

EXHIBIT "A"

MINUTES OF REGULAR MEETING – MAY 22, 2017

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 Reinhart on May 22, 2017 in the District office, 15600 Sand Canyon Avenue, Irvine, California.

Directors Present: Swan, Matheis, LaMar, Reinhart, and Withers.

Directors Absent: None.

Also Present: General Manager Cook, Executive Director of Water Policy Weghorst, Executive Director of Operations Sheilds, Executive Director of Engineering and Water Quality Burton, Director of Water Resources Sanchez, Director of Public Affairs Beeman, Director of Human Resources Roney, Director of Maintenance Drake, Assistant Director of Water Operations Roberts, Legal Counsel Mr. Alfred Smith and Ms. Mary Lynn Coffee, Secretary Bonkowski, Principle Engineer Akiyoshi, Principle Engineer Cortez, Government Relations Officer Compton, Mr. John Dayer, Ms. Kristine Swan, Mr. Allen Shinbashi, Ms. Jennifer Davis, Mr. Jim Reed, Mr. Bruce Newell., and Ms. Peggy Falcon.

ORAL COMMUNICATIONS: None.

WRITTEN COMMUNICATIONS: None.

ITEMS TOO LATE TO BE AGENDIZED: None.

CONSENT CALENDAR

President Reinhart asked that item No. 10, OPERATIONS CENTER AIR HANDLING DUCT REPLACEMENT PROJECT, be moved to the Action Calendar for discussion. There being no objection, this item was moved accordingly. On MOTION, seconded and unanimously carried, CONSENT CALENDAR ITEMS NOS. 3 THROUGH 9 AND 11 AND 12 WERE APPROVED AS FOLLOWS:

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

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

4. MINUTES OF REGULAR BOARD MEETING

Recommendation: That the minutes of the April 24, 2017 Regular Board Meeting be approved as presented.

CONSENT CALENDAR (CONTINUED)

5. FOURTH AMENDMENT TO THE SETTLEMENT AGREEMENT
MCAS EL TORO GROUNDWATER REMEDIATION PROJECT

Recommendation: That the Board authorize the President and Secretary to execute the Fourth Amendment to The Settlement Agreement for the MCAS El Toro Groundwater Remediation Project.

6. IRVINE BUSINESS COMPLEX APPURTENANCE RELOCATIONS
FINAL ACCEPTANCE

Recommendation: That the Board accept construction of the Irvine Business Complex Appurtenance Relocations, projects 06849 and 06850; authorize the filing of a Notice of Completion; and authorize the payment of the retention 35 days after the date of recording the Notice of Completion.

7. BAKER WATER TREATMENT PLANT RAW WATER CONVEYANCE
FACILITIES FINAL ACCEPTANCE

Recommendation: That the Board authorize the General Manager to accept construction of Baker Water Treatment Plant Raw Water Conveyance Facilities, project 05027; authorize the General Manager to file a Notice of Completion; and authorize the release of retention 35 days after filing of the Notice of Completion.

8. RESERVOIR LADDER FALL PROTECTION BUDGET ADDITION

Recommendation: That the Board authorize the addition of Project 10119 in the amount of \$100,000 and Project 10120 in the amount of \$40,000 to the FY 2016-17 Capital Budget for the reservoir ladder fall protection project.

9. APRIL 2017 TREASURY REPORTS

Recommendation: That the Board receive and file the Treasurer's Investment Summary Report, the Monthly Interest Rate Swap Summary for April 2017, and Disclosure Report of Reimbursements to Board Members and staff; approve the April 2017 Summary of Payroll ACH payments in the total amount of \$1,719,748 and approve the April 2017 Accounts Payable Disbursement Summary of Warrants 376196 Through 376893, Workers' Compensation Distributions, Wire Transfers, Payroll Withholding Distributions And Voided Checks in the total Amount of \$21,383,097.

CONSENT CALENDAR (CONTINUED)

11. LETTER OF CREDIT EXTENSION FOR THE SERIES 2008-A
REFUNDING BONDS AND EARLY REDEMPTION OF THE SERIES
1995 BONDS

Recommendation: That the Board authorize staff to extend the Sumitomo Mitsui Letter of Credit supporting the 2008-A Refunding bonds for four years at 0.315% annually, approve an early redemption of the outstanding Series 1995 Bonds on July 1, 2017; and adopt two resolutions: 1) authorizing certain actions in connection with extension of Letter of Credit in connection to Consolidated Refunding Series 2008A; and 2) calling bonds for redemption and authorizing certain actions in connection to Consolidated Series 1995.

RESOLUTION NO. 2017-11

RESOLUTION OF THE BOARD OF DIRECTORS OF
THE IRVINE RANCH WATER DISTRICT
AUTHORIZING CERTAIN ACTIONS IN CONNECTION
WITH EXTENSION OF LETTERS OF CREDIT
(CONSOLIDATED REFUNDING SERIES 2008A)

RESOLUTION NO. 2017 -12

RESOLUTION OF THE BOARD OF DIRECTORS OF THE
IRVINE RANCH WATER DISTRICT CALLING BONDS OF
SAID DISTRICT FOR REDEMPTION AND AUTHORIZING
CERTAIN ACTIONS IN CONNECTION THEREWITH
(CONSOLIDATED SERIES 1995)

12. DEBT MANAGEMENT POLICY

Recommendation: That the Board adopt a resolution approving an Irvine Ranch Water District Debt Management Policy.

RESOLUTION NO. 2017 - 13

RESOLUTION OF THE BOARD OF DIRECTORS OF THE
IRVINE RANCH WATER DISTRICT
TO APPROVE THE DEBT MANAGEMENT POLICY

ACTION CALENDAR

OPERATION CENTER AIR HANDLING DUCT REPLACEMENT PROJECT

Following discussion on the anticipated life of the air handling duct, on MOTION by Reinhart, seconded and unanimously carried, THE BOARD AUTHORIZED THE GENERAL MANAGER TO EXECUTE A CONSTRUCTION CONTRACT WITH TRITON AIR IN THE AMOUNT OF \$107,718.25 FOR THE OPERATIONS CENTER AIR HANDLING DUCT REPLACEMENT PROJECT.

ACTION CALENDAR (CONTINUED)

MICHELSON WATER RECYCLING PLANT BIOSOLIDS ODOR MONITORING SYSTEM

Executive Director of Engineering and Water Quality Burton reported that the liquid and the biosolids treatment plants include extensive odor control facilities, and both have the potential to generate odors. Mr. Burton said that as a mitigation measure included in the Supplemental Environmental Impact Report for the Biosolids Project, IRWD committed to install an odor monitoring system. He said that Odotech of Montreal, Canada offers the OdoWatch system that allows for proactive management of odor emission and provides the odor monitoring features which provides for: 1) continuous monitoring on a 24-hour/7-day basis; 2) uses “electronic noses” (eNose) for real-time tracking of odor concentrations; 3) uses an on-site weather station with specialized sensors for real-time atmospheric dispersion modeling; 4) alerts staff when an event occurs, such as a threshold exceedance for odors, to allow staff to mitigate impacts; 5) real-time data display of atmospheric conditions and potential for odor plumes; and 6) archives data to make it readily available for staff to conduct operational analysis or for regulatory compliance.

Mr. Burton said that the greatest benefit of the OdoWatch system is its proprietary software that incorporates atmospheric dispersion modeling specific to IRWD’s site, a weather station, and data from the eNose devices. If an eNose detects an odor, then the software predicts if the odor will be detected downwind and how long it will take to reach a given location; it will also immediately alert staff of the information so that action can be taken.

Director LaMar said that this item was reviewed and approved by the Engineering and Operations Committee on May 16, 2017. Following discussion, on MOTION by LaMar, seconded and unanimously carried, **THE BOARD AUTHORIZED THE GENERAL MANAGER TO EXECUTE A CONTRACT WITH ODOTECH FOR THE PURCHASE OF AN ODOWATCH ODOR MONITORING SYSTEM IN THE AMOUNT OF \$137,000 FOR THE MICHELSON WATER RECYCLING BIOSOLIDS AND ENERGY RECOVERY FACILITIES, PROJECT 04286.**

IRVINE INDUSTRIAL COMPLEX EAST ZONE A TO B BOOSTER PUMP STATION UPGRADES CONSULTANT SELECTION

Upgrades to the Irvine Industrial Complex (IIC) East Zone A to B Booster Pump Station (BPS) are required to meet increased recycled water demands in Zone B. This project will install an additional pump in the station along with needed electrical upgrades including the installation of a new control panel. The pump station currently contains a spare available pump can, pump suction and discharge piping, and electrical conduit, so no significant underground work is anticipated. Staff determined that Lee & Ro was the best available candidate to complete the design of the IIC East BPS Upgrades project.

On MOTION by LaMar, seconded and unanimously carried, **THE BOARD AUTHORIZED THE GENERAL MANAGER TO EXECUTE A PROFESSIONAL SERVICES AGREEMENT IN THE AMOUNT OF \$213,757 WITH LEE & RO FOR ENGINEERING SERVICES FOR THE IIC EAST ZONE A TO B BOOSTER PUMP STATION UPGRADES, PROJECT 06198.**

GENERAL MANAGER'S REPORT

General Manager Cook reported that Director LaMar, Ms. Christine Compton and he will be traveling to Sacramento tomorrow to meet with Mr. Burns of California EPA to discuss water conservation framework legislation.

Mr. Cook reported that the District received the ACC-OC's Golden Hub of Innovation Award for its battery storage project.

Mr. Cook introduced both Mr. Alfred Smith and Ms. Mary Lynn Coffee, the District's newly-appointed General Counsel.

DIRECTORS' COMMENTS

Director Matheis reported that she attended a MWDOC Board and Member Agency Elected Official's Forum, an ACWA *Meet the President* event hosted by Santa Margarita Water District, an ACWA Spring conference in Monterey, and a Southern California Water Committee quarterly luncheon.

Director Withers reported that he attended a City of Lake Forest groundbreaking event, and an NWRI Operations Committee meeting. He said that on Wednesday, he will be attending an OCSD Board meeting.

Director LaMar reported that he attended an IRWD resident tour, and an ACWA Spring conference in Monterey, and noted an upcoming meeting this Friday with MWD's Mr. Jim Noyes relative to Delta issues relating to storage.

Director Swan reported on his attendance at a recent IRWD resident tour, and suggested adding a few talking points on IRWD issues. Staff was asked to add this item for discussion at the next Strategic Planning Workshop. He further reported that he attended a MWDOC Member Agency Elected Officials' Forum, an ACWA Spring conference in Monterey, a WACO Planning Meeting, and a Newport Chamber of Commerce meeting.

Director Reinhart reported on his attendance at a MWDOC Member Agency Elected Officials' Forum, an IRWD resident tour, an IRWD briefing and tour with the City of Lake Forest's Councilwomen Basile, a SOCWA Board meeting, a WACO monthly meeting, an ACWA Spring conference in Monterey, and a MWDOC Board meeting.

IRWD's consultant Mr. Jim Reed reported on meetings he attended on behalf of the District. IRWD's consultant Newell said he had nothing to report this evening.

CLOSED SESSION

President Reinhart said that the following Closed Session would be held:

Closed Session: CONFERENCE WITH LEGAL COUNSEL RELATIVE TO EXISTING LITIGATION – Government Code Section 54956.9(d)(1) IRWD v. OCWD Case No. 30-2016-00858584-CU-WM-CJC)

OPEN SESSION

Following the Closed Session, the meeting was reconvened with Directors Reinhart, Withers, Swan, LaMar and Matheis present. President Reinhart said there was no action to report.

ADJOURNMENT

President Reinhart closed the meeting in memory of Ms. Joan Arneson, the District's general legal counsel, who passed last Saturday. Mr. Reinhart said that she will be missed and recognized her for her outstanding service to the District as legal counsel since November 1980.

There being no further business, President Reinhart adjourned the meeting.

APPROVED and SIGNED this 12th day of June, 2017.

President, IRVINE RANCH WATER DISTRICT

Secretary IRVINE RANCH WATER DISTRICT

APPROVED AS TO FORM:

Alfred Smith, Legal Counsel – Nossaman LLP