

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

May 21, 2020
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 9:01 a.m.

OID DIRECTORS

SSJID DIRECTORS

DIRECTORS PRESENT:

TOM ORVIS
HERMAN DOORNENBAL
GAIL ALTIERI
BRAD DeBOER
LINDA SANTOS

DAVE KAMPER
RALPH ROOS
JOHN HOLBROOK
MIKE WESTSTEYN
BOB HOLMES

DIRECTORS ABSENT:

Also, Present:

Jarom Zimmerman, General Manager, Tri-Dam Project; Rick Dodge, Finance Manager, Tri-Dam Project; Genna Modrell, Finance Assistant, Tri-Dam Project; Susan Larson, License Compliance, Tri-Dam Project; Mia Brown, Counsel, SSJID; Steve Knell, General Manager, OID; Peter Rietkerk, General Manager, SSJID; Michael O'Leary, IT Manager, SSJID; Matt Weber, Downey Brand, Tim Wasiewski, O' Laughlin & Paris; Whitney Crockett, Maze & Associates; Allen Tyler, Arthur J. Gallaher & Co., Kevin Ogg, Technician, Tri-Dam Project; Jason Jones, Support Services Manager, OID

PUBLIC COMMENT

None.

CONSENT CALENDAR

ITEM #1 Approve the special board meeting minutes of March 26, 2020.

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

The motion passed by the following roll call vote:

AYES: DeBoer, Doornenbal, Orvis (OID); Holbrook, Holmes, Kamper, Roos, Weststeyn (SSJID)

NOES: Altieri, Santos (OID)

ABSTAINING: None

ABSENT: None

ITEM #2 Approve the regular board meeting minutes of April 16, 2020.

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

The motion passed by the following roll call vote:

AYES: Altieri, DeBoer, Doornenbal, Orvis, Santos (OID); Holbrook, Holmes, Kamper, Roos, Weststeyn (SSJID)

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #3 Discussion and possible action to approve April 2020 financial statements and statement of obligations.

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

The motion passed by the following roll call vote:

AYES: Altieri, DeBoer, Doornenbal, Orvis, Santos (OID); Holbrook, Holmes, Kamper, Roos, Weststeyn (SSJID)

NOES: None

ABSTAINING: None

ABSENT: None

ACTION CALENDAR

ITEM #4 Discussion and possible action to approve 2019 Audited Financial Statements – Maze & Associates.

Whitney Crockett from Maze & Associates discussed the audit process and presented Tri-Dam Project's 2019 audited financial statements, noting that her firm has issued an unqualified opinion. Ms. Crockett advised that there were no difficulties or issues encountered during the audit.

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

The motion passed by the following roll call vote:

AYES: Altieri, DeBoer, Doornenbal, Orvis, Santos (OID); Holbrook, Holmes, Kamper, Roos, Weststeyn (SSJID)

NOES: None

ABSTAINING: None

ABSENT: None

Recess to Tri-Dam Power Authority

President Orvis recessed to the Tri-Dam Power Authority Board of Commissioners meeting at 9:20 a.m.

The Tri-Dam Project meeting resumed at 9:32 a.m. after the Tri-Dam Power Authority meeting adjourned.

ITEM #5 Discussion and possible action for 2020-2021 Insurance Renewal – Arthur J. Gallagher & Co.

Allen Tyler of Arthur J. Gallagher & Company discussed the insurance renewal proposal, detailing the Project's (and Authority's) coverages and related premiums. Mr. Tyler presented the firm quotes he has thus far received from various carriers, and discussed other potential quotes he continues to solicit. 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 Holbrook moved to authorize GM Zimmerman to bind coverage as presented or better, with total premiums not to exceed \$753,732.43. Director DeBoer seconded the motion.

The motion passed by the following roll call vote:

AYES: Altieri, DeBoer, Doornenbal, Orvis, Santos (OID); Holbrook, Holmes, Kamper, Roos, Weststeyn (SSJID)

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #6 Discussion and possible action to re-roof the Tulloch Powerhouse.

GM Zimmerman presented the roofing quotes and answered Directors' questions.

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

The motion passed by the following roll call vote:

AYES: Altieri, DeBoer, Doornenbal, Orvis, Santos (OID); Holbrook, Holmes, Kamper, Roos, Weststeyn (SSJID)

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #7 Discussion and possible action, following public hearing, to act upon modifications to the Tulloch permitting process for implementation of a plan change order fee, re-inspection fee and increase in fees for proceeding with work prior to obtaining a permit.

Susan Larson presented the modifications and reasoning for the following additions:

- | | |
|--|------------------------|
| 1. Permit Change Request | \$400.00 |
| 2. Re-inspection Fee (per additional inspection) | \$150.00 |
| 3. "After the Fact" Additional Permit Fee | \$250.00 - \$3,000.00* |
- *Added to the Specific Permit Fee

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

The motion passed by the following roll call vote:

AYES: Altieri, DeBoer, Doornenbal, Orvis, Santos (OID); Holbrook, Holmes, Kamper, Roos, Weststeyn (SSJID)

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #8 Discussion and possible action to approve a budget adjustment for the Siemens SCADA modernization project.

Rick Dodge advised this item was included in the 2019 budget. During the 2020 budget preparation process, this project was expected to be completed prior to the end of 2019; therefore, it was not included in the 2020 budget. Unfortunately, the project was delayed due to restructuring at Siemens and was not completed by yearend, necessitating a budget adjustment in the current year.

Director DeBoer moved to approve the budget adjustment as presented. Director Roos seconded the motion.

The motion passed by the following roll call vote:

AYES: Altieri, DeBoer, Doornenbal, Orvis, Santos (OID); Holbrook, Holmes, Kamper, Roos, Weststeyn (SSJID)

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #9 Discussion and possible action to upgrade and replace the security system.

Kevin Ogg presented the need to replace the security system DVR's and operating system due to compatibility and support issues and responded to Directors' questions.

Director Holbrook moved to approve as presented and authorized the General Manager to approve additional costs not to exceed the budget amount of \$95,000. Director Altieri seconded the motion.

The motion passed by the following roll call vote:

AYES: Altieri, DeBoer, Doornenbal, Orvis, Santos (OID); Holbrook, Holmes, Kamper, Roos, Weststeyn (SSJID)

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #10 Discussion and possible action related to designating the date of one Tri-Dam Project regular meeting in Strawberry.

GM Zimmerman presented the optional dates to hold a meeting in Strawberry.

Director Doornenbal moved to hold the meeting on July 16, 2020. Director Weststeyn seconded the motion.

The motion passed by the following roll call vote:

AYES: Altieri, DeBoer, Doornenbal, Orvis, Santos (OID); Holbrook, Holmes, Kamper, Roos, Weststeyn (SSJID)

NOES: None

ABSTAINING: None

ABSENT: None

ITEM # 11 Discussion and possible action to approve the 2020 represented and unrepresented employee pay schedules.

GM Zimmerman presented the represented and unrepresented pay schedules. He added that the unrepresented schedule includes a cost of living adjustment effective the first full pay period that includes July 1, 2020.

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

The motion passed by the following roll call vote:

AYES: Altieri, DeBoer, Doornenbal, Orvis, Santos (OID); Holbrook, Holmes, Kamper, Roos, Weststeyn (SSJID)

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #12 Discussion and possible action to authorize the General Manager to amend and execute Professional Services Agreement 2020-05-PSA TDP_Condor with Condor Earth Technologies, Inc. and authorize the Tri-Dam General Manager to execute Work Release No. 001 to 2020-05-PSA TDP_Condor for 50% engineering and design services for the Tulloch Dam Spillway Project.

Jason Jones presented the PSA and Work Release including the scope of work and timing.

Director DeBoer moved to approve as presented and authorized the General Manager to amend (if needed) 2020-05 PSA TDP_Condor not to exceed \$78,902. Director Kamper seconded the motion.

The motion passed by the following roll call vote:

AYES: Altieri, DeBoer, Doornenbal, Orvis, Santos (OID); Holbrook, Holmes, Kamper, Roos, Weststeyn (SSJID)

NOES: None

ABSTAINING: None

ABSENT: None

DISCUSSION

ITEM #13 Stanislaus River Basin Plan

GM Rietkerk provided a brief update on the regulatory affects to the water rights and advised of two workshops held looking at water usage and type of crops and water treatment.

GM Knell anticipates having a presentation at the July meeting.

ITEM #14 Staff Reports

In addition to the other written staff reports, GM Zimmerman provided a brief overview of each item discussed in his report and noted that the Finance Manager and Operations Supervisor vacancies have been posted to the public.

ITEM #15 Generation Report

No discussion.

ITEM #16 Fisheries Studies on the Lower Stanislaus River

No discussion.

ITEM #17 Directors Comments

Director Santos is concerned that closed session items a. and b. may violate the Brown Act.

Director Holmes thanked Rick Dodge and stated his tenure has been valuable to Tri-Dam.

ITEM #18 Closed Session

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

- a. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Significant Exposure to Potential Litigation
Government Code § 54956.9(d)(2)
One (1) case

- b. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Possible Initiation of Litigation
Government Code § 54956.9(d)(4)
One (1) case

- c. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION
Government Code § 54956.9(d)(1)

Tri-Dam v. Scott Frazier
Eastern District of California Case No. 1:20-cv-00408-NONE-SKO

Tri-Dam v. The Lakes
Eastern District of California Case No. 19-cv-01536-DAD-EPG

Tri-Dam v. Preeshl
Eastern District of California Case No. 1:20-cv-00571

Genna Modrell, Susan Larson v. Oakdale Mutual Water Company LLC, South San Joaquin Irrigation District, Tri-Dam Project
(19-CIV-07604) San Mateo Superior Court

The Board then convened in closed session at 11:35 a.m.

At the hour of 11:45 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 11:45 p.m.

The next regular board meeting is scheduled for June 18, 2020, at South San Joaquin Irrigation District in Manteca, California beginning at 9:00 a.m.

ATTEST:

Jarom Zimmerman
Secretary, Tri-Dam Project