

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

August 15, 2019  
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 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.

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

**OID DIRECTORS**

**SSJID DIRECTORS**

***DIRECTORS PRESENT:***

BRAD DeBOER  
HERMAN DOORNENBAL  
TOM ORVIS

BOB HOLMES  
RALPH ROOS  
JOHN HOLBROOK  
DAVE KAMPER  
MIKE WESTSTEYN

***DIRECTORS ABSENT:***  
LINDA SANTOS, 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; Mia Brown, Counsel, SSJID; Steve Knell, General Manager, OID; Jason Jones, Support Services Manager, OID; Peter Rietkerk, General Manager, SSJID, Bere Lindley, Asst. General Manager, SSJID; Forrest Killingsworth, Engineering Dept. Manager, SSJID

***PUBLIC COMMENT***

Chris Dufresne explained his home and dock situation to the Directors.

Bernadette Cattaneo advised the Board that she is assisting Mr. Dufresne and summarized dock requirements.

Dan Holman, of HCI Docks advised he had vacated the property as requested by the Board and stated he would like to purchase two of three barges owned by Tri-Dam.

Steve Knell reported invitations are forthcoming for the dedication of Oakdale's new tunnel.

Director Kamper closed public comment at 9:21 a.m.

***ITEM #1 Discussion and possible action to approve the regular board meeting minutes of July 18, 2019***

President Kamper presented the July 18, 2019 minutes of the Regular Board meeting. Director Orvis stated that he closed public comment period instead of Kamper. Director Roos moved to approve the July 18, 2019 minutes of the Regular Board meeting with the correction. Director Doornenbal seconded the motion. 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 July 2019 financial statements, noting net revenue of \$4.6 million for the month.

**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.

**c) Review and Approve the Statement of Obligations**

Finance Manager Dodge reviewed the monthly statement of obligations and responded to questions.

Director Orvis moved to file the financial statements and statement of obligations as presented. Director Holbrook seconded the motion. The motion passed OID 3-0, SSJID 5-0.

***ITEM #3 Discussion and possible action approve Resolution 2019-07 authorizing participation in CalPERS & Nationwide Roth 457 plans***

Finance Manager Dodge recommended that the Project add a Roth 457 option to both the CalPERS and Nationwide existing deferred compensation plans. Dodge advised that the Roth option provides additional tax planning flexibility, and costs Tri-Dam nothing. GM Knell questioned whether this should be considered a benefit, and should therefore go through the meet and confer process.

Director Holbrook moved to approve adding the Roth 457 option(s). Director Orvis seconded the motion. The motion failed for lack of a majority vote.

Director Orvis moved to research further and postpone until September. Director Holmes seconded the motion. The motion passed OID 3-0, SSJID 5-0.

***ITEM #4 Discussion and possible action to approve an extension of contract with independent financial auditor – Maze & Associates***

Finance Manager Dodge requested a one-year extension to the Maze & Associates engagement as Tri-Dam's independent financial auditor. Dodge stated that he believes Maze has done a good job, and that retaining Maze for an additional year will provide needed continuity in light of the Project's existing general manager vacancy. Maze has proposed a fee increase of 2.5% over 2018, for a total fee of \$25,768. Director Orvis stated that he agrees with the extension and fee increase but, in the future, would like to have written material included in the board package.

Director Roos moved to approve a one-year extension for Maze & Associates as presented. Director DeBoer seconded the motion. The motion passed OID 3-0, SSJID 5-0.

**EXCERPT OF MINUTES FROM AUGUST 15, 2019**

***ITEM #5 Discussion and possible action to approve records retention policy & schedules***

Finance Manager Dodge presented phase one of a draft records retention policy and schedules for destruction of paper records only. Dodge advised that departments are still developing their inventory of records, but there is a current need to get rid of unnecessary paper documents due to storage constraints. Dodge advised that he relied heavily on the Districts' retention schedules in developing Tri-Dam's retention schedules, and that he intends to bring back revisions to the schedules at a later date. Dodge also identified four changes to the draft retention schedules included in the board package.

After a discussion of what kind of help may be needed, Director Orvis moved to approve Resolution TDP 2019-08, the policy and schedule as presented. Director Weststeyn seconded the motion. The motion passed with a roll call vote: OID 3-0, SSJID 5-0.

***ITEM #6 Discussion and possible action to amend the Tri-Dam Employee Handbook***

FM Dodge advised the Board that the CalPERS PEPRA employee contribution rate increased in July 2019 to 6.75%, necessitating an amendment to the handbook.

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

***ITEM #7 Discussion and possible action to approve the purchase of a battery and rack replacement at Beardsley Reservoir***

Interim GM Shields presented this request and answered Director questions.

Director Orvis moved to approve the Energys quote of \$31,341.06. Director Holmes seconded the motion. The motion passed OID 3-0, SSJID 5-0.

***ITEM #8 Discussion and possible award of contract for the Beardsley A-Bay maintenance repair project***

Forrest Killingsworth recommended award of contract for the Beardsley A-Bay maintenance repair project (Phase 1) to Sierra Mountain Construction Inc., and authorize SSJID's General Manager, Peter Rietkerk to sign the contract, and any associated documents on behalf of Tri-Dam. In addition, action was requested to authorize SSJID's General Manager Peter Rietkerk and Tri-Dam's Interim General Manager Jeff Shields to sign any project change orders, if required.

Director Doornenbal moved to award contract to Sierra Mountain Construction Inc. as presented including requested signatories. Director Weststeyn seconded the motion. The motion passed OID 3-0, SSJID 5-0.

***ITEM #9 Discussion and possible action regarding Condor's construction management proposal for the Beardsley A-Bay maintenance repair project***

Forrest Killingsworth presented the proposal from Condor Earth for construction management and inspection services related to Phase 1 of the Beardsley A-Bay maintenance repair project,

and requested authorization of SSJID's General Manager, Peter Rietkerk to sign the professional services agreement.

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

***ITEM #10 Discussion and possible action to provide staff direction on a request for quote from recruiting agencies for the General Manager vacancy***

Interim GM Shields advised the Board that two quotes were received. After further discussion, the Board appointed an ad hoc committee consisting of the two District General Managers and two Directors from each District, one of which will serve as an alternate. Moving forward the three General Managers will meet to screen applicants and provide a list to the committee for review. Director Orvis moved to defer the recruitment consulting quotes until September, and approve the ad hoc committee and meeting schedule as outlined. Director Holbrook seconded the motion. The motion passed OID 3-0, SSJID 5-0.

***ITEM #11 Discussion and update on the Stanislaus River Basin Plan***

GM Knell provided a schedule of activities and progress for the Stanislaus River Basin Plan. He advised the board estimated completion is December 2020.

***ITEM #12 Staff Reports***

In addition to the written reports, Jeff Shields advised that he contacted Ritchie Bros. to dispose of three vehicles/equipment previously approved as surplus in 2018. In addition, GM Shields advised that 1) Tri-Dam has completed hazard tree removal along the A-Bay road from Beardsley Dam to the A-Bay dam, 2) Tri-Dam received additional letters from Terra Land Group discussing flooding impacts in the Manteca area, and 3) Tri-Dam received a letter from FEMA approving the remaining balance due to Tri-Dam of \$901,556.98 for Hells Half Acre Road repairs.

***ITEM #13 Generation Report***

No discussion.

***ITEM #14 Fisheries Studies on the Lower Stanislaus River***

No discussion.

***ITEM #15 Directors Comments***

None.

***Recess to Tri-Dam Power Authority***

President Kamper recessed to the Tri-Dam Power Authority Board of Commissioners meeting at 10:47 a.m.

The Tri-Dam Project meeting resumed at 10:49 a.m. after the Tri-Dam Power Authority meeting adjourned.

**ITEM #16 Closed Session**

President Kamper 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)  
Four (4) cases
  
- c. PUBLIC EMPLOYEEMENT – General Manager  
Government Code section 54957

At the hour of 11:28 a.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 Kamper adjourned the meeting at 11:29 a.m.

The next regular board meeting is scheduled for September 19, 2019, at Oakdale Irrigation District in Oakdale, California beginning at 9:00 a.m.

ATTEST:

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Jeff Shields  
Interim Secretary, Tri-Dam Project