



**MADERA IRRIGATION DISTRICT
BOARD OF DIRECTORS
SPECIAL MEETING
OCTOBER 24, 2023**

MINUTES

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

Directors Absent: None

Staff Present: T. Greci, General Manager (GM Greci)
D. Cadenazzi Nolan, Assistant General Manager (AGM Nolan)
A. Kwock Sandoval, Secretary to the Board

Others Present: General Counsel John Kinsey, Wanger Jones Helsley; Joel Hastings, WaterWrights; Julie Vance, Department of Fish & Wildlife via Zoom; Alex Size, Trust for Public Land via Zoom; and others in-person or on Zoom that did not identify themselves

CALL TO ORDER / ROLL CALL

President Erickson called the meeting to order at 2:00 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: ROLL CALL

AYES: Directors Loquaci, Janzen, Davis, DaSilva, and Erickson

NOES:

ABSTAIN:

ABSENT:

POTENTIAL CONFLICTS OF INTEREST: Closed Session

There were no potential conflicts of interest noted.

PUBLIC COMMENT: Closed Session

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

1. CLOSED SESSION

- 1a. 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 case)
- 1b. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION – Pursuant to Paragraph (1) of subdivision (d) of Government Code Section 54956.9; Madera Irrigation District and Madera Irrigation District Groundwater Sustainability Agency v. Madera County Groundwater Sustainability Agency, Madera County Board of Supervisors, County of Madera, Case No. MCV086277
- 1c. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION – Pursuant to Paragraph (1) of subdivision (d) of Government Code Section 54956.9; Madera Irrigation District and Madera Irrigation District Groundwater Sustainability Agency v. Madera County Groundwater Sustainability Agency, Madera County Board of Supervisors, County of Madera, Case No. MCV087598

Closed session ended at 2:25 p.m.

There was a break between 2:25 p.m. – 2:30 p.m. and no District business was discussed.

CALL TO ORDER REGULAR SESSION/ PLEDGE OF ALLEGIANCE

President Erickson called regular session to order at 2:30 p.m. with staff in attendance and the public in attendance.

REPORT ON CLOSED SESSION

General Counsel Kinsey stated there was no reportable action taken during Closed Session.

POTENTIAL CONFLICTS OF INTEREST

There were no potential conflicts of interest noted.

PUBLIC COMMENT: Regular Session

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

2. NEW BUSINESS

- 2a. Public Hearing on Adoption of the Option Agreement between Madera Irrigation District and Trust For Public Land for 044-011-003, 044-012-001, 044-021-003,

044-022-001, 044-031-001, 044-061-001, 044-062-001, 044-071-001, 044-072-001, 044-081-001, 044-111-001, 044-112-001, 044-121-002, 044-122-001, 044-131-007, 044-182-001, 044-192-009, 044-252-001, and 044-261-001 and Agreement Concerning Receipt of Consideration by Trust for Public Land– **Timed Item 2:30 p.m.**

DISCUSSION: GM Greci stated on September 20, 2023 the Board of Directors held a meeting and discussed the topics on the agenda today. A brief overview and history of the Madera Ranch properties was provided. A brief overview of Trust for Public Land was also provided. GM Greci stated the details of the Option Agreement were discussed. A press release was sent out on September 20, 2023 and ran on the front page of the Madera Tribune. The meeting was also covered by WaterWrights.

GM Greci stated positive comments were received on a staff level. There have not been any emails or request for information received by Secretary Sandoval to date.

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

The public hearing was closed at 2:35 p.m.

2b. Discussion / possible action on approving Option Agreement between Madera Irrigation District and Trust For Public Land for 044-011-003, 044-012-001, 044-021-003, 044-022-001, 044-031-001, 044-061-001, 044-062-001, 044-071-001, 044-072-001, 044-081-001, 044-111-001, 044-112-001, 044-121-002, 044-122-001, 044-131-007, 044-182-001, 044-192-009, 044-252-001, and 044-261-001, Resolution No. 2023-35

MOTION: Director Janzen / Director DaSilva to approve the Option Agreement between Madera Irrigation District and Trust for Public Land, Resolution No. 2023-35.

DISCUSSION: GM Greci stated the Option Agreement between Madera Irrigation District and Trust for Public Land is on the agenda for consideration. The details of the agreement were discussed at the September 20, 2023 Board Meeting.

Alex Size, Trust for Public Land stated he is the Conservation Director for Southern California. Trust for Public Land is a private land trust non-profit organization that works towards land conservation and parks development for approximately 50 years. He stated they work to get the best deals out there and cannot pay over fair market value for a property. Mr. Size stated Trust for Public Land works collaboratively with landowners across the United States. They have treated landowners fairly for the past 50 years while putting lands into conservation. Lands are conserved for many different reasons including public access, protection of species, and public enjoyment. In Trust for Public Land's 50 year history, they have conserved 4 million acres of land nationwide. Mr. Size stated Trust for Public Land has completed 4,500 transactions and would not have that much success if

they treated landowners poorly. Mr. Size stated he believes MID will find Trust for Public Land to be a good partner.

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, Davis, DaSilva, and Erickson

NOES:

ABSTAIN:

ABSENT:

2c. Discussion / possible action on approving Agreement Concerning Receipt of Consideration by Trust for Public Land, Resolution No. 2023-36

MOTION: Director Loquaci / Director Davis to approve the Agreement Concerning Receipt of Consideration by Trust for Public Lands, Resolution No. 2023-36.

DISCUSSION: General Counsel Kinsey stated this is the Agreement Concerning Receipt of Consideration by Trust for Public Land, which provides consideration for Trust for Public Lands for their work transaction.

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, Davis, DaSilva, and Erickson

NOES:

ABSTAIN:


ABSENT:

3. **ADJOURNMENT**

President Erickson adjourned the meeting at 2:43 p.m.

APPROVED FOR THE BOARD:


James Erickson
President


Andrea Kwock Sandoval
Secretary to the Board

Date: 12/21/23



**OCTOBER 24, 2023
RESOLUTION NO. 2023-35**

**RESOLUTION OF THE BOARD OF DIRECTORS,
MADERA IRRIGATION DISTRICT
APPROVING OPTION AGREEMENT BETWEEN MADERA IRRIGATION DISTRICT
AND TRUST FOR PUBLIC LAND FOR 044-011-003, 044-012-001, 044-021-003, 044-022-
001, 044-031-001, 044-061-001, 044-062-001, 044-071-001, 044-072-001, 044-081-001, 044-
111-001, 044-112-001, 044-121-002, 044-122-001, 044-131-007, 044-182-001, 044-192-009,
044-252-001, and 044-261-001**

RESOLVED by the Board of Directors of the Madera Irrigation District (“District”), at a special meeting duly called and held on October 24, 2023, at the business office of the District, 12152 Road 28 ¼, Madera, California 93637, as follows:

WHEREAS, the District is an irrigation district established under California’s Irrigation District Law, Water Code section 20500, et seq.; and

WHEREAS, the District owns approximately 10,940 acres of real property located in Madera, County of Madera, identified by the Assessor’s Parcel Numbers (“APN”) 044-011-003, 044-012-001, 044-021-003, 044-022-001, 044-031-001, 044-061-001, 044-062-001, 044-071-001, 044-072-001, 044-081-001, 044-111-001, 044-112-001, 044-121-002, 044-122-001, 044-131-007, 044-182-001, 044-192-009, 044-252-001, and 044-261-001 (“Property”); and

WHEREAS, Trust for Public Land (“TPL”) is conservation organization having among its purposes the acquisition, for the benefit of the public, of open space, scenic, and recreational lands. TPL is exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and is listed as an organization eligible to receive tax-deductible contributions by the Internal Revenue Service; and

WHEREAS, the District and TPL (“Parties”) intend that the Property be preserved and used eventually for open space, habitat restoration and passive recreational purposes through TPL’s conveyance of the Property to an appropriate public agency or an appropriate environmental steward; and

WHEREAS, the Parties wish to enter into an Option Agreement, a copy of which is attached hereto as Exhibit “A” to begin the process of the District selling the Property to TPL.

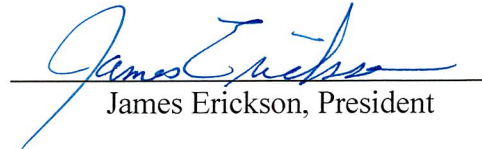
NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Madera Irrigation District, that the Board hereby:

1. Declares the recitals above true and correct.
2. Approves the Option Agreement, a copy of which is attached hereto as Exhibit “A” and authorizes Board President James Erickson to execute the Option Agreement in the substantial form presented and all associated and necessary documentation

contemplated thereunder, 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.

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 24th day of October 2023 by the following vote:

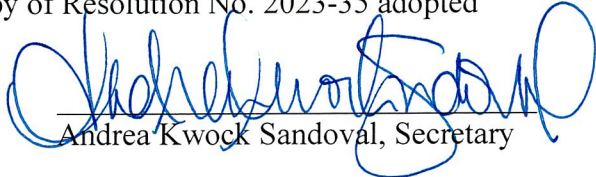
AYES: Director Loquaci, Janzen, Davis, DaSilva, and Erickson
NOES: None
ABSENT: None
ABSTAIN: None


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. 2023-35 adopted October 24, 2023.



Andrea Kwock Sandoval, Secretary



**OCTOBER 24, 2023
RESOLUTION NO. 2023-36**

**RESOLUTION OF THE BOARD OF DIRECTORS,
MADERA IRRIGATION DISTRICT
APPROVING AGREEMENT CONCERNING RECEIPT OF CONSIDERATION BY
TRUST FOR PUBLIC LAND**

RESOLVED by the Board of Directors of the Madera Irrigation District (“District”), at a special meeting duly called and held on October 24, 2023, at the business office of the District, 12152 Road 28 ¼, Madera, California 93637, as follows:

WHEREAS, the District and Trust for Public Land (“TPL”) (collectively the “Parties”) have entered in that certain Option Agreement, whereby the District has granted to TPL an option to purchase certain real property located in Madera County (“Property”); and

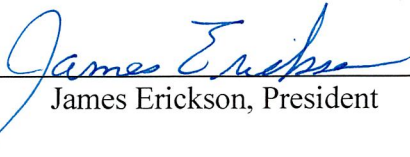
WHEREAS, the Parties intend that the Property be preserved and used eventually for open space, habitat restoration and passive recreational purposes through TPL’s conveyance of the Property to an appropriate public agency or an environmental steward; and

WHEREAS, in exchange for TPL’s acquisition of an interest in the Property for ultimate disposition to a governmental or private environmental steward for open space, habitat restoration and passive recreational purposes, which will result in TPL and its staff incurring various expenses associated with the review of title, contracting for and analysis of environmental studies, negotiating and documenting the transaction, contracting for an appraisal, and any costs associated with ownership of the Property for an undetermined period and ultimately disposing of the Property to a governmental or private environmental steward the Parties agree to enter into an Agreement Concerning Receipt of Consideration by Trust for Public Land, a copy of which is attached hereto as Exhibit “A”; and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Madera Irrigation District, that the Board hereby that the facts contained in the recitals above are true and correct, and that the Board hereby approves the Agreement Concerning Receipt of Consideration by Trust for Public Land, a copy of which is attached hereto as Exhibit “A” and authorizes the General Manager to execute the Agreement in the substantial form presented and all associated and necessary documentation, 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.

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 24th day of October 2023 by the following vote:

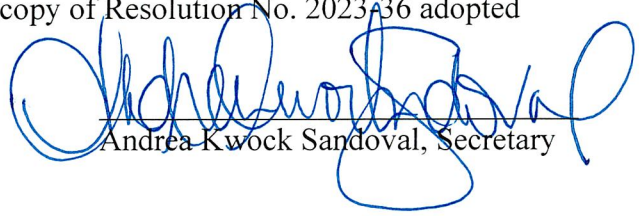
AYES: Director Loquaci, Janzen, Davis, DaSilva, and Erickson
NOES: None
ABSENT: None
ABSTAIN: None


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. 2023-36 adopted October 24, 2023.



Andrea Kwock Sandoval, Secretary

