

EXHIBIT “A”

MINUTES OF REGULAR MEETING –MARCH 28, 2022

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 28, 2022 at the District offices, 15600 Sand Canyon Avenue, Irvine. This meeting was also held via teleconference with Director Reinhart participating remotely as noticed on the Board agenda.

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

Directors Absent: None.

Written and Oral Communications: None.

Also Present: General Manager Cook, Executive Director of Technical Services Burton, Executive Director of Operations Chambers, Executive Director of Finance and Administration Clary, Director of Treasury and Risk Management Jacobson, Executive Director of Water Policy Weghorst, Director of Recycling Operations Zepeda, Director of Water Resources Sanchez, Director of Human Resources Mitcham, Director of Maintenance Mykitta, Director of Strategic Communications and Advocacy/Deputy General Counsel Compton, Director of Safety and Security Choi, Director of Information Services Kaneshiro, Director of Water Quality and Regulatory Compliance Colston, Secretary Bonkowski, Assistant Secretary Swan, General Counsel Collins, Consultant Newell, Ms. Lucy Dunn and members of the public and other staff.

PRESENTATION

General Manager Cook presented a proclamation to Ms. Lucy Dunn who recently retired from the Orange County Business Council as its President and CEO.

CONSENT CALENDAR

On MOTION by Withers, seconded by McLaughlin and unanimously carried by a roll call vote (5-0) Withers, McLaughlin, Swan, LaMar and Reinhart voting aye, and 0 noes, CONSENT CALENDAR ITEMS 5 THROUGH 9 WERE APPROVED AS FOLLOWS:

5. BOARD MEETING MINUTES

Recommendation: That the minutes of the March 14, 2022, Regular Board meeting be approved as presented.

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

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

CONSENT CALENDAR (CONTINUED)

7. FEBRUARY 2022 TREASURY REPORT

Recommendation: That the Board receive and file the Treasurer's Investment Summary report, the Summary of Fixed and Variable Rate Debt, and Disclosure Report of reimbursements to Board members and staff, approve the February 2022 summary of Payroll ACH payments in the total amount of \$2,495,342, and approve the February 2022 accounts payable disbursement summary of Warrants 424564 through 425268, Workers' Compensation distributions, wire transfers, payroll withholding distributions and voided checks in the total amount of \$20,402,268.

8. LETTER OF CREDIT EXTENSION FOR THE SERIES 2009B BONDS

Recommendation: That the Board approve an extension of the Bank of America N.A. Letter of Credit supporting IRWD consolidated Series 2009B Bonds to April 2025 at an annual cost of 0.28% and adopt the following resolution by title authorizing certain actions in connection with an extension of the Letter of Credit.

RESOLUTION NO. 2022-6

RESOLUTION OF THE BOARD OF DIRECTORS OF
THE IRVINE RANCH WATER DISTRICT
AUTHORIZING CERTAIN ACTIONS IN CONNECTION
WITH EXTENSION OF LETTER OF CREDIT
(CONSOLIDATED SERIES 2009B)

9. SEWER SIPHON IMPROVEMENTS FINAL ACCEPTANCE

Recommendation: That the Board accept construction of the Sewer Siphon Improvements, Project 07886, 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.

ACTION CALENDAR

2022 IRWD PROJECT MANUAL UPDATE

Executive Director of Technical Services Burton reported that IRWD's standard form construction contract documents consist of the plans for the project, Project Manual and Construction Manual. Mr. Burton said that the IRWD Project Manual, excluding the Special Provisions, Project Technical Specifications, and Appendix, was last revised in July 2019.

Mr. Burton said that the 2022 Project Manual incorporates administrative revisions to the Instruction to Bidders, the Bid Form, and the Agreements, Bonds and Insurance, and minor revisions to the General Provisions, and the General Requirements to address needed updates and clarifications identified since the last update. He further said that the proposed resolution also delegates authority to the General Manager and/or the Executive Director of Technical Services to make findings regarding the need for sole source material procurements as contained in the Project Technical Specifications.

Director Reinhart reported that this item was reviewed by the Engineering and Operations Committee on March 15, 2022. In response to Director Swan's inquiry relative to reporting the execution of sole source documents, General Manager Cook said that this is provided annually to the Board, but that he will also mention approvals in the weekly report to the Board. There being no further comments, on MOTION by Reinhart, seconded by McLaughlin and unanimously carried by a roll call vote (5-0) Withers, McLaughlin, Swan, LaMar and Reinhart voting aye, and 0 noes, THE BOARD ADOPTED THE FOLLOWING RESOLUTION BY TITLE SUBJECT TO NON-SUBSTANTIVE CHANGES TO THE DOCUMENTS:

RESOLUTION NO. 2022 -7

RESOLUTION OF THE BOARD OF DIRECTORS OF
IRVINE RANCH WATER DISTRICT RESCINDING
RESOLUTION NO. 2019-25 AND REVISING
STANDARD FORM CONSTRUCTION CONTRACT DOCUMENTS

PROPOSED REVISIONS TO THE IRWD DESALINATION POLICY PRINCIPLES

General Manager Cook reported that ongoing consideration by Orange County water agencies of the proposed Huntington Beach and Doheny Beach ocean desalination projects have resulted in the need to update IRWD's Desalination Policy Principles paper. The proposed updated paper addresses policy areas that will be important in directing comments on the permitting process and for preparation of reports and analyses for the desalination projects. The policy principles will also help guide the District's participation in meetings with the Groundwater Producers and other interested agencies and stakeholders.

Executive Director of Water Policy Weghorst then reviewed the policy revisions as redlined in the exhibit.

Director Withers said that this item was reviewed by the Water Resources Policy and Communications Committee on March 3, 2022. In response to Director Swan's inquiry, Mr. Weghorst said they will revisit MWD's Integrated Water Resources Plan and Local Resource Program's policy. There being no further comments, on MOTION by Withers, seconded by McLaughlin, and unanimously carried by a roll call vote (5-0) Withers, McLaughlin, Swan, LaMar and Reinhart voting aye, and 0 noes, THE BOARD ADOPTED THE REVISED IRWD DESALINATION POLICY PRINCIPLES.

QUITCLAIM OF EXEMPT SURPLUS LAND (PARCEL NO. APN 093-242-80 COUNTY OF ORANGE)

General Manager Cook said that discussion on this item will be delayed following the Closed Session.

GENERAL MANAGER'S REPORT

General Manager Cook reported that there have been four COVID-19 cases this month, and that the Purchasing Department is stocked up on tests kits and masks.

Mr. Cook reported that the reopening of the District last week went well with a total of 51 visitors of which 36 visitors communicated with Customer Service staff and 15 visitors communicated with Development Services.

Mr. Cook noted the Governor’s Drought Executive Order issued today and asked the Director of Strategic Communications and Advocacy / Deputy General Counsel Compton for an update. Ms. Compton reported that the State Board will *consider* the adoption of emergency regulations banning irrigation of “non-functional” turf in the Commercial, Industrial, and Institutional sectors. Additionally, she said that the order also directs the State Board to consider the adoption of emergency regulations requiring that urban water suppliers be at Level 2 of their Water Shortage Contingency Plans. Mr. Cook also said that there were several initiatives underway from Western MWD, Las Virgenes WD, ACWA, and others with various degrees of urgency.

Mr. Cook reported on a mountain lion in the neighborhood on Waterworks Way and said that it darted into one of the District’s rental offices where it was captured.

Mr. Cook introduced Mr. Lance Kaneshiro, the District’s newly-appointed Director of Information Services.

COMMUNITY LIAISON UPDATES

Mr. Cook said that Consultant Newell reported that he had nothing to report in the Santiago Canyon and had to leave the meeting early due to the rain event.

DIRECTORS’ COMMENTS

Director Reinhart reported that he attended an OCWD Board meeting, a MWDOC meeting, and the District’s 2022 Marsh virtual tour.

Director Withers reported that he attended an OCWD monthly industry insight webinar.

Director Swan reported on his attendance at a WACO Planning meeting, a MWDOC Board meeting, a Newport Bay Watershed Executive Committee meeting, a Southern California Water Dialogue monthly meeting, a Newport Chamber of Commerce meeting, and an OCWA monthly meeting.

Director McLaughlin reported on her attendance at a Southern California Water Coalition meeting.

Director LaMar reported on his attendance at a Sacramento Advocacy meeting with staff, a Natural Communities Coalition Board meeting, an ACWA Board and Executive Committee meeting, and Climate change Task force meetings.

CLOSED SESSION

Legal Counsel Collins said that the following Closed Sessions would be held this evening:

- A. CONFERENCE WITH REAL PROPERTY NEGOTIATORS – Pursuant to Government Code Section 54956.8:
 - Property:* APN 093-242-80, County of Orange
 - Agency negotiators:* Paul Cook, General Manager, & Kevin Burton, Executive Director of Technical Services

Negotiating parties: Bryan Mills, Elaina Mills, Lance Schultz, Alice Schultz, and Heather Schultz

Under negotiation: Price and Terms of Payment

- B. CONFERENCE WITH LEGAL COUNSEL—EXISTING LITIGATION- Pursuant to Government Code Section 54956.9(d)(1): *Graciela Montejano v. IRWD, Paul Cook and Does 1 through 50*, Case No. 30-2022-01251588-CU-OE-NJC

OPEN SESSION

Following the Closed Session, the meeting was reconvened with Directors Withers, Swan, McLaughlin, Reinhart and LaMar present. No action was reported out from the Closed Session.

ACTION CALENDAR (CONTINUED)

QUITCLAIM OF EXEMPT SURPLUS LAND (PARCEL NO. APN 093-242-80 COUNTY OF ORANGE)

Staff presented its recommendation to negotiate the sale and/or disposal of Parcel No. APN 093-242-80, County of Orange, which has been designated exempt surplus land by the IRWD Board of Directors. On MOTION by Reinhart, seconded by Withers, and unanimously carried by a roll call vote (5-0) Withers, McLaughlin, Swan, LaMar and Reinhart voting aye, and 0 noes, THE BOARD AUTHORIZED THE GENERAL MANAGER TO EXECUTE A QUITCLAIM DEED TO EFFECTUATE THE TRANSFER OF THE PROPERTY AT THE CONCLUSION OF THE NEGOTIATION WITHIN THE PRICE AND TERMS APPROVED IN CLOSED SESSION.

ADJOURNMENT

There being no further business, Director LaMar adjourned the meeting at 6:45 p.m.

APPROVED and SIGNED this 11th day of April 2022.

President, IRVINE RANCH WATER DISTRICT

Secretary, IRVINE RANCH WATER DISTRICT

APPROVED AS TO FORM:

Claire Hervey Collins, General Counsel
Hanson Bridgett LLP

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