

EXHIBIT "A"

MINUTES OF REGULAR MEETING – MARCH 9, 2015

The regular meeting of the Board of Directors of the Irvine Ranch Water District (IRWD) was called to order at 5:00 p.m. by President LaMar on March 9, 2015 in the District office, 15600 Sand Canyon Avenue, Irvine, California.

Directors Present: Reinhart, Withers (arrived at 5:20 p.m.), Matheis, LaMar and Swan.

Directors Absent: None.

Also Present: General Manager Cook, Executive Director of Engineering and Water Quality Burton, Executive Director of Finance and Administration Clary, Executive Director of Operations Shields, Executive Director of Water Policy Weghorst, Director of Public Affairs Beeman, Director of Human Resources Roney, Director of Treasury and Risk Management Jacobson, Director of Water Resources Sanchez, Assistant Director of Water Operations Roberts, Legal Counsel Arneson, Secretary Bonkowski, Ms. Christine Compton, Ms. Lyndy Lewis, Ms. Gretchen Maswadeh, Mr. Jim Reed, Mr. Bruce Newell and other members of the public and staff.

WRITTEN COMMUNICATION: None.

ORAL COMMUNICATION:

Mrs. Joan Irvine Smith's assistant asked if the memorandum dated March 9, 2015 on the status of the Dyer Road Wellfield wells is correct. This information was confirmed by General Manager Cook.

PRESENTATION

General Manager Cook commended Director of Water Resources Sanchez on her commitment and outstanding service to the California Urban Water Conservation Council while maintaining superior levels of performance at IRWD. On MOTION by Matheis, seconded and carried (4-0) (Matheis, Reinhart, Swan and LaMar voting aye, and Withers absent), THE FOLLOWING RESOLUTION WAS ADOPTED BY TITLE:

RESOLUTION NO. 2015 –5

RESOLUTION OF THE BOARD OF DIRECTORS OF IRVINE
RANCH WATER DISTRICT COMMENDING FIONA SANCHEZ FOR HER
COMMITMENT AND OUTSTANDING SERVICE TO THE CALIFORNIA
URBAN WATER CONSERVATION COUNCIL

PUBLIC HEARING

ORDINANCE AMENDING REGULATIONS FOR WASTEWATER DISCHARGES TO IRWD SEWERAGE FACILITIES TRIBUTARY TO SOUTH ORANGE COUNTY WASTEWATER AUTHORITY SECOND READING AND ADOPTION

General Manager Cook reported that the current IRWD regulations to control industrial discharges to IRWD sewerage facilities tributary to the South Orange County Wastewater Authority (SOCWA) were last amended in 2011 and that periodic amendments to these regulations are needed to incorporate the requirements of new state and federal pretreatment regulations to address changes in administrative procedures and/or as a result of regulatory audits. Mr. Cook said that the draft Ordinance consisted of the updated provisions for the portions of IRWD's sewage collection and treatment systems that are tributary to SOCWA. He said that the first reading and introduction of the Ordinance to amend the regulations was completed at the February 9, 2015 Board meeting.

President LaMar declared this to be the time and place for the hearing on the Ordinance. He asked the Secretary to report the manner by which the Notice of Hearing was given. Secretary Bonkowski said that the Notice of this hearing was published in the Orange County Register on February 2, 2015 and was posted on January 22, 2015 within the IRWD service area tributary to South Orange County Wastewater Authority. She said that the notice was also posted in the District office on January 21, 2015. She then presented an Affidavit of Posting and Proof of Publication for the Board to receive and file. On MOTION BY Matheis, seconded and carried, (4-0) (Matheis, Reinhart, Swan and LaMar voting aye, and Withers absent), **THE AFFIDAVIT OF POSTING THE PROOF OF PUBLICATION PRESENTED BY THE SECRETARY WAS RECEIVED AND FILED.**

President LaMar inquired of the Secretary whether there have been any written communications. Secretary Bonkowski said there were none.

President LaMar asked for a report from the Executive Director of Engineering and Water Quality.

Executive Director of Engineering and Water Quality Burton described the proposed revisions and said that throughout the document, all references to "Los Alisos Wastewater Reclamation Plant" have been changed to "Los Alisos Water Recycling Plant" to reflect the current name of the facility.

Mr. Burton said that Section 814-Notification of the Discharge of Hazardous Waste (40 CFR 403.12(p)(1)) was added that is consistent with the wording in 40 CFR 403.12(p)(1) and the US Environmental Protection Agency's (EPA) Model Pretreatment Ordinance (January 2007). He said that the section requires industrial wastewater dischargers to notify IRWD, the EPA Regional Waste Management Division Director, and State hazardous waste authorities in writing of any discharge to the sewer system of a substance, if otherwise disposed of, that would be considered a hazardous waste under 40 CFR 261. The section describes what information the

PUBLIC HEARING (Continued)

notification must include, frequency of notifications and are circumstances that require notifications.

President LaMar inquired whether anyone is present who wished to address the Board concerning the amended Ordinance. There were none.

President LaMar inquired whether there were any comments or questions from members of the Board. There were none.

On MOTION by Swan, seconded and carried, (4-0) (Matheis, Reinhart, Swan and LaMar voting aye, and Withers absent), THE HEARING WAS CLOSED, THE ORDINANCE WAS READ BY TITLE ONLY, FURTHER READING OF THE ORDINANCE WAS WAIVED, AND ORDINANCE NO. 2015-1 WAS ADOPTED:

ORDINANCE NO. 2015-1

ORDINANCE OF THE BOARD OF DIRECTORS OF IRVINE RANCH WATER DISTRICT REPEALING ORDINANCE NO. 2011-1 AND ADOPTING AMENDED REGULATIONS FOR THE DISCHARGE OF WASTEWATER TO SEWERAGE FACILITIES OF THE IRVINE RANCH WATER DISTRICT THAT ARE TRIBUTARY TO THE SOUTH ORANGE COUNTY WASTEWATER AUTHORITY

CONSENT CALENDAR

On MOTION by Matheis, seconded and carried (4-0) (Matheis, Reinhart, Swan and LaMar voting aye, and Withers absent), CONSENT CALENDAR ITEMS 5 THROUGH 11 WERE APPROVED AS FOLLOWS:

5. MINUTES OF REGULAR BOARD MEETING

Recommendation: That the minutes of the February 9, 2015 Regular Board meeting be approved as presented.

6. RATIFY/APPROVE BOARD OF DIRECTORS' ATTENDANCE AT MEETINGS AND EVENTS

Recommendation: That the Board ratify/approve meetings and events for Steven LaMar, Mary Aileen Matheis, Douglas Reinhart, Peer Swan and John Withers.

CONSENT CALENDAR (CONTINUED)

7. 2015 PROJECT MANUAL

Recommendation: That the Board adopt a resolution by title rescinding Resolution No. 2013-4 and revising the District's Project Manual subject to non-substantive changes.

RESOLUTION NO. 2015 -6

RESOLUTION OF THE BOARD OF DIRECTORS OF
IRVINE RANCH WATER DISTRICT, ORANGE COUNTY,
CALIFORNIA, RESCINDING RESOLUTION NO. 2013-4
AND REVISING STANDARD FORM CONSTRUCTION
CONTRACT DOCUMENTS

8. UPCOMING PROJECTS STATUS REPORT

Recommendation: Receive and file.

9. MICHELSON WATER RECYCLING PLANT PHASE II EXPANSION
LANDSCAPING FINAL ACCEPTANCE

Recommendation: That the Board accept construction of the Michelson Water Recycling Plant Phase II Expansion Landscaping, projects 20214 (1599) and 30214 (1706); authorize the General Manager to file a Notice of Completion; and authorize the payment of the retention 35 days after the date of recording the Notice of Completion.

10. BOOSTER PUMP STATION CHECK VALVE REPLACEMENT FINAL
ACCEPTANCE

Recommendation: That the Board accept construction of the Booster Pump Station Check Valve Replacement, project 11751 (5116); authorize the General Manager to file a Notice of Completion; and authorize the payment of the retention 35 days after the date of recording the Notice of Completion.

11. JANUARY 2015 TREASURY REPORTS

Recommendation: That the Board receive and file the Treasurer's Investment Summary Report, the Monthly Interest Rate Swap Summary for January 2015, and Disclosure Report of Reimbursements to Board members and staff; approve the January 2015 Summary of Payroll ACH payments in the total amount of \$1,459,175 and approve the January 2015 accounts payable Disbursement Summary of Warrants 354855 through 355666, Workers' Compensation distributions, wire transfers, payroll withholding distributions and voided checks in the total amount of \$31,983,786.

ACTION CALENDAR

ON-CALL PROGRAMMING AND DATABASE CONSULTANTS VARIANCE APPROVAL

Executive Director of Finance and Administration Clary reported that in May 2014, the Board authorized the General Manager to execute a Professional Services Agreement in the amount of \$120,000 with Outsource Technical for On-call Database Support Services. Ms. Clary said that staff utilized the contract to provide backfill for regular positions that were assigned full-time to the Oracle Customer Care & Billing (CC&B) project as well as fill a vacant full-time position. While recruiting is in progress for a full-time regular resource, the contract resource is needed until the resource can be hired.

Ms. Clary said that additionally in July 2014, the Board authorized the General Manager to execute a Professional Services Agreement in the amount of \$300,000 with Outsource Technical for On-call Programming and Networking Services. Staff utilized the contract to provide backfill for regular positions that were assigned full time to the Oracle CC&B project as well as fill vacant full-time positions. Recruiting is in progress for two full-time regular resources, but the contract resources are needed to fill in until the regular resources are hired.

Director Swan said that this item was reviewed and approved by the Finance and Personnel Committee on February 17, 2015. On MOTION by Swan, and carried (4-0) (Matheis, Reinhart, Swan and LaMar voting aye, and Withers absent), **THE BOARD AUTHORIZED THE GENERAL MANAGER TO EXECUTE VARIANCES TO PROFESSIONAL SERVICES AGREEMENTS WITH OUTSOURCE TECHNICAL; VARIANCE NO. 3 IN THE AMOUNT OF \$99,000 FOR THE ON-CALL DATABASE SUPPORT SERVICES AGREEMENT; AND VARIANCE NO. 2 IN THE AMOUNT OF \$201,000 FOR THE ON-CALL PROGRAMMING AND NETWORKING SERVICES AGREEMENT.**

OTHER BUSINESS

GENERAL MANAGER'S REPORT

General Manager Cook provided an update on discussions he and Mr. Paul Weghorst had with the Orange County Water District staff and Groundwater Producers relative to the proposed replenishment assessment split of which the first half was to be given to the agricultural producers. He said that these issues are anticipated to be resolved in early summer.

Mr. Cook reported on the south basin cleanup case and that the impacted agencies (i.e., Fullerton, Santa Ana, Mesa, and IRWD) have been talking with the Orange County Business Council to develop a collaborative process.

Director Withers arrived at 5:20 p.m.

Mr. Cook further reported on his recent attendance at an Orange County Business Council Advocacy Day in Sacramento.

DIRECTORS' COMMENTS

Director Withers reported on his attendance at a recent LAFCO Summit and an OCSD Legislative Committee meeting.

Director Swan reported on his attendance at CASA and ACWA conferences in Washington, D.C., a Newport Chamber of Commerce Legislative meeting, a WACO monthly meeting, and an OCWD meeting where the replenishment assessment split was discussed.

Director Reinhart reported on his attendance at the Urban Water Institute's conference in Palm Springs.

Director Matheis also reported on her attendance at the Urban Water Institute conference and noted the Mission Springs case discussion relative to raising rates, and asked if IRWD is covered by a specific code. Legal Counsel Arneson said she would confirm that IRWD is covered by comparable provisions creating an obligation to run a fiscally sound District and noted that the Bighorn case had mentioned this issue.

Director Matheis further reported on her attendance at the ACWA conference in Washington, D.C. along with a MWDOC luncheon held during this conference.

Director LaMar also reported on his attendance at the ACWA conference in Washington, D.C.

IRWD's consultant Jim Reed noted that Mr. Bruce Newell, an IRWD consultant, had received the Orange County Reserve Fireman of the Year Award. Mr. Reed further reported on the meetings he attended on behalf of IRWD including a WACO monthly meeting, an OCWA lunch meeting, an ISDOC meeting, a SOCWA Board meeting, and a City of Lake Forest council meeting.

CLOSED SESSION

President LaMar reported that the following Closed Sessions would be held this evening:

CLOSED SESSION CONFERENCE with legal counsel regarding Existing Litigation, Government Code 54956.9(d)(1) – Mid Century Insurance v. IRWD, v. Patrick Madden Morgan and the Paper Company;

CLOSED SESSION CONFERENCE with legal counsel relative to anticipated litigation pursuant to Government Code Section 54956.9(d)(4) initiation of litigation (one potential case); and

CLOSED SESSION CONFERENCE with Labor Negotiators - Government Code Section 54957.6:

Agency Designated Representatives: Paul Cook and Jenny Roney

Employees Organization: Irvine Ranch Water District Employees Association

OPEN SESSION

Following the Closed Session, the meeting was reconvened with all Directors present. President LaMar said that there was no action to report.

ADJOURNMENT

There being no further business, President LaMar adjourned the meeting at 7:50 p.m.

APPROVED and SIGNED this 23rd day of March, 2015.

President, IRVINE RANCH WATER DISTRICT

Secretary IRVINE RANCH WATER DISTRICT

APPROVED AS TO FORM:

Legal Counsel - Bowie, Arneson,
Wiles & Giannone