

MINUTES OF REGULAR MEETING – NOVEMBER 24, 2025

The regular meeting of the Board of Directors of the Irvine Ranch Water District (IRWD) was called to order by President Reinhart at 5:00 p.m. on November 24, 2025 at the District offices, 15600 Sand Canyon Avenue, Irvine.

Directors Present: Ferons, Withers, Swan, LaMar, and President Reinhart.

Directors Absent: None.

Also Present: General Manager Cook, Executive Director of Finance and Administration Adly, Executive Director of Water Policy Weghorst, Executive Director of Operations Chambers, Executive Director of Technical Services Burton, Director of Strategic Communications & Advocacy Compton, Director of Water Quality & Regulatory Compliance Colston, Director of Financial Planning and Data Analytics Smithson, Director of Human Resources Mitcham, Director of Information Technology Kaneshiro, Director of Safety and Security Choi, Director of Water and Recycling Operations Zepeda, Director of Maintenance Operations Manning, Director of Water Resources Nye, Director of Accounting & Treasury Lin, General Counsel Collins, Secretary Swan, members of the staff, and public.

Oral and Written Communications: One item, Mr. Robert Thompson of OC SAN, wished to address the Board regarding Item No. 10 of the meeting agenda.

Items too late to be agendized: None.

CONSENT CALENDAR

Prior to voting, President Reinhart said that pertaining to Item No. 6 on the Consent Calendar of tonight's agenda, on November 10, 2025, the Board conducted its annual Performance Evaluation of the General Manager. Mr. Reinhart said that this evening, the Board is considering changes to his compensation based on that performance review. He said that pursuant to Government Code Section 54953(c)(3), prior to taking final action on the changes to the General Manager's compensation, he will provide a summary of the recommended action. He said that the recommendation is to: 1.) increase the base salary of the General Manager from \$401,328 to \$421,644 per year (a 5.1% increase), effective October 1, 2025; 2.) provide a one-time performance award for the General Manager in the amount of \$40,000 as a taxable lump sum cash payment; and 3.) increase the General Manager's automobile allowance from \$11,000 to \$11,500 (a 4.5% increase). He said that all other aspects of the General Manager's compensation remain unchanged.

On MOTION by LaMar, seconded by Withers, and carried unanimously by a vote of 5 – 0, CONSENT CALENDAR ITEMS FOUR THROUGH NINE WERE APPROVED AS FOLLOWS:

4. BOARD MEETING MINUTES

Recommendation: That the minutes of the November 10, 2025 Regular Board meeting be approved as presented.

ACTION CALENDAR (CONTINUED)

5. OCTOBER 2025 TREASURY REPORT

Recommendation: That the Board receive and file the Treasurer's Investment Summary Report, the Summary of Fixed and Variable Rate Debt, and the Disclosure Report of Reimbursements to Board members and staff, approve the October 2025 Summary of Payroll ACH payments in the total amount of \$4,250,161 and approve the October 2025 accounts payable disbursement summary of warrants 451572 through 452168, Workers' Compensation distributions, ACH payments, wire transfers, payroll withholding distributions, and voided checks in the net total amount of \$41,667,335.

6. CHANGES TO GENERAL MANAGER'S COMPENSATION

Recommendation: That the Board approve the 2025 amendment to the General Manager Employment Agreement, effective October 1, 2025.

7. REVIEW OF 2025 ADVOCACY ACTIVITIES AND 2026 LEGISLATIVE AND REGULATORY ISSUES PLANNING

Recommendation: That the Board provide input on the proposed 2026 regional, state, and federal legislative issues of interest to IRWD, and receive and file the proposed "Initial 2026 Legislative and Regulatory Resource Allocation Plan" and the "Legislative / Regulatory Issues and Activities of High Concern to IRWD in 2026."

8. CONSTRUCTION SERVICES DUMP TRUCK PURCHASE

Recommendation: That the Board authorize the General Manager to execute a purchase order with Rush Truck Center in the amount of \$709,223 for the purchase of two new dump trucks.

9. TURTLE ROCK – ROCKY KNOLL RECYCLED WATER PIPELINE REPLACEMENT BUDGET INCREASE AND CONSTRUCTION AWARD

Recommendation: That the Board authorize a budget increase in the amount of \$158,500, from \$841,500 to \$1,000,000, for Project 13162, and authorize the General Manager to execute a construction contract with Ferreira Construction Co., Inc. in the amount of \$624,000 for the Turtle Rock – Rocky Knoll Recycled Water Pipeline Replacement, Project 13162.

ACTION CALENDAR

10. IRWD / OC SAN / OCWD GREEN ACRES PROJECT FLOWS AGREEMENT AND IRWD / OC SAN FLOW EXCHANGE AGREEMENT

Using a PowerPoint, Engineering Manager Akiyoshi presented to the Board two new agreements, one among IRWD, OC SAN, and Orange County Water District which will extend the term of the Green Acres Project agreement, and the second between IRWD and OC SAN which will consolidate and streamline multiple previous agreements between the two agencies.

ACTION CALENDAR (CONTINUED)

Director Withers reported that this item was reviewed by the Engineering and Operations Committee. The Committee reviewed the agreements in greater detail, paying attention to the parties, the components, equities, and liabilities for each. He said that this would be a great benefit for all parties and that the Committee supports the staff recommendation.

Mr. Thompson of OC SAN addressed the Board, stating all three agencies will win with mutual benefit, and complimented IRWD staff and legal counsel for their hard work on the agreements. He added that his Board approved the agreements last week, and the Orange County Water District Board approved it on a 10-0 vote.

Following comments from the Board, on MOTION by Withers, seconded by Feron, and carried unanimously by a vote of 5 – 0, THE BOARD AUTHORIZED THE GENERAL MANAGER TO EXECUTE THE FLOW EXCHANGE AGREEMENT AND EXECUTE THE GREEN ACRES PROJECT FLOWS AGREEMENT, BOTH SUBJECT TO NON-SUBSTANTIVE CHANGES.

11. ANNUAL BOARD OF DIRECTORS' FEES

Director Swan reported that this item is reviewed annually by the Finance and Personnel Committee, and that the Committee recommends that the Board decline and defer the five percent (5%) increase. After discussion with the Board, on MOTION by Swan, seconded by LaMar, and unanimously carried by a vote of 5-0, THE BOARD DECLINED AND DEFERRED THE FIVE (5%) PERCENT COMPENSATION INCREASE FOR THE CALENDAR YEAR 2026.

OTHER BUSINESS

12. General Manager's Report

General Manager Cook reported to the Board there was an error on the US Postal Service side where they returned the mail addressed to IRWD's PO Box. The error has been addressed, and there is an announcement posted on the District's Web site.

He reminded the Board of the upcoming ACWA conference next week. congratulated Director Crane, IRWD's MWDOC representative on becoming a new MWD Director, and wished everyone a happy and safe Thanksgiving.

13. Receive oral update(s) from District liaison(s) regarding communities within IRWD's service area and interests.

Mr. Newell was absent from this evening's meeting.

14. Directors' Comments and Meeting Reports

Director Feron congratulated Director Crane on his new position on the MWD Board.

Director Withers reported on his participation in the NWRI Board of Directors meeting via teleconference; the ACWA Southern California Water Forum Reception; the OCBC Business Connections-2026 OC Community Indicators Report & Rollout at Vanguard University; and the ACWA Southern California Water Forum Program.

OTHER BUSINESS (CONTINUED)

14. Directors' Comments and Meeting Reports (Continued)

Director Swan reported on his participation in the MWDOC Administration and Finance Committee Meeting; the monthly WACO Planning Committee meeting; and the MWDOC Board of Directors' meeting via teleconference.

Vice President LaMar reported on his attendance at the ACWA Southern California Water Forum Reception; the ACWA Southern California Water Forum Program; the Natural Communities Coalition Executive Committee meeting; and the 2025 CFEE Water Conference in Palm Springs.

President Reinhart reported on his participation in the MWDOC Administration and Finance Committee Meeting via teleconference; the OCWD Board of Directors' meeting via teleconference; the MWDOC Board of Directors' meeting via teleconference; and the monthly discussion of District Activities with the General Manager.

15. ADJOURNMENT

At 5:41 p.m., President Reinhart adjourned the Board meeting.

APPROVED and SIGNED this 15th day of December 2025.

President, IRVINE RANCH WATER DISTRICT

District Secretary,
IRVINE RANCH WATER DISTRICT

APPROVED AS TO FORM:

Claire H. Collins, General Counsel
Hanson Bridgett LLP