

MINUTES

TEHACHAPI-CUMMINGS COUNTY WATER DISTRICT REGULAR MEETING OF THE BOARD OF DIRECTORS

January 16, 2019 3:00 P.M.

22901 Banducci Road, Tehachapi, CA 93561

Item 1. Call to Order and Roll Call

Directors Present: Cassil, Hall, Pack, Schultz, Zanutto

Legal Counsel: Bernard Barmann

Staff in Attendance: Catherine Adams, Troy DePriest, LaMinda Madenwald and Tom Neisler

Item 2. Flag Salute

The Pledge of Allegiance was led by Director Schultz.

Item 3. Approval of Agenda

The agenda was approved on a motion made by Director Hall, seconded by Director Zanutto and carried on by the following vote: Ayes: Cassil, Hall, Pack, Schultz, Zanutto; Noes: None; Abstain: None; Absent: None.

Item 4. Comments by any Party on Items of Interest and Within the Subject Matter Jurisdiction of the Legislative Body

Ms. Adams announced to the Board members that Bank of the West requires a form be completed by each account signer in order to draft the revised signature card approved at the December Board meeting. She passed out the forms and asked that everyone return them to her, or Mr. Neisler once completed.

A member of the public asked if the Board had ever considered moving the regular Board meeting start time back to 4:30 p.m. to be more conducive to those that work. President Pack stated the start time is at the Board's discretion and there are two new Board members, so it would be a good time to give it some thought. Mr. Neisler added that there is an item on today's agenda to schedule a new Director orientation meeting and suggested the start time could be a topic of discussion for that meeting. President Pack felt that would be a good way to handle it and moved forward with that plan.

Item 5. Consent Calendar - Consent items are considered routine and are intended to be acted upon as a single item, without discussion. During this portion of the meeting, the Consent Calendar will be read aloud. Prior to approval, the President will give the Board the opportunity to remove any item from the Consent Calendar to be discussed and voted on individually. The President will also give staff and the public the opportunity to request any item be discussed individually, in which case the President will determine whether the item will be removed from the Consent Calendar. The remaining calendar will be acted upon. Any removed items will then be heard and acted upon individually.

a. Approve Minutes of the Regular Board Meeting of December 19, 2018

b. Approve Financial Report and Payment of Bills

Director Cassil removed Item 5. a. Approve Minutes of the Regular Board Meeting of December 19, 2018.

Mr. Neisler asked to make a comment on Item 5. b., not remove it. President Pack allowed him to proceed. Mr. Neisler stated that staff has not received either of the two natural gas bills from Shell and once those are received there is a quarterly natural gas surcharge tax that is calculated so there will be three checks that will have to be prepared prior to the next Board meeting and the President will be asked to sign them. There is not enough grace period with Shell or the State of California to delay those

payments for a month. President Pack thanked Mr. Neisler for the information and considered this item complete.

For Item 5. a., Director Cassil requested that on page one of the minutes, Item 6., line one, revise that sentence to state the new Board members names and the Board agreed. Director Zanutto suggested adding everyone's name who took Oath of Office. The Board agreed with that as well.

Director Hall moved the Board approve the minutes as amended. The motion was seconded by Director Cassil and it was carried on the following vote: Ayes: Cassil, Hall, Pack, Schultz, Zanutto; Noes: None; Abstain: None; Absent: None.

Item 6. General Manager's Report

Mr. Neisler reported on the following matters:

- The January 3rd snow survey indicated about 91% of average depth for that date. The water content was lower than that. The snow pack is close to being on schedule in the Sierra's and he suspects after this weekend it will be well in excess of 100% of the average for this date. The statewide overall precipitation is about 85% of normal year-to-date. The charts are included at the back of this report.
- This information begs the question, "Why is our allocation at 10%?". The answer is that no one is talking. Staff has not heard anything since the initial allocation was issued on November 30th. There was a State Water Operations conference call on the 14th at which time they said they were going to distribute the forecasting data and what they distributed was the 90% exceedance projections. That means there's a 9 out of 10 chance that more precipitation will be received than what is considered in that group of forecasts. With those statistics, there was a low allocation of 7% and a high allocation of 15%. The next Water Operations Committee meeting is on January 24, 2019 and Mr. Neisler is considering going up to Sacramento to attend this or try to listen in on the conference call.
- During the last two Tuesday conference calls with the member units for the agency, frustration was expressed not only from Mr. Neisler, but from several other managers about the lack of this information and the impact it's having on operational planning for 2019. The District cannot proceed until there is a better forecast as to how much water there will be available to pump. Mr. Neisler cannot purchase gas; there are no gas purchases for February and March at this time. He cannot commit to those purchases until it is known there will be water available to pump. It's not catastrophic at this time; there will be time to catch up during the rest of the year if that's what needs to be done if there is a 50% or 60% allocation. It will still be possible to pump 10,000 acre feet.
- Governor Newsom has unveiled his FY 2019 budget which projects a \$21.4 billion surplus for the state. Credible experts do not agree with that assessment. It makes some tenuous assumptions concerning revenue, interest rates and tax collections for the state. Revenues and tax collection will break all records significantly if he is correct. With the current economic situation, that does not seem likely to happen. This budget also includes a drinking water tax on every residence in the state of California. That is not law yet, but it is a revenue projection in his budget.
- California is envisioned to be the first state to provide 6 months Paid Family Leave for both a mother and father upon the birth of a child. The Governor has not stated how that's going to be paid for, but clearly that could impact every business and agency in the state.
- Governor Newsom appointed his Natural Resources Commissioner for the state of California, Wade Crowfoot. He was the keynote speaker at the Fall ACWA Conference luncheon, and he does not appear to be friend of the public water agencies.
- The reservoir is very low right now and staff is very happy with that level. It is ideal for this time of year as all the recharge operations for this year have ceased. Golden Hills is still recharging a limited amount of water as planned to their facility.

- The measured precipitation here at the office on the District's weather station for 2018 was 9.48 inches. He provided a chart that shows 20 years of statistics for the District's facility here at the office, and 9.48 is a little bit below normal. So far this month in 2019, 1.4 inches of precipitation has been recorded here at the office.
- The Grand Jury wanted to compliment the Board, both outgoing and incoming members, on their professionalism and their knowledge of the topics being discussed. They were very complimentary and very impressed with the actions. The Grand Jury has begun publishing the early release reports and Mr. Neisler is watching for the District's to come up.
- The annual Water Association of Kern County Water Summit has been scheduled for March 7th at Rabobank Arena. He will pass along the invitation information as soon as he receives it and he would like to give an informal invitation to all the Board to attend that event as a District representative.
- Email accounts have been established for all Board members. The address is the first initial of the Director's name followed by their last name, "@tccwd.com". Staff will communicate officially through that account. The reason for this is email is not a protected communication in California, so any official communication is best segregated from personal email accounts. If the Director's have any trouble setting up these accounts, the IT consultant can assist with it. Staff is also happy to prepare business cards for the Directors; please request those from Ms. Adams if you interested. The cards are prepared in house.

A member of the public asked if the Grand Jury was requested to do an investigation or if it was something they routinely do. Mr. Neisler explained that the Grand Jury's mandate is to visit every Special District in the county every five years (there are around 150 Special Districts), and they had not been to TCCWD since 2012 so they were overdue. It's been a very useful, positive process, and Mr. Neisler is looking forward to the results.

Item 7. Operations Manager's Report

Mr. DePriest reported on the following matters:

- He attended a meeting with Mojave Pipeline and Kinder Morgan staff to review plans and schedules they have for preventative maintenance of their transmission lining. Staff is confident that their work will not influence the District's operations.
- He attended a Kern County Advisory Committee meeting, and in attendance were the staff of many agencies that would provide assistance to the District in a dam emergency.
- The line providing irrigation to the Wal-Mart facility on Tucker Road was installed. It is still being used as construction water.
- The pipeline department installed the new Cummings Pond Recharge facility and the automation still needs to be completed.
- Superior Tank Solutions has commenced work on the water tank maintenance program. Demolition of the east bolted tank at Pump Plant 4 is scheduled for February 19th. The components of the tank are in fabrication, and Mr. DePriest and Mr. Neisler plan to go to the Superior Tank facility in Rancho Cucamonga to tour the facility and observe the fabrication and coating process.
- There was a main line break at Turf Road on January 4th. The pictures attached to the staff report illustrate what happened to the line. There was a rupture on the side of the pipe in the area of a weak spot developed by corrosion of the steel pipe. The line was shut down, the repair was made and wrapped in steel utilizing Allen Scales Welding, and then returned to service.
- On December 20th, the District took possession of a new 2019 Ford F250 from Jim Burke Ford, and this vehicle will be operated by the pipeline superintendent. The other vehicle, the F350, will be delivered sometime in March due to a slight delay from transportation issues.

- The Engine System Manager 2 units installed at Pump Plant 1 by WPI technicians are experiencing programming issues with the firmware. As of today, that has been corrected and new units are being sent overnight to arrive tomorrow in Bakersfield and will be installed on Friday.
- Mechanics have complete the overhaul on Pump Plant 3, engine 2. A leaking check valve was replaced at Pump Plant 5.
- Superior Tank Solutions has completed the first job in the water maintenance tank program. They installed a new manway, washed out, inspected, and disinfected Tank 1 at Brite Lake Campground.
- Looking ahead, there is a Recycled Water training scheduled for January 23rd with water specialist consultants in the District Board room. This is a required training by the State, and the District Recycled Water Rules and Regulations because of the responsibility to monitor the recycled water system that provides treated recycled water from CCI to Valley Sod and Horsethief Golf Course irrigation systems.
- He described the pictures included in his report.

Director Zanutto asked if those who receive the recycled water will be invited to the training. Mr. DePriest confirmed that there will be staff in attendance from both Valley Sod and Horsethief Golf Course as well as the District's pipeline department.

Item 8. Mid-Year Budget Review Fiscal Year 2018-19

Ms. Madenwald stated it is one of the Districts Standard Operating Procedures to look at the budget mid-year and determine whether it should be amended. Last fiscal year, the budget was not amended, however this year there are amendments. The front page of the staff report explains the overall net effect of the changes that have been made. In the general fund, there will be a decrease in operating revenue of \$300,000, an increase in expenditure budget of \$95,900, and within this amended budget, the Board is asked to approve the transfer back from the water banking reserve to the general fund. Those monies were set aside in order to extract some water from the Kern Water Bank to meet the District's pumping goals for this year. That has been completed and those amounts have been purchased, so it is requested that money, and the related expenses, be moved back into the general fund.

There's a \$330,546 change in the State payment fund that is for State Water Project water because the projection was based on the prior year's bill. When the actual bill was received this accounting year, the actual amount was less than projected. All these changes result in the amended budget having \$14,500 going to reserves in the general fund operating reserves, and for the overall operating reserves, there's \$248,426.

The schedule of recommended changes is on the second page, and that is a line item, account by account, justification of items that are suggested to be changed for this amended budget. Looking down the list, there's a section for capital outlay which is the capital expenditures budget. The following page details those changes, account by account. The final page is the minutes from the meeting with the Ad-Hoc Budget Committee. President Pack asked if there were any changes to the revised budget document passed out at the meeting and the one that was mailed in the Board package. Ms. Madenwald explained that there were six places in the "percent change" column where the formula had not been updated so that was corrected in the new document. The bottom-line percent change was not affected.

The final budget that was adopted in August had about \$8,700 going into reserves overall, and \$105,000 going into the general fund reserves. This budget now has \$14,500 going into the general fund operating reserves and \$248,426 going into the reserves overall.

Mr. Neisler explained the capital improvements budget changes. He stated there were only 3 items that changed. The pump plant road improvement budget was reduced by \$10,00 due to less material purchases to date than anticipated. The second change was spending \$5,000 less on one of the two vehicles that were purchased, and lastly the parking lot paving item was deleted from this year's budget. Deleting this item allows the budget to remain balanced, and although there is no requirement to show a positive bottom line on the budget, it has been the practice, and something the District strives to do. The paving project is not urgent, so it will be included in next year's budget. The overall change to the capital improvements budget is a decrease of \$215,000.

Director Schultz moved that the Board adopt Resolution 1-19 Amending the Fiscal Year 2018-19 Budget, including the authorization of \$110,000 transfer from the Water Banking Fund (72) to the General Fund (70). The motion was seconded by Director Cassil and carried on the following votes: Ayes: Cassil, Hall, Pack, Schultz, Zanutto; Noes: None; Abstain: None; Absent: None.

Item 9. Discussion of Draft Strategic Plan

Mr. Neisler stated this item is back on the agenda at the request of the Board at the December meeting. This is the third time the draft plan has been presented to the Board for comments and potential action. Since the December meeting, Mr. Neisler has not received any comments or revisions. He is prepared to make revisions now or discuss any item the Board wishes. Once the Board is happy with the narrative portion of this plan, he asks that the Board direct staff to complete the report to include graphics and charts as needed to make it into production format.

Director Schultz stated at the last meeting he would like two months to review the document, so he requested that he still have that opportunity by bringing this item back at the next meeting. President Pack asked Director Cassil if she had any comments on the document and she had none.

Director Zanutto commented that the Mission Statement sounded a little redundant by stating, "the importation of state water project water" and suggested saying, "state project water". Mr. Neisler stated that actually, "state water project" should be capitalized as it is the title of the imported water. He said he is happy to change anything as the Board desires. The Board requested Mr. Neisler capitalize "State Water Project".

Director Zanutto commented on the Short-Term Capital Improvements section. He asked if the Cummings Basin Adjudication would be included. Mr. Neisler showed that the latest version on the screen did include this item based on a comment at a previous Board meeting. He apologized that the version that went out in the Board package did not show it. Director Zanutto asked Mr. Neisler to explain the Tehachapi Valley Groundwater Model. Mr. Neisler stated that model is being updated, and it is in the District's budget as well as the budgets for the City of Tehachapi and Golden Hills this fiscal year. He has not distributed an RFP for that yet, but he is hopeful it can be started this year. He thinks the last one was done in 2005. It will be similar in scope to the Cummings Valley one done in 2015 and is an updated report on the groundwater. In addition, the City and Golden Hills have agreed to consider nitrate concentrations in this report, and that was specifically not included in the last report. From a Watermaster standpoint, that will be great information to have.

Director Zanutto brought up that the Cummings Basin Groundwater Model project is in the Mid-Term Capital Improvements section. Mr. Neisler stated that would encompass the eight-year project cycle that the Board's been discussing, and since it has already been a few years, having it on the Mid-Term budget, it will land right around eight years. Director Zanutto stated he is ok with leaving it in the Mid-Term budget, but he expressed concerns with the Cummings Basin Adjudication, and feels that more work

needs to be done on it. The Directors had a discussion on whether the Cummings Adjudication should be in the Short-Term budget or the Mid-Term budget, and the majority of the Directors felt it needs to be in the Short-Term. The Board directed staff to proceed forward with urgency, towards culmination of the Cummings Basin Adjudication issue.

Mr. Cappello had some concerns and questions regarding the Cummings Basin Adjudication. A discussion took place in which Mr. Neisler and Mr. Barmann addressed some of those, and Mr. Neisler indicated he would be getting some information back to Mr. Cappello. *Mr. Cappello referenced a meeting with Mr. Neisler on September 20, 2018 in which Grimmway's consultant commented on the issues they had with some of the Fugro Report information. Mr. Neisler agreed to review the discussed issues and get back to Mr. Cappello, and as of January 16, 2019, there has been no response. Grimmway is interested in having additional landowner meetings to resolve any issues that still exist on the amended and restated judgement.**

(*Revisions made at the direction of the Board at the regular Board meeting on February 20, 2019. Revisions in red were added at the RBM 03-20-19. The Board approved as amended.)

Mr. Barmann pointed out that the District's position [in the Cummings Basin Adjudication] is one of oversight, management, and care for the basin. The District doesn't have a defined, adversarial relationship with the landowners, in fact it serves the landowners. Director Zanutto referred to the Mission Statement, "importation of State Water Project water and management of groundwater basins", and the Vision Statement, "manage our groundwater basins to ensure sufficient protection for extraction" and stated it is the District's job to look, not just for today, but for the future, and for all the people, to ensure there is sufficient water in that basin.

Director Hall suggested a change in the Strategic Plan on page 8. At the top of the page, it states TCCWD's goal, and Director Hall suggested including some language that would reflect the hesitance to pay very high gas prices. It was decided that a bullet point would be added that references financial consideration. The Board requested to have the Strategic Plan back on the agenda for next month's meeting. Mr. Neisler announced that this document is posted on the website for public viewing, and he welcomes any comments from the public as well as the Board.

Item 10. Schedule New Director Orientation Meeting

Mr. Neisler stated that as part of staff's effort to keep the Board up to date, they provide a Board of Director's Reference Binder to all Directors. He would like to schedule a meeting to go over this binder with the new Directors, and existing Directors, if they are interested. He pointed out that if the meeting will only be with the two new Directors, it will not meet a quorum, so no posted agenda will be needed, but if all Directors would like to attend, they will need to call a special Board meeting. The existing Directors wanted to attend, so a special Board meeting was scheduled for January 28, 2019 at 10:00 a.m. Staff was directed to include an agenda item to discuss the regular meeting times as requested by the member from the public.

Item 11. Update on Cummings Valley Recharge Negotiations

At the last meeting, the Board appointed Mr. Neisler the Real Property Negotiator concerning a transaction for some rights to property that Stallion Springs CSD is purchasing or currently owns. He described the actions he has taken since that time. He sent a letter to David Aranda, SSCSD General Manager, requesting permission to enter the site to do some work, and for some information from their district. Stallion Springs granted permission and indicated they would provide the requested information. Mr. Neisler also sent out a Request for Qualifications and a Proposal to some selected consultants to do

the actual hydrogeologic study. This would entail boring a hole, logging the soil types, and making some recommendations on the suitability of that piece of property as a recharge site. The consultants were asked to submit their proposals by the end of this month, and Mr. Neisler anticipates bringing this back to the Board for the February meeting. The correspondence is attached to the staff report for reference. Attachment C was erroneously a duplicate, so Mr. Neisler stated he would send the correct attachment to the Board at their new email addresses.

Item 12. Appoint Real Property Negotiator for 10 Section Water Banking Project

Mr. Neisler made it clear that this item is not related to the previous agenda item. On a completely different topic, Mr. Neisler has been approached by Robert Kuhs in an opportunity for the District to participate in a water banking project down in the San Joaquin Valley. The property is owned by Tricolor Energy, LLC. and is adjacent to the Kern Water Bank. It seems to be ideally suited for water banking purposes. Mr. Neisler has met with Scott Hamilton, a consultant they are using to develop the schematic plan. He's also met with the large agricultural interest that is farming the property and discussed the suitability of the property for banking and conjunctive use, and has given them a rough indication of what would be considered appropriate for the District's needs in terms of storage on an annual and a cumulative basis. Mr. Hamilton is preparing some long-term studies based on State Water Project allocations over the years.

Mr. Neisler stated the District cannot import anything over about 53% of the allocation. In the estimated 3 out of 10 years when the District's allocation will exceed that amount, the District has water available it cannot bring up into the system until there is more storage available. The last year there was a large allocation, the District accepted 23,000 acre feet into the system, and banked a significant portion of that into other projects with an intermediary partner with fixed terms. Currently, the District has some water available, almost 3,000 acre feet at fixed withdrawal terms, and around 2,500 acre feet of water that is just parked down there that a deal will have to be found to extract and import that water when the Board desires. It has been discussed by the Board in the past, to have a long-term banking home in the San Joaquin Valley for water.

This would be the first step in a very long process. They do not have a project, nor environmental clearance. They have no entitlement from Kern County, but these are sophisticated people who have reason to believe this is a viable project. Mr. Neisler disclosed that Kush and Parker have done legal work for the property owner, so at some point there may be a conflict of interest. They will not be able to represent the District or the other party, if negotiations proceed to a point where that is the case. Mr. Neisler's request is for the Board to appoint him as the Real Property Negotiator for this potential transaction involving APN's 524-080-03, 04, and 09. There is a parcel map attached to the staff report that shows the parcels and the property immediately to the north, is owned by the Kern Water Bank.

Mr. Barmann added that if either party needed legal representation in connection with those negotiations, Kush and Parker would have to help find other legal representation, however, if the two parties were to come with the terms of the deal settled, Kuhs and Parker can document it.

President Pack asked if the Kern Water Bank has worked out well for the District in the past. Mr. Neisler answered that the District doesn't have a direct relationship with the Kern Water Bank. It is easy to bank water there and it's a minimal fee but extracting water and conveying it is a different story. With this potential project, the first priority is deposit, extraction, and conveyance rights to get that water from the aqueduct, into the Bank, out of the Bank, and back into the aqueduct where the District can take delivery of it at fixed terms. The options are either buy an ownership share of the project or negotiate a long-term

banking agreement up front. You can pay with money or pay with water, and it's up to the Board to decide how they want to approach that. The Real Property Negotiator's role in this will simply be due diligence, similar to what is being done with the smaller project in Cummings Valley, and reporting back to the Board, then carrying any direction from the Board to the negotiating parties.

President Pack expressed concern about storing water down in Bakersfield when the District can't extract it, and stated if this is a bank, maybe it will work out better than the terms the District had before. Mr. Neisler explained it is a different world now and that water may have a higher and better use down there than it does in the District. It might be an asset to the District. There might come a time when someone down there has a much higher, more valuable need for that water than the District does. Mr. Neisler agreed, water that the District has access to on demand, is the most preferable.

Director Hall asked how the storage capacity works in the San Luis Reservoir. Mr. Neisler described that the State Water Project capacity in San Luis is a little more than one million acre feet. The District's overall share of the State Water Project is 0.5%, a 50,000 acre feet maximum. However, all the water that is carried over at San Luis is at risk. Director Hall added it is a one-year parking place. Mr. Neisler said the District's 2018 to 2019 carry over amount is 48 acre feet.

Director Schultz asked Mr. Neisler if this storage was available today, what amount would he envision the District would use on average. Mr. Neisler stated he has told them the District has an appetite for 5,000 acre feet at any given year with a maximum cumulative total of 25,000 to 30,000 acre feet. Both of those numbers are just dart at a board numbers to give them an idea. The District banked almost 12,000 acre feet in 2017 in which half was retained. The cost of the agreement was half of the water.

Mr. Cappello brought forward some things to investigate from his experiences in that area.

Director Cassil is interested in exploring possibilities for storage down below, so she sees this as being an opportunity for research. If research produces some negatives that are insurmountable, then it will be a good time to stop, but she feels the District cannot find out what's good and what's not until it gets started.

Director Cassil moved that the General Manager be appointed the Real Property Negotiator for potential transactions involving APN's 524-080-03, 04, and 09. The motion was seconded by Director Hall and carried on the following votes: Ayes: Cassil, Hall, Pack, Schultz, Zanutto; Noes: None; Abstain: None; Absent: None.

Item 13. Report on State Contracts and Operating Agreements

Mr. Neisler stated that last month he talked at great length about some items that were taking place at the state level. There has been a significant amount of good information distributed publicly since that time regarding some of these issues.

He gave the Board access to three things; the first was a presentation he walked through, the second item was an article that Karla Nemeth (current Director of DWR) published, and the third was an article from Tina Cunningham published in The Loop that summarized Mr. Neisler's verbal presentation at the December meeting.

Mr. Neisler went through the PowerPoint presentation that was for a committee on the MWD Board by MWD staff. It concerns three different topics; the water quality control plan for the Delta Estuary Voluntary Settlement Agreement, the Coordinated Operations Agreement, and lastly, the re-consultation

reconciliation that's been ongoing for the endangered species act. The full presentation is attached to the staff report for reference. The State Water Resources Control Board made a decision and chose the "more water equals more fish" approach. The impact of that is about 300,000 acre feet of water that will come off the top of supply that will be available for the Projects. They disregarded the Voluntary Settlement Agreement and the two Governors' recommendation and acted. It is unclear as to whether that action will stand, but as of right now, Phase 1 of the flow requirements has been approved.

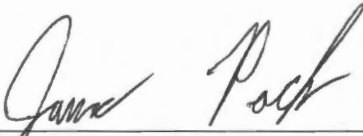
There were no questions.

- Item 14. Adjourn to Closed Session**
President to reference Closed Session items as presented on Agenda, then Board to adjourn to Closed Session
- a. In Accordance with Exhibit A Attached Hereto, Conference with Real Property Negotiator**
 - b. In Accordance with Exhibit B Attached Hereto, Performance Evaluation, General Manager**

The Board went into Closed Session at 5:03 p.m.

- Item 15. Return to Open Session**
The Board returned to Open Session at 6:45 p.m.
Report Action Taken in Closed Session:
- a. The Board directed the Real Property Negotiator to conduct a due diligence investigation.
 - b. The Board evaluated the performance of the General Manager and gave him a merit increase of \$5,400.00 annually.

- Item 16. Adjournment**
The meeting was adjourned at 6:45 p.m. on a motion made by Director Zanutto, seconded by Director Hall and unanimously carried. Ayes: Cassil, Hall, Pack, Schultz, Zanutto; Noes: None; Abstain: None; Absent: None.



James Pack, Board President



Catherine Adams, Board Secretary