

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

January 17, 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 9:00 a.m.

OID DIRECTORS

SSJID DIRECTORS

DIRECTORS PRESENT:

LINDA SANTOS
TOM ORVIS
GAIL ALTIERI

BOB HOLMES
RALPH ROOS
JOHN HOLBROOK
DAVE KAMPER
DALE KUIL

DIRECTORS ABSENT:

HERMAN DOORNENBAL, BRAD DeBOER

Also, Present:

Ron Berry, General Manager and Secretary, Tri-Dam Project; Rick Dodge, Finance Manager, Tri-Dam Project; Susan Larson, License Compliance Coordinator, Tri-Dam Project; Troy Hammerbeck, Maintenance Supervisor, Tri-Dam Project; Brian Belitz, Operations Supervisor, Tri-Dam Project; Peter Rietkerk, General Manager, SSJID; Steve Knell, General Manager, OID; Tim O’Laughlin, Counsel, OID

PUBLIC COMMENT

GM Berry noted that Terra Land Group wrote a letter to the Board, dated January 14, 2019. Copies were made available to the directors.

Karen Warner from the office of newly elected Congressman Josh Harder introduced herself to the board.

ITEM #1 Review and approve the regular board meeting minutes of December 20, 2018

President Orvis presented the December 20, 2018 minutes of the Regular Board meeting. GM Berry noted two corrections necessary on page 5 of the minutes to indicate “Vice” President Kamper (not President Kamper). Director Roos moved to approve the December 20, 2018 minutes of the Regular Board meeting with the noted corrections. Director Orvis seconded the motion. The motion passed OID 3-0, SSJID 4-0 with Director Kuil abstaining.

ITEM #2 Financial Matters

a) Review and Approve the Financial Statements

Finance Manager Dodge reviewed the preliminary December 2018 financial statements, and advised the board that several yearend adjustments are still pending.

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, noting the very strong rally in the bond market and corresponding positive market value increase. Dodge also noted the transfer of \$3.0 million from the Operating Reserve to replenish the Project's operating bank account for the September pay down of the pension liability.

c) Review and Approve the Statement of Obligations

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

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

ITEM #3 Review and consider approval of Resolution TDP 2019.01 District Distribution

FM Dodge presented the funds available for distribution as of December 31, 2018, in accordance with TDP Resolution 2013-01. Funds available to be distributed totaled \$6.384 million, or \$3.192 million per district.

Director Holmes moved to approve Resolution TDP 2019.01 and the distribution of \$6.384 million. Director Santos seconded the motion. The motion passed on a roll call vote as follows: OID 3-0, SSJID 5-0.

ITEM #4 Review and consider approval of the 2019 investment policy

FM Dodge advised that there were no changes to the proposed policy, but that government code requires that the policy be re-approved by the board on an annual basis.

Director Roos moved to approve the Tri-Dam investment policy for the year ending December 31, 2019. Director Santos seconded the motion. The motion passed OID 3-0, SSJID 5-0.

ITEM #5 Review and consider approval of amendments to the Tri-Dam Project employee handbook.

FM Dodge presented four proposed amendments to the Tri-Dam employee handbook for the board's consideration: 1) adding other post-employment benefits for unrepresented employees, 2) adding bereavement leave for unrepresented employees, 3) a change and increase in meal allowances while traveling on Tri-Dam business, and 4) an expansion of the reporting channels available to employees for various employment issues. Dodge advised that items 1) and 2) were consistent with past practice with identical language to the current MOU with represented employees, while item 4) was suggested by GM Knell after the board agenda and package had been posted.

Director Holbrook suggested that flexibility for an even greater increase in the meal allowance should be available if an employee is traveling in an exceptionally high cost city.

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

ITEM #6 Purchase Authorizations

- a. 2019.01.01 Remanufactured Motor Control Center Buckets for Tulloch 1&2

GM Berry advised that Tulloch 1&2 is the last powerhouse to be upgraded from the original MCCs. Director Holbrook questioned the number of buckets stated in the purchase authorization versus the attached quote. Maintenance Supervisory Hammerbeck advised that the quote was in error and that they have requested a corrected quote from Circuit Breaker Sales, Inc.

Director Holbrook moved to approve PA 2019.01.01 in the amount \$189,912. Director Santos seconded the motion. The motion passed OID 3-0, SSJID 5-0.

- b. 2019.01.02 Retrofit Kit for Beardsley Exciter

GM Berry presented the quote from Basler Electric, with MS Hammerbeck adding that the current excitation equipment has become unreliable to the point that the unit cannot be started remotely. GM Berry and MS Hammerbeck answered questions from the directors.

Director Kuil moved to approve PA 2019.01.02 as presented. Director Santos seconded the motion. The motion passed OID 3-0, SSJID 5-0.

ITEM #7 Discussion and update on the Stanislaus River Basin Plan

GMs Rietkerk and Knell provided updates on the basin plan and advised that a call for projects may be put out in the near future.

ITEM #8 Staff Reports

In addition to the written reports, Director Holmes asked when the spare thrust bearings for Donnells are going to be delivered. GM Berry advised that they are scheduled to be done by February 15.

ITEM #9 Generation Report

No discussion.

ITEM #10 Fisheries Studies on the Lower Stanislaus River

No discussion.

ITEM #11 Directors Comments

Director Kuil thanked everyone for the prayers and get-well wishes during his recent illness.

Director Orvis advised that March 21 is the annual Oakdale Chamber of Commerce Ag Luncheon at the Bianchi Community Center in Oakdale.

Director Holmes advised that SSJID will likely be moving forward on the Joint Main Canal tunnel project at its next board meeting.

Recess to Tri-Dam Power Authority

President Orvis recessed to the Tri-Dam Power Authority Board of Commissioners meeting at 9:53 a.m.

The Tri-Dam Project meeting resumed at 9:58 a.m. after the Tri-Dam Power Authority meeting adjourned.

ITEM #12 Closed Session

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

- a. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Potential Initiation of Litigation
Government Code § 54956.9(d)(4)
Two (2) Cases
- b. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Significant Exposure to Potential Litigation
Government Code § 54956.9(d)(2)
Two (2) Cases
- c. PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE
Government Code section 54957(b)

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

ADJOURNMENT

President Orvis adjourned the meeting at 11:32 a.m.

The next regular board meeting is scheduled for February 21, 2019, at South San Joaquin Irrigation District in Manteca, California beginning at 9:00 a.m.

ATTEST:

Ron Berry
Secretary, Tri-Dam Project