

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

February 16, 2023
Manteca, 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 South San Joaquin Irrigation District 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.

President Weststeyn called the meeting to order at 9:00 a.m.

OID DIRECTORS

SSJID DIRECTORS

DIRECTORS PRESENT:

ED TOBIAS
BRAD DeBOER
TOM ORVIS
HERMAN DOORNENBAL
LINDA SANTOS

DAVE KAMPER
MIKE WESTSTEYN
GLENN SPYKSMA
DAVID ROOS
JOHN HOLBROOK

Also, Present:

Summer Nicotero, General Manager, Tri-Dam Project; 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; Genna Modrell, Finance Asst., Tri-Dam Project; Chris Tuggle, Operations and Maintenance Manager, Tri-Dam Project; Forrest Killingsworth, Engineer, SSJID; Mia Brown, Counsel, SSJID; Tim O’Laughlin, Counsel

PUBLIC COMMENT

No public comment.

CONSENT CALENDAR

ITEM #1 Approve the regular board meeting minutes of January 19, 2023.

ITEM #2 Approve the January statement of obligations.

Director Weststeyn corrected he was not President and it should be Director Orvis. He also requested item #4 FishBio include the total approved amount including the money approved in December 2022. Director DeBoer moved to approve items one and two with the corrections. Director Holbrook seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ACTION CALENDAR

ITEM #3 Review and possible action to approve 2023 Investment Policy.

Sharon Cisneros presented the investment report. Director Holbrook requested the word “to” be corrected to “the” in the first paragraph on page 6.

Director Holbrook moved to approve with corrections. Director Santos seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #4 Review and possible action to authorize the General Manager to sign the Professional Services Agreement with Provost & Pritchard for contract administration support services.

Susan Larson presented the scope of work and responded to Director questions.

Director Holbrook moved to authorize the General Manager to sign the Professional Services Agreement with Provost & Pritchard. Director Santos seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #5 Review and possible action to authorize the General Manager to sign the Professional Services Agreement with W.D. Edwards Consulting, LLC for Dam Safety Engineering Services for Beardsley, Donnells and Tulloch.

Susan Larson presented the scope of work and responded to Director questions.

Director Kamper moved to authorize the General Manager to sign the Professional Services Agreement with W.D. Edwards Consulting, LLC. Director Orvis seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #6 Review and possible action to approve the General Manager Residence capital repairs and 2023 capital budget adjustments.

Chris Tuggle explained the needed repairs and requested sole sourcing the vendor who previously installed new flooring and stated the other repairs will be completed by staff and responded to Director questions.

Director Roos moved to approve repairs as presented. Director Orvis seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None
ABSTAINING: None
ABSENT: None

ITEM #7 Review and possible action to approve Donnells and Beardsley governor controls upgrade 2023 capital budget adjustments.

Chris Tuggle presented a history of this project which was originally approved in 2021 and explained the remaining budget needed is carryover from 2022. Director Santos moved to approve a budget adjustment of \$20,000 as presented. Director Spyksma seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #8 Review and possible action to approve a capital budget adjustment for Siemens RTU replacement.

Chris Tuggle presented a history of the project and explained the \$165,000 is the remaining budget needed is carryover from 2022. Director Spyksma moved to approve as presented. Director Santos seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #9 Discussion and possible action on Tuolumne County Alliance for Resources and Environment (TuCARE) Annual Dinner and Action.

Summer Nicotero presented the benefits to the community provided by TuCARE, and recommended that Tri-Dam fund the cost of the event for staff and Board members only, in the amount of \$1,000.

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

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #10 Discussion and possible action to change the time and/or date of the March regular Tri-Dam board meeting due to a scheduling conflict with the Oakdale Annual Ag Scholarship Luncheon.

Director Orvis proposed moving the March Board meeting start time to 8:00 am in order to allow time for the Directors to attend the annual luncheon. Director Holbrook seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #11 Discussion and possible action regarding future Zoom protocols given Proclaimed State of Emergency expires February 28, 2023.

Mia Brown explained that Members of the Board wishing to participate in future meetings remotely must either follow the “regular” teleconferencing requirements under the Brown Act (posting of teleconference location on agenda, location must be accessible to the public, a quorum must be present within jurisdictional boundaries of entity, etc.) or follow “new” procedures recently introduced by AB 2449, which allows teleconferencing for “just cause” or under “emergency circumstances.”

Director DeBoer moved to keep the current Zoom protocols in place for the next six months. Director Holbrook seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

ITEM #12 Discussion and consider approval of severance payment to Interim General Manager, Jeff Shields, pursuant to Section 8(e) of Employment Agreement.

Mia Brown explained the monthly benefit under 8(e) of the employment agreement is \$5,661.25. Director Tobias moved to approve two payments totaling \$11,322.50 to cover from January 6, 2023 – March 6, 2023. Director Holbrook seconded the motion.

The motion passed by the following roll call vote:

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

NOES: None

ABSTAINING: None

ABSENT: None

COMMUNICATIONS

ITEM #14 Staff Reports:

A. General Manager, Summer Nicotero

- Summer provided a brief summary of her report and advised the new Finance Clerk is training with Oakdale staff, Sharon Cisneros and Genna Modrell.

B. Operations and Maintenance Manager, Chris Tuggle

- Chris advised the unit #3 outage at Tulloch should be completed by February 28 and responded to Director questions.

C. License Compliance Coordinator, Susan Larson

- Susan provided a brief summary of her report stating the Hells Half Acre final plans today, USFS conference call is scheduled for March 6th and the FERC Shoreline Conference will be September 10 in Arkansas.

ITEM #15 Generation Report

No report.

ITEM #16 Fisheries Studies on the Lower Stanislaus River

No report.

ITEM #17 Directors Comments

The Directors expressed their appreciation and efforts to all staff for their efforts and hard work.

President Weststeyn recessed to the Tri-Dam Power Authority Board of Commissioners meeting at 10:33 a.m.

The Tri-Dam Project meeting resumed at 10:52 a.m. after the Tri-Dam Power Authority meeting adjourned.

President Weststeyn announced before closed session that the following items would be discussed. The Board took a brief recess at 10:53 a.m. and convened to Closed Session at 11:09 a.m.

ITEM #18 Closed Session

18. a. PUBLIC EMPLOYMENT
Government Code sec. 54957(b)
 1. Finance & Administrative Manager

- b. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION
Government Code § 54956.9(d)(1)
 1. *SJTA v. State Water Resources Control Board*
Judicial Council Coordination Proceeding 5013

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

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

- e. REAL PROPERTY NEGOTIATIONS
Government Code § 54956.8
Property: 043-110-026 and 043-110-032
Agency Negotiator: General Manager
Negotiating Parties: Unknown
Under Negotiation: Price and Terms

At the hour of 1:06 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 #13 Review and authorize submittal of permit applicant to Department of Safety of Dams for the Canyon Tunnel Project, including required submittal fee established by DSOD, estimated at \$69,750 (this item to be undertaken after closed-session.)

Forrest Killingsworth presented the permit application to Department of Safety of Dams for the Tunnel Project and responded to Director questions. Director Orvis moved to submitting the permit application including the required fee estimated at \$69,750. Director Holbrook seconded the motion.

The motion passed by the following roll call vote:

AYES: DeBoer, Doornenbal, Orvis, Santos, Tobias, Holbrook, Kamper, Roos, Spyksma, Weststeyn
NOES: None
ABSTAINING: None
ABSENT: None

ADJOURNMENT

President Weststeyn adjourned the meeting at 1:07 p.m.

The next regular board meeting is scheduled for March 16, 2023, at the offices of Oakdale Irrigation District beginning at 8:00 a.m.

ATTEST:

Summer Nicotero, Secretary
Tri-Dam Project