

**MINUTES OF THE BOARD OF DIRECTORS OF THE WOOD RIVER VALLEY
IRRIGATION DISTRICT #5**

FEBRUARY 9, 2016

1. CALL TO ORDER: Director Jim White called the meeting to order at 6:30 PM, February 9, 2016, at the meeting place, 24 Gannett Road, Bellevue, ID.

2. ROLL CALL TO ESTABLISH QUORUM: Directors White and Sawrey were present, Director Super participated by phone.

3. READING AND CORRECTION OF MINUTES FOR APPROVAL FOR JANUARY 12, 2016 – Dir. Sawrey moved to accept the minutes and Dir. White seconded. Dir. Super abstained since he wasn't at the meeting on January 12, 2016. Motion passed unanimously.

4. PUBLIC COMMENT: Jan Super recommended that the meeting be moved along fast due to the number of items on the agenda.

5. OLD BUSINESS:

Jim White:

a. Discussion of SmartWater grant opportunities – Table for next meeting

b. Opportunities for coordination Galena ground water district – Table for next meeting

c. Addressing “Dry Lot” matters and related assessment authority – Atty. Andy Waldera is researching. Not ready yet. Table for next meeting.

d. Preparation of “Notice of Irrigation Lien Rights” – Atty. Waldera is working on this, and knows our needs. Table for next meeting.

e. “Joint Map” issues and discussion – This dovetails with Partition Petition. Table this for next meeting. Dir. Sawrey said that he took the draft petition to the BOC. The TID said that they will wait for the Partition to play out. Sara Gardner had no comment.

f. Creation of Office of Vice President – Table until next meeting. Dir. Super was in agreement.

Dir. Jolyon Sawrey:

a. Notices by email/discussion – Table for next meeting, however, send emails to those who have expressed interest.

b. Bylaws/SOP Update – Atty. Waldera is working on other Water Districts wanting the same policies. He will send us a draft to study to see what we might want in our document.

6. REPORTS

A. D-45 Designated Representatives to the Board of Control Status Report:

Jan Super: Payroll has been funded by D45 until 3/1/16. The BOC is looking for a new Bookkeeper and/or Treasurer. Brett Stevenson is being considered but may have conflict of interest since she is related to John Stevenson, President of BOC. D45 Treasurer Shirley Spinelli is being considered as well. Mrs. Spinelli does not have any issues with one or both positions with the BOC. Dir. Sawrey supported the opportunity for Mrs. Spinelli to be the Treasurer/Bookkeeper for the BOC.

Mrs. Super said that there was a major confrontation between her and BOC Dir. Gerry Bashaw over the budget and hiring help without approval. There were vulgar words spoken.

Dir. Sawrey said that he has experienced unprofessional issues With Gerry Bashaw in the past – what Mr. Sawrey called rogue behavior – for a Director. Dir. Sawrey recommended that D45 bridge the communication and working relationships gap with the TID and the BOC. Mr. Sawrey reported that Cade is no longer the Watermaster for the BOC. BOC Sec’y Kathy Lynn is advertising for a replacement for Cade.

Mrs. Super: The equipment Cade used for the BOC was returned with the exception of a small chain saw. Cade was given a payroll advance, which has been requested to be returned. **Dir. Super** made a “Point of Order” declaring that employee personnel matters need to be addressed in Executive Session. Dir. White agreed.

Dir. Super: He stated that the appointment of Brett Stevenson as Treasurer of BOC has the appearance of conflict of interest as she is related to the Pres. of the BOC, John Stevenson. He recommended that Mr. Spinelli consider the position since she is a professional bookkeeper with the computer knowledge, software, and understands Water District Budgeting.

Dir. Super stated that he has had confrontations with Gerry Bashaw in the past. He stated that Dir. Bashaw’s behavior towards Mrs. Super was unprofessional and should be reprimanded by D45 Board and asked to resign the Directorship of BOC.

Dir. White wants to know what everyone at BOC heard at and after the meeting in regards to the profanity and confrontation between Mr. Bashaw and Mrs. Super. He wants to know what Peppin Corso Harris and Sara Gardner heard. Dir. White wants confirmation regarding the actual conversation and the claim that Dir. Bashaw gave a vulgar hand signal to Mrs. Super as well. Dir. White requested Dir. Sawrey to investigate, sooner than later, the facts. A Special Meeting may be called to determine what plan of action will be taken re: Gerry Bashaw’s unprofessional behavior (letter, censure, potential resignation).

B. Secretary’s Report: Mr. Spinelli reported that the Statement of Financial Condition was published in the Mt. Express, 1-27-16. Delinquent Assessments – Certificate of Amount Collected, was received from Treasurer Shirley Spinelli 1-14-16.

C. Treasurer’s Report:

1. Checking Balance: \$54,894
2. Account Payables were discussed and approved.

3. Profit & Loss 1st Qtr. and Balance Sheet 1st Qtr. were reviewed. There is a \$684 Fixed Asset for Equipment that cannot be identified. Mrs. Spinelli was asked to research and report back. A measuring device has been located, and is not missing. Mrs. Spinelli was asked to start projecting the financial impact of a water district Partition during this current budget year.

Mrs. Spinelli was asked if she would be interested in the Treasurer/Bookkeeper position with the BOC. She said that she would be interested.

7. NEW BUSINESS AND OTHER ITEMS THE BOARD DEEMS PERTINENT:

Dir. White: Atty. Andy Waldera joined the meeting via telephone. Dir. White announced that there is a Petition for Partition initiated by Mike Lovas, Cove Ranch and signed by members of D45 Water District. A copy was forwarded to Atty. Waldera. Dir. White has had some discussion with Atty. Waldera.

Dir White opened the meeting to allow Public Comment. Dir. Sawrey questioned whether this should be done in Executive Session, and Dir. White said comments can be made by the public. There was no public comment offered.

Dir. Sawrey said that he received an email from Mr., Lovas to give him notice of the Petition. Dir. Sawrey emailed back with no reply from Mr. Lovas. Dir. Sawrey discovered that Griffin Ranch HOA was unaware of the Petition. As a result, there would be a meeting of the Griffin HOA later this week. Dir. Sawrey has been reaching out to those D45 members that didn't support the previous Partition with TID to find out what has changed their minds.

Dir. Super, via telephone: He said that the intent of the "Partition Law" is to preserve the agriculture nature of the property. He feels that this action by Mr. Lovas, and other members, is due to their large properties, and do not want to measure water, etc. He stated that he thinks Mr. Lovas is upset over his level of assessment this year, and is doing an "end run" to avoid the fee. One of the petition signers is Mr. Walker, who is Mr. Super's employer. Dir. Super feels that this is a conflict of interest for himself, and will abstain from any voting matters regarding the Petition to Partition.

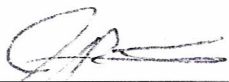
At this point of the public meeting, (7:54 PM), Dir. White closed the meeting to the public to convene an Executive Session (**Closed to Public**) for confidential discussions, including discussion with counsel per Idaho Code Section 67-2345, Section (1) (c), (d) and (f).

The Public Meeting was reconvened at 8:56 PM.

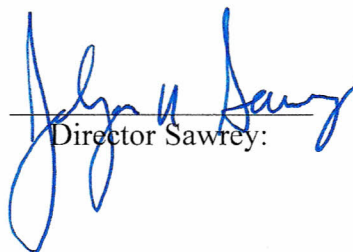
8. SETTING DATE FOR NEXT MEETINGS: Dir. Sawrey motioned to have a Special Meeting on Tuesday, March 1, 2016, 6:30 PM for Executive Session matters. Dir. Super seconded, and motion passed unanimously. The regular meeting date was adjusted due to scheduling conflicts, to be Tuesday March 15, 2016, 6:30 PM.

9. ADJOURNMENT: 9:03 PM, February 9, 2016

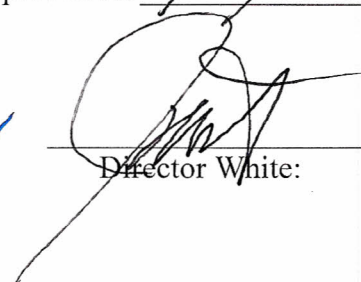
On a motion by Mr. Super, these minutes are unanimously approved on 3/15/2016.



Director Super:



Director Sawrey:



Director White: