

**MINUTES OF MEETING OF THE BOARD OF DIRECTORS
OF THE WOOD RIVER VALLEY IRRIGATION DISTRICT #45
MARCH 10, 2015**

Definitions of abbreviations: Irrigation District 45 (D45), D45 Board of Directors(BOD), Triangle Irrigation District(TID) and Board of Control (BOC).

1. **CALL TO ORDER:** By director Jim Super at approximately 5:30PM, March 10, 2015, at the office of the district located at Unit 413, 1411 S. Main St., Bellevue, ID.
2. **ROLL CALL:** Directors Gary Frugard and Jolyon H. Sawrey were present.
3. **READING AND CORRECTION OF THE MINUTES FOR APPROVAL:** Motion to approve minutes for 2-26-15 by Mr. Frugard and seconded by Mr. Sawrey – approved.
4. **PUBLIC COMMENT TIME:**
 - a. **Jim White:** Received email from Ray Goettsch -will not be attending. No further information on ground water formation other than let, proposing meeting, 3-12, 5:30PM. Ray will preside.
 - b. **Craig Kominsky:** Who is cutting down the trees (shoots)? Mr. Super: The BOC, they are in charge of operations and maintenance. Cade is in charge. Mr. Kominsky: He has a mess on his property, ruining it, and is getting the run-a-round. Mr. Super gave him the history of the tree management – a 5 year project. Mr. Super is not sure of the exact process, but BOC is responsible. Mr. Frugard asked for pictures and will follow up with the BOC.
 - c. **Ray Goettsch:** What do we know about ground water? Mr. Sawrey: There is a ground water meeting here, this Thursday, 5:30PM.
 - d. **Sheila White:** She is disappointed about the election of Mr. Frugard.
 - e. **Jan Super:** Is water being delivered on 4-1? Mr. Super mentioned that only one right, 1886, Peppin Harris will be. Mrs. Super wanted to know what we are doing about the unpaid owners. Mr. Super: their water will not be turned on. Mrs. Super: Can BOC over-ride? Mr. Sawrey: How is enforcement handled? Mrs. Super: She is worried due to timing, which is immediate. How will we address it? If D45 customers have paid TID, how do we deal with it? Mr. Super: Rinker, Myers and Prairie Sun are different since they are technically out of D45 District, and do pay TID. Mr. Sawrey will reach out to TID to clarify. Mrs. Super: Please follow-up with delinquents especially Redstone. In addition she requested that Mr. Frugard be open-minded when representing our BOD to BOC.
 - f. **Jim White:** The most important question for the BOD is “what is joint and what is not”. Non-joint: TID or D45 issues need to be vetted carefully and if declared non-joint, who is going to maintain it? He recommends we leave joint due to overall liability.

- g. **David Johnson:** Inquired about water bank application. Mr. Frugard said it goes to TID and BOC. Mr. Sawrey: D45 signed; need to work with TID to expedite. He will help. Need feedback from Justin Stevenson on concrete diversion work. Mr. Frugard: Will get quotes, etc.
- h. **Unknown Female:** What about swing votes? Should discuss with attorney. Mr. Super: Will consider.

5. OLD BUSINESS:

- a. Mr. Super asked to change agenda order to allow for early reporting from Treasurer Shirley Spinelli and her husband Jim (Secretary Designee)
- b. Mr. Super asked about burn fund for Kelly. There is approximately \$8,000 in donations to date.
- c. Mr. Sawrey: Works vs. joint works – draft document presented to BOD. Recommended 2 changes: spend time with Kelly and get his opinions when he gets back.
- d. Mr. Super: Land Swaps???? Take a lot of time. Joint meeting with TID and include our attorney.
- e. TID Claim for payment – defer to executive session.
- f. Mr. Super: Cade Seibold hired as new ditch rider starting March 1. Mr. Frugard questioned how to pay (38-62%) with no contract or agreement.
- g. Mr. Super to Mr. Sawrey: We now have Directors and Officers insurance for the BOD through ICRMP. Payment has been sent and request to cancel old policy initiated.

6. REPORTS:

- a. Mr. Super introduced Shirley Spinelli as the new Treasurer for D45. He also asked for confirmation to appoint Jim Spinelli as the new Secretary to replace Jim White, having resigned earlier. Motion to approve appoint of Mr. Spinelli by Mr. Frugard, seconded by Mr. Sawrey- approved.
- b. **TREASURER'S REPORT (Shirley Spinelli):**
There is \$9,234.68 in the checking account. Certain bills have been approved to pay, with more outstanding due to more clarification from BOD. \$66,114.38 still to be collected from outstanding fees/assessments. Mrs. Spinelli requested approval to send final bill reminder. Lengthy discussion regarding pro's and con's of doing this. Mr. Sawrey and Frugard were affirmative on this, with reservations and objections from Mr. Super due to being unclear about several individual billings. Motion from Mr. Sawrey and seconded by Mr. Frugard to support, Mr. Super abstained. Mr. Super advised that letter should remind owners of the consequences of date of non-water flow, 2% penalty and 1% interest on unpaid balance. Draft letter to BOD for review/approval.

We have 2 invoices from TID for employees' wages. There is no formal contract for services on file between D45 and TID, re: share (D45-38% and TID-62%). Contract needs to be in writing. Mr. Super led discussion re: set up of BOC and "delegatable" rights to operate re: financial responsibilities. He recommended taking to Executive Session. Mr. Sawrey asked Mrs. Spinelli best way to get invoices to Mrs. Spinelli for processing/payment. Mrs. Spinelli recommended that all bills come to her. She will validate the bill, send to BOD for approval, and bring checks for signature to next meeting for signature. Mr. Frugard asked Mrs. Spinelli about her experience with assessments. She said, yes, with other H.O.A.'s, not water districts.

7. NEW BUSINESS:

- a. Jim Super: Purpose of the New Business this meeting is to outline 6 motions to approve to be presented at the next Board of Control (BOC) meeting by our representative Gary Frugard & Ray Goetsch.
- b. 1-Attain a copy of an operating agency agreement between our BOD and BOC. Mr. Sawrey: Sara Gardner and John Stevenson had preliminary document for temporary accounting & financial issues that was an illegal document. It needs to be removed. We need to have BOC form its own document. Motion by Mr. Super to create document. Mr. Frugard strongly objected stating that we are being far too aggressive with the BOC with our language and actions. Mr. Super reminded Mr. Frugard of his basic duties as a representative of our BOD. Mr. Sawrey recommended that we keep this civil and objective and represent the D45. There was further conversation amongst all directors re: relationship and partition laws amongst the BOD, BOC and TID. Mr. Super repeated motion to establish a working agreement with the BOC, Mr. Sawrey seconded remarking it is the "what" not how. Mr. Frugard recused himself from voting.
- c. 2-Create "Public Comment Time" as part of the BOC agenda. Discussion about "how" vs. "wording" to be determined. Motion from Mr. Super to create Public Comment Time at BOC meetings, seconded by Mr. Sawrey, Mr. Frugard recused, not voting.
- d. 3-Establish a work group with TID/BOC to complete system inventory, list of diversion points, gates, measuring devices, etc. Mr. Super gave history up until now. Mr. Sawrey wanted to know why this was a #3 priority. Mr. Super: He has been trying for a very long time and we need this with the 38/62% proportion. Mr. Sawrey recommended they talk about priorities of these motions later. Motion by Mr. Super to establish the work group with the TID & BOC, seconded by Mr. Sawrey, Mr. Frugard made no comment or vote.
- e. 4-Develop a standard operating procedure (SOP) for the new Water Master to include record keeping measurements, etc. Will be meeting with District 37 on topic. Motion by Mr. Sawrey to develop the SOP, seconded by Mr. Super, Mr. Frugard recused himself and didn't vote.
- f. 5-Priority list for new Water Master needs to be re-written. Mr. Frugard said we cannot over-manage the BOC, this is the wrong way to deal with people. Mr. Sawrey is not concerned with the words or tone; it is the content of the motions. Mr. Super needs a work plan for projects, budgeting, reporting, etc. from Water Master. Mr. Super made

motion to re-write Water Master priorities, Mr. Sawrey seconded, and Mr. Frugard recused himself and didn't vote.

- g. 6-Re-charging and new laws for upper Snake River and mitigation. Mr. Super recommends they hire an expert to analyze our situation. Find way to create funding. Mr. Sawrey introduced a discussion re: politics of this request. He recommended that we hold this motion until 2nd meeting of BOC. Mr. Super mentioned that this could be discussed in the upcoming ground water meeting. He is willing to pull this motion now, but very important for funding. Mr. Sawrey requested time to "come up to speed" on the issue to be informative and helpful. Mr. Super agreed to pull this motion.
- h. Resolution that D45 gets BOC minutes, reports and communications. Motion by Mr. Super, seconded by Mr. Sawrey, Mr. Frugard voted aye.
- i. Discussion about priorities of motions since 6 was pulled. Agreed on 1, 2, 4, 3, 5
- j. Mr. Sawrey: To help orient new buyers, he went on tour of properties, volunteered to take photos of various installations, set examples, pro's and con's of systems, and narrative of how we review. Will take 2 weeks for draft of document. Mr. Super: good, should always be a formal review.

8. **SETTING DATE FOR NEXT MEETING:** 4-7-15, 5:30PM, here.

9. **EXECUTIVE SESSION-** Meeting adjourned for Executive session, Mr. Super asked that room be cleared.

10. **ADJOURNMENT**

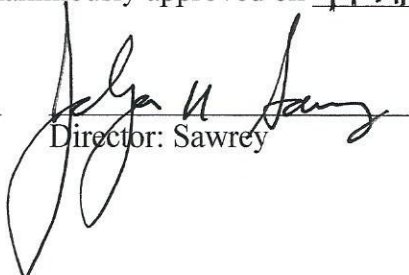
On a motion by Mr. Super, seconded by Mr. Sawrey and unanimously approved on 14 APR 15



Director: Super

N/A

Director: Frugard



Director: Sawrey