

# JAMES IRRIGATION DISTRICT

## BOARD OF DIRECTORS - SPECIAL MEETING

### MINUTES March 19, 2021

#### ATTENDANCE

##### DIRECTORS PRESENT (4)

Jeremy Hughes, Vice-President (Zoom)  
Robert Barcellos, Assessor  
Robert Motte, Secretary-Treasurer  
Micah Combs

##### STAFF PRESENT (3)

Manny Amorelli, General Manager  
Walter Flores, Office Manager  
Donna Hanneman, Executive Assistant

##### EXCUSED (1)

Riley Chaney, President

##### LANDOWNERS / GROWERS

None

##### ABSENT

None

##### PUBLIC / CONSULTANTS (3)

###### •WHITE PINE RENEWABLES

Dylan Dupre (Zoom: 3:01-3:18 p.m.)

###### •WATER WISE

Sarah Woolf (Zoom: 3:01-3:52 p.m.)

###### •YOUNG WOOLDRIDGE, LLP

Alan F. Doud, Esq. (Zoom: 3:01-3:52 p.m.)

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#### I. CALL TO ORDER

A Special Meeting of the Board of Directors of JAMES IRRIGATION DISTRICT was held Friday, March 19, 2021, in the District office located at 8749 Ninth Street, San Joaquin, California. In the absence of the President, the meeting was called to order by Vice-President, Jeremy Hughes, at 3:01 p.m. A quorum was at all times present and acting.

This meeting was conducted in accordance with the Governor's Executive Order N-29-20 and the declared State of Emergency as a result of the threat of COVID-19 virus pandemic. Some members of the Board of Directors were participating via internet (Zoom) and/or telephonically from remote locations. Members of the public were encouraged to use the call-in number to allow them to fully participate in the meeting without having to be present.

#### II. OTHER BUSINESS / PUBLIC COMMENTS

##### A. PUBLIC COMMENTS

None.

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B. ADDITIONS / CORRECTIONS TO THE AGENDA

There were no corrections/additions to the Agenda.

C. POTENTIAL CONFLICTS OF INTEREST [FPPC §87105]

Directors were given an opportunity to identify potential conflicts-of-interest with items appearing on the Agenda; none were reported.

### III. ACTION ITEMS

A. SOLAR PROPOSAL: WHITE PINE RENEWABLES (03/09/2021)

- ▶ The Solar Services Agreement (final draft) was reviewed. Messrs. Dupre and Doud worked together on the document. Mr. Doud noted White Pine Renewables was agreeable to the terms of the final draft.
- ▶ Mr. Dupre noted this will be a 5 megawatt project. The Fresno County permitting process usually takes 3-4 months and could slow progress on the project; however, once permitting is approved, construction should take only 2 months. Members of the Board were emphatic that the project be activated no later than February/March, 2022. Mr. Dupre responded if delays are encountered, activation can be deferred to 2023 if complications develop; however, his ultimate goal is to have the project installed by the end of 2021 so that tax advantages can be passed on to project investors.
- ▶ Mr. Dupre stressed this project is being developed for the benefit of the District's customers. Should the District wish to form a power group comprised of growers, individual grower PG&E accounts would have to be transferred into the District's name. The PG&E tariff and law require accounts assigned to the Project must be in the name of the District which could be a liability issue. If the Board wishes to pursue, Mr. Dupre suggested it be investigated after the project is complete. Alan Doud urged caution as the PG&E tariff does not allow districts to distribute power.

**ADJOURNED TO CLOSED SESSION AT 3:18 P.M.**

Directors Attending:

Jeremy Hughes, Vice-President (Zoom)

Robert Motte, Secretary-Treasurer

Robert Barcellos, Assessor-Collector

Micah Combs, Director

Staff Attending

Manny Amorelli, General Manager

Consultants:

- WaterWise  
Sarah Woolf (Zoom)

Legal Counsel

- Young Wooldridge, LLP  
Alan F. Doud, Esq. (Zoom)

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## IV. CLOSED SESSION: GOVERNMENT CODE §54956.8 - CONFERENCE WITH REAL PROPERTY NEGOTIATOR

### A. SOLAR PROPOSAL: WHITE PINE RENEWABLES

Negotiating Parties: James Irrigation District: General Manager/Designee  
Young Wooldridge: Alan Doud, Esq., Steve Torigiani, Esq.  
White Pine Renewables: Dylan Dupre

Under Negotiation: Price, terms & conditions of possible real property and/or water supply transactions.

**RECONVENED IN OPEN SESSION AT 3:51 P.M.**

## V. REPORT ON ACTIONS TAKEN DURING CLOSED SESSION

The following reportable actions were taken during the Closed Session.

### ➤ SOLAR PROPOSAL: WHITE PINE RENEWABLES

Negotiating Parties: James Irrigation District: General Manager/Designee  
Young Wooldridge: Alan Doud, Esq., Steve Torigiani, Esq.  
White Pine Renewables: Dylan Dupre

Under Negotiation: Price, terms & conditions of possible real property and/or water supply transactions.

Action Taken: M/S/C (R.BARCELLOS / R.MOTTE), to:

- 1) APPROVE the form of SOLAR SERVICES AGREEMENT and all related exhibits and schedules including the INTERCONNECTION AGREEMENT and the schedules and exhibits. (Att.1)
- 2) AUTHORIZE the President to execute the SOLAR SERVICES AGREEMENT, INTERCONNECTION AGREEMENT and any other necessary documents.
- 3) AUTHORIZE staff to take such actions as are necessary to effectuate the SOLAR SERVICES AGREEMENT.

**AYES:** 4 (R.Barcellos, R.Motte, M.Combs, J.Hughes)  
**NAYS:** None  
**ABSTAIN:** None  
**EXCUSED:** 1 (R.Chaney)  
**ABSENT:** None

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## VI. ADJOURN

There being no further business to come before the Board, the meeting was ADJOURNED at 3:52 p.m., until the next Regular Meeting scheduled for Tuesday, April 13, 2021.

**RECORDED BY:**

**APPROVED BY:**

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Donna Y. Hanneman, Executive Assistant

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Jeremy Hughes, Vice-President

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Manny Amorelli, General Manager

### **ATTACHMENTS:**

1. Solar Services Agreement (draft), Approved March 19, 2021