmes, Spyksma, Weststeyn
NOES: None
ABSTAINING: None
ABSENT: Doornenbal, Kamper

ITEM #11 Review and take possible action to authorize the Interim General Manager to sign a Professional Services Agreement with Provost & Pritchard for Design and Engineering Services for the Tulloch Spillway Road Project – Phase 1.

Director Santos motion to authorize the Interim General Manager to sign a Professional Services Agreement with Provost & Pritchard for Design and Engineering Services for the Tulloch Spillway Road Project – Phase 1. Director Homes seconded the motion.

The motion passed by the following roll call vote:
AYES: Orvis, DeBoer, Santos, Tobias, Holbrook, Holmes, Spyksma, Weststeyn
NOES: None
ABSTAINING: None
ABSENT: Doornenbal, Kamper

ITEM #12 Review and take possible action to approve PG&E Islanding Letter Agreement

Director Weststeyn moved to approve PG&E Islanding Letter Agreement. Director Santos seconded the motion.

The motion passed by the following roll call vote:
AYES: Orvis, DeBoer, Santos, Tobias, Holbrook, Holmes, Spyksma, Weststeyn
NOES: None
ABSTAINING: None
ABSENT: Doornenbal, Kamper

ITEM #13 Review and take possible action to approve an amendment to the budget to include the reroofing of both Donnell's Powerhouse and Cottage, and authorize the General Manager to solicit competitive bids and award to the lowest qualifying bidder.

Director Holbrook moved to approve an amendment to the budget to include the reroofing of both Donnell's Powerhouse and Cottage, and authorize the General Manager to solicit competitive bids and award to the lowest qualifying bidder. Director Santos seconded the motion.

The motion passed by the following roll call vote:
AYES: Orvis, DeBoer, Santos, Tobias, Holbrook, Holmes, Spyksma, Weststeyn

NOES: None
ABSTAINING: None
ABSENT: Doornenbal, Kamper

Communications

ITEM #14 Staff Reports:

A. Interim General Manager, Jeff Shields

- Mr. Shields updated the Board on the need to remove a concrete barge that is at the bottom of the Tulloch reservoir, and Tri-Dam will be designating a plan next year once the reservoir drops.
- Mr. Shields gave a quick update regarding the General Manager recruitment.
- He gave an update with Z-Global and the power purchase agreement.
- Mr. Shields gave a tour to TuCARE, which was received by the community well. He also informed the Board that TuCARE's annual resources tour is scheduled for Thursday, October 6th at 8:30 a.m. which will be touring the Tulloch reservoir and dam.
- Mr. Shields stated he received the reservoir drawn down schedule from the Bureau of Reclamation.
- Susan Larson and Mr. Shields met with Forest Service about Mill Creek Bridge, and gave an update regarding a road closure.

B. Operations and Maintenance Manager, Chris Tuggle

- Mr. Tuggle gave an update regarding the Mill Creek Bridge, stating it will be about one hundred percent done today, only needing a couple pieces of lumber for the bridge. Mr. Tuggle added that it turned out successful.

C. License Compliance Coordinator, Susan Larson

- No comments in addition to what was provided in the Board packet.

ITEM #15 Generation Report

No report.

ITEM #16 Fisheries Studies on the Lower Stanislaus River

No report.

ITEM #17 Directors Comments

Director Holmes, thanked Sharon Cisneros, Chief Financial Officer from Oakdale Irrigation District for completing the Tri-Dam audit. All Directors also thanked her.

Director Weststeyn requested that the Statement of Obligations be stated in check order going forward, instead of amount as they are currently.

Director Santos, thanked Sharon Cisneros, and added that she is glad to see projects are being done that were previously deferred.

Director DeBoer stated he is excited to see the team work in regards to Tri-Dam. He expanded, that all the projects and completion of work is due to team work, and when everyone pitches in, then it will all come together. Director DeBoer thanked Sharon Cisneros for being a team leader, and suggested that the Boards consider keeping the financial management at one of the Districts. He added that work can be facilitated up at Tri-Dam, but the oversight be done by one of the Districts, he prompted the question, does Tri-Dam needs a full time Finance Administrator? Director DeBoer ended by thanking Jeff Shield, Interim General Manager.

Jeff Shields, Interim General Manager added to Director DeBoer's comment. He stated with the help of Sharon Cisneros and Sonya Williams, Finance and Administration Manager, they rewrote the job

description for the Tri-Dam Finance Administration Manager. He also added that he is working on bringing the two District's IT teams together to assist with Tri-Dam.

President Orvis announced before closed session that the following items would be discussed. The Board took a brief recess at 11:06 a.m. and convened to Closed Session at 11:18 a.m.

ITEM #18 Closed Session

- 18. 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. *SJTA v. State Water Resources Control Board*
Judicial Council Coordination Proceeding 5013
- 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 EMPLOYMENT
Government Code sec. 54957(b)
 - 1. General Manager
 - 2. Finance & Administrative Manager

At the hour of 12:00 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 12:00 p.m.

The next regular board meeting is scheduled for October 20, 2022, at the offices of South San Joaquin Irrigation District beginning at 9:00 a.m.

ATTEST:

Jeff Shields
Interim Secretary
Tri-Dam Project