

**Tuolumne County Resource Conservation District  
Board of Directors - MEETING AGENDA  
October 19th, 2022 5:30pm**

**Call to Order**

**Roll Call:** Stuart Crook, Stephen Dietrich, Kirk Ford, Maiya Morrison, Jim Phelan, Mike Sardella, Galen Weston

**Public Comment**

*(5 minutes per item maximum) We would like to welcome the members of the public who have taken the time to bring their concerns to this meeting. Any member of the public may address the Board relating to any matter within the Board's jurisdiction. This need not be related to any item on the agenda; however, the Board cannot act on an item unless it was noticed on the agenda.*

**Business**

1. Introduction to Motherlode Prescribed Burn Association Coordinator.
2. Discussion and action related to Regional CARCD Meeting and CARCD Conference.
3. Discussion and action related to MOU with Yosemite Clean Energy and Letter of Support for Dept of Conservation Grant Application.
4. Discussion and action related to Minutes for August and September 2022 Board Meeting.
5. Discussion and action related to TCRCO Grant Program Updates.
  - RCPP Forestry Program and CARCD Forestry PACE Program
  - My Sierra Woods Project
  - Twain Harte Community Stormwater Enhancement Project
  - CAL Fire Fire Prevention Grant - Pine Mountain Lake Fuel Reduction Project
  - Mother Lode PBA Coordination
  - TStan IRWM Administration
  - Pending Project Proposals
    - Strategic Growth Council Climate Grant Application with Amador, Calaveras, and Alpine Counties.
    - California Climate Resilience Challenge
    - Ag Pass Program
    - CDFA Conservation Ag Planning Grants Program

**NRCS Update**

**District Manager Update**

**Correspondence and Announcements**

**Other Matters at the Discretion of the Chair**

**Adjournment**

*In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact District Manager Lindsay Mattos at (209) 559-9066. Notification 48 hours prior to the meeting will enable the TCRCO to make reasonable arrangements to ensure accessibility to this meeting (28CFR35.102-35.104 ADA Title II)*

**Tuolumne County Resource Conservation District  
Board of Directors - MEETING MINUTES  
September 21st, 2022**

**Call to Order: 5:34pm**

**Roll Call:** Stephen Dietrich, Kirk Ford, Maiya Morrison, Jim Phelan, Mike Sardella, Galen Weston

**Public Comment**

**Business**

6. Introduction to Motherlode Prescribed Burn Association Coordinator. Postpone to next meeting, C. Rappaport had a conflict.
7. Discussion and action related to Strategic Growth Council Climate Grant Application with Amador, Calaveras, and Alpine Counties. Update from L. Mattos on application. Motion by director Phelan to authorize the District Manager to complete all documents required for grant application on behalf of the District, second by director Dietrich, motion carried unanimously.
8. Discussion and action related to Twain Harte Water Quality Monitoring Plan. Discussion by Board regarding the use of the plan. Motion to adopt the Plan by director Phelan, second by director Sardella, motion carried unanimously.
9. Discussion and action related to MOU with Yosemite Clean Energy. Discussion by the Board on confidentiality and capacity to complete tasks, L. Mattos to take comments back to YCE and bring back a revised MOU for the October meeting.
10. Discussion and action related to Minutes for August 2022 Board Meeting. Postpone until next meeting.
11. Discussion and action related to TCRCO Grant Program Updates.

L. Mattos provided an update on each grant, currently no pending project proposals.

**NRCS Update:** No update provided.

**District Manager Update.** L. Mattos gave an update on the onboarding of the District's new employee.

**Correspondence and Announcements:** None.

**Other Matters at the Discretion of the Chair:** Board discussed the idea of an Ag Pass Program that would assist farmers and ranchers with access to livestock and equipment during fire. Board directed Staff to research program and bring back to October meeting.

**Adjournment: 6:45pm**

**Tuolumne County Resource Conservation District  
Board of Directors - MEETING MINUTES  
August 17th, 2022**

**Call to Order:** 5:40pm

**Roll Call:** Stuart Crook, Jim Phelan, Mike Sardella, Kirk Ford, Galen Weston

**Guests:** Sherri Brennan, Craig Konklin

**Public Comment:** No Comment.

**Business**

1. Presentation on Tuolumne Fire Safe Council Research Project by Craig Konklin. Discussion by board about creating a guide for landowners.
2. Discussion and action related to MOU for Energy Project by Yosemite Clean Energy. Item presented by S. Brennan, discussion, include a CEQA component. Direction to have district manager work with YCE on a draft for September.
3. Discussion and action related to Minutes for June and July 2022 Board Meeting. Motion by director Dietrich, seconded by director Phelan, June minutes pass unanimously. Motion by director Crook, second by director Phelan, motion pass unanimously.
4. Discussion and action related to TCRCDC Grant Program Updates.

L. Mattos provided an update on each grant, currently no pending project proposals.

**NRCS Update** - No additional report

**District Manager Update** - No additional report.

**Correspondence and Announcements** - none.

**Other Matters at the Discretion of the Chair** - none.

**Adjournment:** 7:45pm

**DRAFT Letter of Support for Yosemite Clean Energy**

October 14, 2022

David Shabazian, Director  
California Department of Conservation  
715 P Street, MS 1900  
Sacramento, CA 95814

**Re: California Department of Conservation Forest Biomass to Carbon-Negative Biofuels Pilot Program Grant - 2022**

Dear Mr. Shabazian,

On behalf of Tuolumne County Resource Conservation District (TCRCD), I am pleased to write in strong support of Yosemite Clean Energy Sierra LLC's (Yosemite Sierra) application for grant funds from the California Department of Conservation's Forest Biomass to Carbon-Negative Biofuels Pilot Program. The Yosemite Sierra Project (Project) will help mitigate the threat of wildfire in Tuolumne County through active forest management, generate a carbon-negative biofuel source for transportation use, and provide long-term economic benefit to surrounding disadvantaged and severely disadvantaged rural communities.

Healthy forests require active management. Long-term fire suppression and lack of management have turned Tuolumne County's forests into homogenous, dense stands of trees in danger of catastrophic wildfires. Since 2013, the year of the devastating Rim Fire, 500,000 acres of forest have burned in Tuolumne County. The Project will process 90,000 bone dry tons of forest waste biomass each year through the management of up to 5,000 forest acres. This will contribute significantly towards Tuolumne County's annual forest management goals.

Additionally, the Project contributes directly to California's transportation carbon neutrality goals by generating green hydrogen for use in the transportation sector. Built in and to serve the surrounding communities, the Project will create more than 55 jobs within the Chinese Camp Jamestown area and several more in the broader Tuolumne County area.

TCRCD will be offering extended support of this program in the following manner.

- Support the development of the Project
- Provide expertise, community engagement, forest and watershed expertise, and other related support as possible, and will endeavor to garner support for the Facility in the County and the surrounding community to the extent that the Project supports TCRCD's mission and vision.

TCRCD strongly encourages the Department of Conservation's full consideration of Yosemite Sierra's application for Forest Biomass to Carbon-Negative Biofuels Pilot Program Grant funds. We are excited about the Project, which represents a much-needed solution to the State of California's forest

management, zero-emission transportation fuel, and disadvantaged community development goals. If you have any questions, please feel free to contact me.

Kind Regards,

81 North Washington Street Ste B  
Sonora, CA 95370  
(209) 559-9066  
Lindsay@tcrd.org

## REVISED: Memorandum of Understanding

This Memorandum of Understanding (“**MOU**”) is entered into this \_\_\_\_ day of September 2022, by and among the Tuolumne County Resource Conservation District (“**TCRCD**”), a \_\_\_\_\_, and Yosemite Clean Energy, LLC, a California limited liability company (“**Yosemite**”). TCRCD and Yosemite are collectively referred to as the “**Parties**” and each individually as a “**Party**.”

### 1. Background

The TCRCD is a non-regulatory Special District set up to promote Natural Resource Conservation in Tuolumne County. TCRCD works with individuals, landowners, growers, ranchers, public agencies, non-profit organizations, and corporations to accomplish its goals. The TCRCD was formed in 2005 when the voters of the County overwhelmingly approved “Measure L”. Its service area is consistent with the political boundaries of Tuolumne County and includes the City of Sonora. TCRCD covers the entire 2,229 square miles of Tuolumne County, and is one of California’s 101 Resource Conservation Districts. For more information about California’s RCDs, visit the California Association of Resource Conservation Districts. The District’s mission is to identify and meet the natural resource conservation needs of all the people of Tuolumne County and its future generations by providing leadership through educational, technical, and financial support for valuable, voluntary services and programs that promote conservation and sustainable agriculture, while maintaining the county’s rural heritage.

Yosemite is a renewable energy development company that provides bioenergy project development services. Using innovative leading global technologies, Yosemite transforms farm and forest wood waste into renewable, zero-emission, carbon-negative fuels for utilization in the transportation sector. Yosemite’s process, developed in collaboration with international industry leaders, converts wood waste into a synthetic gas, or “syngas”, from which renewable hydrogen or renewable natural gas can be produced. As a renewable bioenergy developer using forest waste feedstocks, Yosemite supports sustainable forest management initiatives, including forest hazardous fuels reduction and watershed improvement projects. Yosemite’s activities as a renewable energy provider using forest waste feedstocks also align with the objectives for highest end use value to support forest waste removal and restoration practices, as outlined in the California’s Wildfire and Forest Resilience Action Plan issued by the Governor’s Forest Management Task Force in January of 2021. Yosemite can also utilize agricultural wood waste, providing a sustainable solution for fruit and nut farmers who are removing orchards and can no longer open-burn their waste. The company’s vision is to provide quality low-carbon energy products that are good for people, good for the earth, and good for the economy.

TCRCD and Yosemite wish to enter this MOU to support the planning and development (the “**Project**”) of a Yosemite gasification bioenergy facility in Tuolumne County, California (the “**Facility**”), which Facility would foster the utilization of forest and farm wood waste biomass to produce green hydrogen and renewable natural gas. Specifically, The Facility will process 90,000 bone dry tons of wood waste per year, converting it to 31 tons of RNG and 13 tons of hydrogen per day. Yosemite has additional partnerships with local forest managers, farmers, investors, and developers.

The Project will be partially owned by local community members and is designed to create an economic engine to promote sustainable forest and agricultural land management in Tuolumne County and the surrounding areas. Yosemite will be responsible for raising the necessary capital

to support the construction of the Facility and will receive local input and assistance from TCRCD.

## **2. Scope**

2.1 This MOU hereby recognizes the Parties' interest in establishing that:

- A. The MOU scope of work shall be to support the development of a proposed 50-megawatt thermal plant utilizing forest and farm biomass feedstocks that are in support of TCRCD's mission and vision. The Facility shall be constructed outside Chinese Camp, CA, and the Project will be developed by Yosemite via a development consortium selected by Yosemite to design, build, commission and operate the Facility.
- B. TCRCD will provide expertise, community engagement, forest and watershed expertise, and other related support as possible, and will endeavor to garner support for the Facility in the County and the surrounding community to the extent that the Project supports TCRCD's mission and vision.

## **3. Project Rights and Obligations**

3.1 TCRCD will provide the following resources and services for the Project, subject to TCRCD having the financial capacity to do so:

- A. Providing expertise regarding natural resource management, ranch-land restoration and protection, fire protection in and out of the WUI;
- B. Assisting Yosemite in development of a biomass supply analysis and sustainable biomass plan by, among other efforts, submitting applications for funding to complete such studies, and by networking with various groups to support completion of said analysis;
- C. Providing feedback to ensure supply analysis aligns with greater soil, watershed, and forest health plans developed by TCRCD and other community partner, and agencies
- D. Where there is capacity and funding assisting with the facilitation of procuring biomass for the project, including the outreach and capacity building within the community by which to secure biomass supplier-member agreements with local community members for biomass to be utilized by the bioenergy facility;
- E. Working closely with Yosemite to develop biomass procurement plans and operations to provide biomass supplies to the Facility from fire damaged timber, forest fuels hazard treatment projects, watershed improvement projects, forest logging residuals, ranchlands, and agricultural operations; while also providing support to Yosemite in related planning, scheduling, and biomass harvesting activities;
- F. Consultation and review by staff of various grant applications to support the development of the Project ("Applications") to ensure that the Applications meets TCRCD's goals, objectives, and mandates, including occasionally submitting applications that require a non-business entity as an applicant;

- i. Assistance drafting or advising on portions of Applications that pertain to TCRCD's expertise and interest. Relevant portions of the Applications include, but are not limited to, the following:
  - (a) Tuolumne County Contact List
  - (b) Letters of Support from agencies, community groups and leaders
  - (c) Feedstock supply commitment
  - (d) CEQA Worksheet for the Project
  - (e) Environmental benefits of the Project
  - (f) Localized Health Impacts
- ii. Provide letters of support for the Applications, citing ways in which project will support TCRCD's mission, and ways in which TCRCD will partner with YCE.

3.2 Yosemite and the newly formed Yosemite Clean Energy Sierra, LLC ("Project LLC"), will provide the following resources and services for the Project.

- A. General planning, design, project management, construction, operations, servicing, and maintenance, jointly managed between Yosemite and its Strategic Project Partners, which may include but is not limited to: Repotec (Aichernig Engineering GmbH), Primoris (OnQuest), and other technology vendors and operations/facility managers as may be deemed necessary).
- B. Technology Licenses and/or patents that are held by Yosemite and its Affiliates that will allow the Project LLC the rights to use the appropriate technologies to construct the planned bioenergy facility;
- C. Contracting of all engineering, procurement, construction & management (EPCM) for the Project;
- D. Financing of the Project including equity, debt, grants, and potential New Market Tax Credits;
- E. Conducting a long-term study of feedstock availability;
- F. Working closely with TCRCD to develop biomass procurement plans and operations to provide biomass supplies to the Facility from fire damaged timber, forest fuels hazard treatment projects, watershed improvement projects, forest logging residuals, and support the planning and associated biomass harvesting activities;
- G. Facilitating the development of biomass feedstock agreements with various parties with support from TCRCD and others who may be a party to the development of the Project;
- H. Working with local logging and biomass companies to educate and establish biomass fuel specifications and wood quality management as part of the operational plan for the Project;
- I. Negotiate hydrogen, renewable natural gas, and heat offtake purchase agreements with third parties to secure Project financing as it deems appropriate.
- J. Apply for state and federal grants to provide additional funding for the Plant ("Applications"). Yosemite will be responsible for completion of all sections of the Applications unless otherwise specified.

#### **4. Community and Environmental Implications**

The Parties acknowledge that the Project has the potential to offer the following benefits:

- (1) improving the health and function of Sierra watersheds, including forests, ranch lands, and farms
- (2) reducing wildfire hazards and the threats of catastrophic wildfires;
- (3) significantly reducing carbon emissions through:
  - (a) forest fire hazard reduction fuels treatments;
  - (b) eliminating sawmill residuals' burning via inferior combustion alternatives, or decay;
  - (c) eliminating open burning of forestry logging slash and agricultural pruning and tree removal; and
  - (d) other forest stewardship activities that will avoid open biomass burning, that will have a positive effect upon reducing carbon emissions.
- (4) reducing greenhouse gas emissions and other pollutants by way of fuel switching to renewable fuels by utilizing biomass waste;
- (5) producing green hydrogen, and renewable natural gas;
- (6) promoting rural economic development; and
- (7) increasing local employment.

## **5. Term**

This MOU shall be effective for five years and may be renewed by mutual written agreement.

## **6. Indemnification**

### **6.1 YOSEMITE – TO TCRCD**

Yosemite shall indemnify, defend, and hold TCRCD, its officers, directors, agents and employees, harmless from all claims, suits, actions, or liens of any nature resulting from or arising out of its activities or those of its subcontractors, agents, or employees under this MOU. Yosemite shall further indemnify and hold TCRCD harmless against any of Yosemite's liability for premiums, contributions, or taxes payable under any Workers' Compensation, Disability Benefits, Old Age Benefits, including FICA, or tax withholding laws. Notwithstanding the foregoing, Yosemite shall have no obligation to indemnify TCRCD should any such claims, suits, actions, losses, damages, liabilities, costs, and expenses result, in whole or in part, from acts, omissions, willful misconduct or gross negligence of TCRCD, its affiliates, officers, directors, agents and employees.

### **6.2 TCRCD – TO YOSEMITE**

TCRCD shall indemnify, defend, and hold Yosemite, its officers, directors, advisors, agents and employees, harmless from all claims, suits, actions, or liens of any nature resulting from or arising out of its activities or those of its subcontractors, agents, or employees under this MOU. TCRCD shall further indemnify and hold Yosemite harmless against any of TCRCD's liability for premiums, contributions, or taxes payable under any Workers' Compensation, Disability Benefits, Old Age Benefits, including FICA, or tax withholding laws. Notwithstanding the foregoing, TCRCD shall have no obligation to indemnify Yosemite should any such claims, suits, actions, losses, damages, liabilities, costs, and expenses result, in whole or in part, from acts, omissions, willful misconduct or gross negligence of Yosemite, its affiliates, officers, directors, agents and employees.

## 7. Notices

Any notices, demands, invoices and other communications delivered to a party to this MOU shall be in writing and shall be validly given to the other party if personally served or deposited in the U.S. mail, certified or registered. Any party may change its address by written notice to the other party. Notices to the other party to this MOU shall be sent to the following:

**Tuolumne County Resource Conservation District**

**XX**

**Yosemite Clean Energy Sierra LLC**

Thomas Hobby

PO Box 233

Kingsburg, CA 93631

*Signatures on following page*

9. **Signatures**

The Parties have executed this MOU as of the date first written above.

**TUOLUMNE COUNTY RESOURCE CONSERVATION DISTRICT**

Per: \_\_\_\_\_  
Authorized Signatory  
Name: XX  
Position: XX

**YOSEMITE CLEAN ENERGY SIERRA LLC**

Per: \_\_\_\_\_  
Authorized Signatory  
Name: Thomas Hobby  
Position: Managing Member