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BOARD OF DIRECTORS

Jeff Marchini – Division 1
Mario Bandoni – Division 2
David Long – Division 3
Eric Cabral – Division 4
David Souza – Division 5

John Sweigard – President
Phillip McMurray – General Counsel

**TWIN LAKES MANAGEMENT COMPANY
BOARD MEETING**

**Tuesday, January 9, 2024
9:00AM**

**Franklin Yard Facility
3321 N. Franklin Road
Merced, CA 95348**

AGENDA

CALL TO ORDER

PLEDGE OF ALLEGIANCE

ROLL CALL

CLOSED SESSION

1. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

Government Code Section 54956.9 (d)(2) & (4) - Initiation of Litigation - One (1) potential matter

CONSIDER CORRECTIONS OR ADDITIONS TO THE AGENDA

The Board will consider corrections or additions to the agenda of items requiring immediate action that have come to the attention of the Board after posting of the agenda.

OPPORTUNITY FOR PUBLIC COMMENT (5 minutes per speaker)

This time is provided for the public to address the Board on matters of concern. Matters presented under this heading may be discussed but no action will be taken by the Board at this time.

CONSENT CALENDAR

All matters listed under Consent Calendar are considered by the Board of Directors and will be adopted by one action of the board unless any Board Member has any question or wishes to make a statement or discuss an item. In that event, the Chair of the Board will remove that item from the Consent Calendar and place it for separate consideration.

1. Unapproved Minutes – December 5, 2023

ACTION/DISCUSSION

1. Board Officer Elections
2. Update to Signatory Authority

REPORT ITEMS

NOTE: No action may be taken on any items not appearing on this agenda unless:

- : There is a finding of an emergency situation by majority.
- : A two-thirds vote of the legislative body or a unanimous vote if less than two-thirds of the members are present.
- : An item was properly posted, but carried over for five days.

Any materials that are public records that relate to an agenda item, and are distributed to the Board of Directors less than 72 hours prior to the meeting shall be available for public inspection at the offices of the Twin Lakes Management Company, 744 W. 20th Street, Merced, CA during normal business hours. Additionally, any materials presented during open session are available for public inspection at the same address.

TWIN LAKES MANAGEMENT COMPANY
BOARD MEETING
UNAPPROVED MINUTES
REGULAR MEETING

December 5, 2023

The Board of Directors (“Board”) of the Twin Lakes Management Company (“TLMC”) met on the above date, pursuant to notice at 9:00 A.M. at the Franklin Yard facility for the Merced Irrigation District, located at 3321 N. Franklin Road, Merced, CA 95348.

ROLL CALL

Roll call showed the following Directors present:

Directors:

Mario Bandoni
Jeff Marchini
Dave Long
Eric Cabral
David Souza

The following MID employees were also present:

| | |
|-----------------------------------|------------------|
| Chief Executive Officer | John Sweigard |
| General Counsel | Phillip McMurray |
| Treasurer/Chief Financial Officer | Don Knapp |

CHANGES/ADDITIONS TO THE AGENDA

None

CLOSED SESSION

At approximately 9:00am, General Counsel Phillip McMurray announced the Board would adjourn to closed session to conference with TLMC’s legal counsel regarding one matter of anticipated litigation pursuant to Government Code Section 54956.9(d)(2) & (4). There was no public comment on any matter to be discussed during closed session.

At approximately 9:05am President Bandoni convened the closed session with Board members Bandoni, Marchini, Long, Cabral, and Souza present. At approximately 9:30am, the Board adjourned closed session.

After returning to open session, General Counsel McMurray reported the Board met in closed session regarding the matters identified. He indicated the Board received information and provided direction but took no action in closed session.

PUBLIC COMMENT

None

CONSENT CALENDAR

Unapproved Minutes – October 4, 2022

Director Souza made a motion to approve the Consent Calendar as presented, seconded by Director Marchini; the Board unanimously approved the motion. The votes on the motion were as follows:

Ayes: Bandoni, Marchini, Long, Cabral, Souza
Noes: None
Abstain: None
Absent: None

ACTION/DISCUSSION ITEMS

General Counsel Phillip McMurray asked the Board to review and consider issuing a Sublease Permit to Splash-N-Dash Aqua Park McSwain, LLC relating to concession operations at Lake McClure. Mr. McMurray led a brief discussion and provided a general overview of the proposed sublease. General Manager John Sweigard led an additional discussion regarding concession operations. Mr. Sweigard and Mr. McMurray responded to several questions from the Board regarding concession operations and the proposed sublease.

After further discussion, Director Long made a motion to approve the proposed sublease permit, as presented; the motion was seconded by Director Marchini; the Board unanimously approved the motion. The votes were as follows:

Ayes: Bandoni, Marchini, Long, Cabral, Souza
Noes: None
Abstain: None
Absent: None

REPORT ITEMS

None

ADJOURNMENT

The meeting was adjourned at approximately 9:55 AM.

Jeff Marchini, Vice Chair/Secretary

APPROVED:

Mario Bandoni, Chair

MEETING OF THE TWIN LAKES MANAGEMENT COMPANY

DATE: 01/9/2024

AGENDA ITEM:

Officer Elections

BACKGROUND:

Each year the Board elects its officers, including Chairman of the Board and Vice Chairman of the Board.

MEETING OF THE TWIN LAKES MANAGEMENT COMPANY

DATE: 01/9/2024

AGENDA ITEM:

Resolution No. 2024-01

BACKGROUND:

The Board will review and consider updating signatory authority over all company banking accounts and authorization to borrow.

TWIN LAKES MANAGEMENT COMPANY

RESOLUTION NO. 2024-01

RESOLUTION UPDATING SIGNATORY AUTHORITY OVER ALL COMPANY BANKING ACCOUNTS AND AUTHORIZATION TO BORROW

WHEREAS, the Twin Lakes Management Company (“TLMC”) maintains several banking accounts into which TLMC revenue and reserves are deposited and from which expenditures are drawn, for example TLMC currently utilizes business credit cards (“Credit Account”) from Mechanics Bank (previously Rabobank), a California banking corporation (“Lender”) and offers direct deposit for payroll purposes; and

WHEREAS, it is necessary for TLMC to update signatory authority on such accounts from time to time; and

NOW THEREFORE, BE IT IS RESOLVED:

- A. Effective as of the date of this resolution, any two of the following individuals, acting together, is authorized to have signatory authority over all TLMC banking accounts:
 - 1. Chair, _____
 - 2. Vice Chair/Secretary, _____
 - 3. President, John Sweigard
 - 4. Chief Operations Officer, Don Knapp
 - 5. Treasurer/Chief Financial Officer, Don Knapp
 - 6. MID Controller, Martha Tovar

PASSED AND ADOPTED by the Board of Directors of Twin Lakes Management Company this 9th day of January 2024, by the following vote:

| | |
|----------|------------|
| Ayes: | Directors: |
| Noes: | Directors: |
| Abstain: | Directors: |
| Absent: | Directors: |

Chair
Twin Lakes Management Company

Vice Chair / Secretary
Twin Lakes Management Company