

**MADERA IRRIGATION DISTRICT
BOARD OF DIRECTORS SPECIAL MEETING
NOVEMBER 15, 2024**

MINUTES

Directors Present: James Erickson, President
Brian Davis
Carl Janzen, Vice President
David Loquaci

Directors Absent: Tim DaSilva

Staff Present: T. Greci, General Manager (GM Greci)
D. Cadenazzi Nolan, Assistant General Manager (AGM Nolan)
J. Furstenburg, Controller
C. Contreras, Operations & Maintenance Manager (OMM Contreras)

Others Present: General Counsel John Kinsey, Wanger Jones Helsley; Joel Hastings, WaterWrights via Zoom

CALL TO ORDER / ROLL CALL

President Erickson called the meeting to order at 3:04 p.m. at the business office of the District at 12152 Road 28 ¼, Madera, California 93637.

APPROVAL OF AGENDA

MOTION: Director Janzen / Director Loquaci to approve the agenda as presented.

VOTE:

AYES: Directors Loquaci, Janzen, Davis, and Erickson

NOES:

ABSTAIN:

ABSENT: Director DaSilva

POTENTIAL CONFLICTS OF INTEREST: Closed Session

General Counsel Kinsey reported there were no potential conflicts of interest for Closed Session.

PUBLIC COMMENT: Closed Session

President Erickson opened and closed public comment due to no public in attendance.

The Board convened to Closed Session at 3:05 p.m.

1. CLOSED SESSION

- 1a. CONFERENCE WITH REAL PROPERTY NEGOTIATORS – Pursuant to Government Code Section 54956.8

Property: 027-172-011, 027-172-014, and 027-172-015
Agency Negotiator: Thomas Greci and Dina Nolan
Negotiating Party: Five Rivers Land Company, LLC

- 1b. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION – Significant exposure to litigation pursuant to paragraph (2) of subdivision (d) of Government Code Section 54956.9 (2 potential cases)

- 1c. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION – Potential initiation of litigation pursuant to paragraph (4) of subdivision (d) of Government Code Section 54956.9 (2 potential cases)

- 1d. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION – Pursuant to Paragraph (1) of subdivision (d) of Section 54956.9; Petition for the Adjudication of Rights to the Fresno River, before the State Water Resources Control Board

- 1e. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION – Pursuant to Paragraph (1) of subdivision (d) of Government Code Section 54956.9; Madera Irrigation District v. Smith-Adobe Ranch Family Limited Partnership, Case No. MCV081757

- 1f. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION – Pursuant to Paragraph (1) of subdivision (d) of Government Code Section 54956.9; NRDC v. Rogers, U.S. District Court, Eastern District of California (Sacramento Division), Case No. 88-CV-1658-JAM-GGH

- 1g. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION – Pursuant to Paragraph (1) of subdivision (d) of Government Code Section 54956.9; Madera Irrigation District v. Allstate Insurance Company, Case No. MCV090064

CALL TO ORDER REGULAR SESSION

President Erickson called regular session to order at 3:30 p.m.

REPORT ON CLOSED SESSION

There was no reportable action taken during Closed Session.

POTENTIAL CONFLICTS OF INTEREST

President Erickson will recuse himself from item 2a.

PUBLIC COMMENT: MID Groundwater Sustainability Agency & Regular Session

President Erickson opened and closed public comment due to no comments from the public in attendance.

Director Erickson recused himself for item 2a.

2. NEW BUSINESS

- 2a. Discussion / possible action on Vacant Land Purchase Agreement and Joint Escrow Instructions and Addendum for Madera County APNs 027-172-011, 027-172-014, and 027-172-015, Resolution No. 2024-20

MOTION: Director Loquaci / Director Janzen to approve the Vacant Land Purchase Agreement and Joint Escrow Instructions and Addendum for Madera County APNs 027-172-011, 027-172-014, and 027-172-015, Resolution No. 2024-20.

DISCUSSION: AGM Nolan reported these parcels are adjacent to the parcel the District recently purchased and District facilities. The parcels are 36.66 acres in total. The property is included in bankruptcy proceedings, so the agreement looks different than the District's standard purchase agreement. The total price is \$568,000.

PUBLIC COMMENT: President Erickson opened public comment and closed public comment due to no comments from the public in attendance.

VOTE: ROLL CALL

AYES: Directors Loquaci, Janzen, and Davis

NOES:

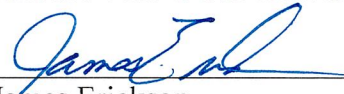
ABSTAIN:

ABSENT:

3. ADJOURNMENT

President Erickson adjourned the meeting at 3:04 p.m.

APPROVED FOR THE BOARD:



James Erickson
President



Andrea Kwock Sandoval
Secretary to the Board

Date: 12/2/24



NOVEMBER 15, 2024
RESOLUTION NO. 2024-20

**RESOLUTION OF THE BOARD OF DIRECTORS,
MADERA IRRIGATION DISTRICT
APPROVING VACANT LAND PURCHASE AND SALE AGREEMENT AND
JOINT ESCROW INSTRUCTION & ADDENDUM FOR
MADERA COUNTY APNS 027-172-011, 027-172-014, AND 027-172-015**

RESOLVED by the Board of Directors (“Directors”) of the Madera Irrigation District (“District”), at a special meeting duly called and held on November 15, 2024 at the business office of the District, 12152 Road 28 1/4, Madera, California 93637, as follows:

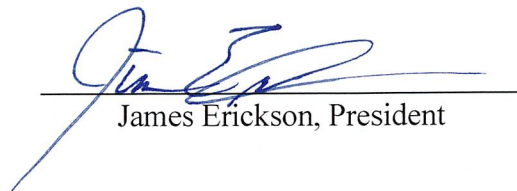
WHEREAS, the District received a proposal from the landowner of Madera County Assessor’s Parcel Number 027-172-011, 027-172-014, and 027-172-015 (the “Subject Property”) and has determined that the acquisition of this parcel would serve the District’s interests and seeks to enter into a Vacant Land Purchase and Sale Agreement and Joint Escrow Instructions and Addendum (“Agreement”), a copy of which is attached hereto as Exhibit “A”

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Madera Irrigation District, that the Board of Directors of the Madera Irrigation District hereby approves the Vacant Land Purchase and Sale Agreement and Joint Escrow Instructions and Addendum for the Subject Property, a copy of which is attached hereto as Exhibit “A,” and authorizes General Manager Thomas Greci to execute the Agreement in the substantial form presented as Exhibit “A,” subject to such reasonable modifications, revisions, additions and deletions as he may approve prior to execution, said execution to provide conclusive evidence of such approval.

BE IT FURTHER RESOLVED, the Board of Directors hereby directs and authorizes General Manager Thomas Greci to execute any further documents necessary to transfer title of the Subject Property to the District, and to carry out all associated acts and duties associated with the purchase and acquisition of the parcels.

THE FOREGOING RESOLUTION WAS DULY AND REGULARLY ADOPTED by the Board of Directors of the Madera Irrigation District, at a special meeting of the Board held on the 15th day of November 2024 by the following vote:

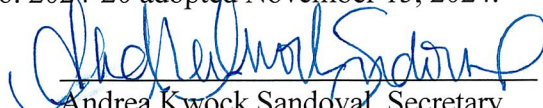
AYES: Directors Loquaci, Janzen, and Davis
NOES: None
ABSENT: Director DaSilva
ABSTAIN: None


James Erickson, President

ATTEST: 
Carl Janzen, Vice President

CERTIFICATE OF SECRETARY

The undersigned Secretary of the Board of the Madera Irrigation District hereby certifies that the foregoing is a full, true and correct copy of Resolution No. 2024-20 adopted November 15, 2024.


Andrea Kwok Sandoval, Secretary

