

EXHIBIT “A”

MINUTES OF REGULAR MEETING – November 23, 2020

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 Matheis on November 23, 2020 via teleconference pursuant to the provisions of the Governor’s Executive Orders N-25-20 and N-29-20 due to COVID-19. Members of the public did not attend this meeting in person.

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

Directors Absent: None.

Also Present: General Manager Cook, Executive Director of Technical Services Burton, Executive Director of Water Policy Weghorst, Director of Treasury and Risk Management Jacobson, Executive Director of Operations Chambers, General Counsel Collins, Director of Public Affairs Beeman, Director of Human Resources Roney, Director of Water Quality and Regulatory Compliance Colston, Director of Recycling Operations Zepeda, Director of Information Services Malone, Director of Water Resources Sanchez, Government Relations Officer/Deputy General Counsel Compton, Secretary Bonkowski, Ms. Karen McLaughlin, Special Legal Counsel Casey and members of staff and the public.

WRITTEN AND ORAL COMMUNICATIONS: None.

PRESENTATION

COMMENDATION OF MARY AILEEN MATHEIS

Members of the California legislature and congress, Board of Supervisors, water agencies, associations, the General Manager, Board members and individuals honored Matheis for her 32 years of service to the water industry with plaques, resolutions, and presentations.

On MOTION by Reinhart, seconded by Swan, and unanimously carried by a roll call vote (5-0) Withers, Matheis, Reinhart, Swan, and LaMar voting aye, and 0 noes, the following resolution was adopted by title:

RESOLUTION NO. 2020-21

RESOLUTION OF THE BOARD OF DIRECTORS OF THE  
IRVINE RANCH WATER DISTRICT  
COMMENDING MARY AILEEN MATHEIS  
FOR 32 YEARS OF DEDICATED SERVICE TO IRWD

PRETREATMENT ORDINANCE FOR FACILITIES TRIBUTARY TO SOUTH ORANGE COUNTY WASTEWATER AUTHORITY

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 2015, 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 introduction of the Ordinance to amend regulations was completed at IRWD's Board meeting on October 26, 2020, and tonight staff recommends the Board conduct a public hearing, waive the reading, and adopt the Ordinance by title.

President Matheis declared this to be the time and place for the hearing on the Ordinance.

President Matheis asked Secretary Bonkowski 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 November 8, 2020 and was posted on November 8, 2020 within the IRWD service area tributary to the South Orange County Wastewater Authority. The notice was also posted in the District office on November 9, 2020. The Secretary presented an Affidavit of Posting and Proof of Publication for the Board to receive and file.

On MOTION by Swan, seconded by LaMar, and unanimously carried by a roll call vote (5-0) Withers, Matheis, Reinhart, Swan, and LaMar voting aye, and 0 noes, THE BOARD RECEIVED AND FILED THE AFFIDAVIT OF POSTING THE PROOF OF PUBLICATION PRESENTED BY THE SECRETARY.

President Matheis asked the Secretary whether there have been any written communications. Secretary Bonkowski said that there had been no communications.

President Matheis asked for a report from the Director for Water Quality and Regulatory Compliance.

Director of Water Quality and Regulatory Compliance Colston describe the proposed revisions and indicated that the clarifications and revisions to the Ordinance are summarized in an exhibit to the writeup.

President Matheis inquired whether anyone was present who wished to address the Board concerning the amended Ordinance. There were none. She then asked whether there were any comments or questions from the members of the Board of Directors. There were none.

On MOTION by Swan, seconded by LaMar and unanimously carried by a roll call vote (5-0) Withers, Matheis, Reinhart, Swan, and LaMar voting aye, and 0 noes, THE HEARING WAS CLOSED, THE ORDINANCE WAS READ BY TITLE ONLY BY THE SECRETARY, FURTHER READING OF THE ORDINANCE WAS WAIVED, AND THE FOLLOWING ORDINANCE WAS ADOPTED AS FOLLOWS:

ORDINANCE NO. 2020-1

AN ORDINANCE OF THE BOARD OF DIRECTORS OF IRVINE RANCH WATER DISTRICT REPEALING ORDINANCE NO. 2015-1 AND ADOPTING REGULATIONS FOR THE DISCHARGE OF WASTEWATER TO SEWERAGE FACILITIES OF THE IRVINE RANCH WATER DISTRICT TRIBUTARY TO THE SOUTH ORANGE COUNTY WASTEWATER AUTHORITY

## CONSENT CALENDAR

Director Swan asked that Item No. 8 be moved to the Action Calendar following the Closed Session item. There being no objections, this item was moved accordingly.

President Matheis said that before the final vote on the Consent Calendar, pertaining to Item No. 7 on tonight's agenda, on November 8, 2020, the Board conducted its annual performance evaluation of the General Manager. This evening the Board is considering changes to his compensation as a result of the performance review. Pursuant to Government Code Section 54953(c) (3) prior to taking final action on changes to the General Manager's compensation, she said she would provide a summary of the recommended action before us. She said that the recommendation is to: 1) increase the base salary of the General Manager by 2%, or \$6,356, to \$324,156, per year effective October 1, 2020, 2) provide a one-time performance award of \$30,000 as a taxable lump sum cash payment, and 3) increase his monthly automobile allowance to \$800 effective October 1, 2020. She further said that all other aspects of the General Manager's compensation would remain unchanged.

On MOTION by Reinhart, seconded by Swan, and unanimously carried by a roll call vote (5-0) Withers, Matheis, Reinhart, Swan, and LaMar voting aye, and 0 noes, ITEMS 5, 6, 7, AND 9 THROUGH 12 WERE APPROVED AS FOLLOWS:

5. BOARD MEETING MINUTES

Recommendation: That the minutes of the November 9, 2020 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 Mary Aileen Matheis, Peer Swan, and John Withers, as described.

7. CHANGES TO GENERAL MANAGER'S COMPENSATION

Recommendation: That the Board approve an increase to the annual salary of the General Manager to the amount of \$324,156, a one-time performance award in the amount of \$30,000, and increase the General Manager's automobile allowance to \$800 per month, effective October 1, 2020.

9. 2021 GENERAL COUNSEL CONTRACT

Recommendation: That the Board authorize the General Manager to execute a Professional Services Agreement with Hanson Bridgett LLP for general counsel legal services focused on municipal law, transactional and non-complex issues, and rate-setting with a term of January 1, 2021, to December 31, 2021, and a not-to-exceed value of \$1,050,000.

CONSENT CALENDAR (CONTINUED)

10. 2021-22 IRWD LOBBYING AND ADVOCACY SERVICES

Recommendation: That the Board authorize the General Manager to execute a Professional Services Agreement with Kadesh & Associates for federal advocacy services for the period of January 1, 2021, through December 31, 2022, at a rate of \$10,200 per month plus reasonable reimbursement of direct expenses for a total contract amount not to exceed \$265,000.

11. ADOPTION OF A REVISED SCHEDULE OF POSITIONS AND SALARY RATE RANGES

Recommendation: That the Board adopt a resolution rescinding Resolution No. 2020-12 and adopting the following resolution by title:

RESOLUTION NO. 2020-22

RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE IRVINE RANCH WATER DISTRICT  
RESCINDING RESOLUTION NO. 2020-12 AND  
ADOPTING A REVISED SCHEDULE OF  
POSITIONS AND SALARY RATE RANGES

12. OCTOBER 2020 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 October 2020 Summary of Payroll ACH payments in the total amount of \$2,154,188 and approve the October 2020 accounts payable Disbursement Summary of warrants 412075 through 412086, Workers' Compensation distributions, wire transfers, payroll withholding distributions and voided checks in the total amount of \$30,169,398.

ACTION CALENDAR

REHABILITATION OF DYER ROAD WELLFIELD WELLS 1, 11, AND 13  
CONSTRUCTION AWARD

Executive Director of Technical Services Burton reported that staff recently updated the well rehabilitation priority list and DRWF Wells 1, 11 and 13 is the next set of wells requiring rehabilitation in order to improve their hydraulic performance and to remove foulants and scale from the wells. Mr. Burton said that DRWF Well 1 was constructed in 1979 with mild steel casing and louvers. He said that given the age of the well, the casing/louver properties, and because the well has not been rehabilitated in nearly 20 years, rehabilitation is required. The budget for DRWF Well 1 includes an option to install a stainless-steel liner in the event the casing is found to have lost its physical integrity. In addition, a new discharge header will be fabricated that includes a port for installation of a

transducer that will allow staff to monitor water levels and accurately determine the well's performance.

Mr. Burton said that DRWF Well 11 was constructed in 1986 with mild steel casing material and wire-wrapped, stainless steel Johnson screens. While the specific capacity and production levels have not dropped dramatically, a recent video of the well indicated heavy encrustation of iron-related and slime bacteria at various depths within the screened intervals within the well. Mr. Burton said that DRWF Well 13 was constructed in 1984 with copper bearing steel as the casing material and wire wrapped, stainless steel Johnson screens. The specific capacity of Well 13 has fluctuated dramatically throughout the past several years due to irregular and reduced pumping periods. Part of the rehabilitation efforts will be to determine the extent and location of this contaminant located within the well screens. A recent video of the well indicates that the well has moderate scaling and fouling in the screened intervals of the well.

Mr. Burton said that Richard C. Slade & Associates completed the design for the rehabilitation of DRWF Wells 1, 11 and 13 in October 2020, and the project was advertised for construction to a select bidders list of six contractors. He said that the bid opening was held on November 10, 2020 with one bid received. Best Drilling and Pump, Inc. is the apparent low bidder with a bid amount of \$1,698,100, which was lower than the engineer's estimate of \$1,791,300. He said that in the previous bid for well rehabilitation services, Best Drilling and Pump, Inc. was also the lone bidder, and is near completion of rehabilitating DRWF Wells 5, 14, and 16.

On MOTION by Reinhart, seconded by Swan, and unanimously carried by a roll call vote (5-0) Withers, Matheis, Reinhart, Swan, and LaMar voting aye, and 0 noes, THE BOARD AUTHORIZED THE GENERAL MANAGER TO EXECUTE A CONSTRUCTION CONTRACT WITH BEST DRILLING AND PUMP, INC. IN THE AMOUNT OF \$1,698,100 FOR REHABILITATION OF DYER ROAD WELDFIELD WELLS 1, 11 AND 13, PROJECTS 07092, 07088 AND 10098.

#### DAM SAFETY PROGRAM CONSULTANT SELECTION

Using a PowerPoint presentation, Engineering Manager Moeder reported that the District owns and operates five jurisdictional dams that were constructed between 1933 and 1966. Mr. Moeder said that traditionally dam safety assessments, which are integral components of any DSP, utilize a standards-based approach (SBA) that follows established rules and guidelines for design events and loads, structural capacities, and defensive design measures. He said that historically the SBA to dam safety has proven to be good practice, but that this approach omits consideration of other dam safety elements such as human factors and operational issues that could potentially expose dam owners to increased levels of risk. He then reviewed the District's guiding principles for dam safety.

Mr. Moeder said another approach to dam safety that has primarily been used at the federal level is Risk-Informed Decision Making (RIDM), which is a more rigorous, systematic, and thorough process to dam safety that focuses on identifying and reducing risks. He said that earlier this year, the Division of Safety of Dams (DSOD) announced to California dam owners that it will be integrating RIDM into its regulatory oversight of dams under its jurisdiction.

Mr. Moeder said that in June 2020, IRWD contracted with HDR to review and enhance the District's current DSP and to integrate the RIDM process into the overall program. He said

that staff is executing the project in two phases with the first phase focused on data-gathering and establishment of the initial DSP framework, and the second phase focused on risk analyses, risk evaluation, and completion of the final DSP framework. HDR has completed the first phase, and staff is prepared to proceed with the second phase.

Director Reinhart said that this item was reviewed and approved by the Engineering and Operations Committee on November 17, 2020. In response to Director Swan's inquiry, General Manager Cook said that staff will provide an annual report of the conditions of all District dams to the Committee, and then to the Board. Following discussion, on MOTION by Reinhart, seconded by Swan and unanimously carried by a roll call vote (5-0) Withers, Matheis, Reinhart, Swan, and LaMar voting aye, and 0 noes, THE BOARD AUTHORIZED THE GENERAL MANAGER TO EXECUTE A PROFESSIONAL SERVICES AGREEMENT IN THE AMOUNT OF \$389,200 WITH HDR FOR THE SECOND PHASE OF THE DAM SAFETY PROGRAM, PROJECTS 10452 AND 10456 SUBJECT TO NONSUBSTANTIAL CHANGES.

#### REVISED WATER BANKING, TRANSFERS AND WHEELING POLICY POSITION PAPER

General Manager Cook reported that IRWD policy position papers are reviewed periodically to determine if the positions are still valid, need revisions or if additional papers need to be written on different issues of importance to the District. Staff has revised the existing Water Banking, Transfers and Wheeling Policy Position Paper that was last updated and approved on September 25, 2017. The current revisions take into consideration significant changes that have occurred since that time.

Executive Director of Water Policy Weghorst reported that since the 2017 update of the policy position paper, IRWD has completed construction of wells that allow IRWD to ensure the ability to recover water for itself and its partners during peak demand periods; IRWD has made progress on the development of the Kern Fan Groundwater Storage Project, and other extraordinary supply projects are being developed in the Metropolitan Water District of Southern California service area. Mr. Weghorst said that these changes, as well as other events that are increasing competition for water resources and increasing the cost of water, require updating of the Water Banking, Transfers and Wheeling Policy Position Paper. He said that the other events that are increasing the competition for supplies include: 1) implementation of the Sustainable Groundwater Management Act, 2) amendments to the State Water Project Contract allowing compensation for transfers of water, and 3) the Isabella Lake Dam Safety Modification Project. He further reviewed the changes on the position paper in the exhibit.

Director Swan reported that this item was reviewed by the Supply Reliability Programs Committee on November 19, 2020. He asked that a word be included to No. 17 on the exhibit. There being no objections, this item was revised accordingly. On MOTION by Swan, seconded by Matheis, and unanimously carried by a roll call vote (5-0) Withers, Matheis, Reinhart, Swan, and LaMar voting aye, and 0 noes THE BOARD APPROVED THE UPDATED WATER BANKING, TRANSFERS AND WHEELING POLICY POSITION PAPER AS AMENDED.

## GENERAL MANAGER'S REPORT

General Manager Cook reported that there is currently one more case of COVID-19, which was contracted on personal time, making the total number of IRWD employees eight. He said that CalOSHA has implemented new requirements effective December 1, 2020, with which the District will comply. He said he will email a memorandum to the employees after the Thanksgiving holiday outlining these requirements.

## DIRECTORS' COMMENTS

Director Withers said that he attended his regular meetings, along with an OCSD Board meeting.

Director Swan reported that he attended a Clarke Prize Lecture, an OCSD Water Issues Committee meeting, a MWDOC Board meeting, a Southern California Water Coalition meeting, a CASA Legislative meeting, a MWDOC Committee meeting, a WACO Planning meeting, and a MWDOC Executive Committee Meeting.

Director LaMar reported that he attended several ACWA Board and Executive Committee meetings, a Southern California Water Coalition meeting, a California Environmental Dialogue meeting, a National Communities Coalition, and a coastal meeting relative to the fire authority.

Director Reinhart reported on MWDOC and OCWD meetings he attended.

Director Matheis thanked all who made presentations honoring her service to the District. She also thanked staff for all their hard-working efforts over the years.

## CLOSED SESSION

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

CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION – Pursuant to Government Code Section 54956.9(d)(1): *IRWD v. OCWD, et al.*, Case No. 30-2016-00858584-CU-WM-CJC.

## OPEN SESSION

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

ACTION CALENDAR (CONTINUED)

VARIANCE TO THE LETTER OF ENGAGEMENT WITH ALSTON & BIRD

Director Swan made a motion to increase the not-to-exceed value of the contract by \$1,000,000. The motion failed as it was not seconded. On MOTION by Reinhart, seconded by Withers and carried by a roll call vote (4-1) Withers, Matheis, Reinhart, and LaMar voting aye, and Swan voting no, THE BOARD AUTHORIZED THE GENERAL MANAGER TO EXECUTE A VARIANCE TO THE LETTER OF ENGAGEMENT WITH ALSTON & BIRD FOR LEGAL SERVICES RELATED TO COMPLEX ISSUES AND LITIGATION INCREASING THE NOT-TO-EXCEED VALUE OF THE CONTRACT TO \$10,000,000.

ADJOURNMENT

There being no further business President Matheis adjourned the meeting at 8:32 p.m.

APPROVED and SIGNED this 14th day of December 2020.

---

President, IRVINE RANCH WATER  
DISTRICT

---

Secretary, IRVINE RANCH WATER  
DISTRICT

APPROVED AS TO FORM:

---

Claire Hervey Collins, General Counsel  
Hanson Bridgett LLP