

**AGENDA  
IRVINE RANCH WATER DISTRICT  
BOARD OF DIRECTORS  
REGULAR MEETING**

June 22, 2020

*Due to COVID-19, this meeting will be conducted as a teleconference pursuant to the provisions of the Governor's Executive Orders N-25-20 and N-29-20, which suspend certain requirements of the Ralph M. Brown Act. Members of the public may not attend this meeting in person.*

Participation by members of the Board of Directors will be from remote locations. Public access and participation will only be available telephonically/electronically.

To virtually attend the meeting and to be able to view any presentations or additional materials provided at the meeting, please join online via Webex using the link and information below:

Via Web:

<https://irwd.my.webex.com/irwd.my/j.php?MTID=m257ce67e924916b07f23281883b4f439>

Meeting Number (Access Code): 626 121 455

Meeting Password: ZKf2ga2GUV3 (95324224 from phones and video systems)

After joining the meeting, in order to ensure all persons can participate and observe the meeting, please select the "Call in" option and use a telephone to access the audio for the meeting by using the call-in information and attendee identification number provided.

*As courtesy to the other participants, please mute your phone when you are not speaking.*

**PLEASE NOTE:** Participants joining the meeting will be placed into the Webex lobby when the Board enters closed session. Participants who remain in the "lobby" will automatically be returned to the open session of the Board once the closed session has concluded. Participants who join the meeting while the Board is in closed session will receive a notice that the meeting has been locked. They will be able to join the meeting once the closed session has concluded.

**CALL TO ORDER**      5:00 p.m.

**ROLL CALL**              Directors Reinhart, LaMar, Swan, and Withers, and President Matheis

**PUBLIC COMMENT NOTICE**

If you wish to address the Board of Directors on any item, please submit a request to speak via the "chat" feature available when joining the meeting virtually. Remarks are limited to three minutes per speaker on each subject. You may also submit a public comment in advance of the meeting by emailing comments@irwd.com before 12:00 p.m. on Monday, June 22, 2020.

**ALL VOTES SHALL BE TAKEN BY A ROLL CALL VOTE.**

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**COMMUNICATIONS TO THE BOARD**

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1. A. Written:

B. Oral:

2. ITEMS RECEIVED TOO LATE TO BE AGENDIZED

Recommendation: Determine the need to discuss and/or take immediate action on item(s).

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**CONSENT CALENDAR**

**Resolution No. 2020-13**

**Items 3-7**

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3. BOARD MEETING MINUTES

Recommendation: That the minutes of the June 8, 2020 Regular Board meeting be approved as presented.

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

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

5. MAY 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 May 2020 Summary of Payroll ACH payments in the total amount of \$2,106,403, and approve the May 2020 Accounts Payable Disbursement Summary of Warrants 408210 through 408858, Workers' Compensation Distributions, Wire Transfers, payroll withholding Distributions and voided checks in the total amount of \$15,098,804.

6. MICHELSON WATER RECYCLING PLANT PAVING AT NORTH ODOR SCRUBBER AND DIVERTER CHUTES FINAL ACCEPTANCE

Recommendation: That the Board accept construction of Michelson Water Recycling Plant Paving at North Odor Scrubber and Diverter Chutes, Projects 07890 and 07891, 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.

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**CONSENT CALENDAR – Continued**

**Items 3-7**

7. SANTIAGO HILLS ZONE C+ RESERVOIR STRAINER MODIFICATIONS CONSTRUCTION AWARD

Recommendation: That the Board authorize the General Manager to execute a construction contract with Paulus Engineering, Inc. in the amount of \$215,965.99 for the Santiago Hills Zone C+ Reservoir Strainer Modifications, Project 05407.

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**ACTION CALENDAR**

8. PRIMARY DISINFECTION FACILITY SODIUM HYPOCHLORITE STORAGE AND FEED SYSTEM CONSTRUCTION AWARD, CONSULTANT SELECTION, AND BUDGET INCREASE

Recommendation: That the Board authorize a budget increase in the amount of \$5,050,000, from \$2,976,900 to \$8,026,900, authorize the General Manager to execute a construction contract with Pacific Hydrotech Corporation in the amount of \$5,537,800, and authorize the General Manager to execute a Professional Services Agreement with Carollo Engineers in the amount of \$363,353 for engineering services during construction for the Primary Disinfection Facility Sodium Hypochlorite Storage And Feed System, Project 06214.

9. SAND CANYON OFFICE IMPROVEMENT PROJECT CONSTRUCTION AWARD AND BUDGET INCREASE

Recommendation: That the Board authorize a budget increase in the amount of \$600,000, from \$213,500 to \$813,500, for Office Space Improvement Project 01257, and an increase in the amount of \$600,000, from \$525,000 to \$1,125,000, for Office Space Improvement Project 01336, and an increase in the amount of \$600,000, from \$477,500,000 to \$1,239,000, for Office Space Improvement Project 01549, and authorize the General Manager to execute a construction contract with Layton Construction Company in the amount of \$1,799,849.79 for the Office Space Improvement Project.

10. KERN FAN GROUNDWATER STORAGE PROJECT UPDATE AND APPOINTMENT OF GROUNDWATER BANKING AUTHORITY BOARD MEMBERS

Recommendation: That the Board appoint the members of the Supply Reliability Programs Committee, including the designated alternate to the Committee, as Board members and alternate Board member to the Groundwater Banking Authority.

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**OTHER BUSINESS**

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Pursuant to Government Code Section 54954.2, members of the Board of Directors or staff may ask questions for clarification, make brief announcements, and make brief reports on his/her own activities. The Board or a Board member may provide a reference to staff or other resources for factual information, request staff to report back at a subsequent meeting concerning any matter, or direct staff to place a matter of business on a future agenda. Such matters may be brought up under the General Manager's Report or Directors' Comments.

11. General Manager's Report
12. Directors' Comments
13. Receive oral update(s) from District liaison(s) regarding communities within IRWD's service area and provide information on relevant community events.
14. Adjourn.

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Availability of agenda materials: Agenda exhibits and other writings that are disclosable public records distributed to all or a majority of the members of the above-named Board in connection with a matter subject to discussion or consideration at an open meeting of the Board are available for public inspection in the District's office, 15600 Sand Canyon Avenue, Irvine, California ("District Office"). If such writings are distributed to members of the Board less than 72 hours prior to the meeting, they will be available from the District Secretary of the District Office at the same time as they are distributed to Board Members, except that if such writings are distributed one hour prior to, or during, the meeting, they will be available electronically via the Webex meeting noted. Upon request, the District will provide for written agenda materials in appropriate alternative formats, and reasonable disability-related modification or accommodation to enable individuals with disabilities to participate in and provide comments at public meetings. Please submit a request, including your name, phone number and/or email address, and a description of the modification, accommodation, or alternative format requested at least two days before the meeting. Requests should be emailed to comments@irwd.com. Requests made by mail must be received at least two days before the meeting. Requests will be granted whenever possible and resolved in favor of accessibility.

June 22, 2020  
Prepared and  
submitted by: L. Bonkowski  
Approved by: Paul A. Cook 

CONSENT CALENDAR

BOARD MEETING MINUTES

SUMMARY:

Provided are the minutes of the June 8, 2020 Regular Board meeting for approval.

FISCAL IMPACTS:

None.

ENVIRONMENTAL COMPLIANCE:

Not applicable.

COMMITTEE STATUS:

Not applicable.

RECOMMENDATION:

THAT THE MINUTES OF THE JUNE 8, 2020 REGULAR BOARD MEETING BE APPROVED AS PRESENTED.

LIST OF EXHIBITS:

Exhibit "A" – June 8, 2020 Minutes

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## EXHIBIT "A"

### MINUTES OF REGULAR MEETING – June 8, 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 June 8, 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, Executive Director of Finance and Administration Clary, 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 Maintenance Mykitta, Director of Administrative Services Malone, Director of Water Resources Sanchez, Government Relations Officer/Deputy General Counsel Compton, Secretary Bonkowski, and members of staff and the public.

WRITTEN AND ORAL COMMUNICATIONS: None.

ITEMS TOO LATE TO BE AGENDIZED: None.

### CONSENT CALENDAR

General Manager Cook said that prior to voting on the Consent Calendar, and specifically Item No. 5, he said that each June the Board typically is asked to consider changes to the salary schedule for District employees. Mr. Cook said that pursuant to Government Code Section 54953(c)(3), prior to taking final action on changes to salary schedules that include salary ranges for local agency executives, he would like to provide a summary of the recommended action. He said that Item No. 5 will revise the District's salary grade schedule for the Managers, Exempt Supervisors, Confidential and Exempt employee's salary schedule, adjusting the salary ranges for a Cost of Living increase adjustment of 0.7% effective July 1, 2020. On MOTION by Swan, seconded by Withers and unanimously carried by a roll call vote (5-0) Withers, Matheis, Reinhart, Swan, and LaMar voting aye, and 0 noes, **CONSENT CALENDAR ITEMS 3 THROUGH 6 WERE APPROVED AS FOLLOWS:**

#### 3. BOARD MEETING MINUTES

Recommendation: That the minutes of the May 26, 2020 Regular Board meeting be approved as presented.

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

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

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CONSENT CALENDAR (CONTINUED)

5. IRWD SALARY GRADE SCHEDULE CHANGES FOR FY 2020-21

Recommendation: That the Board adopt the following resolution by title:

RESOLUTION NO. 2020 - 12

RESOLUTION OF THE BOARD OF DIRECTORS OF IRVINE  
RANCH WATER DISTRICT, SUPERSEDING RESOLUTION  
NO. 2020-11 AND ADOPTING A REVISED SCHEDULE OF POSITIONS  
AND SALARY RATE RANGES  
(for the General Employee Unit, the Non-exempt  
Supervisor Unit, and for Managers, Exempt  
Supervisors, Confidential and Exempt Employees)

6. IRVINE LAKE ACCESS AND USE LICENSE EXTENSION

Recommendation: That the Board authorize the General Manager to execute a first amendment to license to extend the term of the fishing concession at Irvine Lake for a period of up to one year.

ACTION CALENDAR

METER READING SERVICES CONTRACT AWARD

General Manager Cook reported that the District's contract for meter reading services with Alexander's Contract Services, Inc. will expire on June 30, 2020. The District's current contract for meter reading service with Alexander's, originally awarded in March 2009 and extended in July 2015, expires on June 30, 2020.

Executive Director of Finance and Administration Clary reported that staff issued a Request for Information (RFI) to seven firms for contract meter reading services including Alexander's, Tribus, Liberty Utilities, Bermex, Contract Callers Inc, MeterNET, and Conservice, and that ACS and Bermex responded to the request. She said that following analysis, staff considers Alexander's to be the best qualified vendor to meet the District's needs. Ms. Clary said that staff has had an excellent working relationship with Alexander's, its error rate is at 0.2%, and have appreciated no rate increases in past five years. She said that during the evaluation, staff determined that Bermex does not currently provide meter reading services to any customers in California and proposed hiring a third-party vendor to implement the technology component required to read meters. Additionally, Bermex would also require a long lead time to fulfill its staffing recruitments, conduct new hire training, become established in California, and set up integration of meter reads to the District's billing system.

Director Swan reported that this item was reviewed by the Finance and Personnel Committee on June 2, 2020 and said that the Committee had several questions, including if there is a termination clause if an automation system is implemented in future years. Following discussion, 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 AUTHORIZED THE GENERAL MANAGER TO EXECUTE A FIVE-YEAR CONTRACT FOR METER READING SERVICES WITH ALEXANDER'S CONTRACT SERVICES INC. EFFECTIVE JULY 1, 2020 IN THE AMOUNT OF \$7.9 MILLION.**

ACTION CALENDAR (CONTINUED)

TRABUCO CANYON WATER DISTRICT LIFT STATION CAPACITY ASSIGNMENT AGREEMENT AND BUDGET INCREASE

General Manager Cook reported that IRWD currently has unutilized and unneeded capacity ownership in the Trabuco Canyon Water District (TCWD) El Toro Road Sewage Lift Station and associated force and gravity main sewage collection pipelines. Mr. Cook said that staff from TCWD and IRWD worked cooperatively to determine the best path forward to assign IRWD's capacity ownership and associated financial obligations in these facilities to TCWD.

Executive Director of Technical Services Burton noted the schematic in the first exhibit of the Agenda package and reviewed the system overview and background noting that IRWD began providing domestic water and sewer service to existing residential and proposed residential and commercial customers in a portion of Portola Hills as a result of the 1989 annexation. He said that additionally half of the existing Portola Hills development continued as customers of TCWD. Sewage from the Portola Hills area (both TCWD and IRWD customers) was conveyed via TCWD's El Toro Road Trunk Sewer System (the El Toro System) into Santa Margarita Water District's (SMWD) Chiquita System for treatment and disposal. Due to the annexation, it resulted in agreements between IRWD, SMWD, and TCWD for conveyance, treatment and disposal of sewage generated by IRWD customers.

In 2019, IRWD and SMWD successfully negotiated an agreement to terminate IRWD's unutilized and unneeded capacity in the SMWD Chiquita System for treatment and disposal. He said that one remaining agreement, the "Agreement between IRWD and TCWD Relating to Certain Sewer Capacity Rights," dated April 24, 1989, obligates IRWD to pay capital replacement and operating costs for TCWD's El Toro Road Sewage Lift Station and associated force and gravity mains. Mr. Burton further said that all costs are allocated to IRWD based on its remaining proportional capacity ownership, 0.66 million gallons per day, in each element of the El Toro System (33.68%) which is unutilized and unneeded by IRWD.

Mr. Burton said that subsequent to IRWD's work with SMWD, IRWD approached TCWD to terminate the April 24, 1989 agreement. IRWD and TCWD staff collaborated on buy-out conditions and presented draft term sheets to their respective Boards of Directors in early 2020. Recently, TCWD's consultant Hazen & Sawyer completed a condition assessment and rehabilitation study on the El Toro System Lift Station. The updated costs from that study, and other minor increases to the pipeline rehabilitation unit costs were reviewed, modified and agreed upon by staff from both TCWD and IRWD.

Mr. Burton said that the Assignment Agreement with the recommended terms and conditions is included as an exhibit and the buy-out amount is \$4,526,000. The Assignment Agreement will be presented for approval by both TCWD and SMWD's Board of Directors in mid-June, and as such, staff recommends the Board authorizes the General Manager to execute the agreement, subject to non-substantive changes.

Following discussion, on MOTION by Reinhart, seconded by Withers, 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 THE EL TORO TRUNK SEWER SYSTEM WASTEWATER CAPACITY ASSIGNMENT AGREEMENT SUBJECT TO NON-SUBSTANTIVE CHANGES; AND AUTHORIZED A BUDGET INCREASE IN THE AMOUNT OF \$1,970,000, FROM \$2,630,000 TO \$4,600,000, FOR THE TERMINATION OF SERVICES AT THE TRABUCO CANYON WATER DISTRICT EL**

## ACTION CALENDAR (CONTINUED)

TORO ROAD SEWAGE LIFT STATION, FORCE MAINS, AND GRAVITY MAINS, PROJECT 11227.

### 2020 LEGISLATIVE AND REGULATORY UPDATE

Government Relations Officer/Deputy General Counsel Compton provided an update on the 2019-2020 legislative session, regulatory issues, and IRWD priorities. Ms. Compton said that Governor Newsom released the May revision to his proposed Fiscal Year 2020-21 Budget, and for FY 2020-21, the May Revise proposes \$133.9 billion in total General Fund expenditures, projects \$129.6 billion in total General Fund revenues, and proposes to draw down the Budget Stabilization Account/Rainy Day Fund to \$8.3 billion, which is a \$7.8 billion decrease.

Ms. Compton reviewed legislation related to de-energization events and noted there is one bill that would be beneficial to IRWD with regard to PSPS events, SB 1099. that would require air districts to adopt a rule to allow critical facilities with a permitted emergency backup generator to use that generator during a de-energization event of other loss of power. She reported on legislation related to fees on residential housing development

Following discussion, Ms. Compton further reviewed legislation related to fees on residential housing developments along with additional 2020 state and federal legislation of interest to the District.

Director LaMar reported that this item was reviewed by the Water Resources Policy and Communications Committee on June 4, 2020, and said Ms. Compton is doing a great job and appreciated her efforts. On MOTION by LaMar, 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 RECEIVED AND FILED THE 2020 LEGISLATIVE AND REGULATORY UPDATE.

### GENERAL MANAGER'S REPORT

General Manager Cook reported that relative to COVID-19, there are no additional cases that the District is aware of contracting this disease. Mr. Cook said that today the District had its occupational medical supplier, ProCare, perform a voluntary screening of employees by taking temperatures and asking a few questions relative to general health. He said that the District is planning to continue this service for now at three District facilities a few times a week.

Mr. Cook said that relative to the Biosolids project, starting tomorrow, solids will be introduced into the facility.

### DIRECTORS' COMMENTS

Director Withers reported that he attended his regular meetings including an ISDOC Executive Committee meeting and a WACO meeting.

Director Swan reported that he attended a MWDOC Planning and Operations Committee meeting, a West Basin meeting, a WACO meeting, an OCBC Governmental Advocacy meeting, and Newport Beach Chamber of Commerce meetings.

DIRECTORS' COMMENTS (CONTINUED)

Director LaMar reported on his attendance at ACWA Board, Executive and Legislative Committee meetings, a WACO meeting, a Natural Communities Coalition Committee meeting, a California Environmental Dialogue meeting, and a MWDOC workshop with MWD Directors.

Director Reinhart reported on his attendance at an OCWD Board meeting, a MWDOC Board workshop, a SOCWA Board meeting, and a WACO meeting.

Director Matheis reported on her attendance at a WACO meeting, a MWDOC workshop with MWD Directors, and an ISDOC Executive Committee meeting. She further said that she was amazed and proud of all IRWD's accomplishments over the last three months during the COVID-19 pandemic.

COMMUNITY UPDATES

None.

ADJOURNMENT

There being no further business, President Matheis adjourned the meeting at 6:02 p.m.

APPROVED and SIGNED this 22<sup>nd</sup> day of June 2020.

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President, IRVINE RANCH WATER DISTRICT

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Secretary IRVINE RANCH WATER DISTRICT

APPROVED AS TO FORM:

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Claire Hervey Collins, General Counsel  
Hanson Bridgett LLP

June 22, 2020  
Prepared and  
submitted by: K. Swan  
Approved by: Paul A. Cook



CONSENT CALENDAR

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

SUMMARY:

Pursuant to Resolution 2006-29 adopted on August 28, 2006, the following events and meetings require approval by the Board of Directors:

Steven LaMar

June 11 Southern California Water Coalition Water History Matters Webinar

Mary Aileen Matheis

May 28 Southern California Water Coalition Webinar: Money Matters During the COVID-19 Crisis  
June 1 ISDOC Legislative Task Force Conference Call  
June 3 Nossaman Webinar: A Path to Transit and Transportation Project Success in the Wake of the Pandemic  
June 11 Southern California Water Coalition Water History Matters Webinar  
June 17 Urban Water Institute Virtual Meetings and Communications Webinar  
June 24-25 WateReuse California Virtual Conference

Douglas Reinhart

June 24-25 WateReuse California Virtual Conference

John Withers

June 11 Southern California Water Coalition Water History Matters Webinar

RECOMMENDATION:

THAT THE BOARD RATIFY/APPROVE THE MEETINGS AND EVENTS FOR STEVEN LAMAR, MARY AILEEN MATHEIS, DOUGLAS REINHART, AND JOHN WITHERS AS DESCRIBED HEREIN.

LIST OF EXHIBITS:

None.

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June 22, 2020

Prepared by: J. Davis / T. Fournier

Submitted by: R. Jacobson / C. Clary

Approved by: Paul A. Cook



## CONSENT CALENDAR

### MAY 2020 TREASURY REPORT

#### SUMMARY:

The following is submitted for the Board's information and approval:

- A. The May 2020 Investment Summary Report. This Investment Summary Report conforms with the 2020 Investment Policy and provides sufficient liquidity to meet estimated expenditures during the next six months, as outlined in Exhibit "A";
- B. The Summary of Fixed and Variable Rate Debt as of May 31, 2020, as outlined in Exhibit "B";
- C. The Monthly Interest Rate Swap Summary as of May 31, 2020, as outlined in Exhibit "C";
- D. The May 31, 2020 Disbursement Summary of warrants 408210 through 408858, wire transfers, Workers' Compensation distributions, payroll withholding distributions, and voided checks in the total amount of \$15,098,804, as outlined in Exhibit "D";
- E. The Summary of Payroll ACH payments in the total amount of \$2,106,403, as outlined in Exhibit "E"; and
- F. The Disclosure Report of Reimbursements to Board members and staff for May 2020, detailing payments or reimbursements for individual charges of \$100.00 or more per transaction, as outlined in Exhibit "F".

#### FISCAL IMPACTS:

As of May 31, 2020, the book value of the investment portfolio was \$366,066,435, with a 1.62% rate of return and a market value of \$370,459,795. Based on IRWD's March 31, 2020 quarterly real estate investment rate of return of 9.03%, the weighted average return for the fixed income and real estate investments was 3.88%.

As of May 31, 2020, the outstanding principal amount of fixed and variable rate debt was \$655,745,000. The monthly weighted average all-in variable rate was 0.40%. Including the District's weighted average fixed rate bond issues of 3.69% and the previous month's negative cash accruals from fixed payer interest rate swaps, which hedge a portion of the District's variable rate debt, the total average debt rate was 2.81%.

Payroll ACH payments totaled \$2,106,403, and wire transfers, all other ACH payments, and checks issued for debt service, accounts payable, payroll, and water purchases for May totaled \$15,098,804.

ENVIRONMENTAL COMPLIANCE:

This item is not a project as defined in the California Environmental Quality Act Code of Regulations, Title 14, Chapter 3, Section 15378.

COMMITTEE STATUS:

This item was not submitted to a Committee; however, the investment and debt reports are submitted to the Finance and Personnel Committee on a monthly basis.

RECOMMENDATION:

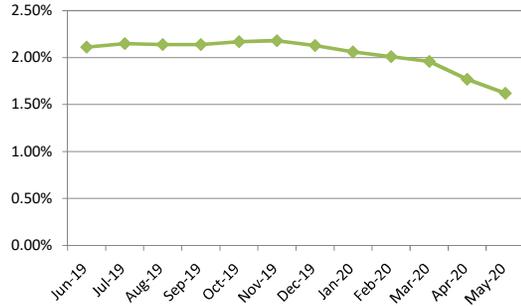
THAT THE BOARD RECEIVE AND FILE THE TREASURER'S INVESTMENT SUMMARY REPORT, THE SUMMARY OF FIXED AND VARIABLE RATE DEBT, AND DISCLOSURE REPORT OF REIMBURSEMENTS TO BOARD MEMBERS AND STAFF; APPROVE THE MAY 2020 SUMMARY OF PAYROLL ACH PAYMENTS IN THE TOTAL AMOUNT OF \$2,106,403, AND APPROVE THE MAY 2020 ACCOUNTS PAYABLE DISBURSEMENT SUMMARY OF WARRANTS 408210 THROUGH 408858, WORKERS' COMPENSATION DISTRIBUTIONS, WIRE TRANSFERS, PAYROLL WITHHOLDING DISTRIBUTIONS AND VOIDED CHECKS IN THE TOTAL AMOUNT OF \$15,098,804.

LIST OF EXHIBITS:

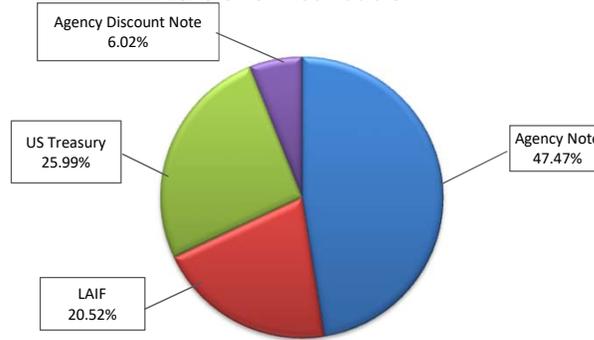
- Exhibit "A" – Investment Summary Report
- Exhibit "B" – Summary of Fixed and Variable Debt
- Exhibit "C" – Monthly Interest Rate Swap Summary
- Exhibit "D" – Monthly Summary of District Disbursements
- Exhibit "E" – Monthly Payroll ACH Summary
- Exhibit "F" – Disclosure of Reimbursements to Board Members and Staff

Exhibit "A"  
**Irvine Ranch Water District  
Investment Portfolio Summary  
May 2020**

**Monthly Fixed Income Yield**



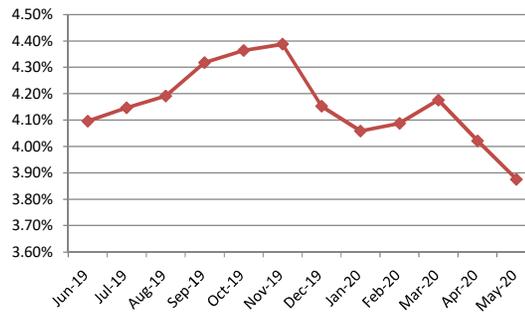
**Portfolio Distribution**



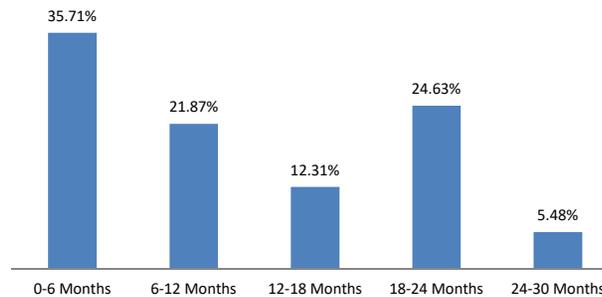
**Investment Summary**

Type	PAR	Book Value	Market Value
Agency Note	173,550,000	174,015,579	175,844,119
US Treasury	95,000,000	95,094,613	97,072,300
LAIF	75,000,000	75,000,000	75,561,076
Agency Discount Note	22,000,000	21,956,243	21,982,300
<b>Grand Total</b>	<b>365,550,000</b>	<b>366,066,435</b>	<b>370,459,795</b>

**Weighted Average Return  
Including Real Estate Portfolio**



**Maturity Distribution**



**Top Issuers**

Issuer	PAR	% Portfolio
US Treasury	95,000,000	25.99%
State of California Tsy.	75,000,000	20.52%
Fed Natl Mortgage Assoc	38,550,000	10.55%
Fed Home Loan Mortgage Corp	40,000,000	10.94%
Fed Hom Loan Bank	57,000,000	15.59%
Fed Farm Credit	60,000,000	16.41%
<b>Grand Total</b>	<b>365,550,000</b>	<b>100.00%</b>

IRVINE RANCH WATER DISTRICT  
INVESTMENT SUMMARY REPORT

05/31/20

SETTLMT	Call Schedule	Initial Call	Maturity Date	Rating	INVESTMENT TYPE	INSTITUTION / ISSUER	PAR Amount	COUPON DISCOUNT	YIELD	ORIGINAL COST	CARRY VALUE	MARKET VALUE <sup>(1)</sup> 5/31/2020	UNREALIZED <sup>(2)</sup> GAIN/(LOSS)
08/23/17			06/01/20		LAIF	State of California Tsy.	\$75,000,000		1.370%	\$75,000,000.00	\$75,000,000.00	75,561,076.13	561,076.13
06/11/18	NA	NA	06/11/20	Aaa/NR/AAA	FFCB - Note	Fed Farm Credit Bank	5,000,000	2.550%	2.570%	4,997,100.00	4,999,960.33	5,004,350.00	4,389.67
11/10/17	NA	NA	06/22/20	Aaa/AA+/AAA	FNMA - Note	Fed Natl Mortgage Assoc	5,000,000	1.500%	1.750%	4,968,000.00	5,000,315.59	5,004,000.00	3,684.41
04/19/18	NA	NA	07/30/20	Aaa/AA+/AAA	FNMA - Note	Fed Natl Mortgage Assoc	5,000,000	1.500%	2.535%	4,886,000.00	4,991,925.57	5,011,000.00	19,074.43
06/08/18	NA	NA	07/30/20	Aaa/AA+/AAA	FNMA - Note	Fed Natl Mortgage Assoc	5,000,000	1.500%	2.559%	4,890,100.00	4,991,718.90	5,011,000.00	19,281.10
09/14/18	NA	NA	08/24/20	Aaa/AA+/AAA	FFCB - Note	Fed Farm Credit Bank	5,000,000	2.680%	2.789%	4,989,700.00	4,998,781.41	5,034,950.00	36,168.59
09/14/18	NA	NA	09/04/20	Aaa/AA+/AAA	FFCB - Note	Fed Farm Credit Bank	5,000,000	2.690%	2.794%	4,990,050.00	4,998,688.97	5,032,950.00	34,261.03
03/13/20	NA	NA	09/16/20	NR	FHLB - Discount Note	Fed Home Loan Bank	5,000,000	0.480%	0.489%	4,987,533.35	4,989,600.01	4,997,600.00	7,999.99
12/12/17	NA	NA	09/28/20	Aaa/AA+/AAA	FNMA - Note	Fed Natl Mortgage Assoc	5,000,000	2.000%	2.000%	5,000,000.00	5,000,000.00	5,019,350.00	19,350.00
10/31/17	NA	NA	10/30/20	Aaa/NR/AAA	FNMA - Note	Fed Natl Mortgage Assoc	5,550,000	1.850%	1.850%	5,550,000.00	5,550,000.00	5,573,143.50	23,143.50
03/31/20	NA	NA	10/30/20	NR	FHLB - Discount Note	Fed Home Loan Bank	5,000,000	0.150%	0.153%	4,995,562.50	4,996,208.33	4,996,450.00	241.67
09/28/18	NA	NA	10/31/20	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	1.750%	2.847%	4,889,453.13	4,800,899.88	5,031,850.00	230,950.12
03/16/20	NA	NA	11/18/20	NR	FHLB - Discount Note	Fed Home Loan Bank	7,000,000	0.530%	0.540%	6,974,545.28	6,977,740.00	6,994,050.00	16,310.00
11/30/17	NA	NA	11/24/20	Aaa/AA+/AAA	FFCB - Note	Fed Farm Credit Bank	5,000,000	1.850%	1.964%	4,983,550.00	4,997,343.85	5,039,050.00	41,706.15
12/20/17	NA	NA	12/28/20	Aaa/AA+/AAA	FNMA - Note	Fed Natl Mortgage Assoc	5,000,000	1.875%	2.023%	4,978,400.00	4,993,895.65	5,045,500.00	51,604.35
11/09/18	NA	NA	12/31/20	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	2.375%	2.958%	4,939,843.75	4,983,635.66	5,063,500.00	79,864.34
03/31/20	NA	NA	01/19/21	NR	FHLB - Discount Note	Fed Home Loan Bank	5,000,000	0.200%	0.204%	4,991,833.33	4,992,694.44	4,994,200.00	1,505.56
10/12/18	NA	NA	01/31/21	Aaa/NR/AAA	Treasury - Note	US Treasury	10,000,000	1.375%	2.890%	9,664,843.76	9,902,876.34	10,079,300.00	176,423.66
12/14/18	NA	NA	02/16/21	Aaa/AA+/AAA	FHLMC - Note	Fed Home Loan Mortgage Corp	5,000,000	2.375%	2.806%	4,954,750.00	4,984,176.73	5,077,250.00	93,073.27
12/14/18	NA	NA	02/28/21	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	2.000%	2.755%	4,919,515.95	4,971,077.60	5,067,200.00	96,122.40
02/12/19	NA	NA	03/12/21	Aaa/AA+/NR	FHLB - Note	Fed Home Loan Bank	10,000,000	2.500%	2.516%	9,996,500.00	9,998,690.38	10,186,300.00	187,609.62
02/25/19	NA	NA	03/12/21	Aaa/AA+/NR	FHLB - Note	Fed Home Loan Bank	5,000,000	2.375%	2.549%	4,982,700.00	4,993,413.94	5,084,150.00	90,736.06
06/17/19	NA	NA	03/17/21	Aaa/AA+/NR	FFCB - Note	Fed Farm Credit Bank	5,000,000	1.950%	1.938%	5,001,050.00	5,000,474.88	5,070,000.00	69,525.12
02/28/20	NA	NA	04/13/21	Aaa/AA+/AAA	FNMA - Note	Fed Natl Mortgage Assoc	3,000,000	2.500%	1.185%	3,043,950.00	3,040,626.95	3,059,850.00	19,223.05
06/14/19	NA	NA	04/30/21	Aaa/AA+/AAA	FNMA - Note	Fed Natl Mortgage Assoc	5,000,000	1.750%	1.913%	4,985,000.00	4,992,718.66	5,061,900.00	69,181.34
12/05/19	NA	NA	04/30/21	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	2.250%	1.650%	5,041,406.25	5,026,930.24	5,093,150.00	66,219.76
09/13/19	NA	NA	05/15/21	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	2.625%	1.757%	5,071,093.75	5,040,558.40	5,115,050.00	74,491.60
03/02/20	NA	NA	05/31/21	Aaa/NR/AAA	Treasury - Note	US Treasury	10,000,000	2.125%	1.186%	10,115,711.10	10,107,827.49	10,191,000.00	83,172.51
09/18/19	NA	NA	06/11/21	Aaa/AA+/NR	FHLB - Note	Fed Home Loan Bank	5,000,000	2.250%	1.786%	5,039,300.00	5,023,318.83	5,104,400.00	81,081.17
01/16/20	NA	NA	06/30/21	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	1.125%	1.594%	4,966,406.25	4,975,073.56	5,049,400.00	74,326.44
07/26/19	NA	NA	07/19/21	Aaa/AA+/AAA	FFCB - Note	Fed Farm Credit Bank	5,000,000	1.875%	1.927%	4,995,000.00	4,997,147.79	5,089,700.00	92,552.21
08/01/19	NA	NA	08/31/21	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	1.125%	1.816%	4,929,687.50	4,957,867.94	5,058,600.00	100,732.06
10/11/19	NA	NA	10/15/21	Aaa/AA+/NR	Treasury - Note	US Treasury	5,000,000	2.875%	1.540%	5,131,640.63	5,089,730.55	5,184,750.00	95,019.45
10/22/19	NA	NA	10/15/21	Aaa/AA+/AAA	FFCB - Note	Fed Farm Credit Bank	5,000,000	1.400%	1.642%	4,976,500.00	4,983,738.26	5,080,400.00	96,661.74
11/05/19	NA	NA	11/15/21	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	2.875%	1.610%	5,125,585.94	5,090,164.26	5,195,500.00	105,335.74
11/08/19	NA	NA	11/30/21	Aaa/AA+/NR	Treasury - Note	US Treasury	5,000,000	1.750%	1.680%	5,007,031.25	5,005,107.69	5,117,600.00	112,492.31
04/23/20	NA	NA	12/20/21	Aaa/AA+/NR	FHLB - Note	Fed Home Loan Bank	10,000,000	1.625%	0.309%	10,217,480.00	10,206,354.79	10,221,900.00	15,545.21
11/25/19	NA	NA	12/31/21	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	2.000%	1.619%	5,039,062.50	5,029,436.93	5,143,550.00	114,113.07
11/25/19	NA	NA	01/13/22	Aaa/NA/NR	FHLMC - Note	Fed Home Loan Mortgage Corp	5,000,000	2.375%	1.635%	5,077,250.00	5,058,531.73	5,175,800.00	117,268.27
03/08/19	NA	NA	01/15/22	Aaa/AA+/NR	Treasury - Note	US Treasury	5,000,000	2.500%	2.460%	5,005,468.75	5,003,106.29	5,187,900.00	184,793.71
01/15/20	One Time	7/10/20	01/10/22	Aaa/NA/AAA	FHLMC - Note	Fed Home Loan Mortgage Corp	5,000,000	1.625%	1.625%	5,000,000.00	5,000,000.00	5,007,350.00	7,350.00
12/19/19	NA	NA	01/31/22	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	1.875%	1.641%	5,024,218.75	5,019,055.84	5,141,000.00	121,944.16
03/21/19	NA	NA	02/03/22	Aaa/AA+/AAA	FFCB - Note	Fed Farm Credit Bank	5,000,000	2.030%	2.361%	4,954,350.00	4,973,392.57	5,150,700.00	177,307.43
12/19/19	NA	NA	02/15/22	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	2.500%	1.652%	5,089,453.13	5,070,746.20	5,197,650.00	126,903.80
03/08/19	NA	NA	03/11/22	Aaa/AA+/NR	FHLB - Note	Fed Home Loan Bank	5,000,000	2.500%	2.549%	5,002,750.00	5,001,621.47	5,199,700.00	198,078.53
12/19/19	NA	NA	03/31/22	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	1.875%	1.645%	5,025,585.94	5,020,517.90	5,155,300.00	134,782.10
02/21/20	NA	NA	04/14/22	Aaa/AA+/AAA	FFCB - Note	Fed Farm Credit Bank	5,000,000	1.400%	1.414%	4,998,550.00	4,998,559.39	5,108,750.00	110,190.61
04/23/20	NA	NA	04/21/22	Aaa/AA+/NR	FFCB - Note	Fed Farm Credit Bank	10,000,000	1.580%	0.320%	10,250,200.00	10,239,545.88	10,249,400.00	9,854.12
04/27/20	Quarterly	10/27/20	04/27/22	Aaa/NA/NA	FHLMC - Note	Fed Home Loan Mortgage Corp	10,000,000	0.550%	0.550%	10,000,000.00	10,000,000.00	10,001,800.00	1,800.00
05/28/20	One Time	05/26/21	05/26/22	Aaa/NR/AAA	FHLMC - Note	Fed Home Loan Mortgage Corp	5,000,000	0.270%	0.270%	5,000,000.00	5,000,000.00	5,000,000.00	
01/15/20	NA	NA	07/15/22	Aaa/AA+/NR	FFCB - Note	Fed Farm Credit Bank	5,000,000	1.600%	1.594%	5,000,750.00	5,000,636.51	5,141,200.00	140,563.49
05/28/20	One Time	05/26/21	08/26/22	Aaa/NR/AAA	FHLMC - Note	Fed Home Loan Mortgage Corp	5,000,000	0.300%	0.300%	5,000,000.00	5,000,000.00	4,997,775.00	(2,225.00)

IRVINE RANCH WATER DISTRICT  
INVESTMENT SUMMARY REPORT

05/31/20

SETTLMT	Call Schedule	Initial Call	Maturity Date	Rating	INVESTMENT TYPE	INSTITUTION / ISSUER	PAR Amount	COUPON DISCOUNT	YIELD	ORIGINAL COST	CARRY VALUE	MARKET VALUE <sup>(1)</sup> 5/31/2020	UNREALIZED <sup>(2)</sup> GAIN/(LOSS)
04/24/20	NA	NA	10/21/22	Aaa/NR/NR	FHLMC - Note	Fed Home Loan Mortgage Corp	5,000,000	0.550%	0.555%	5,000,000.00	5,000,000.00	5,000,500.00	500.00
<b>TOTAL INVESTMENTS</b>							<u>\$365,550,000</u>			<u>\$365,644,412.79</u>	<u>\$366,066,434.60</u>	<u>\$370,459,794.63</u>	<u>\$4,393,360.02</u>
					Petty Cash						3,400.00		
					Ck Balance	Bank of America					1,645,796.00		
											<u>\$367,293,608.79</u>		

<p><sup>(1)</sup> LAIF market value is as of the most recent quarter-end as reported by LAIF. Security market values are determined using Bank of New York ("Trading Prices"), Bloomberg and/or broker dealer pricing. <sup>(2)</sup> Gain (loss) calculated against carry value using the trading value provided by Bank of New York/or Brokers <sup>(3)</sup> Real estate rate of return is based on most recent quarter end return</p>	Outstanding Variable Rate Debt	\$260,600,000																	
	Net Outstanding Variable Rate Debt (Less \$60 million fixed-payer swaps)	\$200,600,000																	
	Investment Balance:	\$367,293,609																	
	Investment to Variable Rate Debt Ratio:	183%																	
	Portfolio - Average Number of Days To Maturity	318																	
			<table border="1"> <thead> <tr> <th></th> <th>Investment Portfolio</th> <th>Real Estate<sup>(3)</sup> Portfolio</th> <th>Weighted Avg. Return</th> </tr> </thead> <tbody> <tr> <td>May</td> <td>1.62%</td> <td>9.03%</td> <td>3.88%</td> </tr> <tr> <td>April</td> <td>1.77%</td> <td>9.03%</td> <td>4.02%</td> </tr> <tr> <td>Change</td> <td>-0.15%</td> <td></td> <td>-0.14%</td> </tr> </tbody> </table>		Investment Portfolio	Real Estate <sup>(3)</sup> Portfolio	Weighted Avg. Return	May	1.62%	9.03%	3.88%	April	1.77%	9.03%	4.02%	Change	-0.15%		-0.14%
	Investment Portfolio	Real Estate <sup>(3)</sup> Portfolio	Weighted Avg. Return																
May	1.62%	9.03%	3.88%																
April	1.77%	9.03%	4.02%																
Change	-0.15%		-0.14%																
<p>This Investment Summary Report is in conformity with the 2020 Investment Policy and provides sufficient liquidity to meet the next six months estimated expenditures. *S - Step up</p>																			

IRVINE RANCH WATER DISTRICT  
SUMMARY OF MATURITIES

05/31/20

DATE	TOTAL	%	LAIF	Agency Notes	Agency Discount Notes	Municipal Bonds	US Treasury
05/20	\$75,000,000	20.52%	\$75,000,000				
06/20	10,000,000	2.74%		10,000,000			
07/20	10,000,000	2.74%		10,000,000			
08/20	5,000,000	1.37%		5,000,000			
09/20	15,000,000	4.10%		10,000,000	5,000,000		
10/20	15,550,000	4.25%		5,550,000	5,000,000		5,000,000
11/20	12,000,000	3.28%		5,000,000	7,000,000		
12/20	10,000,000	2.74%		5,000,000			5,000,000
01/21	15,000,000	4.10%			5,000,000		10,000,000
02/21	10,000,000	2.74%		5,000,000			5,000,000
03/21	20,000,000	5.47%		20,000,000			
04/21	13,000,000	3.56%		8,000,000			5,000,000
<b>SUB-TOTAL</b>	<b>\$210,550,000</b>	<b>57.60%</b>	<b>\$75,000,000</b>	<b>\$83,550,000</b>	<b>\$22,000,000</b>		<b>\$30,000,000</b>
<b>13 Months - 3 YEARS</b>							
05/01/2021 - 07/31/2021	30,000,000	8.21%		10,000,000			20,000,000
08/01/2021 - 10/31/2021	15,000,000	4.10%		5,000,000			10,000,000
11/01/2021 - 01/31/2022	45,000,000	12.31%		20,000,000			25,000,000
02/01/2022 - 04/30/2022	45,000,000	12.31%		35,000,000			10,000,000
05/01/2022- 07/31/2022	10,000,000	2.74%		10,000,000			
08/01/2022 +	10,000,000	2.74%		10,000,000			
	-						
	-						
	-						
<b>TOTALS</b>	<b>\$365,550,000</b>	<b>100.00%</b>	<b>\$75,000,000</b>	<b>\$173,550,000</b>	<b>\$22,000,000</b>		<b>\$95,000,000</b>

% OF PORTFOLIO

20.52%

47.47%

6.02%

25.99%

Irvine Ranch Water District  
Summary of Real Estate - Income Producing Investments  
3/31/2020

	ACQUISITION DATE	PROPERTY TYPE	OWNERSHIP INTEREST	ORIGINAL COST	MARKET VALUE 3/31/2020	ANNUALIZED RATE OF RETURN QUARTER ENDED 3/31/2020
Sycamore Canyon	Dec-92	Apartments	Fee Simple	\$ 43,550,810	\$ 148,625,000	19.73%
Wood Canyon Villas	Jun-91	Apartments	Limited Partner	\$ 6,000,000	\$ 28,710,327	8.30%
ITC (230 Commerce)	Jul-03	Office Building	Fee Simple	\$ 5,739,845	\$ 11,730,000	10.20%
Waterworks Business Pk.	Nov-08	Research & Dev.	Fee Simple	\$ 8,630,577	\$ 9,180,000	5.88%
Sand Canyon Professional Center	Jul-12	Medical Office	Fee Simple	\$ 8,648,594	\$ 11,220,000	9.30%
<b>Total - Income Properties</b>				<b>\$ 72,569,826</b>	<b>\$ 209,465,327</b>	<b>15.14%</b>
<b>OTHER REAL ESTATE DESCRIPTION</b>						
Serrano Summit - Promissory Note	Sep-17	NA	NA	\$ 88,128,000	\$ 88,128,000	4.00%
<b>Total - Income Producing Real Estate Investments</b>				<b>\$ 160,697,826</b>	<b>\$ 297,593,327</b>	<b>9.03%</b>

**IRVINE RANCH WATER DISTRICT INVESTMENT SUMMARY REPORT**  
**INVESTMENT ACTIVITY**  
**May-20**

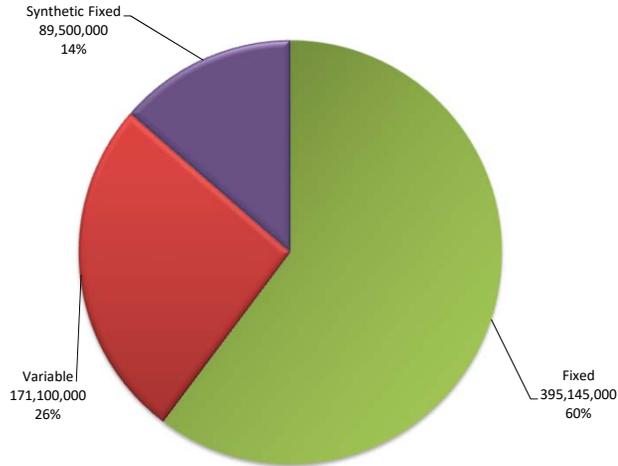
**MATURITIES/SALES/CALLS**

**PURCHASES**

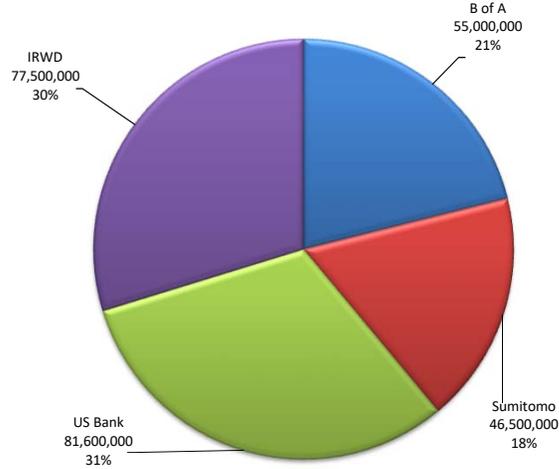
DATE	SECURITY TYPE	PAR	YIELD	Settlement Date	Maturity Date	SECURITY TYPE	PAR	YIELD TO MATURITY
5/11/2020	FHLMC - Note	\$5,000,000	2.05%	5/28/2020	5/26/2022	FHLMC - Note	\$5,000,000	0.27%
5/15/2020	FFCB - Note	\$5,000,000	2.57%	5/28/2020	8/26/2022	FHLMC - Note	\$5,000,000	0.30%
5/27/2020	FHLB - Note	\$5,000,000	1.71%					
5/28/2020	FHLB - Note	\$5,000,000	1.58%					

Exhibit "B"  
**Irvine Ranch Water District**  
**Summary of Fixed and Variable Rate Debt**  
**May 2020**

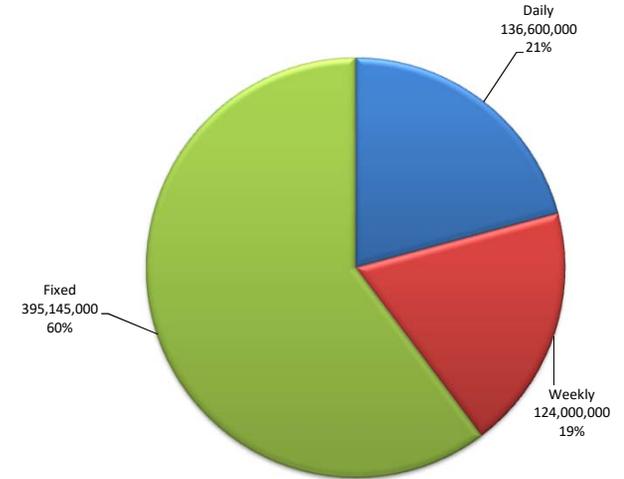
**Current Debt Mix By Type**



**Letters of Credit / Support**



**Current Debt Rate Reset**



**Outstanding Par by Series**

Series	Issue Date	Maturity Date	Remaining Principal	Percent	Letter of Credit/Support	Rmkt Agent	Mode	Reset
Series 1993	05/19/93	04/01/33	\$26,600,000	4.06%	US Bank	BAML	Variable	Daily
Series 2008-A Refunding	04/24/08	07/01/35	\$46,500,000	7.09%	Sumitomo	BAML	Variable	Weekly
Series 2011-A-1 Refunding	04/15/11	10/01/37	\$46,500,000	7.09%	IRWD	Goldman	Variable	Weekly
Series 2011-A-2 Refunding	04/15/11	10/01/37	\$31,000,000	4.73%	IRWD	Goldman	Variable	Weekly
Series 2009 - A	06/04/09	10/01/41	\$55,000,000	8.39%	US Bank	US Bank	Variable	Daily
Series 2009 - B	06/04/09	10/01/41	\$55,000,000	8.39%	B of A	Goldman	Variable	Daily
2016 COPS	09/01/16	03/01/46	\$116,745,000	17.80%	N/A	N/A	Fixed	Fixed
2010 Build America Taxable Bond	12/16/10	05/01/40	\$175,000,000	26.69%	N/A	N/A	Fixed	Fixed
Series 2016	10/12/16	02/01/46	\$103,400,000	15.77%	N/A	N/A	Fixed	Fixed
<b>Total</b>			<b>\$655,745,000</b>	<b>100.00%</b>				

**IRVINE RANCH WATER DISTRICT**  
**SUMMARY OF FIXED & VARIABLE RATE DEBT**

May-20

ITN
Daily
Weekly

GENERAL BOND INFORMATION							LETTER OF CREDIT INFORMATION										TRUSTEE INFORMATION									
VARIABLE RATE ISSUES	Issue Date	Maturity Date	Principal Payment Date	Payment Date	Original Par Amount	Remaining Principal	Letter of Credit	Reimbursement Agreement Date	L/C Exp. Date	MOODY'S	S&P	FITCH	LOC Stated Amount	LOC Fee	Annual LOC Cost	Rmkt Agent	Reset	Rmkt Fees	Annual Cost	Trustee						
SERIES 1993	05/19/93	04/01/33	Apr 1	5th Bus. Day	\$38,300,000	\$26,600,000	US BANK	05/07/15	12/15/21	Aa3/VMIG1	AA-/A-1+	N/R	\$26,958,553	0.3300%	\$88,963	BAML	DAILY	0.10%	\$26,600	BANK OF NY						
SERIES 2008-A Refunding	04/24/08	07/01/35	Jul 1	5th Bus. Day	\$60,215,000	\$46,500,000	SUMITOMO	04/01/11	07/21/21	A1/P-1	A/A-1	A/F1	\$47,187,945	0.3150%	\$148,642	BAML	WED	0.07%	\$32,550	BANK OF NY						
SERIES 2011-A-1 Refunding	04/15/11	10/01/37	Oct 1	1st Bus. Day	\$60,545,000	\$46,500,000	N/A	N/A	N/A	Aa1/VMIG1	A-1+	AAA/F1+	N/A	N/A	N/A	Goldman	WED	0.13%	\$58,125	BANK OF NY						
SERIES 2011-A-2 Refunding	04/15/11	10/01/37	Oct 1	1st Bus. Day	\$40,370,000	\$31,000,000	N/A	N/A	N/A	Aa1/VMIG1	A-1+	AAA/F1+	N/A	N/A	N/A	Goldman	WED	0.13%	\$38,750	BANK OF NY						
SERIES 2009 - A	06/04/09	10/01/41	Oct 1	1st Bus. Day	\$75,000,000	\$55,000,000	US BANK	04/01/11	12/15/21	Aa2/VMIG 1	AA-/A-1+	AA/F1+	\$55,614,795	0.3300%	\$183,529	US Bank	DAILY	0.07%	\$38,500	US BANK						
SERIES 2009 - B	06/04/09	10/01/41	Oct 1	1st Bus. Day	\$75,000,000	\$55,000,000	B of A	04/01/11	05/16/22	Aa2/VMIG 1	A/A-1	A1/F1+	\$55,614,795	0.3000%	\$166,844	Goldman	DAILY	0.10%	\$55,000	US BANK						
					<b>\$349,430,000</b>	<b>\$260,600,000</b>	<b>SUB-TOTAL VARIABLE RATE DEBT</b>					<b>\$185,376,088</b>	<b>0.3172%</b>	<b>\$587,978</b>												
																	(Wt. Avg)					(Wt. Avg)				
<b>FIXED RATE ISSUES</b>																										
2010 GO Build America Taxable Bonds	12/16/10	05/01/40	May (2025)	May/Nov	\$175,000,000	\$175,000,000	N/A	N/A	N/A	Aa1	AAA	NR	N/A	N/A	N/A	N/A	N/A	N/A	N/A	US BANK						
2016 COPS	09/01/16	03/01/46	Mar (2021)	Mar/Sept	\$116,745,000	\$116,745,000	N/A	N/A	N/A	NR	AAA	AAA	N/A	N/A	N/A	N/A	N/A	N/A	N/A	US BANK						
SERIES 2016	10/12/16	02/01/46	Feb (2022)	Feb/Aug	\$103,400,000	\$103,400,000	N/A	N/A	N/A	NR	AAA	AAA	N/A	N/A	N/A	N/A	N/A	N/A	N/A	BANK OF NY						
					<b>\$395,145,000</b>	<b>\$395,145,000</b>	<b>SUB-TOTAL FIXED RATE DEBT</b>																			
					<b>\$744,575,000</b>	<b>\$655,745,000</b>	<b>TOTAL- FIXED &amp; VARIABLE RATE DEBT</b>																			

Remarketing Agents			GO VS COP's		
Goldman	132,500,000	51%	GO:	539,000,000	82%
BAML	73,100,000	28%	COPS:	116,745,000	18%
US Bank	55,000,000	21%	Total	<u>655,745,000</u>	
	<u>260,600,000</u>				

LOC Banks		Breakdown Between Variable & Fixed Rate Mode	
SUMITOMO	46,500,000	Daily Issues	136,600,000 21%
BANK OF AMERICA	55,000,000	Weekly Issues	46,500,000 7%
US BANK	81,600,000	ITN Issues	77,500,000 12%
	<u>183,100,000</u>	Sub-Total	<u>260,600,000</u>
		Fixed Rate Issues	\$395,145,000 60%
		Sub-Total - Fixed	<u>395,145,000</u>
		TOTAL DEBT	
		FIXED & VAR.	<u>655,745,000</u> 100%

IRVINE RANCH WATER DISTRICT  
SUMMARY OF DEBT RATES  
May-20

Rmkt Agent Mode	GOLDMAN DAILY	GOLDMAN WEEKLY	GOLDMAN WEEKLY	MERRILL LYNCH DAILY	MERRILL LYNCH WEEKLY	US BANK DAILY
Bond Issue	2009 - B	2011 A-1	2011 A-2	1993	2008-A	2009-A
Par Amount	55,000,000	46,500,000	31,000,000	26,600,000	46,500,000	55,000,000
Bank	BOFA	(SIFMA -6)	(SIFMA -6)	US BANK	Sumitomo	US BANK
Reset		Wednesday	Wednesday		Wednesday	
5/1/2020	0.05%	0.16%	0.16%	0.03%	0.21%	0.08%
5/2/2020	0.05%	0.16%	0.16%	0.03%	0.21%	0.08%
5/3/2020	0.05%	0.16%	0.16%	0.03%	0.21%	0.08%
5/4/2020	0.02%	0.16%	0.16%	0.05%	0.21%	0.04%
5/5/2020	0.02%	0.16%	0.16%	0.03%	0.21%	0.03%
5/6/2020	0.01%	0.16%	0.16%	0.03%	0.21%	0.03%
5/7/2020	0.01%	0.13%	0.13%	0.02%	0.17%	0.03%
5/8/2020	0.02%	0.13%	0.13%	0.02%	0.17%	0.03%
5/9/2020	0.02%	0.13%	0.13%	0.02%	0.17%	0.03%
5/10/2020	0.02%	0.13%	0.13%	0.02%	0.17%	0.03%
5/11/2020	0.02%	0.13%	0.13%	0.02%	0.17%	0.03%
5/12/2020	0.01%	0.13%	0.13%	0.03%	0.17%	0.03%
5/13/2020	0.02%	0.13%	0.13%	0.03%	0.17%	0.04%
5/14/2020	0.04%	0.11%	0.11%	0.03%	0.14%	0.05%
5/15/2020	0.03%	0.11%	0.11%	0.05%	0.14%	0.06%
5/16/2020	0.03%	0.11%	0.11%	0.05%	0.14%	0.06%
5/17/2020	0.03%	0.11%	0.11%	0.05%	0.14%	0.06%
5/18/2020	0.03%	0.11%	0.11%	0.06%	0.14%	0.05%
5/19/2020	0.03%	0.11%	0.11%	0.05%	0.14%	0.04%
5/20/2020	0.03%	0.11%	0.11%	0.04%	0.14%	0.04%
5/21/2020	0.03%	0.10%	0.10%	0.03%	0.13%	0.04%
5/22/2020	0.03%	0.10%	0.10%	0.02%	0.13%	0.04%
5/23/2020	0.03%	0.10%	0.10%	0.02%	0.13%	0.04%
5/24/2020	0.03%	0.10%	0.10%	0.02%	0.13%	0.04%
5/25/2020	0.03%	0.10%	0.10%	0.02%	0.13%	0.04%
5/26/2020	0.02%	0.10%	0.10%	0.03%	0.13%	0.04%
5/27/2020	0.02%	0.10%	0.10%	0.03%	0.13%	0.03%
5/28/2020	0.02%	0.08%	0.08%	0.03%	0.11%	0.03%
5/29/2020	0.04%	0.08%	0.08%	0.05%	0.11%	0.04%
5/30/2020	0.04%	0.08%	0.08%	0.05%	0.11%	0.04%
5/31/2020	0.04%	0.08%	0.08%	0.05%	0.11%	0.04%
Avg Interest Rates	0.03%	0.12%	0.12%	0.03%	0.15%	0.04%
Rmkt Fee	0.10%	0.13%	0.13%	0.10%	0.07%	0.07%
LOC Fee	0.30%			0.33%	0.32%	0.33%
<b>All-In Rate</b>	<b>0.43%</b>	<b>0.24%</b>	<b>0.24%</b>	<b>0.46%</b>	<b>0.54%</b>	<b>0.44%</b>
Par Amount	101,500,000		31,000,000	73,100,000		55,000,000

Interest Rate Mode	Percent of Total Variable Rate Debt	Par Outstanding	Weighted All-In Average Rate	Base Rate Average
Daily	52.42%	136,600,000	0.44%	0.04%
Weekly	47.58%	124,000,000	0.35%	0.13%
	100.00%	<b>\$ 260,600,000</b>	0.40%	0.08%
<b>Fixed</b>				
COPS 2016	29.54%	116,745,000	2.90%	
BABS 2010	44.29%	175,000,000	4.44%	(1)
SERIES 2016	26.17%	103,400,000	3.32%	
	100.00%	<b>\$ 395,145,000</b>	3.69%	
<b>All-In Debt Rate Including \$60 Million Notional Amount of Swaps</b>				<b>2.81%</b>

(1) Rate adjusted up from 4.35% as a result of sequestration reducing BAB's subsidy by 5.9%

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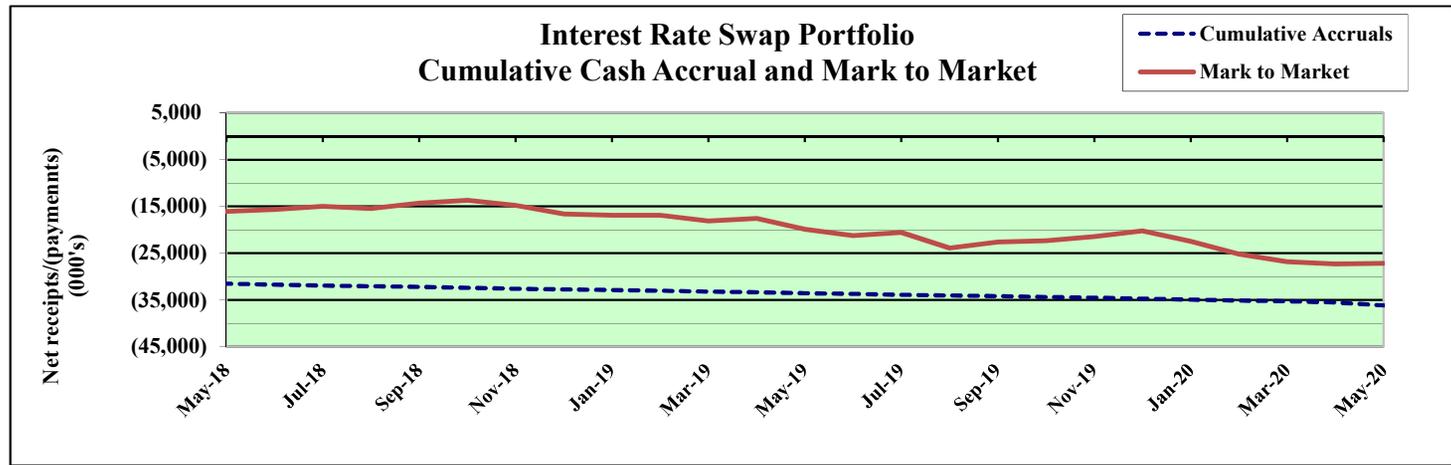
**IRVINE RANCH WATER DISTRICT  
INTEREST RATE SWAP MONTHLY SUMMARY REPORT - DETAIL  
May 31, 2020**

<b>LIBOR Avg %</b>	<b>Prior Mo.</b>	<b>Current Mo.</b>	<b>12-Mo Avg</b>
	0.68%	0.19%	1.55%

Current Fiscal Year Active Swaps								Cash Flow				(Since 3/07)	Mark to Market	
Effective Date	Maturity Date	Years to Maturity	Counter Party	Notional Amt	Type	Base Index	Fixed Rate	Prior Month	Current Month	Fiscal YTD	Cumulative Net Accrual	Current Mark to Market	Notional Difference	
<b>Fixed Payer Swaps - By Effective Date</b>														
3/10/2007	3/10/2029	8.8	ML	30,000,000	FXP	LIBOR	5.687%	(116,433)	(127,019)	(1,238,521)	(18,084,248)	16,426,477	(13,573,523)	
3/10/2007	3/10/2029	8.8	CG	30,000,000	FXP	LIBOR	5.687%	(116,433)	(127,019)	(1,238,521)	(18,084,248)	16,431,634	(13,568,366)	
<b>Totals/Weighted Avgs</b>		8.8		\$ 60,000,000			5.687%	\$ (232,866)	\$ (254,038)	\$ (2,477,042)	\$ (36,168,495)	\$ 32,858,111	\$ (27,141,889)	
<b>Total Current Year Active Swaps</b>				\$ 60,000,000				\$ (232,866)	\$ (254,038)	\$ (2,477,042)	\$ (36,168,495)	\$ 32,858,111	\$ (27,141,889)	

Current Fiscal Year Terminated Swaps								Cash Flow				Mark to Market	
Effective Date	Maturity Date		Counter Party	Notional Amt	Type	Base Index	Fixed Rate	Prior Month	Current Month	Fiscal YTD	Cumulative Net Accrual	Current Mark to Market	Notional Difference
<b>Total Current Year Terminated Swaps</b>								\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

Current Fiscal Year - Total Swaps								Cash Flow				Mark to Market	
								Prior Month	Current Month	Fiscal YTD	Cumulative Net Accrual	Current Mark to Market	Notional Difference
<b>Total Current Year Active &amp; Terminated Swaps</b>				\$ 60,000,000				\$ (232,866)	\$ (254,038)	\$ (2,477,042)	\$ (36,168,495)	\$ 32,858,111	\$ (27,141,889)



Cash Flow Comparison Synthetic Fixed vs. Fixed Rate Debt	
Cash Flow to Date	
Synthetic Fixed =	\$50,502,127
Fixed Rate =	\$59,724,129
<b>Assumptions:</b>	
- Fixed rate debt issued at 4.93% in Mar-07 (estimated TE rate - Bloomberg)	
- 'Synthetic' includes swap cash flow + interest + fees to date	

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**Exhibit "D"**  
**IRVINE RANCH WATER DISTRICT**  
**AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

<b>CHECK OR ELECTRONIC #</b>	<b>SUPPLIERS</b>	<b>PAYMENT DATE</b>	<b>PAYMENT AMOUNT</b>	<b>PAYMENT METHOD</b>	<b>STATUS</b>
408210	Ho, Connie	7-May-20	14.66	IRWD Check	Reconciled
408211	Hoffman, Michael S (Mike)	7-May-20	192.00	IRWD Check	Reconciled
408212	Hufana, Mr. Eugenio D II (Gino)	7-May-20	96.60	IRWD Check	Reconciled
408213	Lin, Eileen (Eileen)	7-May-20	1,810.00	IRWD Check	Reconciled
408214	Moeder, Jacob J (Jacob)	7-May-20	115.00	IRWD Check	Reconciled
408215	Oldewage, Lars D (Lars)	7-May-20	759.23	IRWD Check	Reconciled
408216	Zuniga, Emilyn Buenafe	7-May-20	200.00	IRWD Check	Reconciled
408217	Tran, Jason M (Jason)	7-May-20	192.00	IRWD Check	Reconciled
408218	ABM INDUSTRY GROUPS, LLC	7-May-20	7,743.26	IRWD Check	Reconciled
408219	ABSOLUTE STANDARDS, INC.	7-May-20	936.00	IRWD Check	Reconciled
408220	ACCUSTANDARD INC	7-May-20	627.49	IRWD Check	Reconciled
408221	ADT SECURITY SERVICES INC	7-May-20	412.47	IRWD Check	Reconciled
408222	AIR TECHNOLOGY LABORATORIES	7-May-20	717.00	IRWD Check	Reconciled
408223	AIRGAS, INC.	7-May-20	7,392.03	IRWD Check	Reconciled
408224	AMAZON CAPITAL SERVICES, INC.	7-May-20	1,616.62	IRWD Check	Reconciled
408225	ANDRADE, JOHN	7-May-20	57.85	IRWD Check	Reconciled
408226	APEX SYSTEMS, LLC	7-May-20	4,160.00	IRWD Check	Reconciled
408227	APPLIED INDUSTRIAL TECHNOLOGIES - CA LLC	7-May-20	718.25	IRWD Check	Reconciled
408228	ASHFORD, WALT	7-May-20	176.64	IRWD Check	Reconciled
408229	ASSOCIATION OF CALIFORNIA WATER AGENCIES/JPIA	7-May-20	39,256.91	IRWD Check	Reconciled
408230	ASSOCIATION OF CALIFORNIA WATER AGENCIES/JPIA	7-May-20	1,238.25	IRWD Check	Reconciled
408231	AT&T	7-May-20	4,044.80	IRWD Check	Reconciled
408232	ATTORNEY GENERAL'S REGISTRY OF CHARITABLE TRUSTS	7-May-20	150.00	IRWD Check	Reconciled
408233	AUTOZONE PARTS, INC.	7-May-20	122.80	IRWD Check	Reconciled
408234	BATTERIES PLUS AND BATTERIES PLUS BULBS	7-May-20	1,904.87	IRWD Check	Reconciled
408235	BILL'S SWEEPING SERVICE INC	7-May-20	780.00	IRWD Check	Reconciled
408236	BIOMAGIC INC	7-May-20	14,850.76	IRWD Check	Reconciled
408237	BORCHARD SURVEYING & MAPPING, INC.	7-May-20	800.00	IRWD Check	Reconciled
408238	BROOKFIELD EASTWOOD TRIPLEX LLC	7-May-20	51.74	IRWD Check	Reconciled
408239	BROWN AND CALDWELL	7-May-20	112,760.54	IRWD Check	Reconciled
408240	BURKE, WILLIAMS & SORENSEN, LLP	7-May-20	325.00	IRWD Check	Reconciled
408241	BUSINESS PROPERTIES	7-May-20	72.66	IRWD Check	Negotiable
408242	C WELLS PIPELINE MATERIALS INC	7-May-20	23,474.01	IRWD Check	Reconciled
408243	CALIFORNIA BARRICADE RENTAL, INC.	7-May-20	11,347.50	IRWD Check	Reconciled
408244	CANON FINANCIAL SERVICES, INC	7-May-20	7,803.73	IRWD Check	Reconciled
408245	CANON SOLUTIONS AMERICA, INC.	7-May-20	136.80	IRWD Check	Reconciled
408246	CAPTIVE AUDIENCE MARKETING INC.	7-May-20	79.00	IRWD Check	Reconciled
408247	CART MART INC.	7-May-20	796.27	IRWD Check	Reconciled
408248	CDW GOVERNMENT LLC	7-May-20	474.72	IRWD Check	Reconciled
408249	CHEM TECH INTERNATIONAL INC	7-May-20	5,467.56	IRWD Check	Reconciled
408250	COX COMMUNICATIONS, INC.	7-May-20	841.41	IRWD Check	Reconciled
408251	COXCO LLC	7-May-20	33,813.29	IRWD Check	Reconciled
408252	DATASITE INC	7-May-20	26,112.00	IRWD Check	Reconciled
408253	DELL MARKETING LP	7-May-20	2,165.62	IRWD Check	Reconciled
408254	DENALI WATER SOLUTIONS LLC	7-May-20	8,425.64	IRWD Check	Reconciled
408255	DISCOUNT COURIER SERVICE INC.	7-May-20	64.29	IRWD Check	Reconciled
408256	DISCOVERY SCIENCE CENTER OF ORANGE COUNTY	7-May-20	13,905.00	IRWD Check	Reconciled
408257	DIVERSIFIED COMMUNICATIONS SERVICES, INC.	7-May-20	3,582.51	IRWD Check	Reconciled
408258	DUDEK	7-May-20	1,545.00	IRWD Check	Reconciled
408259	EAST ORANGE COUNTY WATER DISTRICT	7-May-20	2,186.14	IRWD Check	Reconciled
408260	EMERGENCY POWER CONTROLS INC	7-May-20	1,698.00	IRWD Check	Reconciled
408261	ENVIRONMENTAL ENGINEERING AND CONTRACTING, INC.	7-May-20	12,710.00	IRWD Check	Reconciled
408262	ENVIRONMENTAL SCIENCE ASSOCIATES	7-May-20	16,464.25	IRWD Check	Reconciled
408263	EXECUTIVE LIGHTING & ELECTRIC	7-May-20	1,104.86	IRWD Check	Reconciled
408264	FAIRWAY IMPORT-EXPORT, INC.	7-May-20	746.71	IRWD Check	Reconciled
408265	FEDEX	7-May-20	248.97	IRWD Check	Reconciled
408266	FERGUSON ENTERPRISES, LLC	7-May-20	8,029.54	IRWD Check	Reconciled

**IRVINE RANCH WATER DISTRICT  
AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

<b>CHECK OR ELECTRONIC #</b>	<b>SUPPLIERS</b>	<b>PAYMENT DATE</b>	<b>PAYMENT AMOUNT</b>	<b>PAYMENT METHOD</b>	<b>STATUS</b>
408267	FERREIRA CONSTRUCTION COMPANY, INC.	7-May-20	299,073.38	IRWD Check	Reconciled
408268	FIDELITY SECURITY LIFE INSURANCE COMPANY	7-May-20	6,782.90	IRWD Check	Reconciled
408269	FIDELITY SECURITY LIFE INSURANCE COMPANY	7-May-20	126.91	IRWD Check	Reconciled
408270	FIDELITY SECURITY LIFE INSURANCE COMPANY	7-May-20	957.46	IRWD Check	Reconciled
408271	FIRE EXTINGUISHING SAFETY & SERVICE	7-May-20	7,623.31	IRWD Check	Reconciled
408272	FISHER SCIENTIFIC COMPANY LLC	7-May-20	2,496.82	IRWD Check	Reconciled
408273	FLEET SOLUTIONS LLC	7-May-20	5,638.22	IRWD Check	Reconciled
408274	FLUID COMPONENTS INTERNATIONAL L.L.C.	7-May-20	3,001.28	IRWD Check	Reconciled
408275	FOUGHT, CYNTHIA J.	7-May-20	2,781.62	IRWD Check	Reconciled
408276	FRANCHISE TAX BOARD	7-May-20	80.00	IRWD Check	Reconciled
408277	FUSCOE ENGINEERING, INC.	7-May-20	511.00	IRWD Check	Reconciled
408278	GANAHL LUMBER CO.	7-May-20	1,241.22	IRWD Check	Reconciled
408279	GCI CONSTRUCTION, INC.	7-May-20	114,530.75	IRWD Check	Reconciled
408280	GENERAL MONITORS INC.	7-May-20	2,871.19	IRWD Check	Reconciled
408281	GRAINGER	7-May-20	7,346.78	IRWD Check	Reconciled
408282	HACH COMPANY	7-May-20	7,634.13	IRWD Check	Reconciled
408283	HARRINGTON INDUSTRIAL PLASTICS LLC	7-May-20	11,477.26	IRWD Check	Reconciled
408284	HDR ENGINEERING INC	7-May-20	37,026.95	IRWD Check	Reconciled
408285	HELPMATES STAFFING SERVICES	7-May-20	7,973.86	IRWD Check	Reconciled
408286	HI-LINE INC	7-May-20	71.38	IRWD Check	Reconciled
408287	HILL BROTHERS CHEMICAL COMPANY	7-May-20	8,470.55	IRWD Check	Reconciled
408288	HOME DEPOT USA INC	7-May-20	1,096.85	IRWD Check	Reconciled
408289	HOPKINS TECHNICAL PRODUCTS INC	7-May-20	4,280.51	IRWD Check	Reconciled
408290	HOWDEN ROOTS LLC	7-May-20	7,487.91	IRWD Check	Reconciled
408291	INFOSYS LIMITED	7-May-20	26,880.00	IRWD Check	Reconciled
408292	INTERNATIONAL BROTHERHOOD OF ELECTRICAL WORKERS LOCAL 47	7-May-20	2,777.15	IRWD Check	Reconciled
408293	IRELAND INC.	7-May-20	6,198.90	IRWD Check	Reconciled
408294	IRVINE PIPE & SUPPLY INC	7-May-20	2,601.28	IRWD Check	Reconciled
408295	KALLA, MOISHEEN	7-May-20	32.71	IRWD Check	Reconciled
408296	KB HOMES	7-May-20	280.70	IRWD Check	Negotiable
408297	KIMBALL MIDWEST	7-May-20	992.25	IRWD Check	Reconciled
408298	LAMPREY, CRAIG	7-May-20	53.59	IRWD Check	Reconciled
408299	LANDCARE HOLDINGS, INC.	7-May-20	59,521.08	IRWD Check	Reconciled
408300	LANDSEA HOLDINGS CORPORATION	7-May-20	954.31	IRWD Check	Negotiable
408301	LAOPAN, INC.	7-May-20	8,215.94	IRWD Check	Reconciled
408302	LENNAR HOMES	7-May-20	281.66	IRWD Check	Reconciled
408303	MARINA LANDSCAPE, INC.	7-May-20	3,750.00	IRWD Check	Reconciled
408304	MARK ENTERPRISES TECHNOLOGIES LLC	7-May-20	12,373.92	IRWD Check	Reconciled
408305	MAZUMDAR, PRATICK	7-May-20	41.10	IRWD Check	Negotiable
408306	MBF CONSULTING, INC.	7-May-20	10,802.80	IRWD Check	Reconciled
408307	MC MASTER CARR SUPPLY CO	7-May-20	71.37	IRWD Check	Reconciled
408308	MICHAEL BAKER INTERNATIONAL, INC.	7-May-20	3,645.00	IRWD Check	Reconciled
408309	MUNICIPAL UNDERGROUND SERVICES INC	7-May-20	3,850.00	IRWD Check	Reconciled
408310	NATURES IMAGE INC	7-May-20	7,056.00	IRWD Check	Reconciled
408311	NEPTUNE TECHNOLOGY GROUP, INC.	7-May-20	80,597.00	IRWD Check	Reconciled
408312	NEWPORT REAL ESTATE SERVICES, INC.	7-May-20	20,050.00	IRWD Check	Reconciled
408313	NMG GEOTECHNICAL INC	7-May-20	2,712.00	IRWD Check	Reconciled
408314	O.C. SUPERIOR CUSTOM CLEANING	7-May-20	792.00	IRWD Check	Reconciled
408315	OCEAN BLUE ENVIRONMENTAL SERVICES INC	7-May-20	8,928.18	IRWD Check	Reconciled
408316	OLIN CORPORATION	7-May-20	26,878.24	IRWD Check	Reconciled
408317	ORANGE COUNTY AUTO PARTS CO	7-May-20	272.78	IRWD Check	Reconciled
408318	ORANGE COUNTY FIRE PROTECTION	7-May-20	6,785.22	IRWD Check	Reconciled
408319	ORANGE COUNTY SHERIFF'S OFFICE	7-May-20	62.50	IRWD Check	Reconciled
408320	PACIFIC COAST BOLT CORP	7-May-20	298.92	IRWD Check	Reconciled
408321	PAULUS ENGINEERING INC	7-May-20	1,410.90	IRWD Check	Reconciled
408322	PERS LONG TERM CARE	7-May-20	538.89	IRWD Check	Reconciled
408323	PRAXAIR DISTRIBUTION INC	7-May-20	566.01	IRWD Check	Reconciled

**IRVINE RANCH WATER DISTRICT  
AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

<b>CHECK OR ELECTRONIC #</b>	<b>SUPPLIERS</b>	<b>PAYMENT DATE</b>	<b>PAYMENT AMOUNT</b>	<b>PAYMENT METHOD</b>	<b>STATUS</b>
408324	QUALITY ENVIRONMENTAL CONTAINERS	7-May-20	4,048.92	IRWD Check	Reconciled
408325	R&B AUTOMATION, INC.	7-May-20	3,063.00	IRWD Check	Reconciled
408326	RAM AIR ENGINEERING INC	7-May-20	2,760.00	IRWD Check	Reconciled
408327	RENTOKIL NORTH AMERICA, INC	7-May-20	6,201.00	IRWD Check	Reconciled
408328	ROMERO, JOHN	7-May-20	142.11	IRWD Check	Reconciled
408329	SANCON TECHNOLOGIES, INC.	7-May-20	186,224.99	IRWD Check	Reconciled
408330	SANTA ANA BLUE PRINT	7-May-20	3,296.82	IRWD Check	Reconciled
408331	SANTA ANA WATERSHED PROJECT AUTHORITY	7-May-20	3,077.00	IRWD Check	Reconciled
408332	SCOTT FOSTER ENGINEERING, INC.	7-May-20	4,625.00	IRWD Check	Reconciled
408333	SEAL ANALYTICAL INC	7-May-20	817.18	IRWD Check	Reconciled
408334	SECURITAS SECURITY SERVICES USA, INC.	7-May-20	36,927.20	IRWD Check	Reconciled
408335	SHAMROCK SUPPLY CO INC	7-May-20	189.30	IRWD Check	Reconciled
408336	SI TESTING	7-May-20	2,198.00	IRWD Check	Reconciled
408337	SKORUZ TECHNOLOGIES	7-May-20	19,800.00	IRWD Check	Reconciled
408338	SMARTFISH CORP	7-May-20	3,732.19	IRWD Check	Reconciled
408339	SOUTHERN CALIFORNIA EDISON COMPANY	7-May-20	416,446.77	IRWD Check	Reconciled
408340	SOUTHERN CALIFORNIA SECURITY CENTERS, INC.	7-May-20	11.85	IRWD Check	Reconciled
408341	SOUTHERN COUNTIES LUBRICANTS LLC	7-May-20	2,506.50	IRWD Check	Reconciled
408342	SOUTHLAND WATER TECHNOLOGIES LLC	7-May-20	534.89	IRWD Check	Reconciled
408343	SPARKLETTS	7-May-20	88.67	IRWD Check	Reconciled
408344	STETSON ENGINEERS INC.	7-May-20	5,818.75	IRWD Check	Reconciled
408345	SUEZ TREATMENT SOLUTIONS INC.	7-May-20	3,740.99	IRWD Check	Reconciled
408346	T.E. ROBERTS, INC	7-May-20	54,800.89	IRWD Check	Reconciled
408347	TANKVISIONS, INC	7-May-20	30.00	IRWD Check	Reconciled
408348	TRI POINTE HOMES, INC.	7-May-20	272.87	IRWD Check	Reconciled
408349	TROPICAL PLAZA NURSERY INC	7-May-20	18,986.60	IRWD Check	Reconciled
408350	TRUCPARCO	7-May-20	469.86	IRWD Check	Reconciled
408351	U.S. GAIN - A DIVISION OF U.S. VENTURE, INC.	7-May-20	320.79	IRWD Check	Reconciled
408352	UKROPINA, ROB R	7-May-20	94.41	IRWD Check	Reconciled
408353	UNITED PARCEL SERVICE INC	7-May-20	71.14	IRWD Check	Reconciled
408354	UNIVAR SOLUTIONS USA INC.	7-May-20	4,464.00	IRWD Check	Reconciled
408355	USA BLUEBOOK	7-May-20	283.92	IRWD Check	Reconciled
408356	USA WASTE OF CALIFORNIA, INC.	7-May-20	2,473.70	IRWD Check	Reconciled
408357	VERIZON WIRELESS SERVICES LLC	7-May-20	8,066.83	IRWD Check	Reconciled
408358	VERTECH INDUSTRIAL SYSTEMS, LLC	7-May-20	1,221.17	IRWD Check	Reconciled
408359	VWR INTERNATIONAL, LLC	7-May-20	4,112.83	IRWD Check	Reconciled
408360	WALTERS WHOLESALE ELECTRIC	7-May-20	1,856.52	IRWD Check	Reconciled
408361	WASTE MANAGEMENT OF CALIFORNIA, INC.	7-May-20	2,639.54	IRWD Check	Reconciled
408362	WAXIE'S ENTERPRISES, INC	7-May-20	305.86	IRWD Check	Reconciled
408363	WEST YOST & ASSOCIATES	7-May-20	11,571.50	IRWD Check	Reconciled
408364	WESTAMERICA COMMUNICATIONS, INC.	7-May-20	600.00	IRWD Check	Reconciled
408365	WILLIAM LYON HOMES, INC.	7-May-20	310.04	IRWD Check	Negotiable
408366	WISCONSIN STATE LABORATORY OF HYGIENE	7-May-20	355.00	IRWD Check	Reconciled
408367	YORKE ENGINEERING, LLC	7-May-20	3,395.60	IRWD Check	Reconciled
408368	YP LLC	7-May-20	91.00	IRWD Check	Reconciled
408369	Cervantes, Isela J	14-May-20	629.09	IRWD Check	Negotiable
408370	Collazo, Carlos C (Carlos)	14-May-20	120.00	IRWD Check	Reconciled
408371	Donnelly, Stephen P (Stephen)	14-May-20	105.00	IRWD Check	Negotiable
408372	Ledesma, Alejandro (Alex)	14-May-20	105.00	IRWD Check	Reconciled
408373	Pfister, Ken D (Ken)	14-May-20	155.00	IRWD Check	Reconciled
408374	Tetteimer, John M (Mark)	14-May-20	45.32	IRWD Check	Reconciled
408375	ABM INDUSTRY GROUPS, LLC	14-May-20	33,111.01	IRWD Check	Reconciled
408376	ABSOLUTE STANDARDS, INC.	14-May-20	227.50	IRWD Check	Reconciled
408377	ACCUSOURCE, INC.	14-May-20	549.08	IRWD Check	Reconciled
408378	AFLAC	14-May-20	148.74	IRWD Check	Reconciled
408379	AFLAC	14-May-20	6,787.10	IRWD Check	Reconciled
408380	AIRGAS, INC.	14-May-20	2,688.93	IRWD Check	Reconciled

**IRVINE RANCH WATER DISTRICT  
AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

<b>CHECK OR ELECTRONIC #</b>	<b>SUPPLIERS</b>	<b>PAYMENT DATE</b>	<b>PAYMENT AMOUNT</b>	<b>PAYMENT METHOD</b>	<b>STATUS</b>
408381	ALEXANDER'S CONTRACT SERVICES, INC.	14-May-20	122,852.77	IRWD Check	Reconciled
408382	ALSTON & BIRD LLP	14-May-20	444,175.01	IRWD Check	Reconciled
408383	ALTUNIAN, JASON	14-May-20	20.42	IRWD Check	Reconciled
408384	AMAZON CAPITAL SERVICES, INC.	14-May-20	1,377.27	IRWD Check	Reconciled
408385	APEX SYSTEMS, LLC	14-May-20	5,824.00	IRWD Check	Reconciled
408386	APPLIED INDUSTRIAL TECHNOLOGIES - CA LLC	14-May-20	67.03	IRWD Check	Reconciled
408387	ASSOCIATION OF CALIFORNIA CITIES	14-May-20	5,000.00	IRWD Check	Reconciled
408388	AT&T	14-May-20	1,666.07	IRWD Check	Reconciled
408389	AT&T	14-May-20	1,096.92	IRWD Check	Reconciled
408390	AUTOZONE PARTS, INC.	14-May-20	397.06	IRWD Check	Reconciled
408391	BELL TOWER FLORIST & GIFTS	14-May-20	107.74	IRWD Check	Negotiable
408392	BIGWIG MONSTER, LLC	14-May-20	1,050.00	IRWD Check	Negotiable
408393	BLACH, CHARLES	14-May-20	284.65	IRWD Check	Reconciled
408394	BORCHARD SURVEYING & MAPPING, INC.	14-May-20	440.00	IRWD Check	Reconciled
408395	BSI SERVICES AND SOLUTIONS (WEST) INC.	14-May-20	3,732.50	IRWD Check	Reconciled
408396	BURLINGTON SAFETY LABORATORY OF CALIFORNIA INC	14-May-20	90.00	IRWD Check	Reconciled
408397	CALIFORNIA BARRICADE RENTAL, INC.	14-May-20	2,597.50	IRWD Check	Reconciled
408398	CALIFORNIA DEPARTMENT OF TAX AND FEE ADMINISTRATION	14-May-20	1,861.00	IRWD Check	Reconciled
408399	CAMERON, LYDIA	14-May-20	36.45	IRWD Check	Reconciled
408400	CANON FINANCIAL SERVICES, INC	14-May-20	539.83	IRWD Check	Reconciled
408401	CAPTIVE AUDIENCE MARKETING INC.	14-May-20	79.00	IRWD Check	Reconciled
408402	CHAIREL CUSTOM HAY, INC.	14-May-20	1,298.33	IRWD Check	Reconciled
408403	CHANG, STEPHEN	14-May-20	30.42	IRWD Check	Reconciled
408404	CHEN, MING	14-May-20	16.68	IRWD Check	Reconciled
408405	CHO DESIGN ASSOCIATES, INC	14-May-20	700.00	IRWD Check	Reconciled
408406	CHOUHDARY, MELINDA	14-May-20	64.99	IRWD Check	Reconciled
408407	CLEAN ENERGY	14-May-20	2,524.79	IRWD Check	Reconciled
408408	CLIFFORD MORIYAMA	14-May-20	4,000.00	IRWD Check	Reconciled
408409	CNC ENGINEERING	14-May-20	3,370.00	IRWD Check	Reconciled
408410	COAST SHEET METAL, INC.	14-May-20	1,679.50	IRWD Check	Reconciled
408411	COLONIAL LIFE & ACCIDENT INSURANCE CO.	14-May-20	1,103.26	IRWD Check	Reconciled
408412	CONSTELLATION NEWENERGY, INC.	14-May-20	17,940.67	IRWD Check	Reconciled
408413	CORELOGIC INC	14-May-20	47.81	IRWD Check	Reconciled
408414	CR & R INCORPORATED	14-May-20	431.20	IRWD Check	Reconciled
408415	CRESCENT CHEMICAL CO.	14-May-20	202.06	IRWD Check	Reconciled
408416	CULLIGAN OF SANTA ANA	14-May-20	22,000.00	IRWD Check	Reconciled
408417	D & G SIGNS	14-May-20	484.88	IRWD Check	Reconciled
408418	D & H WATER SYSTEMS INC.	14-May-20	13,576.85	IRWD Check	Reconciled
408419	DIAZ, JULIANNA	14-May-20	463.60	IRWD Check	Reconciled
408420	DRAEGER, INC.	14-May-20	2,685.20	IRWD Check	Reconciled
408421	DRONE NERDS INC	14-May-20	13,683.17	IRWD Check	Reconciled
408422	EI&C ENGINEERING INC.	14-May-20	67,650.00	IRWD Check	Reconciled
408423	EISEL ENTERPRISES INC	14-May-20	4,334.78	IRWD Check	Reconciled
408424	ELECTRICAL RELIABILITY SERVICES, INC.	14-May-20	6,740.00	IRWD Check	Reconciled
408425	ELITE AUTOMOTIVE SERVICE, LLC	14-May-20	280.00	IRWD Check	Reconciled
408426	ENDRESS AND HAUSER INC	14-May-20	5,247.76	IRWD Check	Reconciled
408427	ENVIRONMENTAL RESOURCE ASSOCIATES	14-May-20	2,087.87	IRWD Check	Reconciled
408428	ENVIRONMENTAL SCIENCE ASSOCIATES	14-May-20	8,007.50	IRWD Check	Reconciled
408429	EUROFINS CALSCIENCE, LLC	14-May-20	2,298.45	IRWD Check	Reconciled
408430	EXECUTIVE LIGHTING & ELECTRIC	14-May-20	1,705.80	IRWD Check	Reconciled
408431	FARWEST CORROSION CONTROL COMPANY	14-May-20	21,919.08	IRWD Check	Reconciled
408432	FEDEX	14-May-20	292.86	IRWD Check	Reconciled
408433	FERGUSON ENTERPRISES, LLC	14-May-20	2,793.96	IRWD Check	Reconciled
408434	FIRE EXTINGUISHING SAFETY & SERVICE	14-May-20	596.90	IRWD Check	Reconciled
408435	FISHER SCIENTIFIC COMPANY LLC	14-May-20	18,323.46	IRWD Check	Reconciled
408436	FLW SERVICE CORPORATION	14-May-20	2,185.00	IRWD Check	Reconciled
408437	GEI CONSULTANTS INC	14-May-20	786.00	IRWD Check	Reconciled

**IRVINE RANCH WATER DISTRICT  
AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

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408438	GRAINGER	14-May-20	3,916.80	IRWD Check	Reconciled
408439	HACH COMPANY	14-May-20	602.66	IRWD Check	Reconciled
408440	HALILI, FRANCISO	14-May-20	35.84	IRWD Check	Reconciled
408441	HALL GRIFFIN LLP	14-May-20	3,834.70	IRWD Check	Reconciled
408442	HAMILTON, KURT	14-May-20	237.02	IRWD Check	Negotiable
408443	HAN, NAN	14-May-20	55.10	IRWD Check	Negotiable
408444	HARTFORD LIFE AND ACCIDENT INSURANCE COMPANY	14-May-20	72.30	IRWD Check	Reconciled
408445	HDR ENGINEERING INC	14-May-20	49,847.45	IRWD Check	Reconciled
408446	HELPMATES STAFFING SERVICES	14-May-20	9,971.22	IRWD Check	Reconciled
408447	HERC RENTALS INC.	14-May-20	909.88	IRWD Check	Reconciled
408448	HILL BROTHERS CHEMICAL COMPANY	14-May-20	6,674.99	IRWD Check	Reconciled
408449	HINSILBLON LTD	14-May-20	6,025.00	IRWD Check	Negotiable
408450	HOME DEPOT USA INC	14-May-20	2,299.99	IRWD Check	Reconciled
408451	INFOSEND, INC.	14-May-20	13,970.43	IRWD Check	Reconciled
408452	IRON MOUNTAIN INFORMATION MANAGEMENT INC	14-May-20	1,886.88	IRWD Check	Reconciled
408453	IRVINE PIPE & SUPPLY INC	14-May-20	2,505.15	IRWD Check	Reconciled
408454	IVES, JOAN	14-May-20	65.13	IRWD Check	Reconciled
408455	J M ELECTRICAL SERVICES	14-May-20	13,000.00	IRWD Check	Reconciled
408456	JANG, GALE	14-May-20	115.68	IRWD Check	Reconciled
408457	JCI JONES CHEMICALS INC	14-May-20	7,980.06	IRWD Check	Reconciled
408458	JIN HANG & XUE YANG	14-May-20	518.76	IRWD Check	Negotiable
408459	JUNG, JACK	14-May-20	421.69	IRWD Check	Negotiable
408460	KAN VENTURES, INC	14-May-20	6,500.00	IRWD Check	Reconciled
408461	KB HOMES	14-May-20	160.45	IRWD Check	Negotiable
408462	KPRS CONSTRUCTION SERVICES, INC.	14-May-20	1,578,526.82	IRWD Check	Reconciled
408463	LABRIOLA, RONALD	14-May-20	184.01	IRWD Check	Reconciled
408464	LEE & RO, INC.	14-May-20	20,123.00	IRWD Check	Reconciled
408465	LENNAR HOMES	14-May-20	517.69	IRWD Check	Reconciled
408466	LGC GEOTECHNICAL, INC.	14-May-20	1,955.00	IRWD Check	Reconciled
408467	LI, YUENING	14-May-20	19.47	IRWD Check	Reconciled
408468	LSA ASSOCIATES INC	14-May-20	25,448.47	IRWD Check	Reconciled
408469	LUCAS, HOWARD	14-May-20	13.95	IRWD Check	Reconciled
408470	MC FADDEN-DALE INDUSTRIAL	14-May-20	100.07	IRWD Check	Reconciled
408471	MCDONOUGH, JOHN	14-May-20	26.20	IRWD Check	Negotiable
408472	MERRIMAC PETROLEUM, INC.	14-May-20	15,608.01	IRWD Check	Reconciled
408473	MUNICIPAL WATER DISTRICT OF ORANGE COUNTY	14-May-20	290.97	IRWD Check	Reconciled
408474	MYERS, STEPHEN	14-May-20	75.15	IRWD Check	Reconciled
408475	NEWPORT BEACH CHAMBER OF COMMERCE	14-May-20	2,500.00	IRWD Check	Reconciled
408476	NGUYEN, DAVID	14-May-20	182.63	IRWD Check	Negotiable
408477	O.C. SUPERIOR CUSTOM CLEANING	14-May-20	3,600.00	IRWD Check	Reconciled
408478	OEDRA, PRITI	14-May-20	116.11	IRWD Check	Reconciled
408479	OLIN CORPORATION	14-May-20	20,073.48	IRWD Check	Reconciled
408480	ONESOURCE DISTRIBUTORS LLC	14-May-20	280.92	IRWD Check	Reconciled
408481	ORACLE AMERICA, INC.	14-May-20	13,166.75	IRWD Check	Reconciled
408482	ORANGE COUNTY AUTO PARTS CO	14-May-20	1,439.84	IRWD Check	Reconciled
408483	ORANGE COUNTY MOSQUITO AND VECTOR CONTROL DISTRICT	14-May-20	4,600.19	IRWD Check	Reconciled
408484	ORRICK, HERRINGTON & SUTCLIFFE LLP	14-May-20	15,000.00	IRWD Check	Reconciled
408485	OTF IRVINE INC	14-May-20	114.12	IRWD Check	Reconciled
408486	PACIFIC HYDROTECH CORPORATION	14-May-20	590,044.54	IRWD Check	Negotiable
408487	PACIFIC HYDROTECH CORPORATION	14-May-20	5,901.26	IRWD Check	Reconciled
408488	PACIFIC HYDROTECH CORPORATION	14-May-20	25,153.72	IRWD Check	Reconciled
408489	PACIFIC PARTS & CONTROLS INC	14-May-20	1,513.34	IRWD Check	Reconciled
408490	PACIFIC SURVEYS, LLC	14-May-20	1,205.00	IRWD Check	Negotiable
408491	PACRIM ENGINEERING INC.	14-May-20	1,080.00	IRWD Check	Reconciled
408492	PAULUS ENGINEERING INC	14-May-20	28,858.13	IRWD Check	Reconciled
408493	PAYNE & FEARS LLP	14-May-20	2,904.00	IRWD Check	Reconciled
408494	PRAXAIR DISTRIBUTION INC	14-May-20	499.72	IRWD Check	Reconciled

**IRVINE RANCH WATER DISTRICT  
AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

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408495	PRE-PAID LEGAL SERVICES INC	14-May-20	1,154.06	IRWD Check	Reconciled
408496	PSOMAS	14-May-20	700.00	IRWD Check	Reconciled
408497	PTI SAND & GRAVEL INC	14-May-20	651.11	IRWD Check	Reconciled
408498	PULSCO, INC	14-May-20	4,272.29	IRWD Check	Reconciled
408499	PULTE GROUP	14-May-20	103.21	IRWD Check	Negotiable
408500	PYRO-COMM SYSTEMS INC	14-May-20	695.00	IRWD Check	Reconciled
408501	QUALITY ENVIRONMENTAL CONTAINERS	14-May-20	408.00	IRWD Check	Reconciled
408502	RAM AIR ENGINEERING INC	14-May-20	810.00	IRWD Check	Reconciled
408503	RELIANCE SAFETY CONSULTANTS, INC.	14-May-20	1,600.00	IRWD Check	Negotiable
408504	RHO, CHANGRAE	14-May-20	23.19	IRWD Check	Negotiable
408505	RINCON TRUCK CENTER INC.	14-May-20	597.72	IRWD Check	Reconciled
408506	ROBB, PHILLIP	14-May-20	29.38	IRWD Check	Reconciled
408507	RODNEY HARMSWORTH ASSOCIATES, INC.	14-May-20	3,170.00	IRWD Check	Reconciled
408508	RUFF HOUSE PET RESORT	14-May-20	20.29	IRWD Check	Reconciled
408509	SANTA ANA BLUE PRINT	14-May-20	245.55	IRWD Check	Reconciled
408510	SHAMROCK SUPPLY CO INC	14-May-20	894.95	IRWD Check	Reconciled
408511	SHEA HOMES LIMITED PARTNERSHIP	14-May-20	122.82	IRWD Check	Reconciled
408512	SOUTH COAST AIR QUALITY MANAGEMENT DISTRICT	14-May-20	2,890.23	IRWD Check	Reconciled
408513	SOUTH COAST AIR QUALITY MANAGEMENT DISTRICT	14-May-20	557.42	IRWD Check	Reconciled
408514	SOUTH COAST WATER CO.	14-May-20	90.00	IRWD Check	Reconciled
408515	SOUTHERN CALIFORNIA EDISON COMPANY	14-May-20	11,351.38	IRWD Check	Reconciled
408516	SOUTHERN CALIFORNIA GAS COMPANY	14-May-20	15,504.95	IRWD Check	Reconciled
408517	SS MECHANICAL CONSTRUCTION CORP	14-May-20	52,537.13	IRWD Check	Reconciled
408518	STREAKWAVE WIRELESS, INC.	14-May-20	243.58	IRWD Check	Reconciled
408519	SUNSHINE SUPPLY COMPANY, INC.	14-May-20	4,102.05	IRWD Check	Reconciled
408520	TETRA TECH, INC	14-May-20	20,724.40	IRWD Check	Reconciled
408521	TEVORA BUSINESS SOLUTIONS, INC.	14-May-20	922.50	IRWD Check	Reconciled
408522	TIME ACCESS SYSTEMS INC.	14-May-20	3,327.00	IRWD Check	Reconciled
408523	TRIPAC MARKETING INC	14-May-20	1,777.88	IRWD Check	Reconciled
408524	TROPICAL PLAZA NURSERY INC	14-May-20	6,806.00	IRWD Check	Reconciled
408525	TRUCPARCO	14-May-20	1,113.16	IRWD Check	Reconciled
408526	TSOU, MATTHEW	14-May-20	349.70	IRWD Check	Reconciled
408527	UCT, LLC	14-May-20	185.14	IRWD Check	Reconciled
408528	ULINE INC	14-May-20	958.56	IRWD Check	Reconciled
408529	UNITED PARCEL SERVICE INC	14-May-20	47.95	IRWD Check	Reconciled
408530	VOYTKO MECHANICAL, INC.	14-May-20	16,584.06	IRWD Check	Reconciled
408531	VWR INTERNATIONAL, LLC	14-May-20	4,452.91	IRWD Check	Reconciled
408532	WANG LIU, KUO YIAO	14-May-20	43.70	IRWD Check	Reconciled
408533	WASTE MANAGEMENT OF CALIFORNIA, INC.	14-May-20	1,915.19	IRWD Check	Reconciled
408534	WAXIE'S ENTERPRISES, INC	14-May-20	1,109.60	IRWD Check	Reconciled
408535	WECK LABORATORIES INC	14-May-20	2,176.00	IRWD Check	Reconciled
408536	WEST COAST SAFETY SUPPLY INC	14-May-20	21,612.02	IRWD Check	Reconciled
408537	WEST COAST SAND & GRAVEL INC.	14-May-20	478.43	IRWD Check	Reconciled
408538	WEST YOST & ASSOCIATES	14-May-20	21,807.51	IRWD Check	Reconciled
408539	WIRELESS WATCHDOGS, LLC	14-May-20	1,412.00	IRWD Check	Reconciled
408540	WOODARD & CURRAN INC	14-May-20	3,165.85	IRWD Check	Reconciled
408541	YANG, JUDY	14-May-20	443.79	IRWD Check	Reconciled
408542	ZHANG, SANBAO	14-May-20	49.23	IRWD Check	Reconciled
408543	Shinbashi, Allen	21-May-20	137.72	IRWD Check	Negotiable
408544	A&A WIPING CLOTH CO	21-May-20	1,336.10	IRWD Check	Reconciled
408545	AAF INTERNATIONAL	21-May-20	1,064.09	IRWD Check	Reconciled
408546	ADS LLC	21-May-20	2,250.00	IRWD Check	Reconciled
408547	AGILENT TECHNOLOGIES, INC.	21-May-20	3,357.71	IRWD Check	Reconciled
408548	AIRGAS, INC.	21-May-20	1,919.35	IRWD Check	Reconciled
408549	ALLIANCE AG SERVICES, INC.	21-May-20	3,000.00	IRWD Check	Reconciled
408550	AMAZON CAPITAL SERVICES, INC.	21-May-20	4,111.44	IRWD Check	Reconciled
408551	APEX COMPANIES, LLC	21-May-20	4,490.00	IRWD Check	Reconciled

**IRVINE RANCH WATER DISTRICT  
AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

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408552	APEX SYSTEMS, LLC	21-May-20	1,872.00	IRWD Check	Reconciled
408553	AT&T	21-May-20	11,367.77	IRWD Check	Reconciled
408554	AT&T	21-May-20	64.29	IRWD Check	Reconciled
408555	AT&T	21-May-20	173.55	IRWD Check	Reconciled
408556	ATHENS SERVICES	21-May-20	1,851.36	IRWD Check	Reconciled
408557	ATHENS SERVICES	21-May-20	5,304.04	IRWD Check	Reconciled
408558	AUSTIN HARDWOODS, INC	21-May-20	116.58	IRWD Check	Reconciled
408559	AUTOZONE PARTS, INC.	21-May-20	1,085.39	IRWD Check	Reconciled
408560	B & K ELECTRIC WHOLESALE	21-May-20	9,204.68	IRWD Check	Reconciled
408561	BILL'S SWEEPING SERVICE INC	21-May-20	1,413.75	IRWD Check	Reconciled
408562	BROWN AND CALDWELL	21-May-20	576.74	IRWD Check	Reconciled
408563	BSI SERVICES AND SOLUTIONS (WEST) INC.	21-May-20	5,261.36	IRWD Check	Reconciled
408564	BURLINGTON SAFETY LABORATORY OF CALIFORNIA INC	21-May-20	541.47	IRWD Check	Reconciled
408565	C WELLS PIPELINE MATERIALS INC	21-May-20	27,522.39	IRWD Check	Reconciled
408566	CALIFORNIA BARRICADE RENTAL, INC.	21-May-20	8,670.00	IRWD Check	Reconciled
408567	CALIFORNIA PACIFIC HOMES	21-May-20	193.12	IRWD Check	Negotiable
408568	CALLEJAS, LETTIE	21-May-20	13.04	IRWD Check	Reconciled
408569	CALSENSE	21-May-20	3,675.00	IRWD Check	Reconciled
408570	CANON FINANCIAL SERVICES, INC	21-May-20	539.83	IRWD Check	Reconciled
408571	CAROLLO ENGINEERS, INC	21-May-20	150,080.00	IRWD Check	Reconciled
408572	CEDAR CREEK APARTMENTS	21-May-20	32.81	IRWD Check	Reconciled
408573	CHAIREL CUSTOM HAY, INC.	21-May-20	5,990.33	IRWD Check	Reconciled
408574	CHEM TECH INTERNATIONAL INC	21-May-20	52,397.49	IRWD Check	Reconciled
408575	CHURM, CINDA	21-May-20	73.02	IRWD Check	Reconciled
408576	CITY OF NEWPORT BEACH	21-May-20	1,802.73	IRWD Check	Reconciled
408577	CLA-VAL COMPANY	21-May-20	7,551.70	IRWD Check	Reconciled
408578	COASTLINE EQUIPMENT COMPANY	21-May-20	731.84	IRWD Check	Reconciled
408579	COLE-PARMER INSTRUMENT CO	21-May-20	260.46	IRWD Check	Reconciled
408580	CONSTELLATION NEWENERGY, INC.	21-May-20	29,031.57	IRWD Check	Negotiable
408581	CONZELMAN, SARA	21-May-20	25.36	IRWD Check	Reconciled
408582	CRESCENT CHEMICAL CO.	21-May-20	106.08	IRWD Check	Reconciled
408583	CROSSROADS AUTOMOTIVE INC	21-May-20	17.77	IRWD Check	Negotiable
408584	DEALERS SERVICE COMPANY, INC	21-May-20	6,288.61	IRWD Check	Reconciled
408585	DEE JASPAR & ASSOCIATES, INC.	21-May-20	3,574.73	IRWD Check	Reconciled
408586	DG INVESTMENT INTERMEDIATE HOLDINGS 2, INC.	21-May-20	9,332.82	IRWD Check	Reconciled
408587	DILYTICS INC	21-May-20	4,100.00	IRWD Check	Reconciled
408588	DIRECTV INC	21-May-20	145.99	IRWD Check	Reconciled
408589	DOFORMS, INC	21-May-20	2,033.23	IRWD Check	Reconciled
408590	DOWNSTREAM SERVICES, INC.	21-May-20	8,154.00	IRWD Check	Reconciled
408591	ENVIRONMENTAL EXPRESS INC	21-May-20	6,511.77	IRWD Check	Reconciled
408592	ENVIRONMENTAL RESOURCE ASSOCIATES	21-May-20	574.74	IRWD Check	Reconciled
408593	EUROFINS CALSCIENCE, LLC	21-May-20	5,169.15	IRWD Check	Reconciled
408594	EXECUTIVE LIGHTING & ELECTRIC	21-May-20	966.97	IRWD Check	Reconciled
408595	FARWICK, DULCIE	21-May-20	34.02	IRWD Check	Negotiable
408596	FIRST CHOICE SERVICES	21-May-20	393.31	IRWD Check	Reconciled
408597	FISHER SCIENTIFIC COMPANY LLC	21-May-20	17,542.93	IRWD Check	Reconciled
408598	FLEET SOLUTIONS LLC	21-May-20	31.74	IRWD Check	Reconciled
408599	FLOTECH, INC.	21-May-20	6,882.00	IRWD Check	Reconciled
408600	FRANCHISE TAX BOARD	21-May-20	80.00	IRWD Check	Negotiable
408601	FRANCISCO, ANTHONY J	21-May-20	403.94	IRWD Check	Negotiable
408602	FRONTIER CALIFORNIA INC.	21-May-20	564.12	IRWD Check	Reconciled
408603	GASTMEYER, NICOLE	21-May-20	31.86	IRWD Check	Negotiable
408604	GEI CONSULTANTS INC	21-May-20	18,892.50	IRWD Check	Reconciled
408605	GEORGE HILLS COMPANY, INC.	21-May-20	237.60	IRWD Check	Reconciled
408606	GRAINGER	21-May-20	1,701.22	IRWD Check	Reconciled
408607	HACH COMPANY	21-May-20	8,359.87	IRWD Check	Reconciled
408608	HANSON BRIDGETT LLP	21-May-20	348,793.26	IRWD Check	Reconciled

**IRVINE RANCH WATER DISTRICT  
AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

<b>CHECK OR ELECTRONIC #</b>	<b>SUPPLIERS</b>	<b>PAYMENT DATE</b>	<b>PAYMENT AMOUNT</b>	<b>PAYMENT METHOD</b>	<b>STATUS</b>
408609	HAZEN AND SAWYER	21-May-20	35,282.73	IRWD Check	Reconciled
408610	HDR ENGINEERING INC	21-May-20	2,891.80	IRWD Check	Reconciled
408611	HELPMATES STAFFING SERVICES	21-May-20	11,364.00	IRWD Check	Reconciled
408612	HGCPM, INC	21-May-20	387.50	IRWD Check	Negotiable
408613	HI-LINE INC	21-May-20	171.60	IRWD Check	Reconciled
408614	HILL BROTHERS CHEMICAL COMPANY	21-May-20	7,024.53	IRWD Check	Negotiable
408615	HOME DEPOT USA INC	21-May-20	2,019.43	IRWD Check	Reconciled
408616	HOPKINS TECHNICAL PRODUCTS INC	21-May-20	2,842.61	IRWD Check	Reconciled
408617	INDUSTRIAL METAL SUPPLY CO	21-May-20	638.95	IRWD Check	Reconciled
408618	INFOSEND, INC.	21-May-20	21,804.69	IRWD Check	Reconciled
408619	INTERNATIONAL BROTHERHOOD OF ELECTRICAL WORKERS LOCAL 47	21-May-20	2,777.15	IRWD Check	Reconciled
408620	IRVINE INN	21-May-20	54.40	IRWD Check	Negotiable
408621	IRVINE PACIFIC	21-May-20	861.50	IRWD Check	Reconciled
408622	IRVINE PIPE & SUPPLY INC	21-May-20	2,154.07	IRWD Check	Reconciled
408623	IRWD-PETTY CASH CUSTODIAN	21-May-20	875.96	IRWD Check	Negotiable
408624	JCI JONES CHEMICALS INC	21-May-20	3,577.00	IRWD Check	Reconciled
408625	KAESER COMPRESSORS, INC.	21-May-20	1,844.55	IRWD Check	Reconciled
408626	KHORASHADI, ARASH	21-May-20	160.99	IRWD Check	Negotiable
408627	KRONICK MOSKOVITZ TIEDEMANN & GIRARD	21-May-20	8,593.00	IRWD Check	Reconciled
408628	LANDCARE HOLDINGS, INC.	21-May-20	42,439.86	IRWD Check	Reconciled
408629	LENNAR HOMES	21-May-20	213.93	IRWD Check	Reconciled
408630	M.CUBED	21-May-20	1,446.25	IRWD Check	Reconciled
408631	MAP COMMUNICATIONS, INC.	21-May-20	1,472.38	IRWD Check	Reconciled
408632	MARINA LANDSCAPE, INC.	21-May-20	10,916.67	IRWD Check	Reconciled
408633	MC FADDEN-DALE INDUSTRIAL	21-May-20	377.53	IRWD Check	Reconciled
408634	MC MASTER CARR SUPPLY CO	21-May-20	353.38	IRWD Check	Reconciled
408635	MERITAGE HOMES OF CALIFORNIA, INC.	21-May-20	349.81	IRWD Check	Reconciled
408636	METTLER-TOLEDO RAININ, LLC	21-May-20	643.01	IRWD Check	Reconciled
408637	MSC INDUSTRIAL SUPPLY CO	21-May-20	42.73	IRWD Check	Reconciled
408638	MUTUAL PROPANE	21-May-20	254.40	IRWD Check	Reconciled
408639	NATIONAL READY MIXED CONCRETE SALES, LLC	21-May-20	630.35	IRWD Check	Reconciled
408640	NATURALWELL, LLC	21-May-20	880.00	IRWD Check	Reconciled
408641	NMG GEOTECHNICAL INC	21-May-20	4,371.60	IRWD Check	Reconciled
408642	NORMAN S. WRIGHT CLIMATEC MECHANICAL EQUIPMENT	21-May-20	15,158.76	IRWD Check	Reconciled
408643	OLIN CORPORATION	21-May-20	20,201.70	IRWD Check	Reconciled
408644	ONESOURCE DISTRIBUTORS LLC	21-May-20	5,740.58	IRWD Check	Reconciled
408645	ORACLE AMERICA, INC.	21-May-20	15,904.72	IRWD Check	Reconciled
408646	ORANGE COUNTY AUTO PARTS CO	21-May-20	1,249.50	IRWD Check	Reconciled
408647	ORANGE COUNTY SANITATION DISTRICT	21-May-20	40,511.27	IRWD Check	Reconciled
408648	ORANGE COUNTY SHERIFF'S OFFICE	21-May-20	62.50	IRWD Check	Reconciled
408649	ORANGE LINE OIL COMPANY	21-May-20	516.02	IRWD Check	Reconciled
408650	OTA, FRANCIS	21-May-20	200.00	IRWD Check	Reconciled
408651	OUTDOOR DIMENSIONS, LLC	21-May-20	13,484.92	IRWD Check	Reconciled
408652	PARKHOUSE TIRE INC	21-May-20	2,937.68	IRWD Check	Reconciled
408653	PARKWAY LAWNMOWER SHOP	21-May-20	74.93	IRWD Check	Reconciled
408654	PENN ARCHIVE SERVICES	21-May-20	47.50	IRWD Check	Reconciled
408655	PERS LONG TERM CARE	21-May-20	538.89	IRWD Check	Reconciled
408656	PINNACLE TOWERS LLC	21-May-20	779.18	IRWD Check	Reconciled
408657	PONTON INDUSTRIES INC	21-May-20	1,267.14	IRWD Check	Negotiable
408658	PRUDENTIAL OVERALL SUPPLY	21-May-20	6,932.77	IRWD Check	Reconciled
408659	PSOMAS	21-May-20	7,476.25	IRWD Check	Reconciled
408660	PTI SAND & GRAVEL INC	21-May-20	2,853.49	IRWD Check	Reconciled
408661	QUINN COMPANY	21-May-20	473.01	IRWD Check	Reconciled
408662	R & S SOIL PRODUCTS, INC	21-May-20	700.38	IRWD Check	Reconciled
408663	RAM AIR ENGINEERING INC	21-May-20	3,165.00	IRWD Check	Reconciled
408664	RED WING SHOE STORE	21-May-20	193.94	IRWD Check	Reconciled
408665	RINCON TRUCK CENTER INC.	21-May-20	563.00	IRWD Check	Reconciled

**IRVINE RANCH WATER DISTRICT  
AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

<b>CHECK OR ELECTRONIC #</b>	<b>SUPPLIERS</b>	<b>PAYMENT DATE</b>	<b>PAYMENT AMOUNT</b>	<b>PAYMENT METHOD</b>	<b>STATUS</b>
408666	RIVERROCK REAL ESTATE GROUP, INC.	21-May-20	2,000.00	IRWD Check	Reconciled
408667	RLG ENTERPRISES, INC	21-May-20	2,021.02	IRWD Check	Reconciled
408668	S & J SUPPLY CO INC	21-May-20	13,261.87	IRWD Check	Reconciled
408669	SHEN, XUE	21-May-20	3.73	IRWD Check	Negotiable
408670	SOUTH COAST WATER DISTRICT	21-May-20	2,682.48	IRWD Check	Reconciled
408671	SOUTHERN CALIFORNIA EDISON COMPANY	21-May-20	344,135.74	IRWD Check	Reconciled
408672	SOUTHERN CALIFORNIA EDISON COMPANY	21-May-20	26.29	IRWD Check	Reconciled
408673	SOUTHERN CALIFORNIA GAS COMPANY	21-May-20	4,653.99	IRWD Check	Reconciled
408674	SPATIAL WAVE, INC.	21-May-20	30,625.57	IRWD Check	Reconciled
408675	SS MECHANICAL CONSTRUCTION CORP	21-May-20	33,900.00	IRWD Check	Reconciled
408676	STETSON ENGINEERS INC.	21-May-20	1,353.49	IRWD Check	Reconciled
408677	STREAKWAVE WIRELESS, INC.	21-May-20	628.82	IRWD Check	Reconciled
408678	SUKLE ADVERTISING INC.	21-May-20	19,235.31	IRWD Check	Reconciled
408679	TAIT ENVIRONMENTAL SERVICES, INC.	21-May-20	2,294.69	IRWD Check	Reconciled
408680	TALLEY INC	21-May-20	1,159.77	IRWD Check	Reconciled
408681	TETRA TECH, INC	21-May-20	3,123.00	IRWD Check	Reconciled
408682	TIC-IPG-COMMON	21-May-20	399.35	IRWD Check	Reconciled
408683	TOLL BROS., INC.	21-May-20	94.66	IRWD Check	Reconciled
408684	TREE OF LIFE NURSERY	21-May-20	11,401.57	IRWD Check	Reconciled
408685	TRI COUNTY PUMP COMPANY	21-May-20	9,605.08	IRWD Check	Reconciled
408686	TRI POINTE HOMES, INC.	21-May-20	76.47	IRWD Check	Reconciled
408687	TROPICAL PLAZA NURSERY INC	21-May-20	5,720.00	IRWD Check	Reconciled
408688	UNITED PARCEL SERVICE INC	21-May-20	71.82	IRWD Check	Reconciled
408689	UNITED SITE SERVICES OF CALIFORNIA INC	21-May-20	990.32	IRWD Check	Reconciled
408690	UNIVAR SOLUTIONS USA INC.	21-May-20	4,462.00	IRWD Check	Reconciled
408691	USA WASTE OF CALIFORNIA, INC.	21-May-20	450.00	IRWD Check	Reconciled
408692	VULCAN MATERIALS COMPANY	21-May-20	1,474.05	IRWD Check	Reconciled
408693	VWR INTERNATIONAL, LLC	21-May-20	891.63	IRWD Check	Reconciled
408694	WARD, WILLIAM P JR.	21-May-20	1,376.29	IRWD Check	Reconciled
408695	WARE MALCOMB	21-May-20	4,621.00	IRWD Check	Reconciled
408696	WATER MANAGEMENT GROUP	21-May-20	4,425.00	IRWD Check	Reconciled
408697	WAXIE'S ENTERPRISES, INC	21-May-20	785.46	IRWD Check	Reconciled
408698	WECK LABORATORIES INC	21-May-20	665.00	IRWD Check	Reconciled
408699	WEST COAST SAND & GRAVEL INC.	21-May-20	478.25	IRWD Check	Reconciled
408700	WESTERN AV	21-May-20	5,816.55	IRWD Check	Reconciled
408701	WILLIAM LYON HOMES, INC.	21-May-20	57.93	IRWD Check	Negotiable
408702	XYLEM WATER SOLUTIONS USA, INC.	21-May-20	1,445.46	IRWD Check	Reconciled
408703	YU, SHAO-LIN	21-May-20	40.35	IRWD Check	Reconciled
408704	YU, SHERMAN	21-May-20	23.95	IRWD Check	Reconciled
408705	Eggers, Jay A	21-May-20	86.18	IRWD Check	Negotiable
408706	HILCHEY, DAVID W.	21-May-20	12,300.00	IRWD Check	Reconciled
408707	Arellano, Charles	28-May-20	110.86	IRWD Check	Negotiable
408708	Chauv, Denise	28-May-20	361.00	IRWD Check	Reconciled
408709	Drzymkowski, Michele A (Michele)	28-May-20	94.00	IRWD Check	Negotiable
408710	Garcia, Alejandro (Alex)	28-May-20	94.00	IRWD Check	Negotiable
408711	Justice, Jack L (Jack)	28-May-20	192.00	IRWD Check	Negotiable
408712	Korneff, Nicholas	28-May-20	90.00	IRWD Check	Negotiable
408713	Mitchem, Dennis	28-May-20	2,715.29	IRWD Check	Reconciled
408714	Mori, Richard K (Rich)	28-May-20	115.00	IRWD Check	Negotiable
408715	Reppert, Maria Kristina Sarmiento (Kristina)	28-May-20	84.81	IRWD Check	Negotiable
408716	Rilloraza, Rhoda F	28-May-20	84.03	IRWD Check	Negotiable
408717	Sanchez, Fiona M (Fiona)	28-May-20	61.86	IRWD Check	Negotiable
408718	ACCUSTANDARD INC	28-May-20	129.36	IRWD Check	Negotiable
408719	AGILENT TECHNOLOGIES, INC.	28-May-20	191.56	IRWD Check	Reconciled
408720	AIRGAS, INC.	28-May-20	811.38	IRWD Check	Reconciled
408721	AIRKINETICS, INC	28-May-20	8,500.00	IRWD Check	Negotiable
408722	ALL AMERICAN ASPHALT	28-May-20	1,488.07	IRWD Check	Negotiable

**IRVINE RANCH WATER DISTRICT  
AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

<b>CHECK OR ELECTRONIC #</b>	<b>SUPPLIERS</b>	<b>PAYMENT DATE</b>	<b>PAYMENT AMOUNT</b>	<b>PAYMENT METHOD</b>	<b>STATUS</b>
408723	ALLIANCE RESOURCE CONSULTING LLC	28-May-20	1,579.09	IRWD Check	Reconciled
408724	ALSTON & BIRD LLP	28-May-20	37,335.86	IRWD Check	Reconciled
408725	AMAZON CAPITAL SERVICES, INC.	28-May-20	1,559.23	IRWD Check	Reconciled
408726	APEX SYSTEMS, LLC	28-May-20	12,493.00	IRWD Check	Negotiable
408727	ARCADIS U.S., INC.	28-May-20	38,409.00	IRWD Check	Negotiable
408728	AT&T	28-May-20	148.53	IRWD Check	Negotiable
408729	AUTOZONE PARTS, INC.	28-May-20	67.36	IRWD Check	Negotiable
408730	BANK OF AMERICA	28-May-20	23,871.24	IRWD Check	Reconciled
408731	BANK OF NEW YORK MELLON TRUST COMPANY NA	28-May-20	7,439.00	IRWD Check	Reconciled
408732	BAVCO BACKFLOW APPARATUS & VALVE COMPANY	28-May-20	3,792.55	IRWD Check	Reconciled
408733	BILL'S SWEEPING SERVICE INC	28-May-20	975.00	IRWD Check	Negotiable
408734	BIOMAGIC INC	28-May-20	19,660.23	IRWD Check	Negotiable
408735	BIOTAGE LLC	28-May-20	469.10	IRWD Check	Reconciled
408736	BLACK & VEATCH CORPORATION	28-May-20	35,331.50	IRWD Check	Reconciled
408737	BP NO 30 LLC BB-00-IRWD-409	28-May-20	22.47	IRWD Check	Negotiable
408738	BROOKFIELD EASTWOOD TRIPLEX LLC	28-May-20	59.62	IRWD Check	Negotiable
408739	BROWN AND CALDWELL	28-May-20	58,382.37	IRWD Check	Reconciled
408740	BSI SERVICES AND SOLUTIONS (WEST) INC.	28-May-20	17,100.50	IRWD Check	Negotiable
408741	CALIFORNIA BARRICADE RENTAL, INC.	28-May-20	12,017.32	IRWD Check	Negotiable
408742	CALIFORNIA MUNICIPAL UTILITIES ASSOCIATION	28-May-20	12,790.00	IRWD Check	Negotiable
408743	CANTAFIO, JENNIFER	28-May-20	63.11	IRWD Check	Reconciled
408744	CAPPEL, DIANA L	28-May-20	489.59	IRWD Check	Negotiable
408745	CITY OF LAKE FOREST	28-May-20	52,787.74	IRWD Check	Negotiable
408746	CITY OF SANTA ANA	28-May-20	322.26	IRWD Check	Reconciled
408747	CLARIS STRATEGY INC.	28-May-20	5,981.25	IRWD Check	Reconciled
408748	COASTLINE EQUIPMENT COMPANY	28-May-20	897.28	IRWD Check	Negotiable
408749	COLE-PARMER INSTRUMENT CO	28-May-20	1,667.73	IRWD Check	Negotiable
408750	COMMERCIAL DOOR OF ORANGE COUNTY, INC.	28-May-20	1,743.62	IRWD Check	Negotiable
408751	CONSTELLATION NEWENERGY, INC.	28-May-20	12,156.23	IRWD Check	Negotiable
408752	CORBIN REEVES CONSTRUCTION	28-May-20	1,455.67	IRWD Check	Reconciled
408753	COTTONS POINT DESIGN, INC.	28-May-20	5,890.00	IRWD Check	Reconciled
408754	COX COMMUNICATIONS, INC.	28-May-20	3,353.78	IRWD Check	Reconciled
408755	CREW INC.	28-May-20	1,431.90	IRWD Check	Negotiable
408756	CROSS CREEK APTS	28-May-20	32.81	IRWD Check	Negotiable
408757	D & H WATER SYSTEMS INC.	28-May-20	4,379.47	IRWD Check	Negotiable
408758	DAVIS FARR LLP	28-May-20	8,160.00	IRWD Check	Negotiable
408759	DEMARIA ELECTRIC MOTOR SERVICES, INC.	28-May-20	10,781.45	IRWD Check	Negotiable
408760	DIRECTV INC	28-May-20	139.54	IRWD Check	Negotiable
408761	EAGLE AERIAL PHOTOGRAPHY, INC.	28-May-20	16,500.00	IRWD Check	Negotiable
408762	EAGLE PRINT DYNAMICS	28-May-20	7,352.19	IRWD Check	Reconciled
408763	ENDRESS AND HAUSER INC	28-May-20	8,147.00	IRWD Check	Negotiable
408764	ENVIRONMENTAL RESOURCE ASSOCIATES	28-May-20	232.86	IRWD Check	Negotiable
408765	EUROFINS CALSCIENCE, LLC	28-May-20	2,336.25	IRWD Check	Negotiable
408766	EVERETT DOREY LLP	28-May-20	551.87	IRWD Check	Negotiable
408767	EVOQUA WATER TECHNOLOGIES LLC	28-May-20	38,287.09	IRWD Check	Negotiable
408768	EXECUTIVE LIGHTING & ELECTRIC	28-May-20	11,807.61	IRWD Check	Negotiable
408769	FARRELL & ASSOCIATES	28-May-20	313.22	IRWD Check	Reconciled
408770	FISERV SOLUTIONS, LLC	28-May-20	291.35	IRWD Check	Reconciled
408771	FISHER SCIENTIFIC COMPANY LLC	28-May-20	3,469.40	IRWD Check	Reconciled
408772	FRONTIER CALIFORNIA INC.	28-May-20	106.03	IRWD Check	Reconciled
408773	FUSCOE ENGINEERING, INC.	28-May-20	444.00	IRWD Check	Negotiable
408774	GANAHL LUMBER CO.	28-May-20	1,370.25	IRWD Check	Negotiable
408775	GRAINGER	28-May-20	5,032.94	IRWD Check	Reconciled
408776	GREATER IRVINE CHAMBER OF COMMERCE	28-May-20	1,600.00	IRWD Check	Reconciled
408777	HACH COMPANY	28-May-20	1,063.16	IRWD Check	Negotiable
408778	HE, SHIQI	28-May-20	5,000.00	IRWD Check	Negotiable
408779	HELPMATES STAFFING SERVICES	28-May-20	7,879.50	IRWD Check	Reconciled

**IRVINE RANCH WATER DISTRICT  
AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

<b>CHECK OR ELECTRONIC #</b>	<b>SUPPLIERS</b>	<b>PAYMENT DATE</b>	<b>PAYMENT AMOUNT</b>	<b>PAYMENT METHOD</b>	<b>STATUS</b>
408780	HENRY PRATT COMPANY, LLC	28-May-20	372.35	IRWD Check	Negotiable
408781	HERITAGE FIELDS EL TORO, LLC	28-May-20	39.76	IRWD Check	Negotiable
408782	HILL BROTHERS CHEMICAL COMPANY	28-May-20	7,069.97	IRWD Check	Negotiable
408783	HOME DEPOT USA INC	28-May-20	214.47	IRWD Check	Negotiable
408784	HOPKINS TECHNICAL PRODUCTS INC	28-May-20	7,421.08	IRWD Check	Negotiable
408785	INDUSTRIAL METAL SUPPLY CO	28-May-20	251.88	IRWD Check	Reconciled
408786	INDUSTRIAL SURPLUS AND SALVAGE	28-May-20	969.75	IRWD Check	Negotiable
408787	IRVINE MANAGEMENT COMPANY	28-May-20	1,512.33	IRWD Check	Negotiable
408788	IRVINE PIPE & SUPPLY INC	28-May-20	25.46	IRWD Check	Reconciled
408789	IRVINE UNIFIED SCHOOL DISTRICT	28-May-20	1,500.27	IRWD Check	Negotiable
408790	JUST ENERGY SOLUTIONS INC.	28-May-20	114.10	IRWD Check	Reconciled
408791	KONECRANES INC	28-May-20	7,967.50	IRWD Check	Reconciled
408792	KRONICK MOSKOVITZ TIEDEMANN & GIRARD	28-May-20	3,678.45	IRWD Check	Negotiable
408793	L&S CONSTRUCTION INC	28-May-20	7,800.00	IRWD Check	Negotiable
408794	LEATHERWOOD CONSTRUCTION INC	28-May-20	1,672.67	IRWD Check	Negotiable
408795	LEWIS BRISBOIS BISGAARD AND SMITH, LLP	28-May-20	528.00	IRWD Check	Negotiable
408796	LUBRICATION ENGINEERS, INC.	28-May-20	4,165.83	IRWD Check	Reconciled
408797	MADDEN, ANDRIAN	28-May-20	233.19	IRWD Check	Negotiable
408798	MARK ENTERPRISES TECHNOLOGIES LLC	28-May-20	36,019.66	IRWD Check	Reconciled
408799	MARK KADESH	28-May-20	10,000.00	IRWD Check	Negotiable
408800	MC FADDEN-DALE INDUSTRIAL	28-May-20	446.83	IRWD Check	Negotiable
408801	MC MASTER CARR SUPPLY CO	28-May-20	564.66	IRWD Check	Reconciled
408802	MICHAEL BAKER INTERNATIONAL, INC.	28-May-20	4,105.34	IRWD Check	Reconciled
408803	MOBILE MODULAR MANAGEMENT CORPORATION	28-May-20	1,212.19	IRWD Check	Negotiable
408804	MOIN, SHAH FAHAD	28-May-20	466.66	IRWD Check	Negotiable
408805	MOJDEHI, SIMIN	28-May-20	126.13	IRWD Check	Negotiable
408806	NATIONAL READY MIXED CONCRETE SALES, LLC	28-May-20	4,302.34	IRWD Check	Reconciled
408807	NATIONAL WATER RESOURCES ASSOCIATION INC	28-May-20	525.00	IRWD Check	Negotiable
408808	NNN JAMBOREE PROMENADE LLC	28-May-20	108.80	IRWD Check	Negotiable
408809	NOVACOAST INC	28-May-20	9,073.75	IRWD Check	Negotiable
408810	NV5, INC.	28-May-20	40,670.00	IRWD Check	Negotiable
408811	OAK LANE PROPERTIES	28-May-20	1,758.77	IRWD Check	Negotiable
408812	OFFICE DEPOT INC	28-May-20	858.55	IRWD Check	Reconciled
408813	OLIN CORPORATION	28-May-20	9,850.61	IRWD Check	Reconciled
408814	ORANGE COUNTY AUTO PARTS CO	28-May-20	708.76	IRWD Check	Negotiable
408815	ORANGE COUNTY SANITATION DISTRICT	28-May-20	613.96	IRWD Check	Reconciled
408816	PETRUSSE-NORRIS PAINTING, INC.	28-May-20	23,814.00	IRWD Check	Negotiable
408817	PILLSBURY WINTHROP SHAW PITTMAN LLP	28-May-20	6,661.40	IRWD Check	Reconciled
408818	PMC ENGINEERING LLC.	28-May-20	4,459.38	IRWD Check	Reconciled
408819	PROCARE WORK INJURY CENTER	28-May-20	944.03	IRWD Check	Negotiable
408820	PROFESSIONAL REPROGRAPHIC SERV	28-May-20	4,000.88	IRWD Check	Negotiable
408821	PTI SAND & GRAVEL INC	28-May-20	1,305.04	IRWD Check	Negotiable
408822	QUADIENT FINANCE USA, INC.	28-May-20	2,000.00	IRWD Check	Negotiable
408823	QUINN COMPANY	28-May-20	171.56	IRWD Check	Reconciled
408824	QUINTANA, WATTS & HARTMANN, LLC	28-May-20	5,000.00	IRWD Check	Negotiable
408825	RAM AIR ENGINEERING INC	28-May-20	36,356.30	IRWD Check	Reconciled
408826	RBCI INC	28-May-20	1,737.05	IRWD Check	Negotiable
408827	RCE CONSULTANTS, INC.	28-May-20	6,523.00	IRWD Check	Negotiable
408828	REAL WATER CONSULTANTS INC.	28-May-20	13,983.00	IRWD Check	Negotiable
408829	RESTEK CORPORATION	28-May-20	194.63	IRWD Check	Reconciled
408830	RICHARD C. SLADE & ASSOCIATES LLC	28-May-20	18,865.45	IRWD Check	Negotiable
408831	ROSEDALE - RIO BRAVO WATER STORAGE DISTRICT	28-May-20	50,393.51	IRWD Check	Negotiable
408832	RS HUGHES COMPANY, INC.	28-May-20	2,819.71	IRWD Check	Negotiable
408833	SAN DIEGO FLUID SYSTEM TECH	28-May-20	334.50	IRWD Check	Reconciled
408834	SAN MARCO APARTMENTS	28-May-20	31.59	IRWD Check	Negotiable
408835	SANCON TECHNOLOGIES, INC.	28-May-20	3,885.50	IRWD Check	Reconciled
408836	SANTA ANA BLUE PRINT	28-May-20	2,595.31	IRWD Check	Negotiable

**IRVINE RANCH WATER DISTRICT  
AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

CHECK OR ELECTRONIC #	SUPPLIERS	PAYMENT DATE	PAYMENT AMOUNT	PAYMENT METHOD	STATUS
408837	SHIH, YALEE	28-May-20	303.43	IRWD Check	Negotiable
408838	SOUTHERN CALIFORNIA EDISON COMPANY	28-May-20	224,788.93	IRWD Check	Negotiable
408839	SPARKLETTS	28-May-20	145.50	IRWD Check	Negotiable
408840	STANDARD & POOR'S FINANCIAL SERVICES LLC	28-May-20	8,500.00	IRWD Check	Negotiable
408841	STANTEC CONSULTING SERVICES INC.	28-May-20	4,237.50	IRWD Check	Negotiable
408842	STREAKWAVE WIRELESS, INC.	28-May-20	193.91	IRWD Check	Reconciled
408843	SUSAN A. SIROTA	28-May-20	4,660.00	IRWD Check	Reconciled
408844	TETRA TECH, INC	28-May-20	76,634.06	IRWD Check	Reconciled
408845	TOTAL RESOURCE MANAGEMENT, INC	28-May-20	10,115.00	IRWD Check	Negotiable
408846	TRAN, KEVIN	28-May-20	31.52	IRWD Check	Negotiable
408847	TRI POINTE HOMES, INC.	28-May-20	79.41	IRWD Check	Negotiable
408848	TRUCPARCO	28-May-20	487.98	IRWD Check	Negotiable
408849	UNITED PARCEL SERVICE INC	28-May-20	339.03	IRWD Check	Reconciled
408850	US BANK NAT'L ASSOCIATION NORTH DAKOTA	28-May-20	31,083.86	IRWD Check	Negotiable
408851	USA BLUEBOOK	28-May-20	354.92	IRWD Check	Negotiable
408852	USS CAL BUILDERS, INC.	28-May-20	1,106.59	IRWD Check	Negotiable
408853	WARE MALCOMB	28-May-20	2,000.00	IRWD Check	Reconciled
408854	WECK LABORATORIES INC	28-May-20	5,145.00	IRWD Check	Negotiable
408855	WEST COAST SAFETY SUPPLY INC	28-May-20	13,423.30	IRWD Check	Negotiable
408856	WEST YOST & ASSOCIATES	28-May-20	17,775.00	IRWD Check	Negotiable
408857	WILLIAM LYON HOMES, INC.	28-May-20	98.89	IRWD Check	Negotiable
408858	WOODRUFF, SPRADLIN & SMART, APC	28-May-20	25.50	IRWD Check	Negotiable
<b>SUB-TOTAL CHECK DISBURSEMENTS</b>			<b>8,544,233.06</b>		

13755	CHARD SNYDER & ASSOCIATES, INC.	4-May-20	19,670.11	IRWD Wire	Negotiable
13756	CHARD SNYDER & ASSOCIATES, INC.	4-May-20	1,569.24	IRWD Wire	Negotiable
13757	YORK INSURANCE SERVICES GROUP INC - CA	5-May-20	6,213.23	IRWD Wire	Negotiable
13758	CALPERS	5-May-20	530,327.64	IRWD Wire	Negotiable
13759	CHARD SNYDER & ASSOCIATES, INC.	5-May-20	1,486.50	IRWD Wire	Negotiable
13760	CALPERS	5-May-20	2,956.15	IRWD Wire	Negotiable
13761	INTERNAL REVENUE SERVICE	7-May-20	213,871.41	IRWD Wire	Negotiable
13762	EMPLOYMENT DEVELOPMENT DEPARTMENT	7-May-20	16,353.08	IRWD Wire	Negotiable
13763	FRANCHISE TAX BOARD	7-May-20	64,775.53	IRWD Wire	Negotiable
13764	CALIFORNIA DEPARTMENT OF CHILD SUPPORT SERVICES	7-May-20	3,026.40	IRWD Wire	Negotiable
13765	GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY	7-May-20	169,563.46	IRWD Wire	Negotiable
13766	CHARD SNYDER & ASSOCIATES, INC.	11-May-20	2,710.26	IRWD Wire	Negotiable
13767	CHARD SNYDER & ASSOCIATES, INC.	11-May-20	4,404.83	IRWD Wire	Negotiable
13768	U.S. BANK NATIONAL ASSOCIATION	11-May-20	1,846.03	IRWD Wire	Negotiable
13769	SUMITOMO MITSUI BANKING CORPORATION	11-May-20	29,500.81	IRWD Wire	Negotiable
13770	YORK INSURANCE SERVICES GROUP INC - CA	12-May-20	2,718.21	IRWD Wire	Negotiable
13771	WELLS FARGO BANK, N.A.	12-May-20	6,777.11	IRWD Wire	Negotiable
13772	ORANGE COUNTY SANITATION DISTRICT	15-May-20	1,641,898.75	IRWD Wire	Negotiable
13773	MUNICIPAL WATER DISTRICT OF ORANGE COUNTY	18-May-20	712,961.66	IRWD Wire	Negotiable
13774	CRADE, CLAIRE	18-May-20	20.69	IRWD Wire	Negotiable
13775	CHARD SNYDER & ASSOCIATES, INC.	18-May-20	5,689.87	IRWD Wire	Negotiable
13776	CHARD SNYDER & ASSOCIATES, INC.	18-May-20	1,203.60	IRWD Wire	Negotiable
13777	FILANC-BALFOUR BEATTY JV	18-May-20	137,094.75	IRWD Wire	Negotiable
13778	FILANC-BALFOUR BEATTY JV	18-May-20	151.79	IRWD Wire	Negotiable
13779	ORANGE COUNTY SANITATION DISTRICT	18-May-20	1,136,075.40	IRWD Wire	Negotiable
13780	YORK INSURANCE SERVICES GROUP INC - CA	19-May-20	6,727.79	IRWD Wire	Negotiable
13781	INTERNAL REVENUE SERVICE	20-May-20	223,749.45	IRWD Wire	Negotiable
13782	FRANCHISE TAX BOARD	20-May-20	67,851.71	IRWD Wire	Negotiable
13783	EMPLOYMENT DEVELOPMENT DEPARTMENT	20-May-20	16,245.23	IRWD Wire	Negotiable
13784	CALIFORNIA DEPARTMENT OF CHILD SUPPORT SERVICES	20-May-20	3,026.40	IRWD Wire	Negotiable
13785	GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY	20-May-20	181,296.57	IRWD Wire	Negotiable
13787	CALPERS	21-May-20	1,150.13	IRWD Wire	Negotiable
13788	CHARD SNYDER & ASSOCIATES, INC.	26-May-20	1,719.94	IRWD Wire	Negotiable

**IRVINE RANCH WATER DISTRICT  
AP DISBURSEMENTS AND VOIDS FOR MAY 2020**

<b>CHECK OR ELECTRONIC #</b>	<b>SUPPLIERS</b>	<b>PAYMENT DATE</b>	<b>PAYMENT AMOUNT</b>	<b>PAYMENT METHOD</b>	<b>STATUS</b>
13789	CHARD SNYDER & ASSOCIATES, INC.	26-May-20	1,745.74	IRWD Wire	Negotiable
13790	CALPERS	26-May-20	3,845.28	IRWD Wire	Negotiable
13791	ORANGE COUNTY SANITATION DISTRICT	27-May-20	870,371.17	IRWD Wire	Negotiable
13792	CALPERS	27-May-20	170,077.23	IRWD Wire	Negotiable
13793	BANK OF NEW YORK MELLON TRUST COMPANY NA	27-May-20	53,170.08	IRWD Wire	Negotiable
13794	U.S. BANK NATIONAL ASSOCIATION	28-May-20	5,815.58	IRWD Wire	Negotiable
13795	BANK OF AMERICA	28-May-20	4,177.58	IRWD Wire	Negotiable
13796	BANK OF NEW YORK MELLON TRUST COMPANY NA	28-May-20	75.00	IRWD Wire	Negotiable
13797	BANK OF NEW YORK MELLON TRUST COMPANY NA	28-May-20	83.33	IRWD Wire	Negotiable
<b>SUB-TOTAL ELECTRONIC DISBURSEMENTS</b>			<b>6,323,994.72</b>		
<b>SUB-TOTAL AP CHECK AND ELECTRONIC DISBURSEMENTS</b>			<b>14,868,227.78</b>		
13786	CALPERS	21-May-20	230,576.40	IRWD Wire	Voided
<b>SUB-TOTAL CHECK AND ELECTRONIC ISSUED AND VOIDED IN MAY 2020</b>			<b>230,576.40</b>		
<b>TOTAL AP DISBURSEMENTS AND VOIDS FOR MAY 2020</b>			<b>15,098,804.18</b>		

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Exhibit "E"

**MONTHLY SUMMARY OF PAYROLL ACH PAYMENTS**

**May  
2020**

	AMOUNT	VENDOR	PURPOSE
5/8/2020	1,041,054.83	BANK OF AMERICA	ACH Payments for Payroll
5/22/2020	1,065,348.30	BANK OF AMERICA	ACH Payments for Payroll
	<u><b>\$2,106,403.13</b></u>		

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## Exhibit "F"

### IRWD Gov Code 53065.5 Disclosure Report

Payment or Reimbursements for Individual charges of \$100 or more per transaction for services or product received  
01-MAY-20 to 31-MAY-20

NAME	CHECK NO.	CHECK DATE	AMOUNT	ITEM DESCRIPTION	EXPENSE JUSTIFICATION
Arellano, Charles	408707	28-May-20	110.86	Other(Misc)	Safety shoe allowance
Chauv, Denise	408708	28-May-20	286.00	Membership Renewal	AWWA membership
Collazo, Carlos	408370	14-May-20	120.00	Certification Renewal	SWRCB Water Distribution Operator Grade D 3
Donnelly, Stephen	408371	14-May-20	105.00	Certification Renewal	SWRCB Water Distribution Operator Grade V
Hoffman, Michael	408211	7-May-20	192.00	Membership Renewal	CWEA membership
Justice, Jack	408711	28-May-20	192.00	Membership Renewal	CWEA membership
Ledesma, Alex	408372	14-May-20	105.00	Certification Renewal	SWRCB Water Distribution Operator Grade IV
Lin, Eileen	408213	7-May-20	425.00	Membership Renewal	Membership & CPE Class
Lin, Eileen	408213	7-May-20	1385.00	Certification Renewal	Membership & CPE Class
Moeder, Jacob	408214	7-May-20	115.00	Certification Renewal	2020 Professional Engineer License
Mori, Rich	408714	28-May-20	115.00	Certification Renewal	2020 Professional Engineer License
Oldewage, Lars	408215	7-May-20	286.00	Membership Renewal	AWWA membership
Pfister, Ken	408373	14-May-20	155.00	Certification Renewal	SWRCB Water Distribution Operator Grade V
Tran, Jason	408217	7-May-20	192.00	Membership Renewal	CWEA membership
Zuniga, Emilyn	408216	7-May-20	200.00	Other(Misc)	Safety shoe allowance
<b>Total Amount:</b>			<b>\$3,983.86</b>		

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June 22, 2020  
Prepared by: C. Spangenberg / M. Cortez  
Submitted by: K. Burton  
Approved by: Paul A. Cook *P. Cook*

CONSENT CALENDAR

MICHELSON WATER RECYCLING PLANT PAVING AT NORTH ODOR SCRUBBER  
AND DIVERTER CHUTES FINAL ACCEPTANCE

SUMMARY:

Construction of the Michelson Water Recycling Plant (MWRP) Paving at North Odor Scrubber and Diverter Chutes project is complete. IRWD's contractor SS Mechanical Construction Corporation has completed the required work and all punch list items. The project has received final inspection and acceptance of construction is recommended.

BACKGROUND:

Cho Design Associates completed the project design in September 2019. SS Mechanical was awarded the construction contract on October 28, 2019 and completed construction of the improvements on June 8, 2020. Staff processed three contract change orders during construction as described on the contract change order summary provided as Exhibit "A". The bulk of the additional work and contract time was authorized by IRWD and completed as Contract Change Order No. 2. Since SS Mechanical was on site at MWRP and available, staff requested the contractor to complete safety-related improvements at the Biosolids facility.

Project Title:	MWRP Paving at North Odor Scrubber and Diverter Chutes
Project Nos.:	07890, 07891
Design Engineer:	Cho Design Associates, Inc.
Management by:	IRWD Staff
Contractor:	SS Mechanical Construction Corporation
Original Contract Cost:	\$289,553
Final Contract Cost:	\$348,268.11
Original Contract Days:	100
Final Contract Days:	223
Final Change Order Approved On:	June 11, 2020

FISCAL IMPACTS:

Projects 07890 and 07891 are included in the FY 2019-20 Capital Budget. The existing budgets are sufficient to fund the final payment for these projects.

ENVIRONMENTAL COMPLIANCE:

This project is exempt from the California Environmental Quality Act (CEQA) as authorized under the California Code of Regulations, Title 14, Chapter 3, Section 15301 which provides exemption for minor alterations of existing public or private structures, facilities, mechanical equipment, or topographical features, involving negligible or no expansion of use beyond that existing at the time of the lead agency's determination, and Section 15302 which provides exemption for the replacement or reconstruction of existing facilities where the new structure will be located on the same site as the structure replaced and will have substantially the same purpose and capacity as the structure replaced. A Notice of Exemption for the project was filed with the Orange County Clerk Recorder on August 31, 2018.

COMMITTEE STATUS:

This item was not reviewed by a Committee.

RECOMMENDATION:

THAT THE BOARD ACCEPT CONSTRUCTION OF MICHELSON WATER RECYCLING PLANT PAVING AT NORTH ODOR SCRUBBER AND DIVERTER CHUTES, PROJECTS 07890 AND 07891, 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.

LIST OF EXHIBITS:

Exhibit "A" – Summary of Construction Change Orders

EXHIBIT "A"

MWRP Paving at North Odor Scrubber and Diverter Chutes  
PR 07890 and 07891  
Contract Change Order Summary

Date: June 12, 2020  
Contractor: SS Mechanical Construction Corp  
Design Engineer: Cho Design Associates

			Contract Amount						Contract Days				Original Completion Date:
			Original Contract Amount: \$289,553.00						Original Days: 100				2/6/2020
Change Order No.	Description	Category	Change Order Line Item Amount	Change Order Amount	Previous Change Orders	Cumulative Total of Change Orders	% of Original Contract Amount	Revised Contract Amount	Change Order Days	Previous Change Order Days	Cum. Change Order Days	Revised Total Contract Days	Revised Completion Date
1	Approved by Executive Director of Technical Services Approved on October 22, 2019 <u>1.1:</u> Pipeline and footing relocation due to unknown obstructions <u>1.2:</u> Non-compensatory time extension due to revisions in handrail, ladder, platform structures, and fabrication.	B B	\$7,106.11	\$7,106.11	\$ -	\$ 7,106.11	2.45%	\$296,659.11	45 0 45	0	45	145	3/22/2020
2	Approved by Executive Director of Technical Services Approved on March 20, 2020 <u>2.1:</u> Centrate Wet Well Railing and Ladder Retrofit <u>2.2:</u> Installation of Deflagration Deflector Plates <u>2.3:</u> Biosolids Truck Scale Guards <u>2.4:</u> Installation of SHB Electrical Room Cable Tray Penetration Sealing <u>2.5:</u> Installation of Air Handling Units Intake Grading	A A A A A	\$22,775.00 \$4,920.00 \$8,075.00 \$4,765.00 \$7,960.00	\$48,495.00	\$ 7,106.11	\$ 55,601.11	19.20%	\$345,154.11	60 20 10 10 10	45	105	205	5/21/2020
3	Approved by Executive Director of Technical Services Approved on June 11, 2020 <u>3.1:</u> Relocation of diverter chutes support railing	B	\$3,114.00	\$3,114.00	\$ 55,601.11	\$58,715.11	20.28%	\$348,268.11	18 18	105	123	223	6/8/2020

Category	Total Amount	% of Original Contract
A - Owner Directed Change	\$48,495.00	16.75%
B - Differing/Unknown Condition	\$10,220.11	3.53%
C - External Agency, Regulatory, and/or Permit Required Change	\$0.00	0.00%
D - Design Oversight	\$0.00	0.00%
Total Change Order Amount (A + B + C + D)	\$58,715.11	20.28%

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June 22, 2020

Prepared by: T. Lynch/J. Moeder/R. Mori

Submitted by: K. Burton

Approved by: Paul A. Cook 

## CONSENT CALENDAR

### SANTIAGO HILLS ZONE C+ RESERVOIR STRAINER MODIFICATIONS CONSTRUCTION AWARD

#### SUMMARY:

The recently constructed strainer facility at the new Santiago Hill Zone C+ Reservoir backwashes more frequently than originally anticipated, which, in the absence of a nearby sewer connection, causes the strainer backwash recovery system to underperform. To improve the performance of the strainer facility, staff developed a plan to convey the strainer backwash water through a temporary pipeline to an existing sewer located downhill from the reservoir site. Psomas completed the design for the Santiago Hills Zone C+ Reservoir Strainer Modifications project, and bids were received from three contractors for construction of the project. Staff recommends that the Board authorize the General Manager to execute a construction contract with Paulus Engineering, Inc. in the amount of \$215,965.99.

#### BACKGROUND:

The Irvine Lake Pipeline (ILP) North Conversion Project was part of the District's strategic plan to increase recycled water usage and reduce reliance on imported water supplies by converting a significant portion of the ILP from untreated water to recycled water. As part of the conversion project, the District constructed a new 2.4 million gallon (MG) buried concrete recycled water reservoir and strainer facility. The backwash from the strainer facility was originally designed to discharge to the sewer, but with the delay of the Santiago Hills II development, the sewer was not constructed as originally planned. As such, the strainer facility was modified during its construction to include settling facilities and a pumped return of the settled strainer backwash to the upstream side of the strainer facility. Due to the current quality of Irvine Lake water, the strainer facility backwashes more frequently than originally anticipated, which in the absence of a sewer connection, causes the strainer backwash recovery system to underperform.

To improve the performance of the strainer facility, staff developed a plan to convey the strainer backwash water to an existing sewer. The first part of the plan, now complete, included the installation of a temporary highline from the reservoir site to an existing sewer located in Jamboree. The second part of the plan, which will be accomplished through the implementation of this project, is the construction of additional onsite pumping and piping facilities to deliver the strainer backwash water to the temporary highline.

#### Construction Award:

Psomas prepared construction plans for the proposed improvements. Staff approved the plans in April 2020 and advertised the project for construction bidding to a select list of 16 mechanical and pipeline contractors. The bid opening was held June 11, 2020 with bids received from Paulus Engineering, Inc. (Paulus), Pacific Hydrotech Corporation, and SS Mechanical

Construction Corporation. Paulus is the apparent low bidder with a bid amount of \$215,965.99. The engineer's estimate is \$175,000. Paulus's bid information is attached as Exhibit "A", and a summary of the three bids received is provided in the following table.

<b>Bidder</b>	<b>Bid Amount</b>
Paulus Engineering, Inc.	\$ 215,965.99
Pacific Hydrotech Corp.	\$ 226,000.00
SS Mechanical Construction Corp.	\$ 229,650.00
<i>Engineer's Estimate</i>	<i>\$ 175,000.00</i>

Staff reviewed Paulus's bid and identified a clerical error in the bid. Paulus erroneously listed Pacific Hydrotech Corporation (PHC) as its electrical subcontractor instead of listing Hydrotech Electric as intended. Following District legal counsel's advice, staff requested and received additional documentation from Paulus supporting its intention to list Hydrotech Electric as the electrical subcontractor. In accordance with Public Contracting Code, Paulus formally requested that PHC be replaced with Hydrotech Electric as the listed electrical subcontractor. After the bid opening, staff received a letter from PHC indicating that PHC acknowledged that Paulus made a clerical error in its bid and that PHC would not protest the construction award to Paulus, the apparent low bidder. Staff recommends that the Board authorize the General Manager to execute a construction contract with Paulus in the amount of \$215,965.99.

**FISCAL IMPACTS:**

Project 05407 is included in the FY 2019-20 Capital Budget. The existing budget is sufficient to fund the staff's recommendation as presented.

**ENVIRONMENTAL COMPLIANCE:**

This project is subject to the California Environmental Quality Act (CEQA) and in conformance with California Code of Regulations Title 14, Chapter 3, Article 6, a Notice of Intent to adopt a Mitigated Negative Declaration was filed with the County of Orange on November 3, 2015. Pursuant to State Guideline § 15073, the Initial Study/Mitigated Negative Declaration (IS/MND) was made available for public review for a period of 30 days from November 4, 2015 through December 3, 2015. The IS/MND was adopted by IRWD Board of Directors at its January 11, 2016 meeting. A Notice of Determination was filed with the Orange County Clerk/Recorder and the CA State Clearinghouse on January 12, 2016.

**COMMITTEE STATUS:**

Construction awards are not routinely taken to Committee prior to submittal to the Board.

RECOMMENDATION:

THAT THE BOARD AUTHORIZE THE GENERAL MANAGER TO EXECUTE A CONSTRUCTION CONTRACT WITH PAULUS ENGINEERING, INC. IN THE AMOUNT OF \$215,965.99 FOR THE SANTIAGO HILLS ZONE C+ RESERVOIR STRAINER MODIFICATIONS, PROJECT 05407.

LIST OF EXHIBITS:

Exhibit "A" – Paulus Engineering, Inc.'s Bid Results

Note: This page is intentionally left blank.

**Bid Results****Bidder Details**

**Vendor Name** Paulus Engineering, Inc.  
**Address** 2871 E Coronado St  
 Anaheim, CA 92806  
 United States

**Respondee** Rory Campbell  
**Respondee Title** Chief Estimator  
**Phone** 714-632-3975 Ext.  
**Email** campbell@Paulusengineering.com

**Vendor Type** CADIR  
**License #** 724114  
**CADIR** 1000000540

**Bid Detail**

**Bid Format** Electronic  
**Submitted** June 11, 2020 11:53:40 AM (Pacific)  
**Delivery Method**  
**Bid Responsive**  
**Bid Status** Submitted  
**Confirmation #** 215531  
**Ranking** 0

**Respondee Comment****Buyer Comment****Attachments**

File Title	File Name	File Type
Paperwork	220093 Paperwork.pdf	Bid Form

**Line Items**

Type	Item Code	UOM	Qty	Unit Price	Line Total	Comment
<b>BASE BID ITEMS</b>						
1	Furnish all labor, materials, equipment, services and appurtenant work, except for item 2 below, for the construction of the Santiago Hills Zone C+ Reservoir Site Strainer Modifications Project.	LS	1	\$215,865.99	\$215,865.99	
2	Trench Safety Measures	LS	1	\$100.00	\$100.00	
					<b>Subtotal</b>	<b>\$215,965.99</b>
<b>ADDITION OR DEDUCTION LINE ITEM</b>						
3	ADDITION (+) OR DEDUCTION (-)	LS	1	0	0	
					<b>Subtotal</b>	<b>0</b>
					<b>Total</b>	<b>\$215,965.99</b>

**Subcontractors**

Name & Address	Description	License Num	CADIR	Amount	Type
<b>Pacific Hydrotech Corp</b> 314 E 3rd Street Perris, CA 92507 United States	Electrical	518355	1000002987	\$8,050.00	CADIR
PlanetBids, Inc.					

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June 22, 2020

Prepared by: T. Lynch/J. Moeder/R. Mori

Submitted by: K. Burton

Approved by: Paul A. Cook

*PAC*

## ACTION CALENDAR

### PRIMARY DISINFECTION FACILITY SODIUM HYPOCHLORITE STORAGE AND FEED SYSTEM CONSTRUCTION AWARD, CONSULTANT SELECTION, AND BUDGET INCREASE

#### SUMMARY:

Carollo Engineers completed the design for the Primary Disinfection Facility (PDF) Sodium Hypochlorite Storage and Feed System project, and bids were received from three contractors for construction of the project. Staff also requested a proposal from Carollo to provide engineering services during construction. Staff recommends that the Board:

- Authorize a budget increase in the amount of \$5,050,000, from \$2,976,900 to \$8,026,900;
- Authorize the General Manager to execute a construction contract with Pacific Hydrotech Corporation in the amount of \$5,537,800; and
- Authorize the General Manager to execute a Professional Services Agreement in the amount of \$363,353 with Carollo Engineers for engineering services during construction for the PDF Sodium Hypochlorite Storage and Feed System project.

#### BACKGROUND:

IRWD's PDF provides final disinfection of groundwater from the Dyer Road Wellfield before this water enters the IRWD potable water distribution system. The PDF currently provides this disinfection using gaseous chlorine and aqueous ammonia. The existing gaseous chlorine system consists of 24 one-ton chlorine gas cylinders, chlorinators, chlorine booster pumps, emergency scrubber system, and a fully enclosed containment area for truck unloading of the cylinders.

This project includes the removal of the existing chlorine gas system and related appurtenances and the installation of a new sodium hypochlorite storage and feed system within the existing chlorination building. The project also includes various other facility improvements and the installation of a new carbon dioxide storage and feed system to maintain current water quality characteristics. Upon completion of this project, gaseous chlorine will no longer be used at any IRWD facility.

#### Construction Award:

IRWD retained Carollo to design the PDF Sodium Hypochlorite Storage and Feed System project. Staff approved the plans in February 2020 and advertised the project for construction bidding to a select list of 15 mechanical contractors. The bid opening was held June 2, 2020, with bids received from Pacific Hydrotech Corporation, Environmental Construction, Inc., and Steve P. Rados, Inc. Pacific Hydrotech Corporation is the apparent low bidder with a bid amount of \$5,537,800. The engineer's estimate, prepared by Carollo, is \$5,900,000. Pacific

Action Calendar: Primary Disinfection Facility Sodium Hypochlorite Storage and Feed System  
Construction Award, Consultant Selection, and Budget Increase

June 22, 2020

Page 2

Hydrotech Corporation's bid information is attached as Exhibit "A", and a summary of the three bids received is provided below:

<b>Bidder</b>	<b>Bid Amount</b>
Pacific Hydrotech Corporation	\$ 5,537,800
Environmental Construction, Inc.	\$ 6,996,554
Steve P. Rados, Inc.	\$ 8,500,000
<i>Engineer's Estimate</i>	<i>\$ 5,900,000</i>

Staff reviewed Pacific Hydrotech Corporation's bid and has determined that it is responsive. Staff recommends that the Board authorize the General Manager to execute a construction contract with Pacific Hydrotech Corporation in the amount of \$5,537,800.

Engineering Services during Construction:

Carollo provided engineering design services for the project, and staff requested Carollo to submit a proposal for engineering services during construction. Carollo's proposal, which is attached as Exhibit "B", includes scope for meeting attendance, submittal reviews, responses to contractor requests for information, miscellaneous construction support, site visits during construction, and record drawing preparation. Carollo recently provided similar engineering services during construction for previous gaseous chlorine conversion projects at the Rattlesnake Reservoir and Initial Disinfection Facility. Staff reviewed the proposal and recommends that the Board authorize the General Manager to execute a Professional Services Agreement with Carollo in the amount of \$363,353 for engineering services during construction.

FISCAL IMPACTS:

Project 06214 is included in the FY 2019-20 Capital Budget and will be funded 78.6% by the regional potable water fund and 21.4% by the water replacement fund. Staff developed the customized split by categorizing portions of the project as replacement of aging infrastructure rather than strictly enhancement of existing facilities. A budget increase is required to fund the construction and engineering support services during construction as shown in the table below.

Project No.	Current Budget	Addition <Reduction>	Total Budget
06214	\$2,976,900	\$5,050,000	\$8,026,900

ENVIRONMENTAL COMPLIANCE:

This project is exempt from the California Environmental Quality Act (CEQA) as authorized under the California Code of Regulations, Title 14, Chapter 3, Section 15301 which provides exemption for minor alterations of existing public or private structures, facilities, mechanical equipment, or topographical features, involving negligible or no expansion of use beyond that existing at the time of the lead agency's determination. A Notice of Exemption for the project was filed with the County of Orange on October 9, 2018.

COMMITTEE STATUS:

The consultant selection recommendation was reviewed by the Engineering and Operations Committee on March 17, 2020. Construction awards are not routinely taken to Committee prior to submittal to the Board.

RECOMMENDATION:

THAT THE BOARD AUTHORIZE A BUDGET INCREASE IN THE AMOUNT OF \$5,050,000, FROM \$2,976,900 TO \$8,026,900; AUTHORIZE THE GENERAL MANAGER TO EXECUTE A CONSTRUCTION CONTRACT WITH PACIFIC HYDROTECH CORPORATION IN THE AMOUNT OF \$5,537,800; AND AUTHORIZE THE GENERAL MANAGER TO EXECUTE A PROFESSIONAL SERVICES AGREEMENT WITH CAROLLO ENGINEERS IN THE AMOUNT OF \$363,353 FOR ENGINEERING SERVICES DURING CONSTRUCTION FOR THE PRIMARY DISINFECTION FACILITY SODIUM HYPOCHLORITE STORAGE AND FEED SYSTEM, PROJECT 06214.

LIST OF EXHIBITS:

Exhibit "A" – Pacific Hydrotech Corporation's Bid Results

Exhibit "B" – Carollo's Proposal for Engineering Services during Construction

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**Bid Results****Bidder Details**

**Vendor Name** Pacific Hydrotech Corp  
**Address** 314 E 3rd Street  
Perris, CA 92507  
United States

**Respondee** Jimmy Garibaldo  
**Respondee Title** Estimator  
**Phone** 951-943-8803 Ext. 406  
**Email** jimmy@pachydro.com

**Vendor Type** CADIR  
**License #** 518355  
**CADIR** 1000002987

**Bid Detail**

**Bid Format** Electronic  
**Submitted** June 2, 2020 1:55:56 PM (Pacific)  
**Delivery Method**  
**Bid Responsive**  
**Bid Status** Submitted  
**Confirmation #** 214318  
**Ranking** 0

**Respondee Comment****Buyer Comment****Attachments**

File Title	File Name	File Type
PHC Bid	IRWD BID.pdf	Bid Form

**Line Items**

Type	Item Code	UOM	Qty	Unit Price	Line Total	Comment
<b>BASE BID ITEMS</b>						
1	Mobilization/Demobilization (Not to exceed 3% of Base Bid)	LS	1	\$150,000.00	\$150,000.00	
2	Procurement and Installation of Sodium Hypochlorite Storage Tanks	EA	2	\$152,300.00	\$304,600.00	
3	Procurement and Installation of Carbon Dioxide Storage and Feed System through TOMCO2 Firm Fixed-Price Proposal	LS	1	\$467,600.00	\$467,600.00	
4	Procurement and Installation of Sodium Hypochlorite Chemical Metering Pumps through Cortech Engineering Firm Fixed-Price Proposal	LS	1	\$217,900.00	\$217,900.00	
5	Procurement and Installation of Ammonia Chemical Metering Pumps through Cortech Engineering Firm Fixed-Price Proposal	LS	1	\$108,400.00	\$108,400.00	

**Bid Results**

Type	Item Code	UOM	Qty	Unit Price	Line Total	Comment
6	Procurement and Installation of Motor Control Center through OneSource					
		LS	1	\$400,000.00	\$400,000.00	
7	Procurement and Installation of Generator Diesel Fuel Tank					
		LS	1	\$11,900.00	\$11,900.00	
8	Provide all Work as shown in the Contract Documents excluding Bid Items 1, 2, 3, 4, 5, 6, 7, 9, 10, 11, and 12.					
		LS	1	\$3,831,400.00	\$3,831,400.00	
9	Trench Safety Measures					
		LS	1	\$2,000.00	\$2,000.00	
10	Startup Testing					
		LS	1	\$20,000.00	\$20,000.00	
11	Operation and Maintenance Manuals					
		LS	1	\$10,000.00	\$10,000.00	
12	Final Record Drawings					
		LS	1	\$10,000.00	\$10,000.00	
<b>Subtotal</b>					<b>\$5,533,800.00</b>	
<b>ADDITIVE AND DEDUCTIVE BID ITEMS</b>						
13	Sodium hypochlorite storage and feed room sump pump					
	A-1	LS	1	\$4,000.00	\$4,000.00	
<b>Subtotal</b>					<b>\$4,000.00</b>	
<b>ADDITION OR DEDUCTION LINE ITEM</b>						
14	ADDITION (+) OR DEDUCTION (-)					
		LS	1	0	0	
<b>Subtotal</b>					<b>0</b>	
<b>Total</b>					<b>\$5,537,800.00</b>	

**Subcontractors**

Name & Address	Description	License Num	CADIR	Amount	Type
<b>Murphy Industrial Coatings, Inc.</b> 2704 Gundry Ave Signal Hill, CA 90755 United States	Coatings	310594	1000005885	\$175,803.00	
<b>Econo Fence Inc</b> 5261 Pedley Rd Riverside, CA 92509 United States	Fence	337734	1000001395	\$77,460.00	CADIR
<b>Hardy &amp; Harper, Inc.</b> 1312 E. Warner Ave Santa Ana, CA 92705 United States	AC Paving	215952	1000000076	\$41,395.20	
<b>B&amp;F Supply Inc</b> 3480 W. Warner Ave Suite #O Santa Ana, CA 92704 United States	Doors	400694	1000012979	\$33,895.00	CADIR
<b>Anderson Air Conditioning</b> 2100 E. Walnut Ave Fullerton, CA 92831 United States	HVAC	894408	1000008344	\$274,300.00	CADIR

**Bid Results**

<b>Name &amp; Address</b>	<b>Description</b>	<b>License Num</b>	<b>CADIR</b>	<b>Amount</b>	<b>Type</b>
<b>Standard Demolition</b> 1905 Lirio Ave Ventura, CA 93004 United States	Demolition	1020712	1000047290	\$101,460.00	CADIR
<b>Amber Steel Co.</b> 312 S. Willow Ave Rialto, CA 92376 United States	Rebar	268566	1000000630	\$77,030.00	CADIR
<b>ACS Electrical</b> 33 Hammond Suite 209 Irvine, CA 92618 United States	Electrical & Instrumentation	962264	1000001248	\$1,350,800.00	CADIR

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# SCOPE OF SERVICES

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IRVINE RANCH WATER DISTRICT

PRIMARY DISINFECTION FACILITY

SODIUM HYPOCHLORITE STORAGE AND FEED SYSTEM

ENGINEERING SERVICES DURING CONSTRUCTION

MARCH 2020

## **BACKGROUND**

The Irvine Ranch Water District (District) is in the process of replacing existing chlorine gas facilities with bulk sodium hypochlorite as a disinfectant. Chlorine gas is a hazardous chemical and requires additional training, inspections, permitting and safety measures for its safe use. The purpose of this project is to replace the chlorine gas system at the District's Primary Disinfection Facility (PDF). The project also includes the addition of a carbon dioxide system for pH control, demolition of the miscellaneous storage building, construction of a new site wall with new site paving and grading, replacement of the carrier water booster pumps, replacement of the ammonia metering pumps, lighting and ventilation system upgrades, replacement of the MCC and PLC, and other site and facility improvements. Carollo and the District have completed the final design and are in the bid phase period. This exhibit provides the scope of work to provide engineering services during construction for the project.

## **SCOPE OF WORK**

### **Task 1 Project Management**

#### **Task 1.01 – Project Status Reports**

Monthly written status reports will be provided to the District. Monthly reports will accompany and supplement monthly invoices along with updated project schedules. These reports will provide a narrative summary of progress on the Project, including budget and schedule status. The report will

discuss work completed on the Project for the reporting period and anticipated work for the next period. Critical decisions and outstanding action items will be documented and included with each report. Any out-of-scope work, if needed, will be identified in this progress report.

### **Task 1 Deliverables**

- Electronic monthly status reports submitted with the invoice.

## **Task 2 Construction Phase Services**

Carollo will provide support and consultation to the District throughout the construction period, as outlined in the following tasks:

### **Task 2.01 - Conformed Documents**

Carollo will provide conformed documents (drawings and specifications) based on the bid documents and addenda released during the bid period. Conformed documents will be provided in electronic format (PDF). Conformed specifications will use track changes to highlight modifications made.

### **Task 2.02 – Project Meetings**

Attend twenty-four (24) construction meetings throughout the duration of construction period - one (1) per month. Draft agenda and supporting materials will be distributed for review approximately five days prior each meeting and workshop. Draft and final conference notes will be distributed to all attendees and other interested staff within one week of the meeting.

### **Task 2.03 – Request for Information**

Respond to one hundred (100) Requests for Information (RFIs) from the construction contractor. Clarifications, details, additional calculations for clarification or modification to original design drawings will be provided as requested by the District to provide clear and concise responses.

### **Task 2.04 – Minor Plan Revisions**

A budget of up to one hundred (100) hours has been established to provide minor revisions to the contract construction drawings as required for Task 2.03 above or other needs.

### **Task 2.05 – Site Visits**

Carollo will attend and conduct eight (8) site visits throughout the construction period to review construction progress, resolve technical issues, and/or review overall project schedule, coordination, and progress with the District and the Contractor. These site visits will be separate from project meetings noted above.

## **Task 2.06 – Shop Drawing Reviews**

Review and approve for acceptance of at least one hundred and ten (110) shop drawing submittals. This task will include a second review of up to sixty (60) shop drawing submittal, if required.

## **Task 2.07 – Record Drawings**

Prepare record drawings at construction completion using Contractor's and IRWD's inspector's markups. Deliver final record drawings as a combined PDF electronic file, and AutoCAD electronic files.

## **Task 2.08 – Miscellaneous Construction Support**

Carollo will provide as-needed construction support as requested by IRWD. This task will be used to support the construction for various tasks that may fall outside the scope of previously listed tasks. A budget of 100 hours has been established for this task.

### **Task 2 Deliverables**

- Submittal Review Comments
  
- RFI Responses
  
- Plan Revisions, as required
  
- Record Drawings as PDF electronic file, and AutoCAD electronic files

Exhibit B  
Irvine Ranch Water District  
Primary Disinfection Facility  
Sodium Hypochlorite Storage Feed System  
Engineering Services During Construction

Task	Task Description	Meyerhofer	Weishaar	Goddard	Doan	Burdick	Assistance EI&C Engineer	Senior Technician	Technician	Document Processing	Task Hours	Task Subtotal	Other Direct Costs	Subconsultant	Task Total
<b>1</b>	<b>Project Management</b>														
1.01	Project Status Reports	0	48	24	0	0	0	0	0	0	72	\$ 15,168	\$ -	\$ -	\$ 15,168
	<b>Task Subtotal</b>	<b>0</b>	<b>48</b>	<b>24</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>72</b>	<b>\$ 15,168</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 15,168</b>
<b>2</b>	<b>Construction Phase Services</b>														
2.01	Conformed Drawings	0	4	16	4	4	12	4	20	8	72	\$ 12,252	\$ 3,075	\$ -	\$ 15,327
2.02	Project Meetings (24 Total)	0	36	12	12	12	12	0	0	0	84	\$ 18,048	\$ 7,800	\$ -	\$ 25,848
2.03	Requests for Information (100 Total)	0	60	160	40	40	100	0	0	0	400	\$ 77,320	\$ -	\$ 2,500	\$ 79,820
2.04	Plan Revisions (100 Hours Total)	0	8	20	4	4	20	12	32	0	100	\$ 17,520	\$ -	\$ -	\$ 17,520
2.05	Site Visits (8 Total)	0	16	16	4	8	8	0	0	0	52	\$ 10,728	\$ 2,640	\$ -	\$ 13,368
2.06	Shop Drawing Review (170 Total)	0	80	280	80	60	180	0	0	0	680	\$ 129,920	\$ -	\$ 2,500	\$ 132,420
2.07	Record Drawings	0	8	40	4	4	54	12	48	0	170	\$ 29,128	\$ 218	\$ -	\$ 29,346
2.08	Miscellaneous Construction Support & Coordination	0	24	60	20	24	48	0	0	0	176	\$ 34,536	\$ -	\$ -	\$ 34,536
	<b>Task Subtotal</b>	<b>0</b>	<b>236</b>	<b>604</b>	<b>168</b>	<b>156</b>	<b>434</b>	<b>28</b>	<b>100</b>	<b>8</b>	<b>1734</b>	<b>\$ 329,452</b>	<b>\$ 13,733</b>	<b>\$ 5,000</b>	<b>\$ 348,185</b>
	Hours Total	0	284	628	168	156	434	28	100	8	1806				
	Rate	\$ 260	\$ 230	\$ 172	\$ 210	\$ 260	\$ 172	\$ 190	\$ 145	\$ 122					
	<b>Project Subtotal</b>	<b>\$ -</b>	<b>\$ 65,320</b>	<b>\$ 108,016</b>	<b>\$ 35,280</b>	<b>\$ 40,560</b>	<b>\$ 74,648</b>	<b>\$ 5,320</b>	<b>\$ 14,500</b>	<b>\$ 976</b>		<b>\$344,620</b>	<b>\$13,733</b>	<b>\$5,000</b>	<b>\$363,353</b>

June 22, 2020

Prepared by: T. Fournier

Submitted by: R. Jacobson / C. Clary

Approved by: Paul A. Cook



## ACTION CALENDAR

### SAND CANYON OFFICE IMPROVEMENT PROJECT CONSTRUCTION AWARD AND BUDGET INCREASE

#### SUMMARY:

IRWD's Sand Canyon headquarters facility was constructed nearly 30 years ago. Over the past several months, staff has been developing a scope of work to refresh the building and reconfigure office areas to provide for more efficient use of office space. Staff recommends the Board:

- Authorize the General Manager to execute a construction contract with Layton Construction in the amount of \$1,799,849.79 for construction for the Sand Canyon Office Improvements Project, and
- Authorize a budget increase in the amount of \$600,000, from \$213,500 to \$813,500, for Project 01257, an increase of \$600,000, from \$525,000 to \$1,125,000, for Project 01336, and an increase of \$600,000, from \$477,500 to \$1,077,500, for Project 01549.

#### BACKGROUND:

IRWD's Sand Canyon headquarters facility was constructed in 1992. While staff has consistently made it a priority to maintain the building as appropriate, 30 years of use has become more apparent throughout the building's interior. Since 1992, IRWD staffing levels have also increased significantly, resulting in overcrowding in some departments. Furthermore, certain office areas that are no longer needed (e.g., the large computer main frame room, remittance processing area, and mail processing room) can be reconfigured to provide better use of the space.

Over the past several months, staff and architects from Ware Malcomb have been developing a scope of work to refresh the building and reconfigure areas to provide for more efficient use of the Sand Canyon building. Phase I of the refresh project, (predominantly carpet and paint in the Board Room, Multi-Purpose Room, Staff Lunchroom, and the Entry Lobby) is nearly complete. With most of the Sand Canyon staff still working remotely due to COVID-19, staff is now working diligently to complete the remaining improvements throughout the building before staff returns full-time to the Sand Canyon building, thereby also taking advantage of favorable construction pricing. The primary elements of the construction project include:

- Demolition of the existing carpet and T-bar ceiling system;
- Replacement of the existing HVAC and electrical fixtures;
- Replacement of original T-bar grid and ceiling tiles and re-aliment of the fire sprinklers;
- Reconfiguration of the large computer room, remittance processing room, and mail room to allow for additional employee cubicles;
- Replacement of air conditioning units and associated duct work in the computer room;

- Construction of two new offices and two new conference rooms;
- Reorientation of the customer service counter to provide for more efficient use of space;
- Carpet and paint throughout the remaining portion of the building;
- Remodel of the coffee bars and storage rooms; and
- Replacement of vertical window blinds throughout the building.

Construction Bid Process:

IRWD retained architect Ware Malcomb for design services and Newport Real Estate Services (NRES) for construction management services. NRES received bids from three pre-qualified general contractors including Layton Construction Company, KPRS Construction, and Howard Building Corporation. Layton Construction Company was the low bidder with a bid amount of \$1,799,849.79. This bid price is approximately \$45.00 per square foot, based on the actual office area being improved. The unit cost of Layton's bid price is consistent with staff's experience managing comparable tenant improvements for the District's commercial real estate properties. The bid summary is provided as Exhibit "A".

Schedule:

If the project is approved at this meeting, staff expect the contractor to mobilize in July. The work will be done in phases to allow for staff still working in the Sand Canyon offices (predominantly Customer Service and Information Services) to temporarily relocate so they can continue working. Staff expects all of the work associated with this project to be completed by the end of 2020.

FISCAL IMPACTS:

Office Space Improvement Projects 01257 (Recycled Water), 01336 (Domestic Water) and 01549 (Sewer) are included in the Fiscal Year 2019-20 Capital Budget. The new paint and carpet in the Board Room, Multi-Purpose Room, Staff Lunchroom, Entry Lobby, and some improvements in the General Manager's Office area were completed under separate contracts, but billed to these capital project numbers. This project will be funded by using the Replacement Fund. The recommended increase to the existing budgets is allocated evenly between Project 01257, 01336, and 01549 to fund the construction of the Sand Canyon Office Improvement Project.

Project No.	Current Budget	Addition <Reduction>	Total Budget
01257	\$ 213,500	\$ 600,000	\$ 813,500
01336	\$ 525,000	\$ 600,000	\$1,125,000
01549	\$ 477,500	\$ 600,000	\$1,077,500
Total	\$1,216,000	\$1,800,000	\$3,016,000

ENVIRONMENTAL COMPLIANCE:

This project is exempt from the California Environmental Quality Act (CEQA) as authorized under the California Code of Regulations, Title 14, Chapter 3, Section 15301 which provides exemption for minor alterations of existing public or private structures, facilities, mechanical equipment, or topographical features, involving negligible or no expansion of use beyond that existing at the time of the lead agency's determination.

COMMITTEE STATUS:

Construction awards are not routinely taken to a Committee prior to submittal to the Board.

RECOMMENDATION:

THAT THE BOARD AUTHORIZE A BUDGET INCREASE IN THE AMOUNT OF \$600,000, FROM \$213,500 TO \$813,500, FOR OFFICE SPACE IMPROVEMENT PROJECT 01257, AND AN INCREASE IN THE AMOUNT OF \$600,000, FROM \$525,000 TO \$1,125,000, FOR OFFICE SPACE IMPROVEMENT PROJECT 01336, AND AN INCREASE IN THE AMOUNT OF \$600,000, FROM \$477,500,000 TO \$1,239,000, FOR OFFICE SPACE IMPROVEMENT PROJECT 01549, AND AUTHORIZE THE GENERAL MANAGER TO EXECUTE A CONSTRUCTION CONTRACT WITH LAYTON CONSTRUCTION COMPANY IN THE AMOUNT OF \$1,799,849.79 FOR THE OFFICE SPACE IMPROVEMENT PROJECT.

LIST OF EXHIBITS:

Exhibit "A" – Bid Summary

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Exhibit "A"  
**BID FORM**



**Irvine Ranch Water District  
Office Refresh  
15600 Sand Canyon Ave.  
Irvine, Ca.**



June 13, 2020

DESCRIPTION	Layton	Howard	KPRS
Clean up	inc	18,660.00	inc
Demolition	96,470.00	129,465.00	124,464.00
Infill floor at Computer room	22,500.00	37,195.00	25,090.00
Infill 2nd floor area where dumb waiter is removed	5,000.00	5,000.00	5,000.00
Doors, Frames & Hardware	21,369.00	25,386.00	18,954.00
Glass & Glazing	37,800.00	16,200.00	1,220.00
Drywall, Steel Studs, Insulation	69,500.00	86,200.00	76,655.00
Acoustical Ceilings	177,764.00	198,966.00	178,996.00
Millwork	61,515.00	90,410.00	110,410.00
Solid Surfaces	inc	38,775.00	inc
Floor Covering	173,995.00	173,995.00	174,898.61
Painting	63,830.00	105,054.00	63,045.00
Fire Extinguishers	0.00	0.00	2,800.00
Fire Sprinklers	78,000.00	96,470.00	78,000.00
Plumbing	16,600.00	8,780.00	11,945.00
HVAC	195,130.00	195,130.00	195,310.00
Electrical	375,927.00	375,927.00	375,927.00
Fire Alarm	37,218.00	55,800.00	55,800.00
General Requirements	inc	inc	37,406.00
Fire Proofing	NIC	6,200.00	NIC
Appliances	NIC	1,250.00	NIC
<b>Subtotal</b>	<b>1,432,618.00</b>	<b>1,664,863.00</b>	<b>1,535,920.61</b>
Insurance	14,326.18	19,114.00	16,935.91
General Conditions	192,506.00	131,000.00	130,000.00
Fee	81,972.51	91,021.00	68,421.06
Bond	13,427.10	21,291.00	22,500.00
<b>TOTAL</b>	<b>1,734,849.79</b>	<b>1,927,289.00</b>	<b>1,773,777.58</b>
Additional Information			
<b>ALTERNATES (incl. fee &amp; ins.)</b>			
Window Blinds (Allowance)	65,000	65,000	65,000
<b>Subtotal</b>	<b>1,799,849.79</b>	<b>1,992,289.00</b>	<b>1,838,777.58</b>
<b>GRAND TOTAL</b>	<b>1,799,849.79</b>	<b>1,992,289.00</b>	<b>1,838,777.58</b>

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June 22, 2020

Prepared by: F. Sanchez

Submitted by: F. Sanchez / P. Weghorst

Approved by: Paul A. Cook



## ACTION CALENDAR

### KERN FAN GROUNDWATER STORAGE PROJECT UPDATE AND APPOINTMENT OF GROUNDWATER BANKING AUTHORITY BOARD MEMBERS

#### SUMMARY:

IRWD and Rosedale-Rio Bravo Water Storage District are forming the Groundwater Banking Authority, a Joint Powers Authority of the two agencies that will plan, design, construct and operate the Kern Fan Groundwater Storage Project (Kern Fan Project). Provided is an overview of the project and an update on the progress being made on important tasks in planning the project including the formation of the Authority. Staff recommends the Board appoint the members of the Supply Reliability Programs Committee, including the designated alternate to the Committee, as Board members and alternate Board member of the Authority.

#### BACKGROUND:

The Water Quality, Supply and Infrastructure Improvement Act of 2014, also known as Proposition 1, provides \$2.7 billion for public benefits associated with water storage projects that will provide specific public and ecosystem benefits. These water storage projects will be funded through the Water Storage Investment Program (WSIP). The California Water Commission (CWC) is administering the grant funding for the planning, design, and construction of water storage projects through the WSIP. IRWD and Rosedale jointly submitted a WSIP grant application for the Kern Fan Project on August 14, 2017. In July 2018, the CWC awarded \$67.5 million in conditional funding for the project. Following is an overview of the Kern Fan Project, an update on important project tasks and recommendations for the appointment of IRWD Board members to the Groundwater Banking Authority being formed to plan, design, construct and operate the project.

#### Kern Fan Project Overview:

The proposed Kern Fan Project will develop a regional water bank in the Kern Fan area to capture, recharge and store Article 21 water from the State Water Project (SWP) during wet hydrologic periods. The stored water would be extracted when needed to provide ecosystem, emergency supply, and water supply benefits to the State of California, IRWD, and Rosedale. Project operations would be coordinated with the SWP through an exchange agreement with the California Department of Water Resources (DWR).

#### *Phased Construction:*

The Kern Fan Project would be constructed in two phases. In Phase 1 of the project, IRWD and Rosedale will acquire up to 640 acres in the Kern Fan area and construct recharge and recovery facilities as necessary to develop a fully functioning water banking project. In addition, IRWD and Rosedale would construct a new dedicated conveyance canal from the California Aqueduct

to ensure the ability to convey flows from the SWP to the new recharge facilities. In Phase 2 of the Kern Fan Project, IRWD and Rosedale will acquire an additional 640 acres of land to construct additional water banking facilities. The overall project would consist of approximately 500 cubic feet per second (cfs) of canal capacity from the California Aqueduct, 100,000 acre-feet (AF) of storage capacity, up to 100,000 acre-feet per year (AFY) in recharge capacity and up to 70 cfs, or 50,000 AFY, of groundwater recovery capacity. The recharge and recovery capacities would be shared equally by IRWD and Rosedale. The preliminary Kern Fan Project location map is provided as Exhibit "A".

*Project Schedule:*

The two phases of Kern Fan Project will require approximately six years to complete. Work on Phase 1 is expected to be complete in 2023. Phase 2 would be complete and operational in 2025. An overview of the project schedule showing the major project components is provided as Exhibit "B".

In order to remain eligible for a final funding award, the CWC requires that project applicants complete the following tasks by January 2022:

- Draft environmental documents for public review;
- Complete the Feasibility Study;
- Execute certain agreements with California Fish and Wildlife (CDFW) and DWR; and
- Obtain Federal, state and local permits subject to completion of the environmental review process.

The CWC is reviewing a request from all storage project applicants to provide additional access to early funding and to extend the January 2022 deadline to ameliorate economic challenges and schedule delays associated with the statewide COVID-19 response. The Commission is expected to take action related to the request in July 2020.

Update on Important Kern Fan Project Tasks:

Following is an update on important project tasks that are structured to ensure that IRWD and Rosedale fulfill requirements for securing federal funding for the Kern Fan Project as well as meeting the CWC's requirements as described above:

*Securing Federal Funding:*

In December 2019, staff submitted a feasibility study that is required for Reclamation to recommend the Kern Fan Project for federal funding through the Water Infrastructure Improvements for the Nation Act (WIIN Act). In April 2020, staff prepared and submitted an updated feasibility study that included a 30% Design Report and corresponding project costs prepared by Dee Jaspar and Associates.

Reclamation has conducted a policy review to assess whether the Kern Fan Project fully meets federal requirements. On June 5, Reclamation notified IRWD that the policy review was complete and that all the policy requirements have been satisfied. In addition, Reclamation has recently conducted a Design, Estimating and Construction (DEC) review to confirm that the project is technically feasible. The outcome of the DEC review is pending. Following completion of the DEC review and the development of findings, Reclamation will prepare a Joint Resolution Memo with a recommendation regarding federal funding for the Kern Fan Project.

*Development of Agreements with State Agencies:*

To implement the Kern Fan Project, the Authority will need to develop and execute the following agreements with state agencies involved with the project:

- California Aqueduct Turnout Agreement with DWR;
- Exchange Agreement with DWR;
- Water Supply Public Benefits Agreement with DWR; and
- Ecosystem Public Benefits Agreement with CDFW.

The purpose of these agreements will be to coordinate construction and operation of the Kern Fan Project, and to provide the public benefits necessary for the Authority to receive \$67.5 million in WSIP funding.

Execution of the Aqueduct Turnout and Exchange Agreements are critical path items for the successful implementation of the Kern Fan Project. Principles for these critical agreements were finalized in May 2020. IRWD and Rosedale have requested that DWR execute a Letter of Concurrence on the principles for the Exchange Agreement that are provided as Exhibit “C” and the principles for the Aqueduct Turnout Agreement that are provided as Exhibit “D”. Execution of the Letter of Concurrence is in progress and expected to be completed by the end of June 2020.

*Formation of Groundwater Banking Authority:*

On July 22, 2019, an agreement between Rosedale and IRWD creating the Authority, which will plan, design and operate the Kern Fan Project, was approved by the Boards of Directors of Rosedale and IRWD. These approvals were subject to non-substantive changes and the determination that executing critical path agreements with DWR will be feasible. On April 8, 2020, the agreement forming the Authority was executed with an effective date of July 1, 2020, subject to the terms of a side letter agreement. The side agreement prevents the operation of the Authority until IRWD and Rosedale have received reasonable assurances that it will be feasible to execute the critical path turnout and exchange agreements as discussed above. The Letter of Concurrence with DWR will provide the reasonable assurances contemplated by the side agreement.

Within 30 days of the July 1 effective date or soon thereafter, IRWD and Rosedale must take the following actions to start up the Authority:

- File a Notice of a Joint Powers Agreement with the California Secretary of State;
- File a notice for the Authority formation with the Registry of Public Agencies; and
- File a copy of the Joint Powers Agreement with the State Controller.

*Preparation of Authority Bylaws:*

In anticipation of the formation of the Authority, staff has been coordinating with Rosedale and special legal counsel to develop the Bylaws for the Authority that will set forth procedures for governing meetings, appointing officers, establishing committees and other matters. The updated Bylaws document is provided as Exhibit “E” in redline form and Exhibit “F” without redline notations. Staff and special legal counsel, with input from the Supply Reliability Programs Committee, expect to continue working with Rosedale to finalize the Bylaws prior to the first meeting of the Authority Board of Directors.

Appointment of Authority Board Members:

Rosedale and IRWD will each have two representatives on the Authority Board of Directors. Staff recommends the IRWD Board appoint the members of the Supply Reliability Programs Committee, including the designated alternate to the Committee, as Board members and alternate Board member to the Authority. As per the Joint Powers Agreement, IRWD’s two Board member representatives of the Authority combined will represent one vote in actions taken by the Authority. Rosedale will also have two Board members on the Authority that combined will also represent one vote. All actions taken by the Authority Board require a unanimous decision.

*Initial Actions of Authority Board:*

At the first meeting of the Authority, its Board of Directors will need to:

- Adopt the Authority Bylaws;
- Set a time and place for regular meetings;
- Adopt banking resolutions;
- Establish initial funding requirements;
- Approve previous expenditures of IRWD and Rosedale on the Kern Fan Project;
- Adopt a Conflict of Interest Code for filing with the Fair Political Practices Commission;
- Appoint officers; and
- Establish Committee representatives.

At future near-term meetings of the Authority, the Board of Directors will need to:

- Appoint a General Counsel and Auditor;
- Establish policies, procedures and delegations of authorities; and
- Approve services agreements with IRWD and Rosedale.

FISCAL IMPACTS:

The CWC has conditionally awarded \$67.5 million in WSIP grant funding for the Kern Fan Project. Staff has submitted a project feasibility report to Reclamation seeking \$60.6 million in federal funding. IRWD and Rosedale will fund the remaining cost of the Kern Fan Project.

ENVIRONMENTAL COMPLIANCE:

An Environmental Impact Report (EIR) for the Stockdale Integrated Banking Project was prepared, certified and approved in compliance with California Environmental Quality Act (CEQA) of 1970 (as amended), codified at California Public Resources Code Sections 21000 et. seq., and the State CEQA Guidelines in the Code of Regulations, Title 14, Division 6, Chapter 3. Rosedale, as lead agency, filed a Notice of Determination for the Stockdale Integrated Banking Project with the County of Kern. IRWD, as a responsible agency, filed Notices of Determination with the County of Orange and with the County of Kern. The EIR includes a program-level analysis of impacts of a third project site, which could include portions of Phase 1 of the Kern Fan Project. A new EIR is being prepared for the construction and operation of Kern Fan Project Phase 1 and Phase 2 facilities. A Notice of Preparation of an EIR for the Kern Fan Project was released on April 7, 2020 and public comments were received.

COMMITTEE STATUS:

This item was reviewed by the Supply Reliability Programs Committee on June 18, 2020.

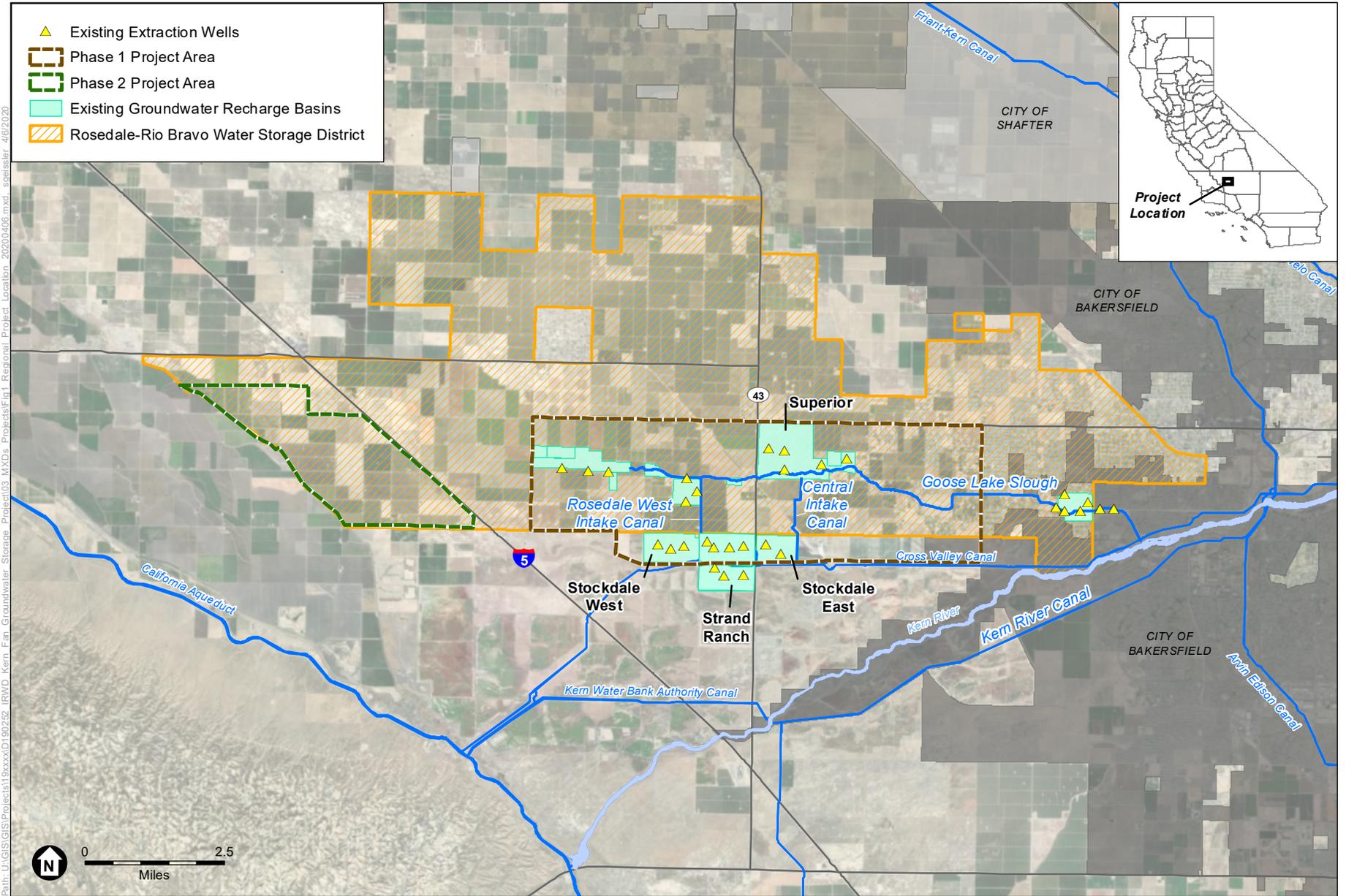
RECOMMENDATION:

THAT THE BOARD APPOINT THE MEMBERS OF THE SUPPLY RELIABILITY PROGRAMS COMMITTEE, INCLUDING THE DESIGNATED ALTERNATE TO THE COMMITTEE, AS BOARD MEMBERS AND ALTERNATE BOARD MEMBER TO THE GROUNDWATER BANKING AUTHORITY.

LIST OF EXHIBITS:

- Exhibit "A" – Kern Fan Project Location Map
- Exhibit "B" – Kern Fan Project Schedule
- Exhibit "C" – Principles for Exchange Agreement
- Exhibit "D" – Principles for Aqueduct Turnout
- Exhibit "E" – Draft Groundwater Banking Authority Bylaws (redline)
- Exhibit "F" – Draft Groundwater Banking Authority Bylaws (no redline)

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SOURCE: ESRI; Kern County

Kern Fan Groundwater Storage Project

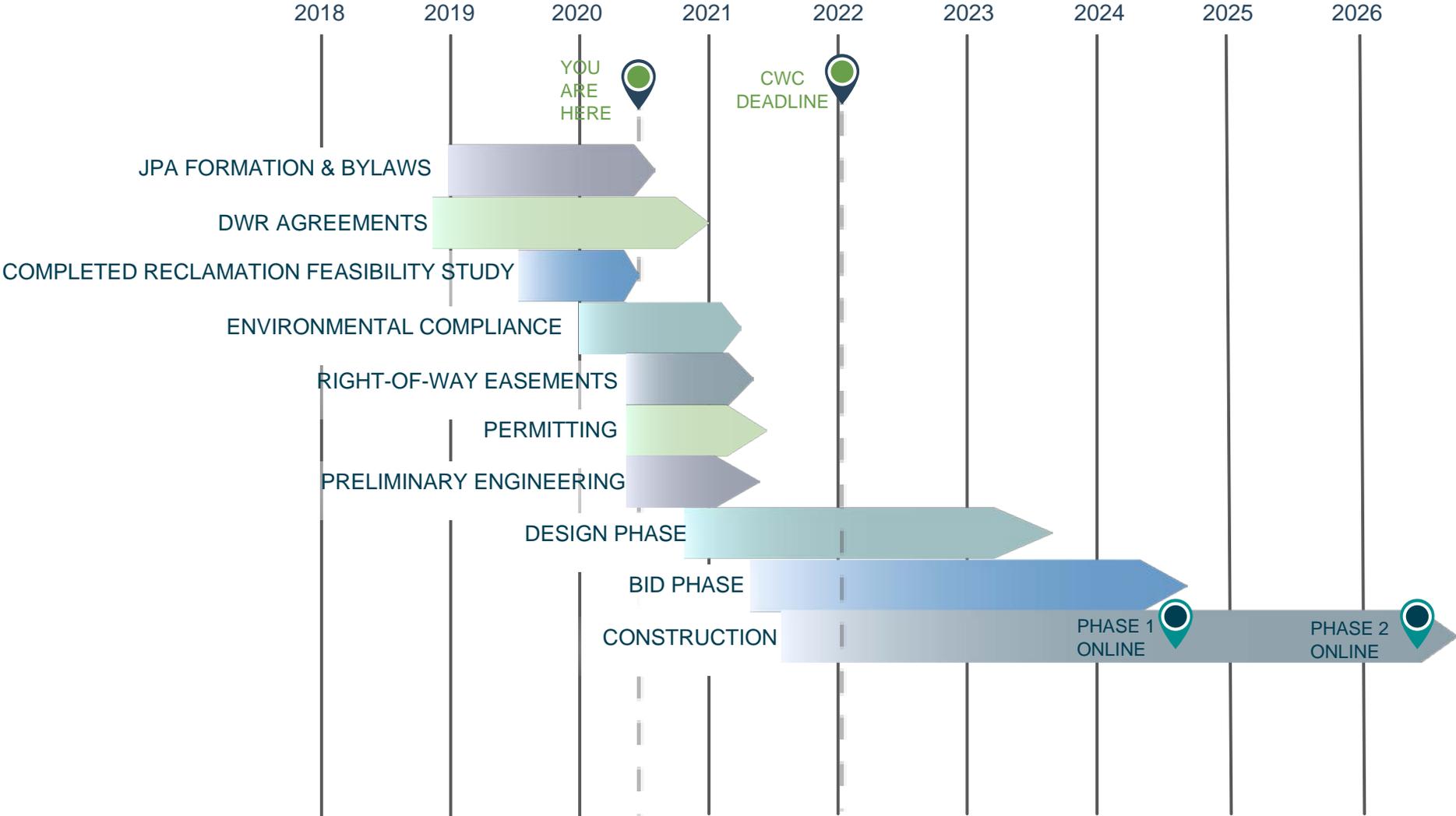
**Figure 1**  
Regional Project Location



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# Exhibit "B"

## KERN FAN GROUNDWATER STORAGE PROJECT SCHEDULE



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# Exhibit "C"

Principles for Exchange Agreement  
Between the Groundwater Banking Joint Powers Authority and the  
California Department of Water Resources for the  
Kern Fan Groundwater Storage Project

May 12, 2020

GENERAL PRINCIPLES:

1. Rosedale Rio-Bravo Water Storage District (RRB) and Irvine Ranch Water District (IRWD) intend to form the Groundwater Banking Joint Powers Authority (Authority) to develop and administer the Kern Fan Groundwater Storage Project (Kern Fan Project) funded in part through the Proposition 1 Water Storage Investment Program (WSIP) administered by the California Water Commission.
2. The California Department of Water Resources (DWR) owns, operates and maintains the State Water Project (SWP) in accordance with various permits and regulatory requirements. DWR will retain all of its associated authorities. DWR has water service contracts with 29 public agencies (SWP contractors) that specify the terms and conditions for the delivery of the water supply from SWP.
3. RRB is a member unit of the Kern County Water Agency (KCWA) and IRWD is a landowner in Dudley Ridge Water District (DRWD). KCWA and DRWD are two of the 29 SWP Contractors.
4. The proposed Kern Fan Project would develop a regional water bank in the Kern Fan area to capture, recharge, and store Article 21 water from the SWP during wet hydrologic periods and other supplies conveyed through the California Aqueduct (CA). Portions of the Article 21 water would be used to facilitate exchanges to create ecosystem benefits as described below.
5. The Kern Fan Project would be developed with 100,000 AF of storage capacity.
6. The Authority would reserve 25,000 AF of storage capacity in the Kern Fan Project designated as the "Ecosystem Storage Account". The remaining 75,000 AF of storage would be for use by IRWD and RRB.
7. Ecosystem benefits would be provided by the Kern Fan Project through 1-for-1 exchanges of water stored in Lake Oroville for Article 21 water stored in the Ecosystem Storage Account within the Kern Fan Project when such exchanges could be made without impacting existing SWP obligations or concurrent Aqueduct repairs to restore capacity. DWR may need to limit years when exchanges are possible to avoid risk of impact to SWP carryover storage. There would be no modification of water rights or SWP contract rights for the 1-for-1 exchange of water. SWP carryover amounts and capacities would not be affected.
8. The California Department of Fish and Wildlife (CDFW) has been identified in statute to be the manager of ecosystem benefits for the environmental water facilitated by the

Proposition 1 WSIP. An agreement between CDFW and the Authority is required. To achieve the full benefits of pulse flow releases from Oroville Reservoir made after the 1-for-1 exchanges of water, an instream flow dedication by changing a water right, as permitted by Water Code Section 1707 will be required. The parties to the water right proceeding will be identified as part of the State Water Resources Control Board process. CDFW interprets the benefits of the pulse flows in the Feather River and through the Delta described in the WSIP application to mean that those flows will exit the Delta as Delta Outflows. DWR and the Authority will cooperate and support the instream flow dedication process.

#### EXCHANGE TERMS:

1. When available, IRWD/DRWD and RRB/KCWA would take delivery of Article 21 water that is both physically and contractually available at the proposed turnout and deliver it for recharge at the Kern Fan Project. The Article 21 water diverted for the Kern Fan Project will be part of the Article 21 allocation made to KCWA/DRWD.
  - a. 25% of the Article 21 water diverted for the Kern Fan Project, accounted for environmental commitments up to 25,000 AF, would be delivered into the Ecosystem Storage Account until the account is full. The Article 21 water, at some point will be converted to Project Water once the exchange takes place.
    - i. The water stored in the Ecosystem Storage Account, would be stored as SWP system water for ecosystem benefit purposes.
    - ii. The water stored in the Ecosystem Storage Account would be returned back to the DWR for storage in the SWP through 1-for-1 exchanges. The timing of the conversion of Article 21 water to project water will be determined in the Exchange Agreement.
  - b. The balance of the Article 21 water, diverted for the Kern Fan Project, will go into RRB and IRWD storage accounts.
2. On a mutually agreeable time between CDFW and DWR, when water is available in the Ecosystem Storage Account, CDFW could call for, and DWR could affect the 1-for-1 exchange of Table A water in the SWP that is allocated to DRWD and KCWA for water stored in the Ecosystem Storage Account.
  - a. The amount of water exchanged would be dependent on the quantity of Table A water allocated to DRWD and KCWA.
  - b. The exchange would result in the water stored in the Ecosystem Storage Account, being available to DWR in the SWP for release as environmental pulse flows.
  - c. Water stored in the Ecosystem Storage Account in the Kern Fan Project, after the exchange, would be available to IRWD/DRWD and RRB/KCWA. The Exchange Agreement will specify how this water will be classified and delivered. This water would be moved into separate IRWD/RRB storage accounts.

- d. Because of the regulated environment that the SWP operates in, an exchange to Lake Oroville may not be possible in all years desired by CDFW. The process for implementing the exchange, and any requirements or restrictions, will be specified in the Exchange Agreement. The term of the Exchange Agreement will match the funding requirements of the California Water Commission WSIP.
3. Avoided Delta carriage water losses to occur as a result of the exchanges would be accounted for in relation to the amounts of Article 21 water stored in the Ecosystem Storage Account. The exchange process results in changes in the quantity and timing of water movement throughout the SWP system. Operational and carriage water losses will be addressed in the Exchange Agreement.

#### OTHER TERMS:

1. Authority environmental review under California Environmental Quality Act (CEQA) would provide coverage for the 1-for-1 exchanges. DWR has obligations under CEQA that need to be addressed in conjunction with the Authority's environmental reviews including consideration of cumulative impacts from other WISPs. DWR environmental review under CEQA would provide coverage for the pulse flow releases.
2. DWR will structure agreements to implement the Kern Fan Project to be consistent with SWP operations and SWP long term water supply contracts.
3. DWR, KCWA and the Authority agree to proceed in good faith to develop more detailed terms based upon these principles and conceptual terms with a goal of completing within 180 days from agreement on these Principles. Execution of the Exchange Agreement is contingent upon completion of negotiation of the Exchange Agreement and completion of all environmental and permitting processes. DWR will prepare a document showing expected timing of completion of tasks needed to complete the Exchange Agreement.

#### DEVELOPMENT OF EXCHANGE AGREEMENT

DWR will:

1. Continue to analyze how exchanged storage in Oroville Reservoir can be managed and used for environmental benefit consistent with WISP requirements, including considering the Chino Basin Conjunctive Use Project and the Willow Springs Water Bank Conjunctive Use Project.
2. Research charges for use of SWP facilities including financial impacts of any changes to the operation of the SWP
3. Research DWR CEQA compliance requirements in coordination with Authority and with KCWA and DRWD, if necessary
4. Review Authority submitted modeling studies and reports

5. Research costs to be paid by authority for processing the agreement and any other charges that may be associated with the operations of the project.
6. Establish teams to work on specific issues to develop this agreement and the Turnout Agreement.
7. Develop a timeline showing steps needed to complete the agreement.
8. Review permitting and environmental documents to ensure that California Aqueduct subsidence repairs are not inconsistent.
9. Review design and construction documents to facilitate California Aqueduct subsidence repairs.

AUTHORITY will:

1. Be aware of the 2017 California Aqueduct Subsidence Study and the 2019 California Aqueduct Subsidence Study Supplemental Report that informs how subsidence impacts CA hydraulic conveyance capacity and operational flexibility.
2. Provide information about consistency with the Groundwater Sustainability Plan that is pertinent to the Authority and associated groundwater recharge and banking projects.
3. Continue to provide information to DWR to review this proposal
4. Continue to coordinate with Kern County Water Agency and Dudley Ridge Water District and any other materially affected parties

# Exhibit "D"

Principles for Turnout Construction Related Agreements  
Between the Kern County Water Agency, Groundwater Banking Authority and the  
California Department of Water Resources for the  
Kern Fan Groundwater Storage Project

May 12, 2020

GENERAL PRINCIPLES:

1. Rosedale Rio-Bravo Water Storage District (RRB) and Irvine Ranch Water District (IRWD) intend to form the Groundwater Banking Joint Powers Authority (Authority) to develop and administer the Kern Fan Groundwater Storage Project (Kern Fan Project) funded in part through the Proposition 1 Water Storage Investment Program.
2. The California Department of Water Resources (DWR) owns, operates and maintains the State Water Project (SWP) in accordance with various permits and regulatory requirements. DWR will retain all of its associated authorities. DWR has contracts with 29 public agencies (SWP contractors) for a water supply from the SWP that specify the terms and conditions for the delivery of the water supply. DWR is responsible to approve any encroachments to SWP facilities within the SWP right of way, including the subject turnout.
3. DWR and Kern County Water Agency (KCWA) have entered into a water supply contract, dated November 15, 1963, and subsequently amended, providing that DWR shall supply certain quantities of water to KCWA, providing that KCWA shall make certain payments to DWR, and setting forth the terms and conditions of such supply and payment (hereinafter "KCWA Water Supply Contract").
4. RRB is a member unit of the Kern County Water Agency (KCWA) and IRWD is a landowner in Dudley Ridge Water District (DRWD).
5. The proposed Kern Fan Project would develop a regional water bank in the Kern Fan area to capture, recharge, and store Article 21 water from the SWP requested through KCWA and DRWD during wet hydrologic periods conveyed through the California Aqueduct. The Kern Fan Turnout may be used for diversion of other water supplies consistent with approved agreements and policies.
6. The Kern Fan Project includes a proposed 500 cfs canal and corresponding lift stations to supply recharge basins and 100,000 AF of storage capacity.
7. Water would be diverted to the Kern Fan Project canal through a new 500 cfs turnout to be constructed at a Pool location to be determined in the California Aqueduct (Kern Fan Turnout). If approved, the turnout would be constructed at the expense of the Authority and operated through a SCADA system by DWR.
8. Currently, DWR is preparing designs for near-term, major repairs of the California Aqueduct in the vicinity of the Kern Fan Turnout. This DWR work and any other DWR maintenance or construction will take priority over construction of the Kern Fan Turnout. DWR will endeavor to coordinate work to facilitate the construction of the Kern Fan

Turnout. To this end, Kern Fan Turnout proponents will provide DWR permitting and design documents as soon as possible.

The following Terms are examples of terms that may be included in a Turnout Construction Agreement for the construction and operations of the Kern Fan Turnout. The examples are not a complete list of all required terms.

#### GENERAL TERMS

1. All devices and equipment in the DWR right of way will be owned, operated and maintained by DWR.
2. DWR will structure agreements to implement the Kern Fan Project and the Turnout to be consistent with SWP operations and SWP water supply contracts.
3. Environmental clearance is required for all work

#### PRE-CONSTRUCTION TERMS:

1. *Drawings, Specifications and Data:* To satisfy DWR's requirements for protection of the Aqueduct, and to accommodate DWR's near-term repairs in the vicinity of the Kern Fan Turnout, the Authority shall furnish permitting documents, contract drawings, specifications, data or calculations as requested by DWR as soon as possible. Authority shall not commence construction of any facilities on right of way that have not been approved by DWR.
2. *Subsidence Concerns:* The Authority shall provide any technical or operational studies deemed necessary by DWR to demonstrate that the location, construction and operation of the proposed Kern Fan Turnout does not adversely impact the California Aqueduct including, but not limited to: to subsidence impacts, reduced hydraulic conveyance capacity, deliveries of SWP water supplies, existing to other California Aqueduct turnouts or reduced operational flexibility.
3. *Timing:* DWR, KCWA and the Authority agree to proceed in good faith to develop an agreement with the goal of completing within ninety days after there is agreement on the location of the Kern Fan Turnout, to be executed upon certification of the Kern Fan Groundwater Storage Project Environmental Impact Report, and any CEQA or other regulatory requirements of DWR. The construction of the Kern Fan Turnout in the California Aqueduct will be under terms and conditions similar to previously constructed turnouts located within Kern County. DWR will prepare a document showing expected timing of completion of tasks needed to complete the Turnout Construction Agreement.

CONSTRUCTION AND OPERATION TERMS:

1. *Insurance during Construction:* The Authority shall insure DWR and KCWA against all liability during construction of the Kern Fan Turnout.
2. *Standards of Construction:* All construction within DWR right of way shall conform to DWR standards for protection of the California Aqueduct and to requirements for DWR-approved flow measuring devices.
3. *Inspection and Acceptance:* All of the construction authorized by the turnout agreement shall be subject to inspection by DWR. The Authority shall provide inspection of the construction by a registered professional engineer.

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# Exhibit "E"

## BYLAWS OF THE GROUNDWATER BANKING JOINT POWERS AUTHORITY<sup>4</sup>

June 15, 2020 Draft

### PREAMBLE

These Bylaws are provided pursuant to Article 5(E) of the Joint Powers Agreement Between Rosedale-Rio Bravo Water Storage District and Irvine Ranch Water District Creating the Groundwater Banking Joint Powers Authority to Develop and Administer Aa Kern Fan Groundwater Storage Project, effective as of July 1, 2020, as such agreement may be amended or modified from from time to time.

#### 1. NAME

The name of this joint powers authority formed pursuant to the Joint Exercise of Powers Act (Government Code section 6500 et seq.) is the Groundwater Banking Joint Powers Authority ("Authority" or "JPA").

#### 2. PURPOSE

The purpose of these bylaws is to describe the processes and procedures of the Kern Fan Joint Powers Authority's governance and administration.

#### ~~3. DEFINITIONS~~

*~~Bylaws can include a definitions section though not all bylaws do.~~*

#### 4.3. MEMBER ENTITIES

The contracting parties to the Groundwater Banking Joint Powers Authority Agreement ("Groundwater Banking JPA Agreement") dated [date] are the member entities of the Groundwater Banking JPA. The contracting parties to the Groundwater Banking JPA Agreement are the Irvine Ranch Water District ("IRWD") and the Rosedale-Rio Bravo Water Storage District ("RRB").

#### 5.4. BOARD OF DIRECTORS

##### ~~a. Authority~~

*~~This section should describe the general powers of the Directors, including a necessary and proper clause as well as references to the appropriate sections in the JPA agreement. If there are any very specific subject areas or specific matters~~*

---

<sup>4</sup>~~These are suggested Bylaws for the Groundwater Banking Joint Powers Authority. Some sections are more critical than others and some may require more discussion between the members to determine the scope of the Bylaws versus Groundwater Banking Joint Powers Authority Agreement ("Groundwater Banking JPA Agreement"). Comments are inserted in *blue italics* while regular text represents proposed Bylaws language.~~

~~over which the Directors shall not have authority, those should be specifically enumerated.~~

~~b.a.~~ **Directors**

Directors shall be appointed to the Board of Directors in the manner described in Article 5.A. of the Groundwater Banking JPA Agreement.

~~e.b.~~ **Alternates**

Alternates shall be appointed to serve on the Board of Directors in the manner described in Article 5.A. of the Groundwater Banking JPA Agreement.

~~This section and the section on vacancies (immediately below) should include language on how long an alternate should fill in for an unavailable Director before the unavailable Director's seat is deemed to be vacant.~~

**Vacancies**

~~This section should describe the timeline and process for filling vacancies on the Board of Directors. While each member should retain the authority to fill vacancies, this section should impose requirements on notice to the JPA whenever a seat on the Board of Directors is vacated and timelines for filling such vacancies.~~

~~6-5.~~ **BOARD MEETINGS**

**a. Regular Meetings**

The Board of Directors shall hold at least one Regular Meeting each ~~year-quarter of the Fiscal Year.~~ The date and time of such Regular Meetings shall be set by resolution or ordinance of the Board of Directors at the first meeting of the Board of Directors.

~~Additional language pointing to JPA Agreement meeting requirements may be included here.~~

**b. Special Meetings**

The Board of Directors may hold Special Meetings upon providing at least 24 hours' notice.

**c. Adjourned Meetings**

The Board of Directors may adjourn any regular meeting, adjourned regular meeting, special meeting, or adjourned special meeting at any time and to any time and place permissible by law. Adjournment shall not require a quorum of the Board of Directors. If no Director is present at a noticed meeting of the Board of Directors, the [secretary? / General Manager] shall have the authority to adjourn the meeting.

The date, time, and location of the adjourned meeting shall be included on the Notice of Adjournment of any regular meeting, adjourned regular meeting, special meeting, or adjourned special meeting.

**d. Meeting Locations**

Meetings of the Board of Directors shall take place at the main office of RRB, 849 Allen Road, Bakersfield, CA 93390 or IRWD, 15600 Sand Canyon Avenue, Irvine CA 92618, unless otherwise stated on the public notice of the meeting.

Members of the Board of Directors may participate in meetings by teleconference pursuant to the Ralph M. Brown Act ("Brown Act") (Government Code section 54950 et seq.).

**e. Notice and Agenda Procedures**

The Board of Directors ~~can implement specific requirements for the structure and timing of meeting agendas and packets so long as those requirements do not conflict with~~ shall comply with the Brown Act for meeting agenda and notice requirements.

**f. Quorum**

A quorum of the Board of Directors shall be determined in the manner described in Article 5(C) of the Groundwater Banking JPA Agreement.

**g. Rules of Order**

Action by the Board of Directors requires a unanimous vote consistent with Article 5(D) of the Groundwater Banking JPA Agreement.

~~The Board of Directors may wish to implement specific rules of order for their meetings, though this is not strictly required. Potential rules may include: how Directors are to address one another; time limits for public comments; order of discussing agenda items.~~

**h. Minutes**

Minutes of each meeting of the Board of Directors shall be prepared by the Secretary.

**i. Delegation of Powers**

The Board of Directors may delegate any of its powers except as prohibited in the Groundwater Banking JPA Agreement, these Bylaws, or by law.

**j. Transparency**

All meetings of the Board of Directors shall be conducted in accordance with the Brown Act. While meetings of the Board of Directors are generally open to any

member of the public, the Board of Directors may meet in closed session for those reasons expressly allowed under the Brown Act.

The Groundwater Banking JPA shall be subject to the California Public Records Act (Government Code section 6250 et seq.).

~~Language regarding the review of public records under the Public Records Act may be included here. Alternatively, such language can be included in the section on records, below.~~

## ~~7.~~ COMMITTEES

~~8.6. While these sections are not strictly necessary, best practice would be to provide the rubric for how committees are formed, how their meeting schedule is to be set (in the case of standing committees), and how membership is selected.~~

### a. Standing Committees

The Groundwater Banking JPA Board of Directors shall appoint members of standing committees as follows:

- i. **Project Committee.** There shall be a standing Project Committee to assist the Board of Directors in overseeing the planning, design, construction, construction management, and operation of the Kern Fan Project. The Project Committee shall comprise one Groundwater Banking JPA Board member and one other member appointed by RRB and one Groundwater Banking JPA Board member and one other member appointed by IRWD, plus the Groundwater Banking JPA's General Manager and its Treasurer. The Project Committee shall recommend to the Groundwater Banking JPA Board of Directors principles and guidelines for the planning, design, construction, construction management, and operation of the Kern Fan Project. The Groundwater Banking JPA Board of Directors may adopt such ~~policies-principles and guidelines~~ after considering the Project Committee's recommendation and retains its full discretion to modify or reject such recommended policies.
- ii. **Finance Committee.** There shall be a Finance Committee to assist the Groundwater Banking JPA Board of Directors in overseeing the financing of the Kern Fan Project. The Finance Committee shall comprise one Groundwater Banking JPA Board member appointed by RRB and one Groundwater Banking JPA Board member appointed by IRWD, plus the Groundwater Banking JPA's General Manager and its Treasurer. The Finance Committee shall work with the Treasurer to recommend to the Groundwater Banking JPA Board of Directors policies addressing financial issues, including but not limited to: (a) purchase orders/invoices; (b) construction contracts; (c) professional services agreements; (d) change orders/variances; (e) liability/property settlements; (f) acquisition of land and easements; (g) disposition of property; (h) check-signing authority; (i) claims settlements; (j) investment policy; and (k) capitalization. The Groundwater Banking JPA Board of Directors may adopt such policies after

considering the Finance Committee's recommendation and retains its full discretion to modify or reject such recommended policies.

b. **Ad Hoc Committees**

The Groundwater Banking JPA Board of Directors may appoint one or more ad hoc committees.

- c. To the extent that the Brown Act applies to Authority committees, committee members may participate in committee meetings by teleconference pursuant to the Brown Act.

9.7. **OFFICERS**

a. **General Manager**

The General Manager shall be appointed by the Board of Directors in the manner described in Article 6 of the Groundwater Banking JPA Agreement. The General Manager and any designees shall administer planning, construction and operation of the Kern Fan Project.

The Kern Fan JPA Board of Directors shall adopt one or more policies delegating certain authority to the General Manager.

~~This section could include any specific duties, powers, or obligations of the General Manager.~~

b. **Treasurer**

The Treasurer shall be appointed by the Board of Directors in the manner described in Article 7 of the Groundwater Banking JPA Agreement. The Treasurer and any designees shall administer the Groundwater Banking JPA's financial management function.

The Groundwater Banking JPA Board of Directors shall adopt one or more policies delegating certain authority to the Treasurer.

~~This section could include any specific duties, powers, or obligations of the Treasurer.~~

c. **Legal Counsel**

The Legal Counsel shall be appointed by the Board of Directors in the manner described in Article 9 of the Groundwater Banking JPA Agreement.

d. **Secretary**

The Legal Counsel shall serve as Secretary pursuant to Article 9 of the Groundwater Banking JPA Agreement. The Secretary or any designees shall

maintain the official records of the Groundwater Banking JPA, including Board meeting minutes.

**e. Resignation of Officers**

Officers may resign from their position at any time by providing the Board of Directors with written notice of their intention to resign. Such written notice should include an effective date of the resignation. The effectiveness of resignation shall not require written notice.

*Since the officers will be employees of the members, their contracts with their member agency may need to be adjusted to reflect these additional duties and termination provisions in those contracts may necessitate making adjustments to this section since their positions within their member agency are the basis for their position in the JPA.*

**Compensation**

*If any compensation from the JPA is contemplated for its officers, that could be described here.*

**10-8. STAFF**

Pursuant to Article 10 of the Groundwater Banking JPA Agreement, upon formation of the Groundwater Banking JPA, the Board of Directors shall negotiate shared staff services agreements with RRB and IRWD specifying the hourly rates at which RRB or IRWD staff will provide services to the Groundwater Banking JPA. The Board of Directors shall approve and enter into one or more shared staff services agreement(s) with RRB and IRWD for planning, design, and construction and operation of the Kern Fan Project. ~~The Board of Directors also shall approve and enter into a shared staff services agreement with RRB and IRWD for operation of the Kern Fan Project.~~

*While the Groundwater Banking JPA Agreement commits RRB and IRWD to provide staff for the JPA, should there be a contingency plan for what happens if the staffing level ends up being insufficient? Should the Bylaws expressly provide for the Board of Directors to hire third-party contractors where that may become necessary?*

**11-9. PROFESSIONAL SERVICES**

**a. Legal Services**

The Board of Directors shall have the sole authority to enter into contracts for legal services on behalf of the Groundwater Banking JPA. This power may not be delegated, regardless of the amount of the contract and any spending authority vested in any Officer [or Staff] of the Groundwater Banking JPA.

**b. Audit Services**

The Board of Directors shall select an Auditor in the manner provided by law.

## 12.10. FINANCE

### a. Grant Compliance

The Board of Directors shall delegate responsibility for monitoring compliance with all applicable grant funding obligations to a compliance officer. The compliance officer may be a member of RRB or IRWD staff.

### b. Member Funding

#### (1) Equal Funding Principle

The general principle governing member funding of the Groundwater Banking JPA is that RRB and IRWD shall fund equally (50-50) the costs to form the Groundwater Banking JPA, the costs to apply for and to obtain grant funding for the Kern Fan Project, and the costs to administer, design, construct and operate the Kern Fan Project and the Authority to meet all of its objectives, including all obligations arising from acceptance of grant funding for the Kern Fan Project.

#### (2) Exceptions By Special Activities Agreements

The only exception to the general principle of 50-50 cost-share may arise from the Groundwater Banking JPA Board of Directors' approving one or more Special Activities Agreements that provide for RRB or IRWD to participate in or to add a component of the Kern Fan Project pursuant to article 3(d) of the Groundwater Banking JPA Agreement. Any Special Activities Agreement deviating from the 50-50 cost-share principle shall specify how costs associated with the special activities deviate from the 50-50 cost-share principle, including but not limited to any one-time costs and any ongoing costs.

#### (3) Initial Member Funding Contributions

**Funding to open bank accounts:** Upon formation of the Groundwater Banking JPA, RRB and IRWD each shall contribute \$2,500 to the Groundwater Banking JPA, for a total of \$5,000, to provide a basis for opening one or more bank accounts for the Groundwater Banking JPA.

**Main initial funding to start up Groundwater Banking JPA operations:** At the Groundwater Banking JPA's first Board of Directors meeting, the Board of Directors shall adopt a resolution specifying the initial funding contributions to be made by RRB and IRWD to start operating the Groundwater Banking JPA, which shall have been submitted to and approved by the RRB and IRWD Boards of Directors, respectively, in advance of the Groundwater Banking JPA's first Board of Directors meeting. IRWD and RRB each shall make their initial financial contribution to the Groundwater Banking JPA within thirty (30)seven (-7) days after the adoption of the resolution specifying the initial funding contributions.

The initial funding contributions approved by the Board of Directors shall account for costs previously incurred by RRB and IRWD, respectively, in connection with the Kern Fan Project. Specifically, prior to formation of the Groundwater Banking JPA, IRWD and RRB each incurred costs to apply for and to obtain grant funding for the Kern Fan Project, to initiate California Environmental Quality Act ("CEQA") review, to conduct studies on the feasibility of constructing and operating Kern Fan Project components, like a new turnout on the Cross Valley Canal, and to complete other tasks facilitating the Kern Fan Project. Such costs were governed by the Agreement Between Rosedale-Rio Bravo Water Storage District and Irvine Ranch Water District for Cost Sharing Early Planning Activities for the Kern Fan Groundwater Storage Project ("Early Cost-Share Agreement"). IRWD and RRB each shall provide an accounting of their respective costs incurred under the Early Cost-Share Agreement, any reimbursement received from the other member, and their resulting net costs incurred.

IRWD and RRB each shall provide equal initial financial contributions to fund the operation of the Groundwater Banking JPA. To the extent that net costs incurred by IRWD or RRB under the Early Cost-Share Agreement are not equal (50-50), the Groundwater Banking JPA member who paid more net costs shall receive a credit equal to the dollar amount by which its net costs exceeded those of the other member. Such credit shall be applied to reduce that member's initial financial contribution to fund the operation of the Groundwater Banking JPA. The net-costs credit plus the initial financial contribution of such member shall be equaled by the initial financial contribution of the other member.

(4) ***Ongoing funding for Groundwater Banking JPA operations:***

The Board of Directors shall annually adopt a budget encompassing the reasonably anticipated costs for implementing the Kern Fan Project, plus prudent reserves. The Board of Directors shall require ongoing financial contributions from RRB and IRWD to maintain adequate bank account balances to meet the reasonably anticipated costs for implementing the Kern Fan Project and prudent reserves, after accounting for grant funding. The Board of Directors shall determine the amount and timing of such contributions by resolution.

c. **Audit Interval**

Audits of the Groundwater Banking JPA's finances shall be prepared in the manner described in Article 13 of the Groundwater Banking JPA Agreement. The cost to complete the annual audit of the Groundwater Banking JPA's finances shall be allocated half (50 percent) to RRB and half (50 percent) to IRWD.

~~*If there is any preferred structure or reporting format of annual audits—such as a presentation to the Board of Directors by the auditor—those details could be included here.*~~

13.11. **SPECIAL ACTIVITIES AGREEMENTS**

- a. Pursuant to article 3(D) of the Groundwater Banking JPA Agreement, either of the Parties may enter into Special Activities Agreements with the Groundwater Banking JPA providing for their independent choices whether to participate in or to add a component of the Kern Fan Project or to allow use of a Party's capacity in the Kern Fan Project to implement an independent operating program or project with a third party.
- b. No Special Activities Agreement may become legally effective without prior unanimous approval of the Groundwater Banking JPA Board of Directors.
- c. A Special Activities Agreement may result in a Party having a larger capital investment in Kern Fan Project recharge, storage, recovery or conveyance capacity than the other Party and/or result in a Party achieving greater than 50 percent of the Kern Fan Project recharge, storage or recovery capacity upon implementation of the special activity. The A Special Activities Agreement may provide for the creation of a committee under which Aa Party that would achieve greater than 50 percent of Kern Fan Project recharge, storage or recovery capacity as a result of implementing a proposed Special Activities Agreement shall may exercise proportionally greater voting power over recommendations from the committee to the Groundwater Banking JPA Board of Directors regarding the approval and administration of the Special Activities Agreement, by the Groundwater Banking JPA Board of Directors. The committee created by a Special Activities Agreement shall make recommendations to the Groundwater Banking JPA Board of Directors regarding the administration, planning, design, construction, construction management, and operation of the special activity. The Groundwater Banking JPA Board of Directors shall retain its full discretion to modify or reject any recommendation of a committee created by a Special Activities Agreement. No Special Activities Agreement may affect the requirement that all decisions of the Groundwater Banking JPA Board of Directors must be unanimous under Section 6(g) of these Bylaws and Article 5(Dd) of the Groundwater Banking JPA Agreement. No Special Activities Agreement may affect the provisions for resolving deadlock decisions of the JPA Board of Directors contained in Article 5(D) of Groundwater Banking JPA Agreement and such deadlock provisions would apply to decisions of the Groundwater Banking JPA Board of Directors related to special activities. For example, if a Special Activities Agreement would result in IRWD's controlling 60 percent of the Kern Fan Project's recovery capacity, then IRWD's two representatives on the Groundwater Banking JPA's Board of Directors would exercise 60 percent voting power over whether to approve the Special Activities Agreement and over any future Groundwater Banking JPA Board of Directors actions concerning implementation or administration of this Special Activities Agreement. RRB or IRWD each may carry out their own projects to help integrate the Kern Fan Project with their other projects, including interties with the Stockdale East Project, the Stockdale West Project, and the Strand Ranch Project. Such integration projects do not require a Special Activities Agreement with the Groundwater Banking JPA.

#### 14.12. **INSURANCE**

*~~This section should reference the officer bonding requirement contained in the JPA agreement. These Bylaws should also contain some details about the types of policies~~*

~~that the Board of Directors deems necessary at all times during the life of the JPA, minimum coverage amounts, and preferences on carrier types.~~

The Finance Committee shall recommend to the Groundwater Banking JPA Board of Directors one or more policies on insurance coverage that shall be maintained for the Groundwater Banking JPA. The Groundwater Banking JPA Board of Directors shall adopt one or more such policies after considering the Finance Committee's recommendation and retains its full discretion to modify or reject such recommended policies.

#### ~~15.13.~~ PROJECT FACILITY OPERATION COSTS

RRB and IRWD shall pay operations, maintenance, energy and replacement ("OME&R") costs consistent with their respective proportional use of the Kern Fan Project facilities and any facilities constructed under Special Activities Agreements governing the Parties' independent choices whether to participate in or to add a component of the Kern Fan Project as follows:

- a. Variable OME&R costs include, but are not limited to, energy costs and other costs that are attributable to the use of Kern Fan Project facilities (including wear and tear) and shall be paid pro rata based on actual use of Kern Fan Project facilities by RRB or IRWD.
- b. Fixed OME&R costs include, but are not limited to, any debt service costs on Kern Fan Project land or facilities that are incurred irrespective of use of such land or facilities, and shall be shared equally between the Parties paid pro-rata based on proportional actual use where possible, or divided equally where not, or as otherwise agreed in a Special Activities Agreement.
- c. RRB and IRWD shall equally split the OME&R costs associated with the public benefits or ecosystem account associated with participating in the WSIP that are not grant-funded.

RRB and IRWD shall each pay half of the Groundwater Banking JPA's costs for its insurance coverage, its annual financial audit, and its use of legal counsel. JPA insurance, audit and/or legal counsel costs attributable to a Special Project Activity shall be paid by the Special Project Activity participant(s) proportional to their respective percentage interest in the Special Activity, as defined in the relevant Special Activities Agreements.

#### ~~16.14.~~ TERMINATION

~~Some of these items are already addressed in the JPA Agreement but these Bylaws could contain additional details, if the Board of Directors deems it necessary to provide for termination in further detail. In this case, termination of the JPA Agreement is already dealt with in a relatively detailed manner in the JPA Agreement so this is not strictly necessary.~~

- ~~a. **Grounds for Termination**~~
- ~~b. **Time for Notice of Termination**~~
- ~~c. **Continuing Obligations**~~

d.a. **Distribution of Assets**

To implement article 1(A) of the Groundwater Banking JPA Agreement, the Parties shall meet and confer prior to one year before expiration of the Agreement's initial term to determine whether the Agreement will be extended. The Parties may continue to meet and confer during the last year of the Agreement's initial term. If within six (6) months before expiration of the Agreement's initial term the Parties have failed to reach agreement on extending the Agreement's initial term or integrating the Kern Fan Project facilities into one or more other existing water storage and recovery programs or projects, then the Parties shall implement the Groundwater Banking JPA Agreement's provisions for Disposition of Kern Fan Project Property, Facilities and Other Assets Upon Termination.

b. To implement articles 1(A) and 1(B) of the Groundwater Banking JPA Agreement, the Parties shall comply with the following rules:

- i. At least 12 months before expiration of the Groundwater Banking JPA Agreement's term, and within ~~30-180~~ days after providing any advance written notice of intent to terminate the Groundwater Banking JPA Agreement early, RRB shall deliver to IRWD ~~any offer~~ either a notice exercising to exercise RRB's first right to acquire IRWD's interest in all Kern Fan Project facilities, capacities and real or personal property held by the Groundwater Banking JPA or written confirmation that it RRB intends selects not to not-exercise its first rights to acquire IRWD's interest in all Kern Fan Project facilities, capacities and real or personal property held by the Groundwater Banking JPA. Any ~~such RRB offer~~ notice exercising its first right to acquire shall comply with the valuation rules specified in article 1(B) of the Groundwater Banking JPA Agreement.
- ii. If RRB ~~fails to timely deliver an offer to exercise~~ confirms in writing its elections in writing not to exercise its first right to acquire IRWD's interest in all Kern Fan Project facilities, capacities and real or personal property held by the Authority, or fails to provide such written confirmation within the time constraints above, then article 1(B) of the Groundwater Banking JPA Agreement provides that IRWD may hold its interest or sell its interest to a mutually acceptable third party. Upon IRWD notifying RRB of a proposed third-party buyer for IRWD's interest in the Kern Fan Project, RRB shall have ~~30-120~~ days to deliver its approval or rejection of IRWD's proposal, unless the Parties mutually agree in writing to extend the ~~30~~120-day period. If RRB fails to affirmatively approve or reject IRWD's proposal within ~~30~~ 120 days or any mutually agreed time extension, IRWD's proposal shall be deemed approved by RRB.

17.15. **AMENDMENTS**

The Board of Directors may adopt, amend, or repeal any section of these Bylaws, except insofar as such a change would conflict with the Groundwater Banking JPA Agreement.

*The Bylaws should describe the process for making changes to the Bylaws, including specifying that whether such changes should require input from a committee or be subject to a first and second reading.*

#### 18.16. RECORDS AND REPORTS

##### a. Maintenance of Records

Records of the Groundwater Banking JPA shall be maintained at the principal places of business of the member agencies, Kern Fan Project facilities, and any other facility designated by the Board of Directors, Officers, or Staff. In addition to maintaining financial accounting and other records, the Groundwater Banking JPA shall maintain at least the following water accounting records for the Kern Fan Project:

- i. Amount of water delivered for recharge by each Party and the source of all water delivered for recharge;
- ii. Amount of stored water to provide ecosystem public benefits;
- iii. Amount of IRWD stored water; and
- iv. Amount of RRB stored water.

##### b. Public Records

Requests for the inspection of any public record maintained by the Groundwater Banking JPA shall be handled in accordance with the California Public Records Act (Government Code section 6250 et seq.).

##### c. Inspection Rights of Directors and Members

Directors and designated representatives of the member agencies shall have an absolute right to inspect the records of the Groundwater Banking JPA with reasonable notice to the Groundwater Banking JPA. Any records determined to be confidential by the Groundwater Banking JPA, in consultation with its Legal Counsel, may be ~~withheld from such review~~ designated as such and may be reviewed subject to the execution of a non-disclosure agreement; the review of confidential documents by directors and designated representatives shall not act as a waiver of any applicable privileges.

*This section may benefit from stating what amount of notice is necessary and how to handle the inspection of any records that may be determined to be confidential.*

##### d. Fiscal Year

The Fiscal Year of the Groundwater Banking JPA shall begin on July 1<sup>st</sup> of each calendar year and close on June 30<sup>th</sup> of each calendar year.

#### 19.17. CONSTRUCTION

Any section of these Bylaws that is determined to be inconsistent with any term of the Groundwater Banking JPA Agreement or any applicable law shall be deemed to be ineffective for so long as the conflicting term of the Groundwater Banking JPA Agreement or applicable law remain in effect. Such construction shall not affect the applicability of any other section of these Bylaws.

# Exhibit "F"

## BYLAWS OF THE GROUNDWATER BANKING JOINT POWERS AUTHORITY

June 15, 2020 Draft

### PREAMBLE

These Bylaws are provided pursuant to Article 5(E) of the Joint Powers Agreement Between Rosedale-Rio Bravo Water Storage District and Irvine Ranch Water District Creating the Groundwater Banking Joint Powers Authority to Develop and Administer a Kern Fan Groundwater Storage Project, effective as of July 1, 2020, as such agreement may be amended or modified from time to time.

#### **1. NAME**

The name of this joint powers authority formed pursuant to the Joint Exercise of Powers Act (Government Code section 6500 et seq.) is the Groundwater Banking Joint Powers Authority ("Authority" or "JPA").

#### **2. PURPOSE**

The purpose of these bylaws is to describe the processes and procedures of the Authority's governance and administration.

#### **3. MEMBER ENTITIES**

The contracting parties to the Groundwater Banking Joint Powers Authority Agreement ("Groundwater Banking JPA Agreement") dated [date] are the member entities of the Groundwater Banking JPA. The contracting parties to the Groundwater Banking JPA Agreement are the Irvine Ranch Water District ("IRWD") and the Rosedale-Rio Bravo Water Storage District ("RRB").

#### **4. BOARD OF DIRECTORS**

##### **a. Directors**

Directors shall be appointed to the Board of Directors in the manner described in Article 5.A. of the Groundwater Banking JPA Agreement.

##### **b. Alternates**

Alternates shall be appointed to serve on the Board of Directors in the manner described in Article 5.A. of the Groundwater Banking JPA Agreement.

#### **5. BOARD MEETINGS**

##### **a. Regular Meetings**

The Board of Directors shall hold at least one Regular Meeting each year.. The date and time of such Regular Meetings shall be set by resolution or ordinance of the Board of Directors at the first meeting of the Board of Directors.

**b. Special Meetings**

The Board of Directors may hold Special Meetings upon providing at least 24 hours' notice.

**c. Adjourned Meetings**

The Board of Directors may adjourn any regular meeting, adjourned regular meeting, special meeting, or adjourned special meeting at any time and to any time and place permissible by law. Adjournment shall not require a quorum of the Board of Directors. If no Director is present at a noticed meeting of the Board of Directors, the [secretary? / General Manager] shall have the authority to adjourn the meeting.

The date, time, and location of the adjourned meeting shall be included on the Notice of Adjournment of any regular meeting, adjourned regular meeting, special meeting, or adjourned special meeting.

**d. Meeting Locations**

Meetings of the Board of Directors shall take place at the main office of RRB, 849 Allen Road, Bakersfield, CA 93390 or IRWD, 15600 Sand Canyon Avenue, Irvine CA 92618, unless otherwise stated on the public notice of the meeting.

Members of the Board of Directors may participate in meetings by teleconference pursuant to the Ralph M. Brown Act ("Brown Act") (Government Code section 54950 et seq.).

**e. Notice and Agenda Procedures**

The Board of Directors shall comply with the Brown Act for meeting agenda and notice requirements.

**f. Quorum**

A quorum of the Board of Directors shall be determined in the manner described in Article 5(C) of the Groundwater Banking JPA Agreement.

**g. Rules of Order**

Action by the Board of Directors requires a unanimous vote consistent with Article 5(D) of the Groundwater Banking JPA Agreement.

**h. Minutes**

Minutes of each meeting of the Board of Directors shall be prepared by the Secretary.

**i. Delegation of Powers**

The Board of Directors may delegate any of its powers except as prohibited in the Groundwater Banking JPA Agreement, these Bylaws, or by law.

j. **Transparency**

All meetings of the Board of Directors shall be conducted in accordance with the Brown Act. While meetings of the Board of Directors are generally open to any member of the public, the Board of Directors may meet in closed session for those reasons expressly allowed under the Brown Act.

The Groundwater Banking JPA shall be subject to the California Public Records Act (Government Code section 6250 et seq.).

6. **COMMITTEES**

a. **Standing Committees**

The Groundwater Banking JPA Board of Directors shall appoint members of standing committees as follows:

- i. **Project Committee.** There shall be a standing Project Committee to assist the Board of Directors in overseeing the planning, design, construction, construction management, and operation of the Kern Fan Project. The Project Committee shall comprise one Groundwater Banking JPA Board member and one other member appointed by RRB and one Groundwater Banking JPA Board member and one other member appointed by IRWD, plus the Groundwater Banking JPA's General Manager and its Treasurer. The Project Committee shall recommend to the Groundwater Banking JPA Board of Directors principles and guidelines for the planning, design, construction, construction management, and operation of the Kern Fan Project. The Groundwater Banking JPA Board of Directors may adopt such principles and guidelines after considering the Project Committee's recommendation and retains its full discretion to modify or reject such recommended policies.
- ii. **Finance Committee.** There shall be a Finance Committee to assist the Groundwater Banking JPA Board of Directors in overseeing the financing of the Kern Fan Project. The Finance Committee shall comprise one Groundwater Banking JPA Board member appointed by RRB and one Groundwater Banking JPA Board member appointed by IRWD, plus the Groundwater Banking JPA's General Manager and its Treasurer. The Finance Committee shall work with the Treasurer to recommend to the Groundwater Banking JPA Board of Directors policies addressing financial issues, including but not limited to: (a) purchase orders/invoices; (b) construction contracts; (c) professional services agreements; (d) change orders/variances; (e) liability/property settlements; (f) acquisition of land and easements; (g) disposition of property; (h) check-signing authority; (i) claims settlements; (j) investment policy; and (k) capitalization. The Groundwater Banking JPA Board of Directors may adopt such policies after considering the Finance Committee's recommendation and retains its full discretion to modify or reject such recommended policies.

b. **Ad Hoc Committees**

The Groundwater Banking JPA Board of Directors may appoint one or more ad hoc committees.

- c. To the extent that the Brown Act applies to Authority committees, committee members may participate in committee meetings by teleconference pursuant to the Brown Act.

## **7. OFFICERS**

### **a. General Manager**

The General Manager shall be appointed by the Board of Directors in the manner described in Article 6 of the Groundwater Banking JPA Agreement. The General Manager and any designees shall administer planning, construction and operation of the Kern Fan Project.

The Kern Fan JPA Board of Directors shall adopt one or more policies delegating certain authority to the General Manager.

### **b. Treasurer**

The Treasurer shall be appointed by the Board of Directors in the manner described in Article 7 of the Groundwater Banking JPA Agreement. The Treasurer and any designees shall administer the Groundwater Banking JPA's financial management function.

The Groundwater Banking JPA Board of Directors shall adopt one or more policies delegating certain authority to the Treasurer.

### **c. Legal Counsel**

The Legal Counsel shall be appointed by the Board of Directors in the manner described in Article 9 of the Groundwater Banking JPA Agreement.

### **d. Secretary**

The Legal Counsel shall serve as Secretary pursuant to Article 9 of the Groundwater Banking JPA Agreement. The Secretary or any designees shall maintain the official records of the Groundwater Banking JPA, including Board meeting minutes.

### **e. Resignation of Officers**

Officers may resign from their position at any time by providing the Board of Directors with written notice of their intention to resign. Such written notice should include an effective date of the resignation. The effectiveness of resignation shall not require written notice.

## **8. STAFF**

Pursuant to Article 10 of the Groundwater Banking JPA Agreement, upon formation of the Groundwater Banking JPA, the Board of Directors shall negotiate shared staff services agreements with RRB and IRWD specifying the hourly rates at which RRB or IRWD staff will provide services to the Groundwater Banking JPA. The Board of Directors shall approve and enter into one or more shared staff services agreement(s) with RRB and IRWD for planning, design, construction and operation of the Kern Fan Project.

## **9. PROFESSIONAL SERVICES**

### **a. Legal Services**

The Board of Directors shall have the sole authority to enter into contracts for legal services on behalf of the Groundwater Banking JPA. This power may not be delegated, regardless of the amount of the contract and any spending authority vested in any Officer [or Staff] of the Groundwater Banking JPA.

### **b. Audit Services**

The Board of Directors shall select an Auditor in the manner provided by law.

## **10. FINANCE**

### **a. Grant Compliance**

The Board of Directors shall delegate responsibility for monitoring compliance with all applicable grant funding obligations to a compliance officer. The compliance officer may be a member of RRB or IRWD staff.

### **b. Member Funding**

#### **(1) Equal Funding Principle**

The general principle governing member funding of the Groundwater Banking JPA is that RRB and IRWD shall fund equally (50-50) the costs to form the Groundwater Banking JPA, the costs to apply for and to obtain grant funding for the Kern Fan Project, and the costs to administer, design, construct and operate the Kern Fan Project and the Authority to meet all of its objectives, including all obligations arising from acceptance of grant funding for the Kern Fan Project.

#### **(2) Exceptions By Special Activities Agreements**

The only exception to the general principle of 50-50 cost-share may arise from the Groundwater Banking JPA Board of Directors' approving one or more Special Activities Agreements that provide for RRB or IRWD to participate in or to add a component of the Kern Fan Project pursuant to article 3(d) of the Groundwater Banking JPA Agreement. Any Special Activities Agreement deviating from the 50-50 cost-share principle shall specify how costs associated with the special activities deviate from the 50-

50 cost-share principle, including but not limited to any one-time costs and any ongoing costs.

(3) **Initial Member Funding Contributions**

**Funding to open bank accounts:** Upon formation of the Groundwater Banking JPA, RRB and IRWD each shall contribute \$2,500 to the Groundwater Banking JPA, for a total of \$5,000, to provide a basis for opening one or more bank accounts for the Groundwater Banking JPA.

**Main initial funding to start up Groundwater Banking JPA operations:** At the Groundwater Banking JPA's first Board of Directors meeting, the Board of Directors shall adopt a resolution specifying the initial funding contributions to be made by RRB and IRWD to start operating the Groundwater Banking JPA, which shall have been submitted to and approved by the RRB and IRWD Boards of Directors, respectively, in advance of the Groundwater Banking JPA's first Board of Directors meeting. IRWD and RRB each shall make their initial financial contribution to the Groundwater Banking JPA within thirty (30) days after the adoption of the resolution specifying the initial funding contributions.

The initial funding contributions approved by the Board of Directors shall account for costs previously incurred by RRB and IRWD, respectively, in connection with the Kern Fan Project. Specifically, prior to formation of the Groundwater Banking JPA, IRWD and RRB each incurred costs to apply for and to obtain grant funding for the Kern Fan Project, to initiate California Environmental Quality Act ("CEQA") review, to conduct studies on the feasibility of constructing and operating Kern Fan Project components, like a new turnout on the Cross Valley Canal, and to complete other tasks facilitating the Kern Fan Project. Such costs were governed by the Agreement Between Rosedale-Rio Bravo Water Storage District and Irvine Ranch Water District for Cost Sharing Early Planning Activities for the Kern Fan Groundwater Storage Project ("Early Cost-Share Agreement"). IRWD and RRB each shall provide an accounting of their respective costs incurred under the Early Cost-Share Agreement, any reimbursement received from the other member, and their resulting net costs incurred.

IRWD and RRB each shall provide equal initial financial contributions to fund the operation of the Groundwater Banking JPA. To the extent that net costs incurred by IRWD or RRB under the Early Cost-Share Agreement are not equal (50-50), the Groundwater Banking JPA member who paid more net costs shall receive a credit equal to the dollar amount by which its net costs exceeded those of the other member. Such credit shall be applied to reduce that member's initial financial contribution to fund the operation of the Groundwater Banking JPA. The net-costs credit plus the initial financial contribution of such member shall be equaled by the initial financial contribution of the other member.

(4) **Ongoing funding for Groundwater Banking JPA operations:**

The Board of Directors shall annually adopt a budget encompassing the reasonably anticipated costs for implementing the Kern Fan Project, plus prudent reserves. The Board of Directors shall require ongoing financial contributions from RRB and IRWD to maintain adequate bank account balances to meet the reasonably anticipated costs for implementing the Kern Fan Project and prudent reserves, after accounting for grant funding. The Board of Directors shall determine the amount and timing of such contributions by resolution.

**c. Audit Interval**

Audits of the Groundwater Banking JPA's finances shall be prepared in the manner described in Article 13 of the Groundwater Banking JPA Agreement. The cost to complete the annual audit of the Groundwater Banking JPA's finances shall be allocated half (50 percent) to RRB and half (50 percent) to IRWD.

**11. SPECIAL ACTIVITIES AGREEMENTS**

- a. Pursuant to article 3(D) of the Groundwater Banking JPA Agreement, either of the Parties may enter into Special Activities Agreements with the Groundwater Banking JPA providing for their independent choices whether to participate in or to add a component of the Kern Fan Project or to allow use of a Party's capacity in the Kern Fan Project to implement an independent operating program or project with a third party.
- b. No Special Activities Agreement may become legally effective without prior unanimous approval of the Groundwater Banking JPA Board of Directors.
- c. A Special Activities Agreement may result in a Party having a larger capital investment in Kern Fan Project recharge, storage, recovery or conveyance capacity than the other Party and/or result in a Party achieving greater than 50 percent of the Kern Fan Project recharge, storage or recovery capacity upon implementation of the special activity. A Special Activities Agreement may provide for the creation of a committee under which a Party may exercise proportionally greater voting power over recommendations from the committee to the Groundwater Banking JPA Board of Directors regarding the approval and administration of the Special Activities Agreement.. The committee created by a Special Activities Agreement shall make recommendations to the Groundwater Banking JPA Board of Directors regarding the administration, planning, design, construction, construction management, and operation of the special activity. The Groundwater Banking JPA Board of Directors shall retain its full discretion to modify or reject any recommendation of a committee created by a Special Activities Agreement. No Special Activities Agreement may affect the requirement that all decisions of the Groundwater Banking JPA Board of Directors must be unanimous under Section 6(g) of these Bylaws and Article 5(D) of the Groundwater Banking JPA Agreement. No Special Activities Agreement may affect the provisions for resolving deadlock decisions of the JPA Board of Directors contained in Article 5(D) of Groundwater Banking JPA Agreement and such deadlock provisions would apply to decisions of the Groundwater Banking JPA Board of Directors related to special activities. RRB or IRWD each may carry out

their own projects to help integrate the Kern Fan Project with their other projects, including interties with the Stockdale East Project, the Stockdale West Project, and the Strand Ranch Project. Such integration projects do not require a Special Activities Agreement with the Groundwater Banking JPA.

## **12. INSURANCE**

The Finance Committee shall recommend to the Groundwater Banking JPA Board of Directors one or more policies on insurance coverage that shall be maintained for the Groundwater Banking JPA. The Groundwater Banking JPA Board of Directors shall adopt one or more such policies after considering the Finance Committee's recommendation and retains its full discretion to modify or reject such recommended policies.

## **13. PROJECT FACILITY OPERATION COSTS**

RRB and IRWD shall pay operations, maintenance, energy and replacement ("OME&R") costs consistent with their respective proportional use of the Kern Fan Project facilities and any facilities constructed under Special Activities Agreements governing the Parties' independent choices whether to participate in or to add a component of the Kern Fan Project as follows:

- a. Variable OME&R costs include, but are not limited to, energy costs and other costs that are attributable to the use of Kern Fan Project facilities (including wear and tear) and shall be paid pro rata based on actual use of Kern Fan Project facilities by RRB or IRWD.
- b. Fixed OME&R costs include, but are not limited to, any costs on Kern Fan Project land or facilities that are incurred irrespective of use of such land or facilities, and shall be shared equally between the Parties , or as otherwise agreed in a Special Activities Agreement.
- c. RRB and IRWD shall equally split the OME&R costs associated with the public benefits or ecosystem account associated with participating in the WSIP that are not grant-funded.

RRB and IRWD shall each pay half of the Groundwater Banking JPA's costs for its insurance coverage, its annual financial audit, and its use of legal counsel. JPA insurance, audit and/or legal counsel costs attributable to a Special Activity shall be paid by the Special Activity participant(s) proportional to their respective percentage interest in the Special Activity, as defined in the relevant Special Activities Agreement.

## **14. TERMINATION**

### **a. Distribution of Assets**

To implement article 1(A) of the Groundwater Banking JPA Agreement, the Parties shall meet and confer prior to one year before expiration of the Agreement's initial term to determine whether the Agreement will be extended. The Parties may continue to meet and confer during the last year of the Agreement's initial term. If within six (6) months before expiration of the Agreement's initial term the Parties

have failed to reach agreement on extending the Agreement's initial term or integrating the Kern Fan Project facilities into one or more other existing water storage and recovery programs or projects, then the Parties shall implement the Groundwater Banking JPA Agreement's provisions for Disposition of Kern Fan Project Property, Facilities and Other Assets Upon Termination.

- b. To implement articles 1(A) and 1(B) of the Groundwater Banking JPA Agreement, the Parties shall comply with the following rules:
  - i. At least 12 months before expiration of the Groundwater Banking JPA Agreement's term, and within 180 days after providing any advance written notice of intent to terminate the Groundwater Banking JPA Agreement early, RRB shall deliver to IRWD either a notice exercising RRB's first right to acquire IRWD's interest in all Kern Fan Project facilities, capacities and real or personal property held by the Groundwater Banking JPA or written confirmation that RRB elects not to exercise its first right to acquire IRWD's interest in all Kern Fan Project facilities, capacities and real or personal property held by the Groundwater Banking JPA. Any RRB notice exercising its first right to acquire shall comply with the valuation rules specified in article 1(B) of the Groundwater Banking JPA Agreement.
  - ii. If RRB confirms in writing its election not to exercise its first right to acquire IRWD's interest in all Kern Fan Project facilities, capacities and real or personal property held by the Authority, or fails to provide such written confirmation within the time constraints above, then article 1(B) of the Groundwater Banking JPA Agreement provides that IRWD may hold its interest or sell its interest to a mutually acceptable third party. Upon IRWD notifying RRB of a proposed third-party buyer for IRWD's interest in the Kern Fan Project, RRB shall have 120 days to deliver its approval or rejection of IRWD's proposal, unless the Parties mutually agree in writing to extend the 120-day period. If RRB fails to affirmatively approve or reject IRWD's proposal within 120 days or any mutually agreed time extension, IRWD's proposal shall be deemed approved by RRB.

## **15. AMENDMENTS**

The Board of Directors may adopt, amend, or repeal any section of these Bylaws, except insofar as such a change would conflict with the Groundwater Banking JPA Agreement.

## **16. RECORDS AND REPORTS**

### **a. Maintenance of Records**

Records of the Groundwater Banking JPA shall be maintained at the principal places of business of the member agencies, Kern Fan Project facilities, and any other facility designated by the Board of Directors, Officers, or Staff. In addition to maintaining financial accounting and other records, the Groundwater Banking JPA shall maintain at least the following water accounting records for the Kern Fan Project:

- i. Amount of water delivered for recharge by each Party and the source of all water delivered for recharge;
- ii. Amount of stored water to provide ecosystem public benefits;
- iii. Amount of IRWD stored water; and
- iv. Amount of RRB stored water.

**b. Public Records**

Requests for the inspection of any public record maintained by the Groundwater Banking JPA shall be handled in accordance with the California Public Records Act (Government Code section 6250 et seq.).

**c. Inspection Rights of Directors and Members**

Directors and designated representatives of the member agencies shall have an absolute right to inspect the records of the Groundwater Banking JPA with reasonable notice to the Groundwater Banking JPA. Any records determined to be confidential by the Groundwater Banking JPA, in consultation with its Legal Counsel, may be designated as such and may be reviewed subject to the execution of a non-disclosure agreement; the review of confidential documents by directors and designated representatives shall not act as a waiver of any applicable privileges.

**d. Fiscal Year**

The Fiscal Year of the Groundwater Banking JPA shall begin on July 1<sup>st</sup> of each calendar year and close on June 30<sup>th</sup> of each calendar year.

**17. CONSTRUCTION**

Any section of these Bylaws that is determined to be inconsistent with any term of the Groundwater Banking JPA Agreement or any applicable law shall be deemed to be ineffective for so long as the conflicting term of the Groundwater Banking JPA Agreement or applicable law remain in effect. Such construction shall not affect the applicability of any other section of these Bylaws.