

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

November 21, 2019  
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 located 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 9:03 a.m.

**OID DIRECTORS**

**SSJID DIRECTORS**

***DIRECTORS PRESENT:***

TOM ORVIS  
HERMAN DOORNENBAL  
LINDA SANTOS

DAVE KAMPER  
RALPH ROOS  
JOHN HOLBROOK  
MIKE WESTSTEYN  
BOB HOLMES

***DIRECTORS ABSENT:***  
BRAD DeBOER; GAIL ALTIERI

***Also, Present:***

Jeff Shields, Interim General Manager, Tri-Dam Project; Rick Dodge, Finance Manager, Tri-Dam Project; Genna Modrell, Finance Assistant, Tri-Dam Project; Brian Belitz, Operations Supervisor, Tri-Dam Project; Susan Larson, License Compliance, Tri-Dam Project; Troy Hammerbeck, Maintenance Supervisor, Tri-Dam Project; Kevin Ogg, Technician, Tri-Dam Project; Tim Wasiewski, Counsel; Steve Knell, General Manager, OID; Peter Rietkerk, General Manager, SSJID; Bere Lindley, Asst. General Manager, SSJID; Jason Jones, Support Services Manager, OID; Forrest Killingsworth, Engineer, SSJID; Doug Demko and Andrea Fuller, FishBio

***PUBLIC COMMENT***

None.

***CONSENT CALENDAR***

ITEM #1 Approve the regular board meeting minutes of October 17, 2019.

ITEM #2 Approve the October 2019 financial statements and statement of obligations.

Director Santos moved to approve the Consent Calendar items #1 and #2 as presented. Director Holbrook seconded the motion. The motion passed OID 3-0, SSJID 5-0.

## **ACTION CALENDAR**

### ***ITEM #3 Discussion and possible action to authorize the General Manager to sign the PSA with PAR Environmental Services, Inc. for Cultural Resources Studies along Hells Half Acre Road.***

Susan Larson presented the Professional Services Agreement for PAR Environmental Services, and explained the USFS has reviewed the PAR proposal and advised that they found PAR's proposal to be comprehensive in all required study area.

Director Holbrook moved to approve the PSA for PAR Environmental as presented. Director Santos seconded the motion. The motion passed OID 3-0, SSJID 5-0.

### ***ITEM #4 Discussion and possible action to utilize the general fund or maintenance fund for Beardsley Afterbay maintenance repair project.***

Rick Dodge presented a historical summary of the maintenance reserve fund including past projects paid from the maintenance reserve fund, discussed the projections provided, and answered Directors questions. Dodge also clarified that the yearend projections assume payment from current cash from operations, and will not change any numbers previously provided to the Districts.

Director Holmes moved to utilize current cash from operations to pay the 2019 expenses relevant to the Beardsley Afterbay repair project. Director Santos seconded the motion. The motion passed OID 3-0, SSJID 5-0.

### ***ITEM #5 Discussion and possible action to approve staff to procure all materials, equipment, and training necessary to proceed with the Beardsley Afterbay Sheet Pile Grout Work Plan.***

Forest Killingsworth updated the Board on the current project status, presented the quote to procure all materials, equipment, and training to proceed with the Beardsley Afterbay sheet pile grout work, and answered Director questions.

Director Kamper moved to approve procurement, equipment, and training as presented. Director Doornenbal seconded the motion. The motion passed OID 3-0, SSJID 5-0.

### ***ITEM #6 Discussion and possible action to approve the PSA with Watermark Engineering, Inc. for streamgaging services.***

Jeff Shields presented the PSA for Watermark Engineering and explained the Exhibit B Fee Schedule had been previously approved in September 2018.

Director Kamper moved to approve the PSA for Watermark Engineering as presented. Director Santos seconded the motion. The motion passed OID 3-0, SSJID 5-0.

***ITEM #7 Discussion and possible action to approve Resolution TDP 2019.10 Elect New Secretary and General Manager.***

Jeff Shields advised the Board the hiring process has successfully been completed and recommended the Board adopt this resolution to appoint Jarom Zimmerman as General Manager and Secretary, effective December 2, 2019.

Director Doornenbal moved to approve the resolution as presented. Director Holmes seconded the motion. The motion passed with a roll call vote OID 3-0, SSJID 5-0.

***ITEM #8 Discussion and possible action to approve Resolution TDP 2019.11 Authorization for Maintenance of Deposit Accounts***

Jeff Shields recommended the Board adopt this resolution authorizing Jarom Zimmerman as a bank signatory.

Director Holbrook moved to adopt Resolution TDP 2019.11 as presented. Director Santos seconded the motion. The motion passed with a roll call vote OID 3-0, SSJID 5-0.

***ITEM #9 Discussion and possible action to approve 2019 annual recognition of unrepresented staff.***

Jeff Shields recommended awarding \$2,000 (gross) to seven (7) unrepresented employees for their performance in 2019.

Jeff also requested seven (7) unrepresented staff receive four days of paid time off between Christmas and New Year's Day mirroring similar actions by the Districts.

Director Holbrook moved to approve the \$2,000 for unrepresented staff as presented and four days off between Christmas and New Years for unrepresented and IBEW staff. Director Santos seconded the motion. The motion passed OID 3-0, SSJID 5-0.

See amendment after Item #19 Directors Comments.

***ITEM #10 FishBio presentation, discussion, and possible action to approve 2020 budget proposal.***

Doug Demko and Andrea Fuller from FishBio gave a presentation to update the Board on 2019 accomplishments and potential 2020 activities. Mr. Demko noted that FishBio's studies conclude that the vast majority of fish returning to the river are hatchery fish, and predation continues as a significant cause of mortality.

Mr. Demko also discussed FishBio's proposed 2020 budget, recommending a total budget of \$1.75 million.

Director Holmes moved to approve the FishBio budget as presented. Director Santos seconded the motion. The motion passed OID 3-0, SSJID 5-0.

***ITEM #11 Discussion and possible action to approve 2020 draft budget***

Rick Dodge presented the draft 2020 budget, and reviewed various revenue and expense accounts and the related underlying assumptions used. The budget presented includes the addition of one (1) fulltime employee, \$2.5 million for Phase 2 of the Beardsley Afterbay repair project, \$2.0 million for the Tulloch Spillway road repair, and several projects that were not completed in 2019. Dodge also recommended the following adjustments to the draft budget that were discussed at the November 19, 2019 Advisory Committee meeting: 1. Increase the Tulloch Recreation Site (capital) to \$1.0 million from \$790,000, 2. Increase the ROV inspection of the Beardsley intake and penstock to \$36,000 from \$15,000, and 3. Increase labor costs by \$8,865 to account for shift operator step increases.

Director Kamper moved to approve the 2020 budget with adjustments. Director Santos seconded the motion. The motion passed OID 3-0, SSJID 5-0.

***ITEM #12 Discussion and possible action to approve 2020 ACWA membership dues***

Jeff Shields presented the 2020 invoice for ACWA membership dues and responded to Director questions.

Director Holbrook moved to approve paying the membership dues as presented. Director Santos seconded the motion. The motion passed OID 3-0, SSJID 4-1. Director Kamper voted no.

***ITEM #13 2019 IBEW Performance Recognition***

Jeff Shields presented a summary of unplanned plant outages during 2018/2019 and the corresponding awarding of the incentive bonus payment of \$32,000 to be divided equally among 17 eligible represented employees. This performance incentive is a part of the MOU with IBEW represented employees. The incentive promotes teamwork amongst the maintenance and operations staff to identify and perform work that will sustain a high level of plant availability.

***ITEM #14 Update on roles and responsibilities of Counsel O’Laughlin & Paris LLP.***

Tim Wasiewski provided a handout to the Board outlining responsibilities of O’Laughlin & Paris in the coming year and responded to Directors questions.

***ITEM #15 Discussion and update on Washington D.C. activities – Jason Larrabee***

No discussion.

***ITEM #16 Staff Reports***

In addition to the written reports, Jeff Shields reminded the Board the new General Manager, Jarom Zimmerman, will begin work December 2, 2019.

***ITEM #17 Generation Report***

No discussion.

**ITEM #18 Fisheries Studies on the Lower Stanislaus River**

No discussion.

**ITEM #19 Directors Comments**

Director Orvis thanked Jeff Shields for assisting as the Interim General Manager.

**ITEM #9 Amendment**

Director Holbrook moved to reconsider agenda Item #9. Director Santos seconded the motion. The motion passed OID 3-0, SSJID 5-0.

Director Holbrook moved to amend the number of unrepresented staff from seven (7) to eight (8) to include the General Manager. Director Santos seconded the motion. The motion passed OID 3-0, SSJID 5-0.

**Recess to Tri-Dam Power Authority**

President Orvis recessed to the Tri-Dam Power Authority Board of Commissioners meeting at 12:53 p.m.

The Tri-Dam Project meeting resumed at 12:56 p.m. after the Tri-Dam Power Authority meeting adjourned.

**ITEM #20 Closed Session**

President Orvis announced before closed session that the following items would be discussed:

- a. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION  
Government Code § 54956.9(d)(1)  
Tri-Dam v. Emilo Arco et al.  
Eastern District of California Case No. 1:19-cv-01505-DAD-BAM  
  
Tri-Dam v. Resort at Lake Tulloch, LLC  
Eastern District of California Case No. 1:19-cv-01536-DAD-EPG
- b. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION  
Significant Exposure to Potential Litigation  
Government Code § 54956.9(d)(2)  
Four (4) cases
- c. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION  
Significant Exposure to Potential Litigation  
Government Code § 54956.9(b)  
One (1) case

At the hour of 1:22 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 1:22 p.m.

The next regular board meeting is scheduled for December 19, 2019, at South San Joaquin Irrigation District in Manteca, California beginning at 9:00 a.m.

ATTEST:

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Jeff Shields  
Interim Secretary, Tri-Dam Project