

Minutes of the Regular Meeting of the Board of Directors of the Orange Cove Irrigation District held on Wednesday, January 11, 1995.

The Meeting was called to order at 1:33 P.M., with the following Directors and Officers present:

Directors: Richard D. McFarlin, President
James O. Orlopp, Vice President
Henry A. Collin, III
Harvey A. Bailey
David A. Brown

Officers: James C. Chandler
Engineer-Manager-Secretary
Glenn F. Stringer, Treasurer

President McFarlin asked for additions and/or approval of the agenda. Director Collin offered a motion to approve the agenda as presented. The motion was seconded by Director Bailey and unanimously approved by the Board.

President McFarlin then asked if there were any errors or omissions in the minutes. Hearing none, he ordered the minutes approved as mailed.

Manager Chandler and Treasurer Stringer then reported on the bills totalling \$231,996.83. After discussion, Director Orlopp offered a motion to pay the bills. The motion was seconded by Director Brown and unanimously approved by the Board.

The Monthly Report was then discussed. The financial status report was given for all accounts managed by the District and the five funds managed under the Local Agency Investment Fund. The ending balance for the funds managed within the Local Agency Investment Fund are as follows; General Fund \$1,232,152.85, Rehab. Standby at \$891,052.97, the Fishwater Hydro at \$214,173.59, Rehab. Construction \$399,886.08 and the Interest Fund at \$719,540.17 with all earning interest at 5.604 percent.

Reports were then given on various water issues. The first issue was in regards to excess water and whether it should be carried over, sold or attempts be made to bank with another district. After discussion, the Board directed Manager Chandler to reserve 3000 acre feet and then try to bank or sell the remaining supply. Reports were then given on the San Joaquin River Plan and other water related issues.

Under the Rehabilitation Program, reports were given on the financial standing, construction through December and the effects of rain on current construction activities.

Power projects were then discussed. First, Mr. Mike Jennings and Mr. Dave Maur presented a proposal to study power usage both by the District and all other usage within the District to help OCID evaluate potential opportunities, both as seller and user under the proposed utility deregulation in California. After discussion, Director Collin offered a motion to approve the proposal. The motion was seconded by Director Brown and unanimously approved by the Board. It was also reported that the balance in the Hydro Fund was \$214,173.59 after paying \$136,003.00 the trustee for the COPS and \$106,331.05 for the general assessments for the landowners within the District. It was also reported that the District was still awaiting a ruling by the Arbitrator in the VE vs OCID litigation.

The Friant Power Authority activities were also discussed. In particular, discussion centered around whether FPA should make a major effort to refinance the project, at some reduced price and interest rate, or; continue discussions with third parties to buy out the debt and operate the project for some period of time. After discussion, the Board affirmed its position to make a dedicated effort to refinance and maintain full ownership.

Under the Family Farm Alliance, a discussion was held regarding the activities of the Alliance and whether to contribute or support in full the membership dues at \$2000.00. After discussion, Director Bailey offered a motion to support the Alliance at the full membership rate. The motion was seconded by Director Collin and unanimously approved by the Board.

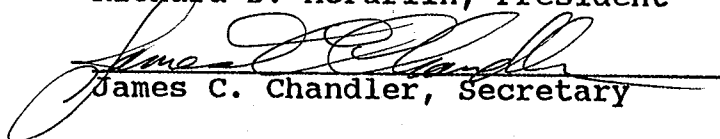
A discussion was held regarding the California Farm Water Coalition dues. After discussion, Director Orlopp offered a motion to not support the Coalition's activities for the coming year. The motion was seconded by Director Collin and unanimously approved the Board.

A discussion was then held regarding the 1994 Audit proposal by Baker, Peterson and Franklin. After discussion, the Board affirmed its position to continue with Baker, Peterson and Franklin at least through the completion of the Rehabilitation Program.

A review of the policy for attending conventions was then made. After discussion, the Board elected to maintain the current policy as written in Resolution No. 6-93.

With no further business to discuss, the meeting was adjourned at 5:58 P.M.


Richard D. McFarlin, President


James C. Chandler, Secretary

Minutes of the Regular Meeting of the Board of Directors of the Orange Cove Irrigation District held on Thursday, February 9, 1995.

The Meeting was called to order at 1:33 P.M., with the following Directors and Officers present:

Directors: Richard D. McFarlin, President
James O. Orlopp, Vice President
Henry A. Collin, III
Harvey A. Bailey
David A. Brown

Officers: James C. Chandler
Engineer-Manager-Secretary
Glenn F. Stringer, Treasurer

Others: Michael V. Sexton, Counsel

President McFarlin asked for additions and/or approval of the agenda. Hearing no changes he ordered the agenda approved as prepared.

President McFarlin then asked if there were any errors or omissions to the minutes. Hearing none, Director Orlopp offered a motion to approved the minutes as prepared. The motion was seconded by Director Bailey and unanimously approved by the Board.

Manager Chandler and Treasurer Stringer then reported on the bills totalling \$169,495.61. After discussion, Director Bailey offered a motion to pay the bills. The motion was seconded by Director Collin and unanimously approved by the Board.

The Monthly report was then discussed. The financial status report was given for all accounts managed by the District and the five funds managed under the Local Agency Investment Fund. The ending balance for the funds managed with the Local Agency Investment Fund are as follows; General Fund \$1,284,830.00, Rehab. Standby at \$907,804.22, the Fishwater Hydro at \$209,780.20, Rehab. Construction \$299,886.08 and the Interest Fund at \$539,913.98 with all earning interest at 5.68 percent.

A discussion was then held regarding District water and related issues. A report was given on the District's carryover water in that part was sold and part was banked with Fresno Irrigation District. The 3000 acre feet the District elected to retain as carryover was scheduled for delivery to Shafter-Wasco Irrigation District in order to get it out of Millerton Lake with the expectation of high inflows to the lake and potential loss down the river.

The Friant Water Users Authority budget was then discussed. Associated with the budget was high interest by the members to pursue a CVP takeover. Preliminary investigations have found the Federal Government very receptive to the idea especially with congressional interest in privatization. The Authority's budget contained \$112,500 to pursue this activity through a joint powers authority. Those funds were shifted from activities the Authority felt would not have to be done in 1995, again due to the new congress. The Authority's proposed budget at \$1,172,648 remained relatively close to the originally proposed budget in October 1994. After further discussion, Director Bailey offered a motion for OCID to support the Authority's budget. The motion was seconded by Director Collin and unanimously approved by the Board.

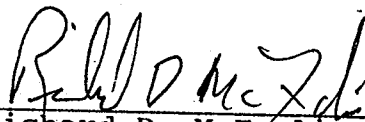
Under the Rehabilitation Program, reports were given on the financial standing, construction activities and schedule impacts from the January rains. Also discussed was a staff report which had evaluated drafting activities for the construction program. The report evaluated drafting by hand, as we are currently doing, verses the purchase and use of a computer aided drafting (design) system. The report concluded and recommended the purchase and implementation of a computers aided drafting system at about \$11,000. After discussion, Director Orlopp offered a motion to purchase and implement the computer aided drafting system. The motion was seconded by Director Brown and unanimously approved by the Board.

Under the Friant Fishwater Release Hydro, reports were given on the performance and financial standing. Also discussed was the preliminary ruling by Arbitrator Glasrud on the Valley Engineers, Inc. vs OCID litigation. Counsel Sexton also recommended that a cross complaint be filed, or renewed, against the design engineer, Ted Sorenson, since the Arbitrator's ruling is based on deficient project drawings. After discussion, Director Collin offered a motion to file the cross complaint. The motion was seconded by Director Brown and unanimously approved by the Board.

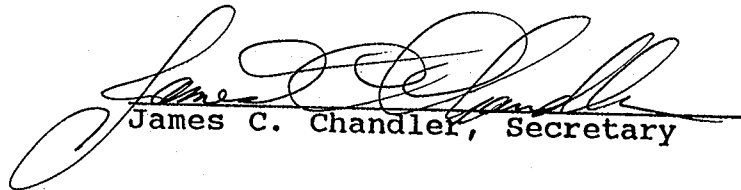
A discussion was then held regarding the Friant Power Authority's effort to refinance the project and retain ownership rather than bringing in a third party. The Authority Board met February 2, 1995 wherein representatives of Smith Barney presented their analysis of the project and potentials for refinancing. The most attractive being financing (via a letter of credit) from the Bank of Cooperatives. The Authority Board elected to pursue refinancing through the efforts of Smith Barney rather than continuing efforts with a third party at this time.

Under Personnel, Counsel Sexton reviewed the Arbitrator ruling in the Baker verses OCID case. The main impetus being that the reprimand was sustained even though the Arbitrator ruled against the withholding pay for a one week period. Also upheld was the fact that Mr. Barker had to pay his own attorney fees.

With no further business to discuss, the meeting was adjourned at 5:15 P.M.



Richard D. McFarlin, President



James C. Chandler, Secretary

Minutes of the Regular Meeting of the Board of Directors of the Orange Cove Irrigation District held on Wednesday, March 8, 1995.

The Meeting was called to order at 1:33 P.M., with the following Directors and Officers present:

Directors: Richard D. McFarlin, President
James O. Orlopp, Vice President
Henry A. Collin, III
Harvey A. Bailey
David A. Brown

Officers: James C. Chandler
Engineer-Manager-Secretary
Glenn F. Stringer, Treasurer

President McFarlin asked for additions and/or approval of the agenda. Director Brown offered a motion to approve the agenda as prepared. The motion was seconded by Director Collin and unanimously approved by the Board.

President McFarlin then asked if there were any errors or omissions to the minutes. Hearing none, Director Collin offered a motion to approve the minutes as prepared. The motion was seconded by Director Brown and unanimously approved by the Board.

Manager Chandler and Treasurer Stringer then reported on the bills totalling \$525,702.94. After discussion, Director Brown offered a motion to pay the bills. The motion was seconded by Director Bailey and unanimously approved by the Board.

The Monthly Report was then discussed. The financial status report was given for all accounts managed by the District and the funds managed under the Local Agency Investment Fund. The ending balance for the funds managed with the Local Agency Investment Fund are as follows: General Fund \$1,880,955.96, Rehab. Standby at \$922,876.37, the Fishwater Hydro at \$246,368.84, Rehab. Construction at \$133,698.58 and the Interest Fund at \$559,303.32 with all earning interest at 5.69 percent.

A discussion was then held regarding District water related issues. A report was given on the acreage purchasing water by the cutoff date and late purchases. A comparison of water per acre was made for both conditions as well as bringing the 3,000 acre feet, delivered to other districts, back into OCID. Also, Mr. Curt Holmes appeared before the Board to request water and waiving of the penalty. A letter from Pantoja Labor Service, Inc., was before the Board regarding the same matter. After discussion, due to the water availability for 1995, the Board granted water to late purchasers provided it was purchased with penalty.

A discussion was also held regarding the District's revised water conservation plan. Present for this discussion were Neal Johnson, landowner; Dave Krietemeyer, Natural Resources Conservation Service; and Dennis Keller, consultant. After discussion, Director Bailey offered a resolution and moved for the adoption of the revised water conservation plan. The motion was seconded by Director Orlopp and unanimously approved by the Board. See Resolution 2-95.

Also discussed was having the office open Saturday mornings for the taking of water orders. It was recommended that the taking of Saturday orders be discontinued on a trial basis to see how the process would work. Also, it would provide (4) four hours of additional secretary time for office operations. After discussion, the Board declined to accept the proposal. Other water related issues were also discussed.

Under the Rehabilitation Program, reports were given on construction activities and the financial standing of the project. Also a discussion was held on the distribution of power cost to high ground next to the Canal for deliveries that had to be boosted. Under the rehab. program, these deliveries were connected to a pumped system which was the most economical means for installation and operation. As such, the landowner was billed as being a pumped system, wherein under the old system, the power cost was spread to all land within that particular improvement district. After discussion, the Board agreed to a concept of the landowner paying the power cost if he is able to use it to his benefit. Otherwise, the cost of power would be handled in the same manner as done under the improvement district concept. The Board directed management to draft a policy for review at the April Board meeting.

Under the Friant Fishwater Release Hydro, reports were given on the performance and financial standing of the Power Project Fund. It was also reported that FERC had approved the District's Penstock Inspection and Maintenance Program.

A discussion was then held regarding special district representation on the LAFCO Board. A process had been developed by Fresno County to develop guidelines to place special districts representation on the Commission. As such, districts needed representation at the workshops which initially could be staff people. After discussion, Director Bailey offered a motion to make Manager Chandler the District's representative with Project Engineer, Sean Geivet the alternate. The motion was seconded by Director Collin and unanimously approved by the Board.

A closed session was then called to discuss a claim for wrongful termination. After discussion and returning to regular session, Director Brown offered motion to deny the claim. The motion was seconded by Director Orlopp and unanimously approved by the Board.

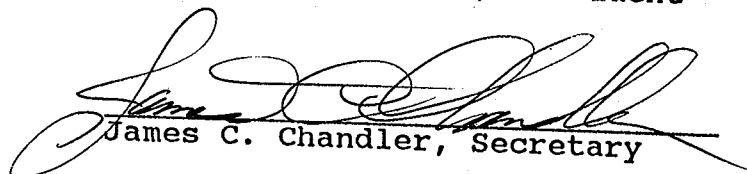
A discussion was then held regarding new legislation that dealt with the disclosure of reimbursements paid by district's, honoraria and gifts. It was reported that another district was making an inquiry on how best to maintain files for compliance with the law. When more information is available, a recommendation would be brought before the Board for approval.

A discussion was then held regarding support for Ed Waldron, Director with Fresno Irrigation District, to be appointed to the Executive Committee for ACWA/JPIA. After discussion, Director Collin offered a motion to support the appointment. The motion was seconded by Director Bailey and unanimously approved by the Board.

A discussion was then held regarding the CVPWA dues. After discussion, Director Bailey offered a motion to support the office operations portion only and not the special issues budget. The motion was seconded by Director Collin and unanimously approved by the Board.

With no other issues to discuss, the meeting was adjourned at 5:40 P.M.


Richard D. McFarlin, President


James C. Chandler, Secretary

Minutes of the Special Meeting of the Board of Directors of the Orange Cove Irrigation District held on Wednesday, March 29, 1995.

The Meeting was called to order at 1:33 P.M., with following Directors and Officers present:

Directors: Richard D. McFarlin, President
James O. Orlopp, Vice President
Harvey A. Bailey
Henry A. Collin, III
David A. Brown

Officers: James C. Chandler
Engineer-Manager-Secretary
Glenn F. Stringer, Treasurer

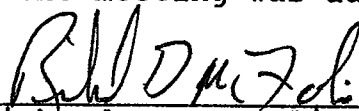
Others: Michael V. Sexton, Counsel
Jonathan R. Chessum and
Ellen L. Aprile, Baker, Peterson & Franklin

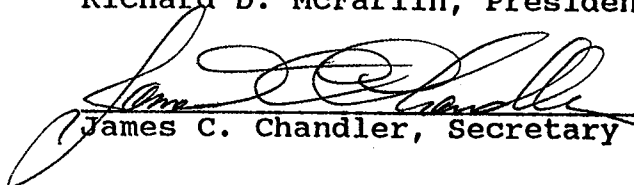
President McFarlin asked Manager Chandler to give an overview of the meeting wherein the need for a Business Plan and the development of position criteria was presented for discussion with the Board in consideration for certain actions.

The position description and procedure to scale down District staff following the completion of the rehabilitation program was the first item of discussion. After discussion, the Board directed Manager Chandler to work with Counsel Sexton on the position description and procedure to select the employees to fill the two Field Operations positions that will exist after completion of the rehabilitation program.

A discussion was then held regarding a proposal by Baker, Peterson & Franklin to provide business consulting services for the development of a District Business Plan, identification of work loads and development of procedures by which the District conducts business. After discussion, Director Bailey offered a motion to approve the proposal. The motion was seconded by Director Orlopp and unanimously approved by the Board.

With no further business to discuss, the meeting was adjourned at 3:30 P.M.


Richard D. McFarlin, President


James C. Chandler, Secretary

We, the undersigned, constituting the Board of Directors of the Orange Cove Irrigation District, do hereby consent to a Special Board Meeting of the Board of Directors of the Orange Cove Irrigation District to be held in the office of the District on Wednesday, March 29, 1995 at 1:00 P.M., for the purpose of:

The items for discussion are the development of a Business Plan for the District and setting position criteria for the field operations staff following the completion of the District's rehabilitation program.

Dated this 29th day of March, 1994.

Directors:

Bill McFadden
DAB
Howey Bailey
James Calayan
H.A. "Les" Loll

We, the undersigned, constituting the Board of Directors of the Orange Cove Irrigation District, do hereby consent to a Special Board Meeting of the Board of Directors of the Orange Cove Irrigation District to be held in the office of the District on Wednesday, March 29, 1995 at 1:00 P.M., for the purpose of:

The items for discussion are the development of a Business Plan for the District and setting position criteria for the field operations staff following the completion of the District's rehabilitation program.

Dated this 29th day of March, 1994.

Directors:

Bill McFadden
DAB
Howey Bailey
James Calayan
H.A. "Les" Loll

A discussion was then held regarding the position description and process for selection of the employees to fill the field operation positions after completion of the rehabilitation program. After review and discussion of the position description, the Board felt the description was too long and too detailed and directed management to work towards a more refined description. In regards to the procedure, the Board agreed that employees should be selected based on their capabilities to perform the duties and responsibilities needed by the District. The process for selecting the individuals would be based on qualifications presented in both written job application and oral interview by management and the Board.

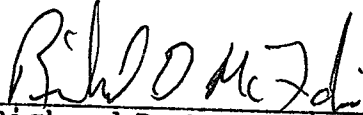
A discussion was then held regarding adopting a resolution to consolidate director elections between Tulare and Fresno Counties. After discussion, Director Collin offered a motion to approve the resolution. The motion was seconded by Director Orlopp and unanimously approved by the Board. See Resolution 4-95.

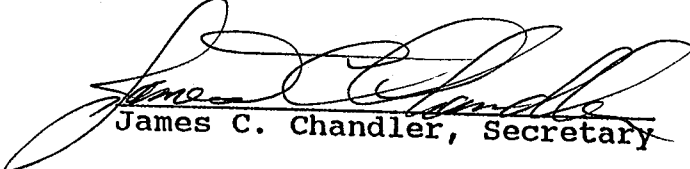
Under Water and Related Issues, reports were given on various issues including the intent to return 3000 acre feet of carryover water to the District and raise the per acre allocation.

Reports were then given on construction activities and financial standing of the rehabilitation program. Also, a discussion was held regarding "Excess Land", USBR classification, as to whether it should be required to pay the rehabilitation project cost. Land classified as Excess Land by USBR is not entitled to contract water. After review of each parcel of Excess Land, it was determined that all Excess Land in Orange Cove Irrigation District is there by choice and not by mandate. Most of this land is waiting for a landowner decision to seek USBR sale price approval to remove the Excess Land classification. Therefore, it was recommended that no changes be made in District policy regarding collection for payment of the new system.

A discussion was then held regarding a proposed policy resolution for District compliance with AB1542 (disclosure of reimbursements to employees, officers and directors). After discussion, Director Orlopp offered a motion to adopt the resolution. The motion was seconded by Director Collin and unanimously approved by the Board. See Resolution 3-95.

With no further business to discuss, the meeting was adjourned at 6:12 P.M.


Richard D. McFarlin, President


James C. Chandler, Secretary

Minutes of the Regular Meeting of the Board of Directors of the Orange Cove Irrigation District held on Wednesday, May 3, 1995.

The Meeting was called to order at 1:30 P.M., with the following Directors and Officers present:

Directors: Richard D. McFarlin, President
James O. Orlopp, Vice President
Henry A. Collin, III
Harvey A. Bailey
David A. Brown

Officers: James C. Chandler
Engineer-Manger-Secretary
Glenn F. Stringer, Treasurer

President McFarlin asked for additions and/or approval of the agenda. Director Brown offered a motion to approve the agenda as prepared. The motion was seconded by Director Bailey and unanimously approved by the Board.

President McFarlin then asked if there were any errors or omissions to the minutes. Hearing none, Director Collin offered a motion to approve the minutes as mailed. The motion was seconded by Director Brown and unanimously approved by the Board.

Manager Chandler and Treasurer Stringer then reported on the bills totalling \$226,271.51. After discussion, Director Orlopp offered a motion to pay the bills. The motion was seconded by Director Brown and unanimously approved by the Board.

The Monthly Report was then discussed. The financial status report was given for all accounts managed by the District and the funds managed under the Local Agency Investment Fund. The ending balances for the funds managed with the Local Agency Investment Fund are as follows; General Fund \$1,894,604.82, Rehab. Standby at \$933,322.32, the Fishwater Hydro at \$52,003.07, Rehab. Construction at \$455,011.08 and the Interest Fund at \$594,756.64 with all earning interest at 5.980 percent.

Under Water and Related Issues, a discussion was held regarding the CVPIA legislative fix and the CVP take over. Also discussed was a request by Sean Geivet to attend a workshop on California Water conducted by B.J. Miller. The Board agreed that the workshop would be beneficial for Mr. Geivet. The Directors were also asked if any would like to attend to gain more knowledge on California Water. Director Collin was interested and the Board agreed it would be appropriate for both to attend.

Discussed under the same subject was a policy resolution regarding payment for power for deliveries below the canal that were connected to pumped systems on the opposite side of the canal for economic reasons. The deliveries were pumped when operated under the old system and power cost was spread system wide. The resolution proposed similar policy as long as the owner did not opt to utilize the pressure in lieu of reboosting the water below a gravity filter. After discussion, Director Orlopp offered a motion to approve the policy. The motion was seconded by Director Bailey and unanimously approved by the Board.

A discussion was also held regarding the elimination of taking water orders Saturday mornings. The intent is to better utilize staff time if it could be done in a manner that would not adversely affect the water user. After discussion, the Board agreed to the concept and directed management to implement the proposal on a trial basis.

Reports were then given on the Friant Fishwater Release Hydro including the litigation on the project. The Board agreed that a three party mediation could potentially improve the District's current position in the matter.

Status reports were then given on the financial standing and construction activities of the Rehabilitation Project.

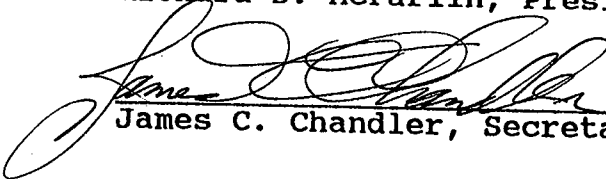
Under personnel, a discussion was held regarding the revised position description for the field operational staff. The Board accepted the revised position description and directed management to proceed with the selection process.

The Farm Water Coalition was then discussed. Mr. Brad Shinn who was scheduled to be present at the Board meeting was unable to attend due to illness. Mr. Shinn was interested in getting an OCID director to replace Mr. Bob Bowman on the Coalition Board. After discussion, Director Collin agreed to attend a meeting to see if he had interest in sitting on that Board.

Under Delta Restoration Coalition, a discussion was held regarding a request for financial support. After discussion, Director Brown offered a motion to contribute \$500.00 to the Coalition. The motion was seconded by Director Orlopp and unanimously approved by the Board.

With no further business to discuss, the meeting was adjourned at 4:05 P.M.


Richard D. McFarlin, President


James C. Chandler, Secretary

The minutes of the Regular Meeting of the Board of Directors of the Orange Cove Irrigation District held on Wednesday, June 14, 1995.

The Meeting was called to order at 1:30 P.M., with the following Directors and Officers present:

Directors: Richard D. McFarlin, President
James O. Orlopp, Vice President
Henry A. Collin, III
Harvey A. Bailey
David A. Brown

Officers: James C. Chandler
Engineer-Manager-Secretary
Glenn F. Stringer, Treasurer

Others: Michael V. Sexton, Counsel

President McFarlin asked for additions and/or approval of the agenda. Director Collin offered a motion to approve the agenda as prepared. The motion was seconded by Director Brown and unanimously approved by the Board.

President McFarlin then asked if there were any errors or omissions to the minutes. Hearing none, Director Collin offered a motion to approve the minutes as mailed. The motion was seconded by Director Orlopp and unanimously approved by the Board.

Manager Chandler and Treasurer Stringer then reported on the bills totalling \$593,260.83. After discussion, Director Brown offered a motion to pay the bills. The motion was seconded by Director Bailey and unanimously approved by the Board.

The Monthly Report was then discussed. The financial status report was given for all accounts managed by the District and the funds managed under the Local Agency Investment Fund. The ending balances for the funds managed with the Local Agency Investment Fund are as follows; General Fund \$1,776,082.53, Rehab. Standby at \$965,108.73, the Fishwater Hydro at \$80,013.39, Rehab. Construction at \$991,711.08 and the Interest Fund at \$656,782.20 with all earning interest at 6.010 percent.

Under Water and Related Issues, a discussion was held regarding the District's opportunity to enter into a Temporary Contract with the Bureau of Reclamation for surplus (Section 215) water. The price for surplus water is \$10.00 per acre foot which included restoration and Friant surcharge fees. After discussion, Director Orlopp offered a motion to approve the Contract and authorized the President and Secretary to execute the Contract for the District. The motion was seconded by Director Bailey and unanimously approved by the Board.

Other discussions was held regarding the NRDC vs Patterson litigation, CVPIA legislation and other related issues.

The District's Business Plan was then discussed. Jon Chessum and Ellen Aprile appeared before the Board to review the draft plan and solicit comments. After discussion of the Business Plan, a discussion was held regarding the plan and schedule to do the employee interviews and workload analysis.

Counsel Sexton appeared before the Board to discuss various legal issues including NRDC vs Patterson and VE vs OCID. At 3:15 P.M., President McFarlin called an executive session to discuss the Adolfo Martinez and Howard Barker cases. At 3:35 P.M., President McFarlin called the Board out of executive session and reported the following:

Howard Barker has brought suit against the District and its Manager, James Chandler and Adolfo Martinez has brought suit against the District, its Manager and individual board members. The Board has examined the allegations of each complaint and have discussed those allegations with the attorney. The Board finds that the individual board members and the District Manager have, at all times in connection with the allegations made by Mr. Barker and Mr. Martinez, acted in accordance with their duty as board members and manager and within the course and scope of such duty and responsibility. It is the consensus of the entire Board that the District shall provide for the defense of individual board members and the District Manager and shall indemnify and hold the board members and manager free and harmless from any and all liability in connection with the Baker and Martinez litigation. The basis of such indemnification is that the Board believes both lawsuits to be without merit.

Under Rehabilitation Program, Project Engineer, Sean Geivet appeared before the Board to discuss the monthly activities for the project. Also, a brief discussion was held regarding an incentive program to improve employee moral, improve production and reduce accident claims. A full evaluation of the program had not been completed and, therefore, it was staff's recommendation to continue to discuss at the next regular Board meeting.

Reports were then given on the Fishwater Release Hydro including production, income and litigation with Valley Engineers, Inc., including an offer by VE to settle their part of the litigation. The Board directed Counsel Sexton to pursue a settlement with VE at a cost not to exceed \$205,000.00.


A discussion was then held regarding a proposal for members of the San Joaquin Valley Power Authority to consider entering into agreements with private electrical power users to increase use and revenue to the Authority. After discussion, it was agreed that the District should continue to evaluate its potential benefit to the District prior to making a decision.

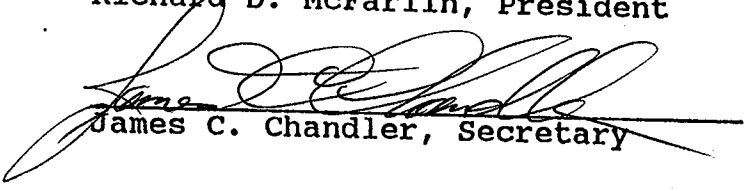
Under Personnel, a discussion was held regarding cost-of-living and salary adjustments for the District's full time employees. After considerable discussion, Director Brown offered a motion to table this matter until next the Board meeting at which time additional salary survey information (local industry) would be brought before the Board. The motion was seconded by Director Orlopp and unanimously approved by the Board.

A discussion was then held regarding a request from Tulare County Farm Bureau to support their sponsored Water Education Foundation activities with a donation of \$50.00. After discussion, Director Brown offered a motion to donate \$50.00 to the cause. The motion was seconded by Director Orlopp and unanimously approved by the Board.

A discussion was then held regarding the Farm Water Coalition's request for the District to continue its support of the Coalition's activities. After discussion, Director Collin offered a motion to table this matter until the next Board meeting. The motion was seconded by Director Bailey and unanimously approved by the Board.

With no further business to discuss, the meeting was adjourned at 5:50 P.M.


Richard D. McFarlin, President


James C. Chandler, Secretary

The minutes of the Regular Meeting of the Board of Directors of the Orange Cove Irrigation District held on Wednesday, July 12, 1995.

The Meeting was called to order at 1:40 P.M., with the following Directors and Officers present:

Directors: Richard D. McFarlin, President
James O. Orlopp, Vice President
Henry A. Collin, III
David A. Brown
Harvey A. Bailey

Officers: James C. Chandler
Engineer-Manager-Secretary
Glenn F. Stringer, Treasurer

President McFarlin asked for additions and/or approval of the agenda. Director Collin offered a motion to approve the agenda as prepared. The motion was seconded by Director Brown and unanimously approved by the Board.

President McFarlin then asked if there were any errors or omissions to the minutes. Hearing none, Director Collin offered a motion to approve the minutes as mailed. The motion was seconded by Director Bailey and unanimously approved by the Board.

Manager Chandler and Treasurer Stringer then reported on the bills totalling \$682,794.44. Treasurer Stringer then reported a concern in that the warrant register given to him at the time he signed checks was different than the one before the Board. Howard Barker, Administrative Assistant, was invited before the Board for discussion on this issue. After discussion, it was decided that proper policy and procedures would be developed, as planned by the District's Business Plan, to assure a uniform handling of this procedure. Following that discussion, Director Orlopp offered a motion to approve the bills. The motion was seconded by Director Brown and unanimously approved by the Board.

Under the Monthly Report, Administrative Assistant Howard Barker presented his department report and discussed the Balance Sheet and Income and Expense Statements. Two suggestions were made by the Board. One was that the miscellaneous receivables to be brokered down to show the items receivables and the amount associated with each, as shown, since the total amount was very large. The second item was that the Special Project money did not need to be tracked as a separate fund. Mr. Barker then presented the financial report for the Rehab. program.

Under Water and Related Issues, a discussion was held regarding the District's water usage, projected usage and supply available to the District. The District was still using 215 water since no canal prorate had been imposed on the canal in the OCID service area. A discussion was also held regarding the cost to users based on the fact that the District was using 215 water in lieu of Class I water. The discussion centered around whether to blend the rate or to charge the actual water rates based on the time of use. There was no decision made at this meeting but discussions are to continue at subsequent meetings. Other related issues were discussed including the Bureau's adjustment in water price for 1995.

Mr. Brad Shinn appeared before the Board for a discussion relating to dues and activities of the Farm Water Coalition. After discussion, the Board elected to not participate in the dues this year but directed management to include this item on the 1996 draft budget for further discussion.

Under Energy Options Analysis, Mr. Mike Jennings appeared before the Board to discuss his study relative to the subject matter. After discussion, the Board directed management to start developing a negotiating position relative to the District power generating contracts with Pacific Gas & Electric Company.

Under Rehabilitation Program, Project Engineer Sean Geivet appeared before the Board to give a status report on the project. Also discussed was the cost of the Worker's Compensation Insurance, the opportunity to implement an incentive program for the benefit of insurance cost. After discussion, Director Collin offered a motion to implement the latter program for both production and insurance coverage. The motion was seconded by Director Bailey and unanimously approved by Board.

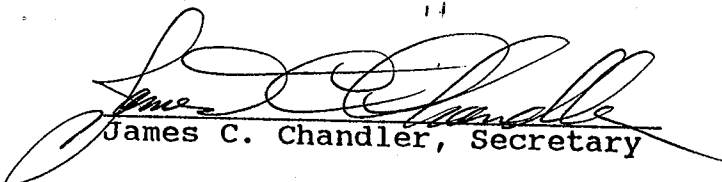
Reports were then given on the performance of the Friant Fishwater Release Hydro, the settlement agreement with Valley Engineers and potential litigation with Sorenson Engineering.

Under CVPWA, a discussion was held regarding a call for funds for Specific Issues Dues. After discussion, Director Orlopp offered a motion to contribute \$1000.00 with special instructions that it be used for the CVPIA legislative fix. The motion was seconded by Director Brown and unanimously approved by the Board.

Under Personnel, a discussion was held regarding a cost-of-living adjustment and step increases for the full time employees eligible for step increases. For a comparative basis, the ACWA and Valley Employers Association salary surveys were used. After discussion, Director Collin offered a motion for no cost-of-living increase, a step increase for the full time employees eligible for step increases and an adjustment in salary for Sean Geivet from \$4,000.00 to \$4,200.00 per month due to the extra responsibilities assigned to him. The motion was seconded by Director Brown and unanimously approved by the Board.

With no further business to discuss, the meeting was adjourned at 6:50 P.M.


Richard D. McFarlin, President


James C. Chandler, Secretary

The minutes of the Regular Meeting of the Board of Directors of the Orange Cove Irrigation District held on Wednesday, August 9, 1995.

The Meeting was called to order at 1:40 P.M., with the following Directors and Officers present:

Directors: Richard D. McFarlin, President
 James O. Orlopp, Vice President
 Henry A. Collin, III
 David A. Brown
 Harvey A. Bailey

Officers: James C. Chandler
 Engineer-Manager-Secretary
 Glenn F. Stringer, Treasurer

President McFarlin asked for additions and/or approval of the agenda. Director Bailey offered a motion to approve the agenda as prepared. The motion was seconded by Director Brown and unanimously approved by the Board.

President McFarlin then asked if there were any errors or omissions to the minutes. Hearing none, Director Collin offered a motion to approve the minutes as mailed. The motion was seconded by Director Brown and unanimously approved by the Board.

Manager Chandler and Treasurer Stringer then reported on the bills totalling \$638,548.84. After discussion, director Collin offered a motion to approve the bills. The motion was seconded by Director Orlopp and unanimously approved by the Board.

Under the Monthly Report, Administrative Assistant Howard Barker presented the accounting department report and discussed the Balance sheet and Income and Expense Statements. Mr. Barker also reported on the fund activities for the rehabilitation program.

Under water and related issues, a discussion was held regarding the District's use of Class I and 215 water and the balance available for the 1995 water year. A discussion was also held regarding the encouragement of District water use over groundwater pumping. After discussion, management was directed to issue another letter regarding this matter and informing the water users of the District's requirement to purchase all of its Class I supplies.

A discussion was then held regarding improving communications with the watertenders on standby duty. After discussion, management was directed to purchase three cellular phones for this purpose.

Under the rehabilitation program, Project Engineer Geivet reported on the construction activities and progress for the implementation of an incentive program for the construction department.

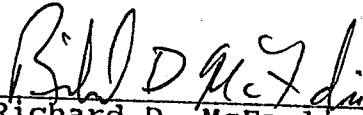
The Friant Fishwater Release Hydro project was then discussed including utility problems that were restricting plant's production. The need to purchase a voltage/ampere recorder to substantiate where the problems exist before holding discussions with the utility was also discussed. After discussion, Director Brown offered a motion to purchase the volt/amp recorder. The motion was seconded by Director Collin and unanimously approved by the Board.

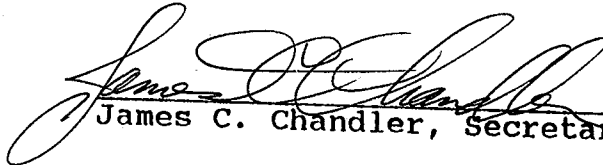
A report was then given on the efforts to refinance the Friant Power Authority. Based on a report from Dave Houston and Eric Seder of Smith Barney, there remains a fair amount of optimism that a Resolution Credit will sell the project debt at a substantially reduced price.

A discussion was then held regarding the number of funds that was managed by the District and the reports that were prepared to track the activities of the different funds. After discussion, the Board directed management to consolidate all funds possible which would exclude only those funds that were restricted for a particular purpose. In particular, the Special Project fund and the Hydro fund would be eliminated.

The draft 1996 budget was then reviewed with the Board in preparation for full discussion at the September Board meeting.

With no further business to discuss, the meeting was adjourned at 6:20 P.M.


Richard D. McFarlin, President


James C. Chandler, Secretary

The minutes of the Regular Meeting of the Board of Directors of the Orange Cove Irrigation District held on Wednesday, September 13, 1995.

The Meeting was called to order at 1:35 P.M., with the following Directors and Officers present:

Directors: Richard D. McFarlin, President
James O. Orlopp, Vice President
Henry A. Collin, III
David A. Brown
Harvey A. Bailey

Officers: James C. Chandler
Engineer-Manager-Secretary
Glenn F. Stringer, Treasurer
Michael V. Sexton, Counsel

President McFarlin asked for additions and/or approval of the agenda. Director Collin offered a motion to approve the agenda as prepared. The motion was seconded by Director Brown and unanimously approved by the Board.

President McFarlin then asked if there were any errors or omissions to the minutes. Hearing none, Director Collin offered a motion to approve the minutes as mailed. The motion was seconded by Director Orlopp and unanimously approved by the Board.

Manager Chandler, Treasurer Stringer and Administrative Assistant Barker reported on the bills totalling \$194,939.87. After discussion, Director Orlopp offered a motion to approve the bills. The motion was seconded by Director Bailey and unanimously approved by the Board.

Jon Chessum and Ellen Aprile of Baker, Peterson and Franklin appeared before the Board to report their findings from their organizational study. Of particular concerns were weaknesses discovered in the accounting department and the high level of risk associated with the identified weaknesses. Discussion on the issue was interrupted for a Board of Equalization Hearing.

The Regular Board Meeting was recessed at 2:30 P.M. and convened as the Board of Equalization. The lobby area was checked to see if anyone had appeared for the hearing. No one appeared for the hearing so the Board of Equalization adjourned at 2:37 P.M. and the regular meeting of the Board reconvened.

Discussion then continued on the District's staffing organization and its strengths and weaknesses. After discussion, Director Orlopp offered a motion to accept the study and call a special board meeting to consider a plan of action due to the urgency of the matter. The motion was seconded by Director Collin and unanimously approved by the Board.

Mr. Craig Mortensen then appeared before the Board. Mr. Mortensen is counsel selected by ACWA/Joint Powers Insurance Authority to defend the District against personnel litigation filed against the District. A closed session was called at 4:10 P.M. by President McFarlin for discussion of these issues.

President McFarlin called the Board out of closed session at 6:10 P.M. and reported that no action had been taken.

The 1996 Budget was then discussed. During discussion, Manager Chandler discovered what appears to be an error in money transferred between funds. It was noted that if the error existed, the Administrative Budget would be short by about \$65,000 rather than \$65,000 surplus as currently shown. Administrative Assistant Barker was not available at this time for discussion on this issue. Manager Chandler also reported that based on year-to-date earnings of the Fishwater Hydro, the earnings over the amount shown in the budget would make up the shortfall. On that basis, Manager Chandler recommended approval of the budget, subject to verification of the budget numbers, so the assessment rate and

standby charges could be established. After further discussion, Director Bailey offered a motion to approve the budget and set the Assessment Rate at \$0.2602 per \$100 assessed value for land and collect no standby fees, all subject to verification of the budget. The motion was seconded by Director Brown and unanimously approved by the Board.

Water and Related Issues was then discussed including an opportunity to try to recharge some of the District's surplus water and monitor the results. After discussion, Director Bailey offered a motion to authorize 2000 acre feet for spreading/recharge purposes. The motion was seconded by Director Collin and unanimously approved by the Board. Other related issues were discussed.


A report was then given on the Rehabilitation Project. Of particular interest was the effects of the incentive program put in place for the project employees in which production doubled.

Under the Friant Fishwater Release Hydro, a report was given on the performance and related matters relative to monitoring P.G. & E's grid integrity. A discussion was also held regarding litigation with Sorsenson Engineering.

A discussion was then held regarding the National Endangered Species Act Reform Coalition's request for membership dues. After discussion, the Board elected to not participate.

With no further business to discuss, the meeting was adjourned at 7:30 P.M.


Richard D. McFarlin, President


James C. Chandler, Secretary

The minutes of the Regular Meeting of the Board of Directors of the Orange Cove Irrigation District held on Wednesday, October 11, 1995.

The Meeting was called to order at 1:32 P.M., with the following Directors and Officers present:

Directors: Richard D. McFarlin, President
Henry A. Collin, III
David A. Brown
Harvey A. Bailey

Officers: James C. Chandler
Engineer-Manager-Secretary
Glenn F. Stringer, Treasurer

President McFarlin asked if there were any changes to the agenda. Hearing none, the agenda was ordered approved as prepared.

President McFarlin then asked if there were any errors or omissions to the minutes. Hearing none, the minutes were ordered approved as mailed.

Manager Chandler and Treasurer Stringer reported on the bills totalling \$268,740.31. Treasurer Stringer then reported on the difficulty checking bills from a bill register compared to checking supporting data when attached to a prepared check and recommended that we return to the previous procedure. After discussion, Director Collin offered a motion to approve the bills and make the change recommended by Treasurer Stringer. The motion was seconded by Director Bailey and unanimously approved by the Board.

Under the Monthly Report, Manager Chandler reported on the financial reports and particularly water deposits and other items that interim accounting employee, Mary King, could not reconcile. It was further reported that there was an uncertainty on the time necessary to reconcile the District's financial standing while working with an interim employee in the accounting department. The priority work was getting the assessment and standby billing done.

Under Water and Related Issues, a discussion was held on the District's water usage and the opportunity to return some water to the Bureau at no cost. Several scenarios were discussed including the cost for water under the different scenarios. Water returned to the Bureau would stay in the watershed and would be available in 1996, provided it is not an extremely wet year, but would not necessarily be available in the same quantity as returned. Manager Chandler then asked for Board direction on turnback verses carryover water under this unusual circumstance. The Board directed Manager Chandler to continue to optimize the usage and cost which potentially included the purchase of some Class II water and a substantial return of Class I water to the Bureau. Also, provided that the District has the opportunity to do so, limit the maximum carryover to 3000 acre feet.

A discussion was then held regarding the District Reorganization plan. A report was given regarding the Reorganization Committee's Meet and Confer meeting with the employees. Also presented for discussion and proposed for adoption were two organization charts (one for present staffing, the other for the end of Rehab.), four new position descriptions and salary survey information from both ACWA and VEA for the four new positions plus the Field Operations positions which commences at the end of Rehab. After discussion, Director Bailey offered a motion to adopt the reorganization charts and the four new positions descriptions, and, set monthly salaries for the positions as follows depending on qualifications:

Operations Engineer Manager	-	\$4300
Accounting Manager	-	3750
Administrative Secretary	-	2220
Clerk	-	1500
Field Operations	-	2800

The motion was seconded by Director Collin and unanimously approved by the Board.

Discussion continued on the process and timeline. After discussion, Director Collin offered a motion to set the process and timeline as follows:

1. Accept applications from District employees with authorization for the Reorganization Committee to select qualified applicants to fill the new positions, to the extent possible, with the date of October 23, 1995 set for this process; and,
2. Use the services of Baker, Peterson and Franklin to advertize and prescreen applicants for positions, if any, not filled from existing employees; with the process completed and reported back to the Reorganization Committee by December 5, 1995; and
3. The Reorganization Committee report to the Board its findings and recommendations at the December Board meeting.

The motion was seconded by Director Brown and unanimously approved by the Board.

A discussion was then held regarding the Friant Water Users draft budget and their first call for funds for the amount of \$14,561.60. The general consensus of the Board was that the budget was too high but there were no recommended areas for funds to be cut. After further discussion, Director Bailey offered a motion to approve the call for funds. The motion was seconded by Director Collin and unanimously approved by the Board.

A report was then given on the District's 1996 Budget, the corrections made and the adequacy of the assessments to fulfill its portion of the District's income.

Under Rehabilitation Program, Project Engineer Geivet reported on construction activities, the construction incentive program, reservoir schedules and the potential to screen District water canalside.

Under the Friant Fishwater Release Hydro, a discussion was held regarding the plant's performance and the District's first run on monitoring the integrity of the utility.

With no further business to discuss, the meeting was adjourned at 5:58 P.M.


Richard D. McFarlin, President


James C. Chandler, Secretary

The minutes of the Regular Meeting of the Board of Directors of the Orange Cove Irrigation District held on Wednesday, November 8, 1995.

The Meeting was called to order at 1:40 P.M., with the following Directors and Officers present:

Directors: Richard D. McFarlin, President
James O. Orlopp, Vice President
Henry A. Collin, III
David A. Brown
Harvey A. Bailey

Officers: James C. Chandler
Engineer-Manager-Secretary
Glenn F. Stringer, Treasurer

President McFarlin asked if there were any changes to the agenda. Hearing none, the agenda was ordered approved as prepared.

President McFarlin then asked if there were any errors or omissions to the minutes. Hearing none, Director Collin offered a motion to approve the minutes as mailed. The motion was seconded by Director Brown and unanimously approved by the Board.

Manager Chandler and Treasurer Stringer reported on the bills totalling \$500,294.30. After discussion, Director Orlopp offered a motion to approve the bills. The motion was seconded by Director Brown and unanimously approved by the Board.

Under the Monthly Report, Manager Chandler reported that financial statements had not been prepared since there were several areas that needed reconciliation before accurate statements could be prepared.

Under Water and Related Issues, reports were given on the District's water usage, the water spreading activities and the final volume of Class I water returned to the Bureau. A discussion was also held regarding the cost of 1995 water and activities associated with CVPRA (H.R. 1906).

The District's reorganization activities were then discussed. The Reorganization Committee met October 23rd, reviewed applications for the four positions and filled three positions from staff within the District. The remaining position will be advertized with an anticipated schedule of having a recommendation before the Board at their regular meeting on December 13th.

A discussion was then held regarding a dispute with a landowner, Mr. Roger Norton. The issue with Mr. Norton goes back several years but more recently seems to center around the location of the District's new pipeline on his property. After discussion, the Board suggested that a new effort be made in writing to try to find conditions that are agreeable to both parties before the issue worsen.

Under Delta Restoration Coalition, Director Bailey reported on activities and its effort to resolve water issues in the Delta. Also discussed was OCID's monetary participation in the program. No decision was made regarding monetary participation.

The discussion regarding the ACWA/JPIA directorship was tabled.

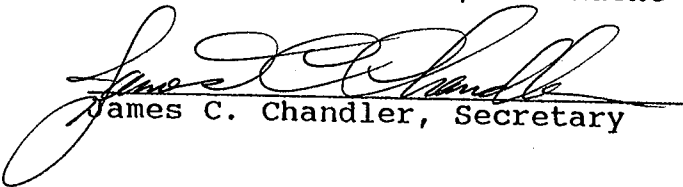
The ACWA Advanced Dues Program was then discussed. After discussion, the Board elected to not participate in the program.

The Rehabilitation Program was then discussed. Operations Engineer-Manager Geivet reported on the construction activities, the incentive program and schedules for reservoir construction.

Reports were then given on the performance of the Friant Fishwater Release Hydro and the repainting of the upper penstock by Valley Engineers, Inc. Also discussed was the settlement conference with Sorenson Engineering and the complexity of the issues associated with the litigation. After discussion, the Board directed Engineer-Manager Chandler to accept the offer of \$20,000.00 and withdraw the litigation.

With no further business to discuss, the meeting was adjourned at 5:25 P.M.


Richard D. McFarlin, President


James C. Chandler, Secretary

The minutes of the Regular Meeting of the Board of Directors of the Orange Cove Irrigation District held on Wednesday, December 13, 1995.

The Meeting was called to order at 1:32 P.M., with the following Directors and Officers present:

Directors: Richard D. McFarlin, President
James O. Orlopp, Vice President
Henry A. Collin, III
David A. Brown
Harvey A. Bailey

Officers: James C. Chandler
Engineer-Manager-Secretary
Glenn F. Stringer, Treasurer

President McFarlin asked if there were any changes to the agenda. Hearing none, Director Collin offered a motion to approve the agenda as prepared. The motion was seconded by Director Brown and unanimously approved by the Board.

President McFarlin then asked if there were any errors or omissions to the minutes. Hearing none, Director Brown offered a motion to approve the minutes as mailed. The motion was seconded by Director Collin and unanimously approved by the Board.

Manager Chandler and Treasurer Stringer reported on the bills totaling \$693,100.00. After discussion, Director Orlopp offered a motion to approve the bills. The motion was seconded by Director Bailey and unanimously approved by the Board.

Under the Monthly Report, Mr. Roel Briones appeared before the Board and gave a detail report of the financial statements.

Under Water and Related Issues, reports were given on the District's water usage, CVPRA (H.R. 1906), and CVP take over. A discussion was then held regarding the final water rates to be established for 1995 due to the unusual circumstances surrounding the water year. After discussion, Director Bailey offered a motion to set the canal side rate at \$28.00 per acre foot which includes surcharge and restoration charges. The motion was seconded by Director Collin and unanimously approved by the Board.

The Reorganization Committee then reported on the interviews held with applicants for the Accounting Manager's position, their recommendation to hire Mr. Robert Ramirez and a recommendation that Lorraine Celaya be recognized for the outstanding job she has done for the District through the transitional period of reorganization. After discussion, Director Orlopp offered a motion that Robert Ramirez be offered the Accounting Manager position and that Lorraine Celaya be recognized with a Letter of Appreciation and a cash award of \$1,000.00. The motion was seconded by Director Bailey and unanimously approved by the Board.

The OCID Board meeting was recessed at 3:55 P.M. so a meeting of the Orange Cove Irrigation District Financial Corporation could be held. A joint report was given on the financial standing, construction activities and projected schedule to complete the project.

The OCID Board reconvened at 4:55 P.M. and continued with the meeting agenda.

Reports were then given on the performance of the Friant Fishwater Release Hydro and the painting of the upper penstock.

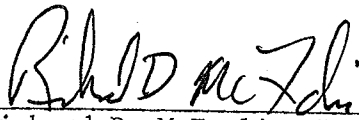
A discussion was then held regarding the formation of a Joint Powers Authority being formed by ACWA for utility purposes. There appears to be several benefits to belonging to the JPA but none more significant than opening the potential for the District to wheel its generated power to the District for its own use. After discussion, Director Collin offered a motion to join the JPA when the call for membership is made. The motion was seconded by Director Bailey and unanimously approved by the Board.

A discussion was then held regarding District membership in Family Farm Alliance, California Farm Water Coalition and the Delta Restoration Coalition. After considerable discussion and recognition that the District could not participate at the levels requested, Director Bailey offered a motion that the District participate equally with the three entities at \$1,500.00 each. The motion was seconded by Director Collin and unanimously approved by the Board.

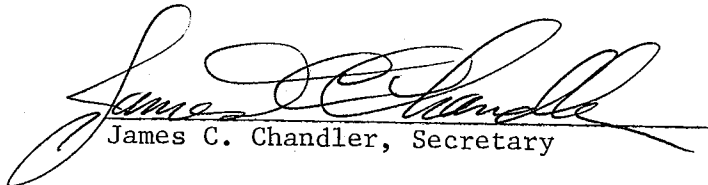
A discussion was then held regarding potential consolidation of Hills Valley Irrigation Districts and Tri-Valley Water District with Orange Cove Irrigation District. The Board consensus was that there was not a significant benefit to OCID to take in the other Districts. Therefore, OCID should not enter into discussion with the other Districts unless there is an offer of significant benefit to OCID.

Under election of Officers, Director Bailey offered a motion to retain the current officers which are Richard D. McFarlin, President; James O. Orlopp, Vice President; and Glenn F. Stringer, Treasurer. The motion was seconded by Director Collin and unanimously approved by the Board.

With no further business to discuss, the meeting was adjourned at 5:30 P.M.



Richard D. McFarlin, President



James C. Chandler, Secretary