

**MINUTES**  
**SPECIAL MEETING**  
**GEORGETOWN DIVIDE PUBLIC UTILITY DISTRICT BOARD OF DIRECTORS**  
**6425 MAIN STREET, GEORGETOWN, CALIFORNIA 95634**

**MONDAY, MARCH 22, 2021**  
**4:00 P.M.**

Michael Saunders, President  
(Vacant), Vice President  
Mike Thornbrough, Treasurer  
Mitch Mac Donald, Director  
Donna Seaman, Director

**MISSION STATEMENT**

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It is the purpose of the Georgetown Divide Public Utility District to:

- Provide reliable water supplies
  - Ensure high quality drinking water
  - Promote stewardship to protect community resources, public health, and quality of life
  - Provide excellent and responsive customer services through dedicated and valued staff
  - Ensure fiscal responsibility and accountability are observed by balancing immediate and long-term needs.
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Out of respect for the meeting and others in attendance via teleconference and videoconference, please adhere to the guidance below for addressing the Board of Directors for both items on the agenda and a matter that is not on the agenda.

Pursuant to the Government Code Section 54954.3 (The Brown Act), members of the public shall be afforded the opportunity to speak on any agenda item, provided they are first recognized by the presiding officer. The Board President will call for public comment on each agenda item. Those wishing to address the Board on a matter that is not on the agenda and within the jurisdictional authority of the District may do so during the Public Forum portion of the agenda. Please be aware of the following procedures for speaking during Public Forum or public comment sessions:

1. Please use the raise your hand feature when you wish to address the Board or, if participating via teleconference, dial 9\* to indicate you would like to speak. The President will call upon you by addressing you by the name or phone number indicated.
2. Comments are to be directed only to the Board.
3. The Board will not entertain outbursts from the audience.
4. There is a three-minute time limit per speaker.
5. The Board is not permitted to take action on items addressed under Public Forum.
6. Disruptive conduct shall not be permitted.
7. Persistence in disruptive conduct shall be grounds for removal of that person's privilege of address.

The Board President is responsible for maintaining an orderly meeting.

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## 1. CALL TO ORDER, ROLL CALL, AND PLEDGE OF ALLEGIANCE

*Director Saunders called the Special Meeting to order at 4:20 pm.*

**PRESENT: DIRECTORS MACDONALD, THORNBROUGH GARCIA, SAUNDERS**

**OTHERS** *Barbara Brenner, Legal Counsel, Jeff Nelson, Interim General Manager*  
**PRESENT:**

*Director Thornbrough led in the flag salute.*

## 2. ADOPTION OF AGENDA

*Director Saunders stated the staff report and attachments for Agenda Item 4 were mislabeled in the Agenda Packet and asked for a correction to the Agenda.*

***Motioned by Thornbrough to adopt agenda with corrections. Seconded by Director MacDonald.***

***The motion PASSED.***

## 3. PUBLIC FORUM

*There were no public comments.*

## 4. FILLING BOARD VACANCY

### A. Interviews

*Director Saunders outlined the interview process:*

- 1. Applicants will wait in a virtual waiting room until it is their turn to be interviewed.*
- 2. Applicants will have up to three (3) minutes for an opening statement if they choose.*
- 3. Each Director may ask up to two questions to clarify any part of their application.*
- 4. There will be two rounds of the same questions by each Director of each applicant.*
- 5. All candidates will return to the meeting for the remainder of the public selection process.*
- 6. A toss of a coin will determine the order of interviews in alphabetical order by first or last name. The order of interviews was determined to be by first name.*

*During the two rounds of questions, the Directors asked the applicants the following questions:*

**First Round Questions:**

- Director MacDonald:** *What is the value of having a Finance Committee as the public's eyes on District finances?*
- Director Thornbrough:** *What should the role and responsibility of a Director be since being appointed is the same as being elected by the community that voted for candidates with the interest in the District and ratepayers?*

- Director Seaman: What part of your background would help to improve GDPUD's customer service or give GDPUD a positive move forward?
- Director Saunders: What role do you see yourself playing on the Board?

Second Round Questions:

- Director MacDonald: Since GDPUD is the only choice for water service, how would you encourage customer service, good communication, accountability, and transparency?
- Director Thornbrough: Had no questions in the second round.
- Director Seaman: Explain the use and need for irrigation services.
- Director Saunders: Name the priority challenge faced by the District.

The opening and closing statements and responses of each applicant is summarized below. [Note: A recording of the Special Meeting is posted on the District website.]

**Dane Wadle**

Opening Remarks:

Mr. Wadle thanked the Board for the opportunity to apply for the position. He stated he has been on the Divide for about seven years and has been actively involved in the District each year. He cited his experience with the District as a member of the Finance Committee, as a former GDPUD Director and Board President, and his professional background which includes work with special districts and state legislative experience, and his interest in working with the current Board would make him a valuable addition to the Board and to the District. He stated he could jump in immediately to help out with hiring a general manager, and working with the local agencies to find grant opportunities and other resources for the District.

Application Clarifying Questions:

Mr. Wadle clarified for Director Saunders that he implemented public outreach strategies to inform the community by writing articles as a Board member in the Georgetown Gazette to give a recap of District meetings. He then transitioned into an online blog to keep the community informed. Director Saunders noted his Chamber of Commerce attendance.

First Round Answers:

In response to Director Seaman, Mr. Wadle described how his background could improve customer service and help move the District in a positive direction. He said his professional position with the California Special Districts Association (CSDA) involves regular outreach to special districts and local agencies across the Gold Country region. His efforts to keep the community informed of District activities through his columns and blogs is a community service. He also cited his involvement with the schools and youth sports that would give him an opportunity to connect with individuals in those circles who may not be engaged or knowledgeable about GDPUD.

Responding to Director MacDonald, Mr. Wadle stated that having a committee of engaged individuals from the community with a financial background to provide Staff

*and the District with an advanced perspective will help in the preparation of clearer and understandable financial information which will provide for meaningful review and feedback by the public.*

*Director Thornbrough stated he had no questions for Mr. Wadle.*

*Mr. Wadle stated in response to Director Saunders that he would bring his financial background, experience with the District, and professional certifications to the role he would play on the Board. He added his ability to communicate with various sectors of the community through his involvement with the schools and youth sports would contribute to the District's communication to the public. He added the regional contacts he has developed through his professional position would CSDA would be helpful in the District's efforts to find grant opportunities and best practices.*

**Second Round Answers:**

*When Seaman asked about the need for irrigation, Director Wadle stated he understands the importance of irrigation. Having grown up in a rural community and residing in the area, he sees irrigation as an essential part of the rural environment. Irrigation helps to protect our community from wildfires which is a more important aspect of it.*

*Director MacDonald asked about improving customer service, communication, transparency, and accountability. Mr. Wadle stated the organizational chart says it best because it shows that the ratepayers are at the top of the chart. It is essential to maintain an organization which provides effective and efficient service at the most reasonable costs while balancing short- and long-term objectives. To achieve this, good communication, accountability, and transparency is paramount.*

*Director Thornbrough had no question for Mr. Wadle.*

*In response to Director Saunders, Mr. Wadle stated that it is important that the District ensure that the infrastructure is maintained to provide effective and efficient service to the community. As a Board member, he tried to do this through the Budget supporting funds to line ditches and make sure the District can continue to provide water. He added that he has a young family and plans to live in the area for a long time, so this is very important to him.*

**Closing Remarks:**

*In closing, Mr. Wadle stated he appreciated the opportunity to apply and believes he can be an asset to keeping the District moving forward.*

**Gerry Stewart**

**Opening Remarks**

*Mr. Stewart stated that he served on the Board some time ago and enjoyed doing a lot of good work for the District. He commented that he finds it comical to see the current Board struggle with technical problems when the problems they had in the past during Board meetings was having to put tin cans out to keep the rain from dissolving their papers and the restroom was an outhouse 100 feet outside. He said*

*that he had been asked many times to run for the Board and resisted because he was busy running several businesses and didn't have the time. He was recently asked to consider applying and he agreed since he is now semi-retired.*

*Clarifying Questions:*

*Mr. Stewart clarified for Director Seaman that he served on the Board of Directors from 1974 to 1980. He commented that his name appears on the bronze plaque in front of the District Office so that was a very long time ago.*

*Responding to Director MacDonald, Mr. Stewart stated he served as the first General Manager of the Auburn Lake Trails hired by the Trans Land Company. Residency was a requirement at that time which he felt was a poor requirement because he believes when the General Manager lives in the area, he is inundated seven days a week. When he moved outside the area, he elected to give up the job.*

*First Round Answers:*

*Director MacDonald asked about the value of the Finance Committee and Mr. Stewart stated the Finance Committee would be beneficial as it would provide a third set of eyes, after the General Manager and the Board.*

*Director Thornbrough asked Mr. Stewart what he thought was the role of a Director. Mr. Stewart said our job is to provide water for all customers in the District not as a business for profit but as a business to serve people with a very vital product with the best service at the lowest cost. Irrigation water may be more expensive, but the District is not in the business to make a profit. Mr. Stewart stated that the Board sets the direction, and the General Manager runs the operation. As a Director you must rely on management to carry out what the Board sets. Having been in management, Mr. Stewart said he is not a micro manager.*

*Director Seaman asked Mr. Stewart what part of his background would improve customer service and move the District forward. He replied he has some very specific opinions about how Directors and Managers should work. A Director sets the direction and management carries it out. Mr. Stewart thinks GDPUD should be set up to serve people with the most economic and best service at the lowest possible price. He really believes that the General Manager should run the day-to-day operations and the Board should set the direction. He added that the Board needs to find the best General Manager so the Directors can just do the directing.*

*Responding to Director Saunders, Mr. Stewart stated he has been a General Manager, and has run his own businesses for years, but when you are a Director, you must rely on your management to enact what the Board sets. He repeated his firm belief that a General Manager must manage, and a Director must direct. He said as a Director he will not be micro-managing.*

*Second Round Answers:*

*In response to Director MacDonald's question about the importance of customer service, communication, transparency and accountability, Mr. Stewart stated that it is vital for the Divide and necessary to maintain the lifestyle here for the District to provide water at the cheapest price as a service. He stated he would run the*

organization differently if it was for profit; however, the District may not have competition, but it has an obligation to provide the most economical water at the highest quality. That is his objective.

Director Thornbrough had no more question for Mr. Stewart.

Responding to Director Seaman's question about the importance of irrigation, Mr. Stewart referred to the objectives of the District with quality water as #1, and then highlighted the mission to promote stewardship, public health, and quality of life. If you do away with irrigation water, even though it is expensive, the quality of life of many people on the Divide will be seriously negatively affected. He would not want to see his neighbors and friends not have irrigation water. He said he would like to see an expansion of irrigation service, if possible, to make it more economical. While drinking water is the #1 priority and although he doesn't feel treatment water people should support irrigation service, he pointed out again that the District is service provider with an obligation provide that service.

Director Saunders asked Mr. Stewart name one challenge facing the District. Mr. Stewart said two areas that he would look into seriously are the obsolete water systems and some fire hydrants with inadequate capacity. He would also like to see more attention to preventing waste of water. He would like to see a program with federal or state help, to address the loss of water in ditches.

#### Closing Remarks

Mr. Stewart thanked the Board for considering him adding it would be an honor to serve.

### **Marilyn Weber Boehnke**

#### Opening Remarks

Ms. Boehnke stated that she has lived in this community for about 15 years and really loves the area and the people. She applied because she would like to be involved and be of service.

#### Clarifying Questions

In response to Director MacDonald, Ms. Boehnke clarified that FFA on her resume referred to the Future Farmers of America. She explained that did financials for the Agricultural Council and gave presentations on finances to the Board. She further clarified that she was with the Department of Consumer Affairs from 2004 to 2007.

#### First Round Answers:

Director Thornbrough asked what she saw as her role since an appointment is the same as being elected. Ms. Boehnke replied that she would keep an eye on the quality of the water, maintain the facilities, keep an eye on finances and whatever is brought before the Board.

In response to Director Seaman, Ms. Boehnke said she is used to working with people of all backgrounds and bringing diverse ideas together to bring about a consensus.

*Director MacDonald asked about the value of the Finance Committee and Ms. Boehnke stated because it looks at the finances more closely, the Finance Committee has a better idea of where things are going, and what projections are to be able to put finances into a sharper view for the Board and the public.*

*Ms. Boehnke said she would be a team player and service oriented in response to Director Saunders' question about the role she would play on the Board.*

*Second Round Answers:*

*Mr. Boehnke explained to Director Seaman that you must have irrigation; you don't just need drinking water you have other needs such as irrigating orchards.*

*Director MacDonald asked about improving the quality of customer service due to the lack of competition. Ms. Boehnke stated any board or committee is there to service the client and she can see how a monopoly would make it less of a mission to beef up the service. Every Director should want the service updated and in the best shape.*

*Ms. Boehnke stated that because she is not familiar with the Board and its processes, she would not have a clear direction to respond to Director Saunders question about naming a challenge faced by the District. She added the Board should be focused on providing the finest quality and maintaining the rates where possible.*

*Director Thornbrough did not ask another question.*

*Closing Remarks*

*As a final statement, Ms. Boehnke said the Board has great competition for her with candidates with excellent qualifications and she would not have heartburn if she was not selected.*

**B. Board Deliberation**

*Director MacDonald stated he was impressed with qualifications of all the candidates; some had more strength than others. One has a lot of government or public experience and the others had a combination of both.*

*Director Thornbrough said he impressed with both Gerry Stewart and Marilyn Boehnke and was leading toward Mr. Stewart as he saw they share views of the role and responsibilities of a Director.*

*Director Seaman thanked all three for applying stating she appreciated the directness and answers given by Mr. Stewart.*

*Director Saunders thanked all the applicants stating it is impressive to have three top candidates stepping up and any of them would be an asset to the District.*

Public Comments:

*Stephen Dowd thanked all the applicants and expressed his support for Gerry Stewart.*

*Cheri Carlyon stated she supports Gerry with his long history on the Divide, adding he was instrumental in getting water for her family.*

*Ms. Turney thank all the Board members for being so thorough with their questions. She stated Gerry Stewart has a great reputation and Ms. Boehnke should run for Director.*

**C. Selection of New Director**

*Director Saunders opened it up for nominations by the Directors.*

*Director Seaman nominated Gerry Stewart.*

*Director MacDonald nominated Gerry Stewart.*

*Director Thornbrough nominated Gerry Stewart.*

*Director Saunders stated that since the vote is 3-0 for Gerry Stewart, his vote was not needed.*

***Director Seaman motioned the appointment of Gerry Stewart to fill the open Director position. It was seconded by Director MacDonald.***

*The motion passed.*

*Congratulations to Gerry Stewart!*

*Director Saunders stated Mr. Stewart will take the Oath of Office at the April regular meeting and in the meanwhile, both he and the General Manager would be in touch.*

*Gerry Stewart thanked the Board for the consideration and committed that he would do the best he could to meet the needs of GDPUD.*

**5. NEXT MEETING DATE AND ADJOURNMENT** – Next Regular Meeting is April 13, 2021, at 2:00 P.M.

***Director Thornbrough motioned to adjourn the meeting. Seconded by Director MacDonald.***

***The motion passed by acclamation.***

***Meeting adjourned at 5:42 PM.***

In compliance with the Americans with Disabilities Act, if you are a disabled person and you need a disability-related modification or accommodation to participate in this meeting via teleconference, please contact Jeff Nelson by telephone at 530-333-4356 or by fax at 530-333-



9442. Requests must be made as early as possible and at least one-full business day before the start of the meeting. In accordance with Government Code Section 54954.2(a), this agenda was posted on the District's bulletin board at the Georgetown Divide Public Utility District office, at 6425 Main Street, Georgetown, California, on March 18, 2021.

A handwritten signature in cursive script that reads "Jeff Nelson". A horizontal line extends from the end of the signature to the right.

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Jeff Nelson, PE, Interim General Manager

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March 10, 2021

Date