

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

December 15, 2016
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 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 special meeting was called to order at 12:57 p.m. by President Holmes.

OID DIRECTORS

SSJID DIRECTORS

DIRECTORS PRESENT:

GAIL ALTIERI
HERMAN DOORNENBAL
STEVE WEBB

RALPH ROOS
BOB HOLMES
DAVE KAMPER
DALE KUIL
JOHN HOLBROOK

DIRECTORS ABSENT:

GARY OSMUNDSON; LINDA SANTOS

Also Present:

Ron Berry, General Manager and Secretary, Tri-Dam Project; Rick Dodge, Finance Manager, Tri-Dam Project; Genna Modrell, Finance Assistant, Tri-Dam Project; Susan Larson, License Compliance Coordinator, Tri-Dam Project; Tim Townsend, Operations Supervisor, Tri-Dam Project; Peter Rietkerk, General Manager, SSJID; Bere Lindley, Asst. General Manager, SSJID; Steve Emrick, Counsel, SSJID

Public Comment

Director Webb thanked everyone for moving the meeting to 1:00 p.m.

ITEM #1 Review and approve minutes of the regular meeting

President Holmes presented the November 17, 2016 minutes of the Regular Board meeting. Director Roos moved to approve the November 17, 2016 minutes of the Regular Board meeting as presented. The motion was seconded by Director Webb. The motion passed: OID 3-0; SSJID 5-0.

ITEM #2 Financial Matters

a) Review and Approve the Financial Statements

Finance Manager Dodge reviewed the November financial statements, noting net revenue of \$693,000 for the month and \$23.5 million year to date. Mr. Dodge also advised that Tri-Dam Power Authority will transfer approximately \$1.35 million to

Tri-Dam Project prior to yearend 2016 in order to reimburse Tri-Dam Project for accrued payroll, insurance and equipment rental.

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. Director Kuil requested that sometime early next year Mr. Dodge revisit the potential of managing the Project's investment portfolio in-house rather than having the portfolio managed by Highmark.

c) Review and Approve the Statement of Obligations

Finance Manager Dodge reviewed the monthly 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: OID 3-0; SSJID 5-0.

ITEM #3 Review 2017 Budget

Mr. Dodge presented the 2017 budget, and reviewed various revenue and expense accounts and the related underlying assumptions used. After a lengthy discussion, primarily pertaining to budgeted labor and overhead costs, Director Webb moved to approve the 2017 budget as presented. Director Kamper seconded the motion. The motion passed: OID 3-0; SSJID 5-0.

ITEM #4 Review and consider approval of holiday recognition for staff

General Manager Berry recommended the Board award all staff two days of paid time off during the holiday season. Director Holbrook asked if there was any consideration for something more for the unrepresented staff. Director Altieri asked if the two days were set in stone and if the Board could extend the number of days to match what the districts provided to their staff.

Director Kamper moved to approve two days of paid time off to all employees. Director Doornenbal seconded the motion. The motion failed: OID 2-1; SSJID 4-1. Directors Altieri and Holbrook voted no.

After further discussion, Director Altieri rescinded her no vote out of concern that failure to adopt any motion would leave staff without any compensation / recognition. A new motion was made by Director Altieri to approve the two days for all staff. Director Kamper seconded the motion. The motion passed: OID 3-0, SSJID 5-0.

RECESS TO TRI-DAM POWER AUTHORITY

Director Doornenbal moved to recess to the Tri-Dam Power Authority Board of Commissioners meeting at 1:54 p.m. Director Holbrook seconded the motion. The motion passed: OID 3-0; SSJID 5-0.

The Project meeting resumed at 2:05 p.m.

Director Altieri excused herself at 2:05 p.m. The meeting was automatically adjourned due to lack of quorum.

ITEM #5 Status update on New Melones operations, SWRCB Substitute Environmental Doc (SED) for 2016-2017

No discussion

ITEM #6 Staff Reports

In addition to the written reports, GM Berry reminded the Board that the crews are working on annual maintenance and performing testing to put Donnell's back on line Friday. Also, the January advisory meeting is scheduled for the January 9th.

ITEM #7 Generation Report

No discussion.

ITEM #8 FishBio

No discussion.

ITEM #9 Closed Session

GM Berry announced before closed session that the following item would be discussed:

- a. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION
 - Paragraph (1) of subdivision (d) of Section 54956.9 – 1 case
 - 1. Tri-Dam Project v. Yick

President Holmes announced out of closed session that no action was taken.

ITEM #10 Director Comments

Director Webb wished everyone a Merry Christmas.

Director Doornenbal said it looks like a normal winter start with all the rain.

The next Regular Board meeting is scheduled for January 19, 2017, at Oakdale Irrigation District in Oakdale, California beginning at 9:00 a.m.

ATTEST:

Ron Berry
Secretary, Tri-Dam Project