AGENDA
IRVINE RANCH WATER DISTRICT
FINANCE AND PERSONNEL COMMITTEE MEETING
TUESDAY, MAY 17, 2022

This meeting will be held in-person at the District's headquarters located at 15600 Sand Canyon Avenue, Irvine, California. The meeting will also be broadcasted via Webex for those wanting to observe the meeting virtually.

To observe this meeting virtually, please join online using the link and information below:

Via Web:
https://irwd.webex.com/irwd/j.php?MTID=mfcf801d7b45e566dffe157372049a2db
Meeting Number (Access Code): 2488 478 9616
Meeting Password: jhDx69SrcN3

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 Committee enters closed session. Participants who remain in the "lobby" will automatically be returned to the open session of the Committee once the closed session has concluded. Participants who join the meeting while the Committee 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 10:00 a.m.

ATTENDANCE	Chair: Peer Swan	_____	Member: Steve LaMar	_____
ALSO PRESENT	Paul Cook	_____	Cheryl Clary	_____
	Wendy Chambers	_____	Kevin Burton	_____
	Paul Weghorst	_____	Rob Jacobson	_____
	Christopher Smithson	_____	Tiffany Mitcham	_____
	Jennifer Davis	_____	Eileen Lin	_____
	Lance Kaneshiro	_____	_____	_____
	_____	_____	_____	_____

PUBLIC COMMENT NOTICE

Public comments are limited to three minutes per speaker on each subject. If you wish to address the Committee on any item, you may attend the meeting in person and submit a "speaker slip." You may also submit a public comment in advance of the meeting by emailing comments@irwd.com before 7:30 a.m. on Tuesday, May 17, 2022.

COMMUNICATIONS

1. Notes: Clary
2. Public Comments
3. Determine the need to discuss and/or take action on item(s) introduced, which came to the attention of the District subsequent to the agenda being posted.
4. Determine which items may be approved without discussion.

INFORMATION

5. EMPLOYEE POPULATION AND TURNOVER STATUS REPORT – SRADER / MITCHAM

   Recommendation: Receive and file.

6. PERFORMANCE RECOGNITION PROGRAM – HALL MITCHAM

   Recommendation: Receive and file.

7. MONTHLY INVESTMENT AND DEBT REVIEW – MENDOZA / DAVIS / JACOBSON / CLARY

   Recommendation: Receive and file.

8. EXPENSES AND FEES OF BOARD MEMBERS AND GENERAL MANAGER PAID THROUGH THE SECOND QUARTER OF FY 2021-22 – PULLES / CLARY

   Recommendation: Receive and file.

9. LEGAL FEES QUARTERLY UPDATE – TOBAR / CLARY

   Recommendation: Receive and file.

10. QUARTERLY DEFERRED COMPENSATION PLAN AND FUND REVIEW – MENDOZA / DAVIS / JACOBSON / CLARY

    Recommendation: Receive and file.

11. QUARTERLY FINANCIAL HIGHLIGHTS – PARDEE / SMITHSON / CLARY

    Recommendation: Receive and file.

ACTION

12. 230 COMMERCE AND WATERWORKS BUSINESS PARK OFFICE PROPERTY LISTING AGREEMENT EXTENSION – JACOBSON / CLARY

Recommendation: That the Board approve an extension of the listing agreements for the 230 Commerce office property and Waterworks Business Park office property with the brokerage team of Colliers International through March 1,2023 consistent with previously agreed upon commission terms.

OTHER BUSINESS

13. Directors' Comments

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 Committee in connection with a matter subject to discussion or consideration at an open meeting of the Committee 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 Committee 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 Committee Members, except that if such writings are distributed one hour prior to, or during, the meeting, they will be available at the entrance of the meeting room at the District Office. The Irvine Ranch Water District Committee Room is wheelchair accessible. If you require any special disability-related accommodations (e.g., access to an amplified sound system, etc.), please contact the District Secretary at (949) 453-5300 during business hours at least seventy-two (72) hours prior to the scheduled meeting. This agenda can be obtained in an alternative format upon written request to the District Secretary at least seventy-two (72) hours prior to the scheduled meeting.

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May 17, 2022
Prepared by: L. Srader
Submitted by: T. Mitcham
Approved by: Paul A. Cook

FINANCE AND PERSONNEL COMMITTEE

EMPLOYEE POPULATION AND TURNOVER STATUS REPORT

SUMMARY:

Staff has prepared various population and turnover reports for the Committee's review.

FISCAL IMPACTS:

None.

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.

RECOMMENDATION:

Receive and file.

LIST OF EXHIBITS:

Exhibit "A" – Employee Population/Turnover Status Report

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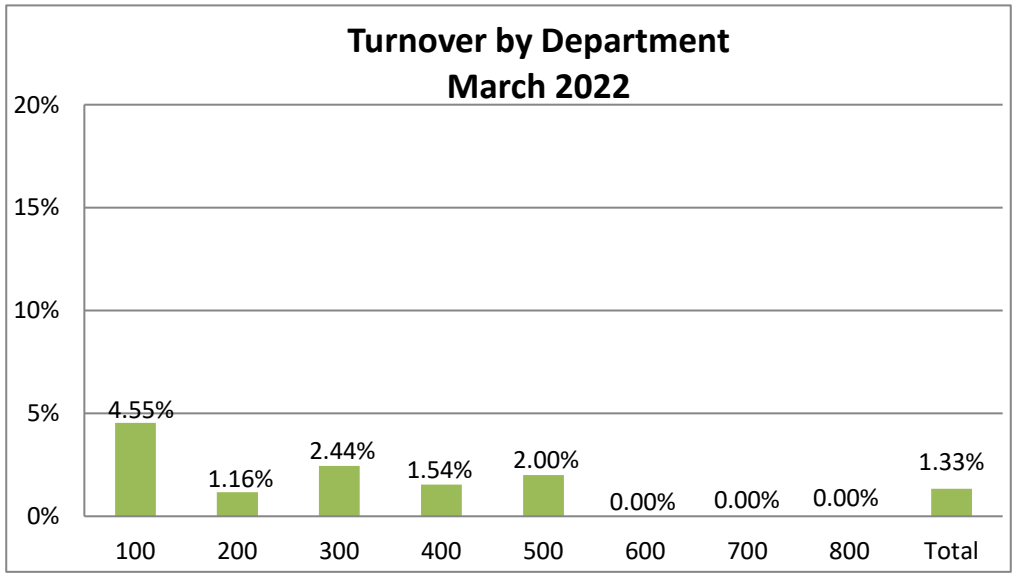
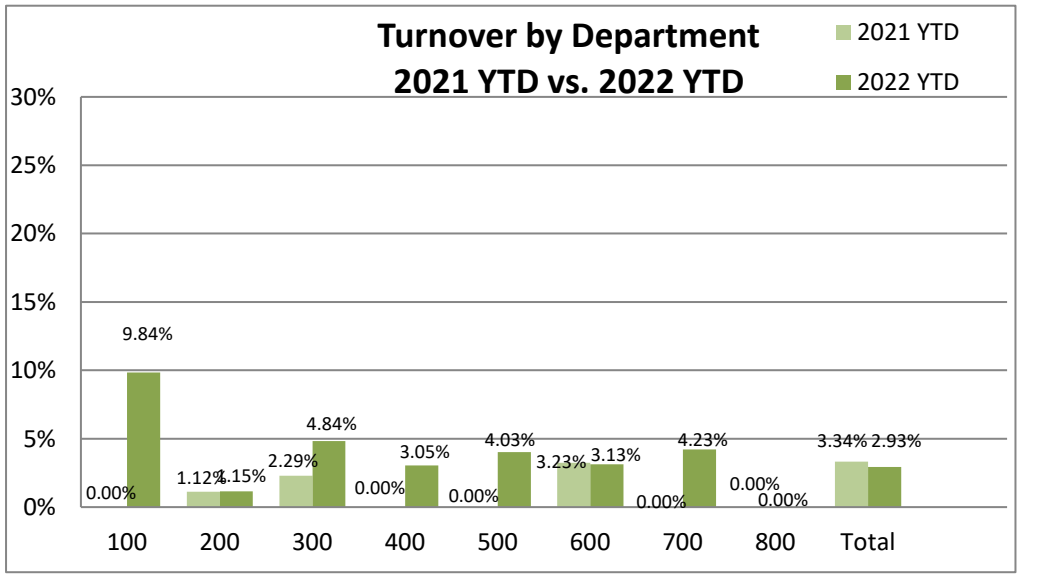
EXHIBIT "A"

IRVINE RANCH WATER DISTRICT
EMPLOYEE POPULATION STATUS REPORT
March 2022

	@03/01/22	Current Month Activity							@03/31/22		FY 21/22	Avg FYTD	Avg FYTD	Avg FYTD	Turnover	
	Positions	New	Terms		Promo Trnsfr		Lateral Trnsfr		Positions	Positions	Budgeted	Filled Budget	Temp Emp	Total Filled	Current	2022
Dept	Filled	Hires	Vol	Invol	In	Out	In	Out	Filled	Unfilled	Positions	Positions	FTE	Positions	Period	YTD
100	**22.0**			1					**21.0**	6	**27.0**	18.3	0.34	**18.7**	4.55%	9.84%
200	**86.0**	1	1						**86.0**	5	**91.0**	88.8	0.97	**89.7**	1.16%	1.15%
300	**41.0**	1	1						**41.0**	4	**45.0**	42.1	2.33	**44.4**	2.44%	4.84%
400	**65.0**		1						**64.0**	9	**73.0**	66.6	2.20	**68.8**	1.54%	3.05%
500	**50.0**	1	1		1				**51.0**	11	**62.0**	50.8	1.64	**52.4**	2.00%	4.03%
600	**32.0**								**32.0**	1	**33.0**	31.3	4.84	**36.2**	0.00%	3.13%
700	**23.0**								**23.0**	5	**28.0**	28.1	3.05	**31.2**	0.00%	4.23%
800	**57.0**					1			**56.0**	5	**61.0**	54.9	0.00	**54.9**	0.00%	0.00%
Totals	**376**	**3**	**4**	**1**	**1**	**1**	**0**	**0**	**374.0**	**46**	**420.0**	**380.9**	**15.38**	**396.3**	**1.33%**	**2.93%**
3/21	**390**	**1**	**0**	**1**	**0**	**0**	**0**	**0**	**390**	**23**	**413.0**	**388.7**	**20.0**	**408.7**	**0.26%**	**3.34%**



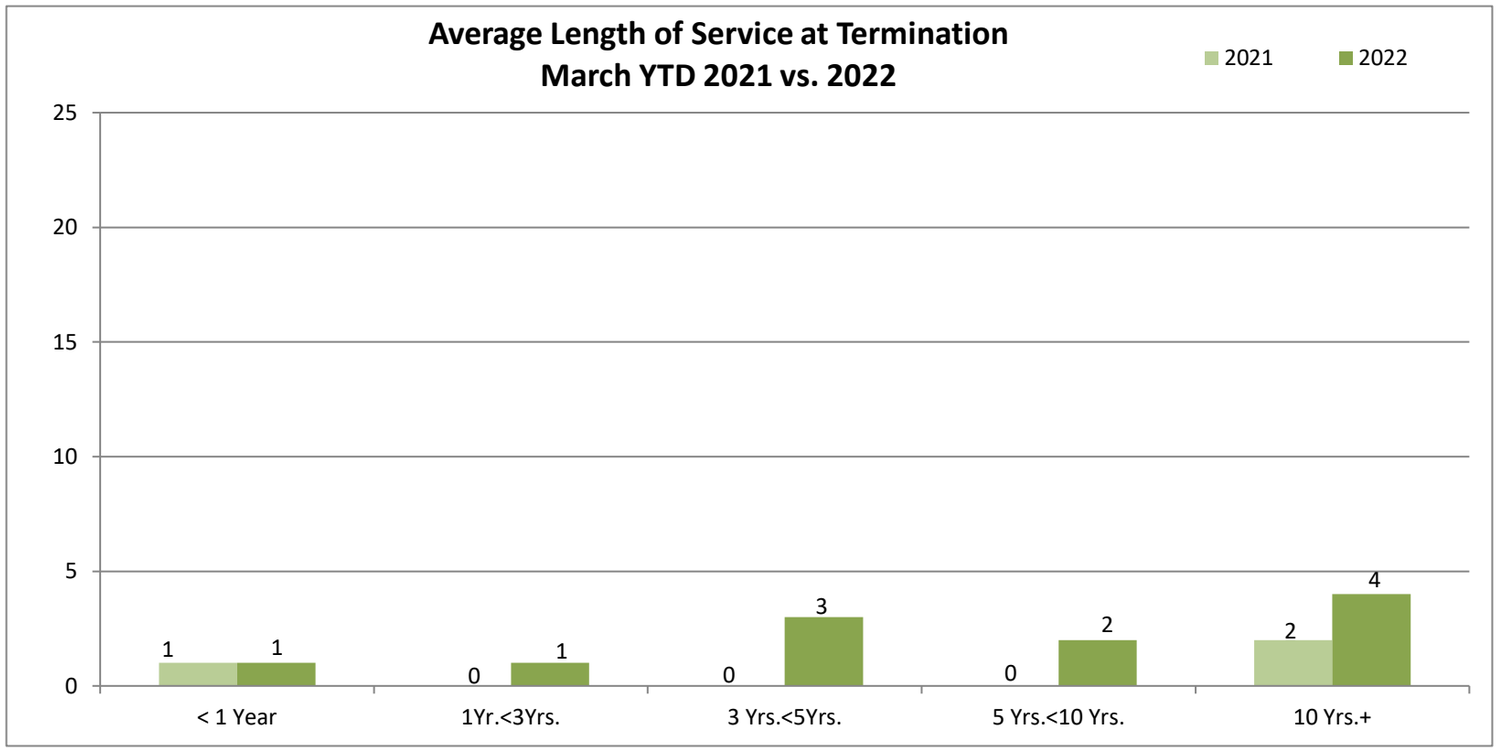


100-GM, HR, Safety; 200-Fin., Cust. Serv., IS, Purch.; 300-Eng.: 400-Water Ops; 500-Recycling; 600-WQ&RC; 700-Water Res., Recyc. Water and Public Affairs; 800-Adm. & Maintenance Ops

IRVINE RANCH WATER DISTRICT
TURNOVER LONGEVITY RATIO
March 2022

Dept.	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	YTD	YTD Turnover Longevity Ratio				
														< 1 Year	1Yr<.3Yrs.	3 Yrs.<5Yrs.	5 Yrs.<10 Yrs.	10 Yrs.+
100		1	1										2			2		
200			1										1					2
300	1		1										2				1	1
400		1	1										2			1		1
500		1	1										2	1			1	
600	1												1					
700		1											1		1			
800													0					
2022 Total	**2**	**4**	**5**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**11**	**1**	**1**	**3**	**2**	**4**
2021 Data	**1**	**1**	**1**	**0**	**1**	**7**	**2**	**1**	**3**	**6**	**4**	**4**	**31**					
Percentage of Total Turnover														**9.09%**	**9.09%**	**27.27%**	**18.18%**	**36.36%**

2022 Average YTD Length of Service at Termination	**11.20 Years**
2021 Average YTD Length of Service at Termination	**10.21 Years**
2020 Average YTD Length of Service at Termination	**16.33 Years**
2019 Average YTD Length of Service at Termination	**9.21 Years**
2018 Average YTD Length of Service at Termination	**13.85 Years**



IRVINE RANCH WATER DISTRICT
EMPLOYEE POPULATION STATUS REPORT
MARCH 2022

NEW HIRES

Date	Dept	Employee Name	Position	Prior Company/Agency
03/20/22	500	Raymond Drenner	Operations Supervisor	Riverside Regional Water Quality Control Plant
03/28/22	200	Lance Kaneshiro	Director of Information Services	City of Los Angeles
03/30/22	300	Michael Lu	Engineer	Golden State Water Company

TERMINATIONS

Date	Dept	Employee Name	Position	Reason	Comments
03/11/22	400			VOL	
03/11/22	500			VOL	
03/26/22	300			VOL	
03/31/22	100			INVOL	

RETIREMENTS

Date	Dept	Employee Name	Position	Reason	Comments
03/02/22	200	Denise To-Nguyen	Accountant	RET	

PROMOTIONS

Date	Departing Dept	Employee Name	Departing Position	New Dept	New Position
03/05/22	300	Jacob Moeder	Senior Engineer	300	Engineering Manager
03/19/22	800	Michael Borowski	Senior Electrical Technician	500	Automation Specialist
03/19/22	400	Michael Kulick	Water Maintenance Technician III	400	Water Maintenance Supervisor

TRANSFERS

Effective Date	Departing Dept	Employee Name	Departing Position	New Dept	New Position

CROSS TRAINING

Effective Date	Departing Dept	Employee Name	Departing Position	New Dept	New Position
02/01/22	400	Bailey Hall	Field Services	400	Water Maintenance Technician I
02/19/22	400	Douglas Rock	Field Services	700	Recycled Water Specialist

IRVINE RANCH WATER DISTRICT
EMPLOYEE POPULATION STATUS REPORT
MARCH 2022

UNFILLED POSITIONS			
Dept	**Position**	**Salary Grade**	**Comments**
100	Community Relations Manager	U18.E	Recruiting
100	Safety Manager	U17.E	Recruiting
100	Public Affairs Specialist	29.N	
100	Digital Communications Specialist	U10.E	Recruiting
100	Senior Human Resources Analyst	U13.E	
100	Safety Specialist	U26.N	
200	Manager of Contract Admin & Risk	U19.E	Recruiting
200	Senior Accounting Clerk	20.N	Recruiting
200	Accountant	27.N	Recruiting
200	Accountant	27.N	Recruiting
200	Customer Service Specialist I	13.N	Recruiting
300	Senior Engineer	U20.E	Recruiting
300	Senior Engineer	U20.E	
300	Engineer	U17.E	Recruiting
300	Engineer	U17.E	Recruiting
400	Water Maintenance Technician III	26.N	
400	Operator III	29.N	
400	Water Maintenance Technician I	16.N	
400	Field Services Manager	U18.E	Recruiting
400	Metering Systems Technician I	16.N	
400	Water Maintenance Technician I	16.N	
400	Water Maintenance Technician I	16.N	
400	Water Maintenance Technician I	16.N	
400	Water Maintenance Technician I	16.N	
500	Collection Systems Technician II	20.N	
500	Operator III	29.N	Recruiting
500	Process Specialist	32.N	
500	Cybersecurity Analyst	U18.E	
500	Operator III	29.N	Recruiting
500	Collection Systems Supervisor	S32.N	Recruiting
500	Operator III	29.N	
500	Collection Systems CCTV Tech	21.N	Recruiting
500	Collection Systems Technician II	20.N	Recruiting
500	Collection Systems CCTV Tech	21.N	Recruiting
500	Sr. Coll Systems CCTV Tech	25.N	Recruiting
600	Senior Scientist	32.N	Recruiting
700	Water Efficiency Supervisor	U12.E	Recruiting
700	Recycled Water Specialist	24.N	
700	Recycled Water Specialist	24.N	
700	Water Efficiency Specialist	26.N	
700	Senior Energy & Water Resources Planner	U17.E	Recruiting
800	Instrumentation Technician	30.N	
800	Instrumentation Technician	28.N	
800	Senior Electrical Technician	30.N	
800	Electrical Technician	28.N	Recruiting
800	Director of Field Operations	U27.E	

IRVINE RANCH WATER DISTRICT
EMPLOYEE POPULATION STATUS REPORT
March 2022

LEAVE OF ABSENCE					
Type of Leave	**Pay Status**	**Date Leave Began**	**Anticipated Return Date**	**Current Length (wks)**	**Comments**
FMLA/CFRA	SDI	12/8/2021	5/3/2022	20.86	
FMLA/CFRA	SDI	12/27/2021	7/26/2022	30.14	
FMLA/CFRA	SDI	1/4/2022	3/29/2022	12.00	
FMLA/CFRA	SDI	7/22/2021	3/12/2022	33.29	
FMLA/CFRA	WC/TTD	1/27/2022	3/1/2022	4.71	
FMLA/CFRA	WC/TTD	7/22/2021	5/5/2022	41.00	
FMLA/CFRA	SDI	3/21/2022	6/1/2022	10.29	
FMLA/CFRA	SDI	3/21/2022	4/4/2022	2.00	
FMLA/CFRA	SDI	3/21/2022	4/25/2022	5.00	
FMLA/CFRA	SDI	3/21/2022	4/8/2022	2.57	
FMLA/CFRA	SDI	3/14/2022	5/9/2022	8.00	
FMLA/CFRA	SDI	3/8/2022	5/4/2022	8.14	
FMLA/CFRA	SDI	3/17/2022	7/20/2022	17.86	
Paid Admin Leave	PAL	12/22/2021	2/9/2022	7.00	

Leave	**Original Status**	**Date Leave Began**	**Anticipated Return Date**	**Length (wks)**	**Actual Return Date**	**Comments**
FMLA/CFRA	SDI	4/16/2021	9/23/2021	22.86	09/23/21	Returned
FMLA/CFRA	SDI	8/20/2021	9/29/2021	5.71	09/29/21	Returned
FMLA/CFRA	SDI	7/20/2021	9/15/2021	8.14	09/15/21	Returned
FMLA/CFRA	SDI	7/22/2021	9/30/2021	10.00	09/30/21	Returned
FMLA/CFRA	SDI	9/20/2021	11/16/2021	8.14	11/16/2021	Returned
FMLA/CFRA	SDI	9/20/2021	11/17/2021	8.29	11/17/2021	Returned
FMLA/CFRA	SDI	9/28/2021	12/5/2021	9.71	12/5/2021	Returned
FMLA/CFRA	SDI	9/30/2021	10/18/2021	2.57	10/18/2021	Returned
FMLA/CFRA	SDI	9/16/2021	11/1/2021	6.57	11/1/2021	Returned
FMLA/CFRA	SDI	9/7/2021	10/5/2021	4.00	10/5/2021	Returned
FMLA/CFRA	SDI	10/11/2021	11/30/2021	7.14	11/30/2021	Returned
FMLA/CFRA	SDI	6/29/2021	10/25/2021	16.86	10/25/2021	Returned
FMLA/CFRA	SDI	5/20/2021	10/21/2021	22.00	10/21/2021	Returned
FMLA/CFRA	SDI	10/4/2021	12/30/2021	12.43	12/30/21	Returned
FMLA/CFRA	SDI	11/1/2021	12/20/2021	7.00	12/20/21	Returned
FMLA/CFRA	SDI	10/5/2021	11/15/2021	5.86	11/15/21	Returned
FMLA/CFRA	SDI	12/23/2021	2/24/2022	9.00	02/07/22	Returned
FMLA/CFRA	SDI	1/17/2022	1/27/2022	1.43	01/31/22	Returned
FMLA/CFRA	SDI	1/24/2022	2/24/2022	4.43	02/22/22	Returned
FMLA/CFRA	WC/TTD	1/27/2022	2/16/2022	2.86	02/16/22	Returned
FMLA/CFRA	SDI	10/12/2021	3/7/2022	20.86	03/08/22	Returned
FMLA/CFRA	SDI	9/24/2021	3/17/2022	24.86	03/10/22	Returned
FMLA/CFRA	SDI	9/6/2021	3/7/2022	26.00	03/07/22	Returned
FMLA/CFRA	ACCRUALS	2/28/2022	3/17/2022	2.43	03/17/22	Returned
FMLA/CFRA	SDI	12/13/2021	4/1/2022	15.57	03/31/22	Separation

IRVINE RANCH WATER DISTRICT
EMPLOYEE POPULATION STATUS REPORT FOR 2022

Month	Length of Employment	Termination		Comments
		Vol	Invol	
January	14 years, 3 months		X	
	20 years, 2 months	X		Requested change to part-time status
February	32 years, 1 month	X		Retirement
	2 years. 3 months	X		Moved to Texas
	4 years, 10 months	X		City of Santa Monica
	6 years	X		Inland Empire Utilities Authority
March	4 years, 8 months	X		Yorba Linda Water District
	10 months	X		City of San Diego
	9 years, 3 months	X		
	3 years, 8 months		X	
	26 years, 3 months	X		Retirement
April				
May				
June				

IRVINE RANCH WATER DISTRICT
SUMMARY
AGENCY & DISTRICT TEMPORARY EMPLOYEES

ACTIVE

Current Month FTE	FYTD Ave Hours Worked FTE	PERS Enroll-ment	Agency	Dept	Hourly Rate	Est Hours per Month	Est Cost Per Month	Expected Duration (Months)	Actual Worked (Months)	Projected Cost FY' YTD	Actual Cost FY 'YTD
1.00	0.34	Yes		100	50.00	84	4,200.00	8	4	16,800.00	26,437.50
1.00	**0.34**			**100**							
0.00	**0.00**			**200**							
1.00	0.81	Yes		300	37.70	168	6,333.60	12	8	50,668.80	47,728.20
0.28	0.36	No		300	18.00	84	1,512.00	12	8	12,096.00	9,999.00
0.23	0.37	No		300	18.00	84	1,512.00	12	8	12,096.00	10,323.00
0.69	0.20	Yes		300	81.81	84	6,872.04	12	4	27,488.16	25,197.48
1.00	0.21	Yes		300	31.65	168	5,317.20	5	3	15,951.60	10,128.00
0.25	0.39	No		300	19.00	84	1,596.00	12	8	12,768.00	11,599.50
3.44	**2.33**			**300**							
0.84	0.74	Yes		400	24.78	168	4,163.04	12	9	37,467.36	28,633.29
0.00	0.00	No		400	35.13	168	5,901.84	4	1	5,901.84	0.00
0.84	**0.74**			**400**							
1.00	0.85	Yes		500	30.28	168	5,087.04	12	8	40,696.32	40,249.69
1.00	0.79	Yes		500	24.21	168	4,067.28	12	4	16,269.12	30,183.82
2.00	**1.64**			**500**							
0.29	0.25	No		600	14.00	84	1,176.00	10	8	9,408.00	5,474.00
0.29	0.13	No		600	14.00	84	1,176.00	12	7	8,232.00	2,884.00
0.44	0.16	No		600	14.00	84	1,176.00	7	5	5,880.00	3,584.00
0.59	0.35	No		600	17.00	84	1,428.00	12	7	9,996.00	9,392.50
0.00	0.00	No	X	600	45.72	168	7,680.96	6	1	7,680.96	0.00
0.86	0.85	Yes		600	28.72	168	4,824.96	12	10	48,249.60	38,158.83
0.42	0.31	No		600	14.00	84	1,176.00	10	8	9,408.00	6,699.00
0.87	0.36	No	X	600	45.72	168	7,680.96	7	5	38,404.80	25,648.92
3.75	**2.42**			**600**							
1.00	0.84	Yes		700	32.04	168	5,382.72	12	8	43,061.76	42,228.72
1.00	0.83	Yes		700	32.04	168	5,382.72	12	8	43,061.76	41,267.52
0.41	0.05	No	X	700	30.28	168	5,087.04	4	2	10,174.08	2,149.88
0.97	0.36	Yes		700	32.04	168	5,382.72	6	5	26,913.60	18,086.58
0.54	0.22	Yes		700	42.95	84	3,607.80	7	5	18,039.00	14,645.95
3.92	**2.30**			**700**	.						
0.00	**0.00**			**800**							
14.95	**9.77**										

IRVINE RANCH WATER DISTRICT
SUMMARY
AGENCY & DISTRICT TEMPORARY EMPLOYEES

TERMINATED

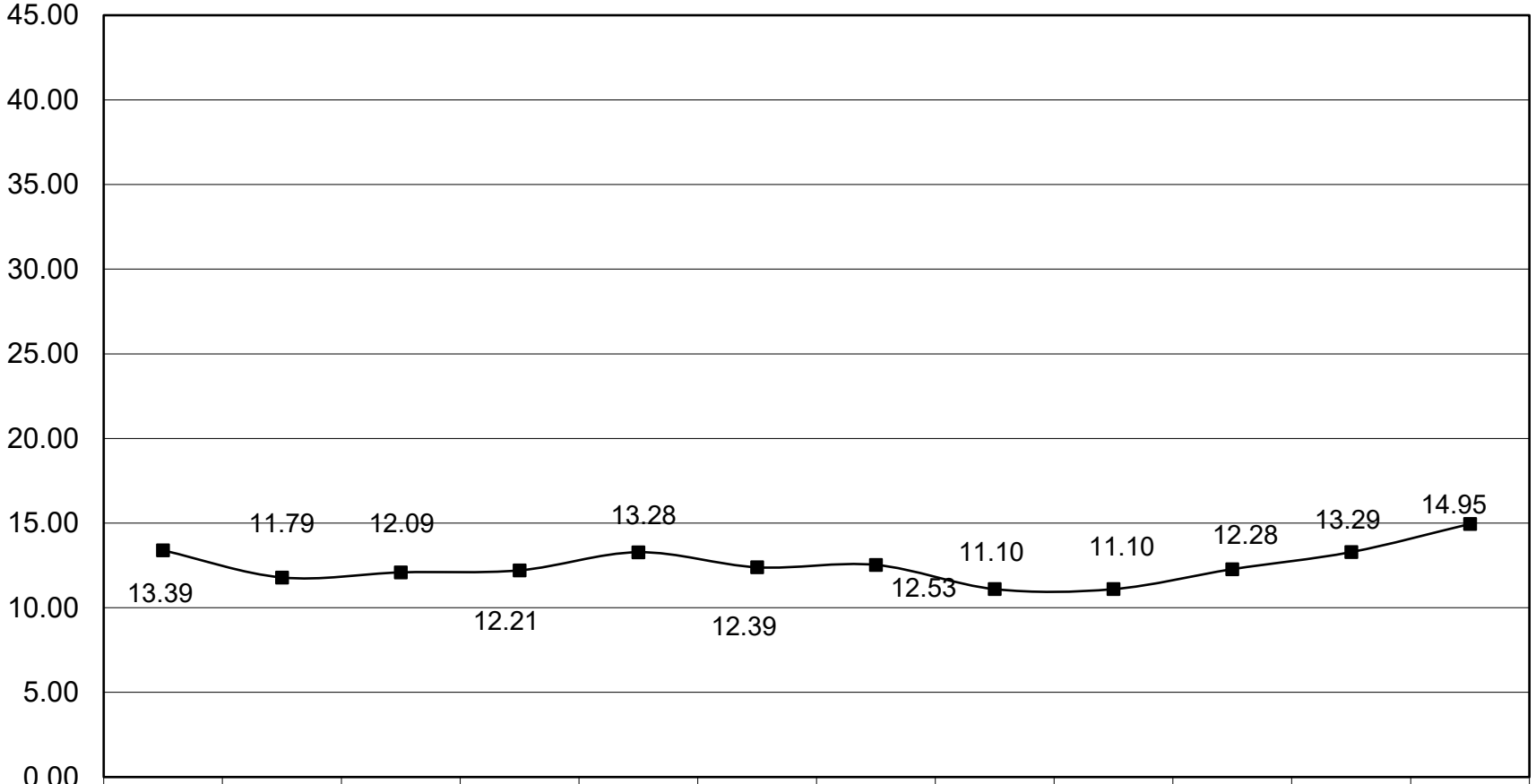
Current Month FTE	Avg FYTD Temp Emp FTE	Active PERS Y/N *	Agency	Dept	Hourly Rate	Est Hours per Month	Est Cost Per Month	Expected Duration (Months)	Actual Worked (Months)	Projected Cost FYTD	Actual Cost FYTD
0.00	**0.00**			**100**							
0.98	0.97	Yes		200	22.37	168	3,758.16	12	5	18,790.80	18,734.88
0.98	**0.97**			**200**							
0.00	**0.00**			**300**							
0.98	0.97	No	X	400	23.92	168	4,018.56	6	3	12,055.68	12,103.52
1.00	0.45	No	X	400	32.26	168	5,419.68	4	4	21,678.72	12,718.51
0.00	0.05	No	X	400	30.53	168	5,129.04	6	4	20,516.16	1,221.20
1.98	**1.46**			**400**							
0.00	**0.00**			**500**							
0.98	0.87	No	X	600	32.76	168	5,503.68	2	4	22,014.72	19,787.04
0.87	0.96	No	X	600	32.76	168	5,503.68	6	4	22,014.72	21,785.40
1.00	0.60	No	X	600	46.43	168	7,800.24	5	4	31,200.96	23,981.10
2.85	**0.87**			**600**							
0.68	0.76	EXC		700	14.00	84	1,176.00	12	5	5,880.00	9,198.00
0.00	**0.00**			**700**							
0.00	**0.00**			**800**							
5.80	3.30									680,864.52	570,229.01

EXC = Exclude from PERS enrollment
Yes= Temporary employee enrolled in PERS Membership
No=Temporary Agency employee
*Data reported 30 days in arrears

Temporary Employees

Full Time Equivalency

District Totals as of March 31, 2022



	4/21	5/21	6/21	7/21	8/21	9/21	10/21	11/21	12/21	1/22	2/22	3/22
District	13.39	11.79	12.09	12.21	13.28	12.39	12.53	11.10	11.10	12.28	13.29	14.95

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May 17, 2022
Prepared by: A. Hall
Submitted by: T. Mitcham
Approved by: Paul A. Cook

FINANCE AND PERSONNEL COMMITTEE

PERFORMANCE RECOGNITION PROGRAM QUARTERLY UPDATE

SUMMARY:

IRWD's Performance Recognition Program recognizes employees who exhibit outstanding performance, which depicts initiative, creativity and/or enthusiasm above and beyond the performance requirements of their positions. Below is an update of activities within the program through the third quarter of Fiscal Year 2021-22.

BACKGROUND:

During the third quarter of the FY 2021-22, there were 24 Performance Recognition Award nominations totaling $2,355.00 and involving 51 IRWD employees. As described in Exhibit "A", the awards include employees from the Technical Services, Water Resources and Policy, Operations, Water Quality and Regulatory Compliance, and Finance and Administration Departments.

As of March 30, 2022, the fiscal year overall Performance Recognition Awards totaled $2,355.

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.

FISCAL IMPACTS:

The District's annual budget for FY 2021-22 is $180,000 for the Performance Recognition Program, of which $5,667.00 was distributed for performance recognition.

RECOMMENDATION:

Receive and file.

LISTS OF EXHIBITS:

Exhibit "A" – Quarterly Update for Third Quarter of FY 2021-22

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EXHIBIT A

			PERFORMANCE RECOGNITION PROGRAM			
			QUARTERLY UPDATE			
			Fiscal Year 2021-2022			
			Q3 January - March 2022			
QTR.	**DATE**	**EMPLOYEE**	**PERFORMANCE RECOGNIZED**	**AWARD**	**GROSS AMOUNT**	**NET AMOUNT**
3rd Qtr.	1/5/2022	Rudy Perez	Recognized for their efforts assisting with a new process as the ground storage tank (UST) at the fueling station alarm was activated	3 Gift Cards	$30.00	$30.00
	"	James Dowling	indicating that water was in the system. Rudy assisted by obtaining a pump and diagnosing the problem, while Jim had a tool to lift	"	$30.00	$30.00
			off the heavy metal cover and pumping the water out of the containment system. Their teamwork resulted in water being removed			
			to meet compliance and cleared the alarm, which avoided having a contractor on-site, a result of which would have been a longer			
			response time and expense.			
	1/12/2022	Alex Munoz	Recognized for his professionalism and positivity when addressing Field Operations technical support challenges and requests. He	3 Gift Cards	$30.00	$30.00
			consistently exceeds expectations when providing critical services to the Operations staff.			
	1/13/2022	Cheryl Carter	Recognized for going beyond-and-above during a really challenging month. The department was short staffed, resulting in a backlog	3 Gift Cards	$30.00	$30.00
			of unprocessed customer utility payments. Cheryl took accountability, ensuring the payments were processed.			
	1/26/2022	Ives Sosa	Recognized for their efforts on the implementation of a Single-Family Residential inspection and testing program that has been in the	Payroll Check	$250.00	$243.62
	"	Noah Fehser	works for more than 20 years. This was extraordinary work.	"	$100.00	$0.00
	"	Todd Sinclair		"	$100.00	$97.45
	1/28/2022	Joseph Sciabica	Recognized for going above-and-beyond his job description, as he assumed responsibility for the Fleet Manager role during the	Payroll Check	$500.00	$487.06
			recruitment period until the position was filled.			
	1/31/2022	Michael Arana	Recognized for their efforts coordinating Supplemental Paid Sick Leave (SPSL), which increased their overall workload. Mike and	3 Gift Cards	$30.00	$30.00
	"	Vladimir Li	Vlad exhibited ownership and flexibity.	"	$30.00	$30.00
	1/31/2002	Lisa Haney	Recognized for their efforts, volunteering to review the Science Fair entries. Everyone took time out of their day during the	3 Gift Cards	$30.00	$30.00
	"	Justin Cahatol	pandemic to give back to the community and students.	"	$30.00	$30.00
	"	Devin McQuown		"	$30.00	$30.00
	"	Dane Johnson		"	$30.00	$30.00
	"	Brianna Palecek		"	$30.00	$30.00
	"	Julie Bendzick-Sin		"	$30.00	$30.00
	"	Amy McNulty		"	$30.00	$30.00
	"	Sheryl Parsons		"	$30.00	$30.00
	"	Natalie Palacio		"	$30.00	$30.00
3rd Qtr.	2/1/2022	Sophia Phuong	Recognized for her outstanding performance with the processing of two payroll periods. She spent a lot of time and effort	3 Gift Cards	$30.00	$30.00
			coordinating with HR, employees, and the payroll team to ensure the SPSL hours were recorded and applied correctly.			
	2/8/2022	Debbie Kanoff	Recognized for her efforts working late nights and weekends, ensuring the COVID notifications were sent promptly. She was	3 Gift Cards	$30.00	$30.00
			proactive, checking in to ensure our processes were in sync. She truly exemplifies IRWD's values.			
3rd Qtr.	2/14/2022	Jason Manning	Recognized for his gracious offer to share his screen as a co-presenter during the New Hire Orientation. Due to a technical issue, the	3 Gift Cards	$30.00	$30.00
			intranet stopped responding and he jumped in to help.			
	2/15/2022	Rodolfo Perez	Recognized for going aobve and beyond, developing a scope of work for a software design concept that would allow the department	3 Gift Cards	$30.00	$30.00
	"	Linda Orozco	with tracking compliane and convert current hardcopy documents into electronic inputting of field data.	"	$30.00	$30.00
	2/23/2022	Joseph Sciabica	Recognized for their outstanding customer service as they repair district vehicles on a daily basis. They strive to have the vehicle	3 Gift Cards	$30.00	$30.00
	"	Hector Sanchez	repairs completed timely, thus minimizing the downtime as our primary work is field related.	"	$30.00	$30.00
	"	Brett Wilson		"	$30.00	$30.00

			PERFORMANCE RECOGNITION PROGRAM			
			QUARTERLY UPDATE			
			Fiscal Year 2021-2022			
			Q3 January - March 2022			
QTR.	**DATE**	**EMPLOYEE**	**PERFORMANCE RECOGNIZED**	**AWARD**	**GROSS AMOUNT**	**NET AMOUNT**
	"	Dan Legault		"	$30.00	$30.00
	"	Matthew Perry		"	$30.00	$30.00
	"	Gregory Cronin		"	$30.00	$30.00
	2/24/2022	Adam Madrid	Recognized for their efforts during the pandemic as the N95 masks became the standard. The team worked hard to ensure the	3 Gift Cards	$30.00	$30.00
	"	Jimmy Rodriguez	necessasry inventory was verified and ready for the surge. In addition, they responded to after hours calls for mainline breaks that	"	$30.00	$30.00
	"	Eric Ramirez	require inventory on-hand. The team is always available and provides great service with a smile.	"	$30.00	$30.00
	"	Miguel Lopez		"	$30.00	$30.00
	3/1/2022	Gina Vanderploeg	Recognized for providing exceptional training session to the Water Efficiency team.	2 Gift Cards	$20.00	$20.00
	3/2/2022	Agustin Nieto	Recognized for his support on the semi-annual report due to the South Coast Air Quality Management District. It was a challenge	3 Gift Cards	$30.00	$30.00
			completing it due to staffing shortages, and scheduling conflicts. Augie worked on his scheduled day off to assist with the final report			
			so that it could be submitted timely.			
	3/4/2022	Garrick Frost	Recognized for his creativity in solving a cubicle reconfiguration plan. Garrick provided an alternative solution, presented it to the	3 Gift Cards	$30.00	$30.00
			group, and it was well received by everyone.			
	3/7/2022	Alejandro Garcia	Recognized for taking on additional duties during the supervisor's scheduled vacation, and his time off while ill right after his vacation.	3 Gift Cards	$30.00	$30.00
			Alex completed the work schedules, ensured all assigned tasks were disseminated to other technicians, and responded to emergency			
			calls throughout the day.			
	3/8/2022	Jaob Kanady	Recognized for taking the initiative to systematically go through the shelves and drawers in the lab, to pull expired and obsolete items,	3 Gift Cards	$30.00	$30.00
			Jacob ensured that all items were reviewed with the staff and supervisors, as we were getting ready for the new warehouse and lab			
			configuration project.			
	3/11/2022	Carl Spangenberg	Recognized for his support assisting the Water Treatment group with rehabilitation of the Deep Aquifer Treatment Plant. Carl has	3 Gift Cards	$30.00	$30.00
			also been instrumental in trouble-shooting complex issues that arose daily within the treatment plant.			
	3/17/2022	Jason Pilgrim	Recognized for their initiative working with the Collections team to customize a process for entering Maximo requests for CCTV	2 Gift Cards	$20.00	$20.00
	"	Casey Hansen	inspections. The transition to using Maximo will enhance the tracking and accountability for Operations and Engineering departments.	"	$20.00	$20.00
	3/17/2022	Jose Martinez	Recognized by a customer for solving her unresolved high water bills. During a site visit, Jose listened to the customer and assisted	Payroll Check	$100.00	$97.45
			her in trouble-shooting the issue, a result of which was a defective toilet flapper. Customer was thankful and sent an email recognizing			
			Jose for his assistance.			
	3/23/2022	Jose Zepeda	Recognized for taking a group of employees from the Finance department on a tour of the Biosolids Facility. Jose was patient, and	4 Gift Cards	$30.00	$30.00
			took a lot of time answering questions. He explained how the facility operates and the challenges IRWD en-counters with the daily			
			operations of the facility. It was educational for everyone.			
	3/23/2022	Jennifer Davis	Recognized for their efforts coordinating a tour at the Operations facility to give a high level overview of the day-to-day operations at	3 Gift Cards	$25.00	$25.00
	"	Michele Drzymkowski	the Michleson's Laboratory, and the Recycled Water end of things. This tour gave a new employee a broader picture of how different	"	$25.00	$25.00
	"	Alejandro Coria	processes are conducted at MWRP.	"	$25.00	$25.00
	3/29/2022	Ryan Arbogast	Recognized for their support and assistance with the Rattlesnake backwash lift station failure and the failure of MWRP CAS Blowers.	3 Gift Cards	$30.00	$30.00
		Timothy Burgoon	The simultaneous combination of issues exceeded our department's normal standby coverage capability and scope. The employees	"	$30.00	$30.00
		Gustavo Barreto	were willing to assist on their scheduled day off, which made all the difference.	"	$30.00	$30.00
		Terry Schreiner				

			PERFORMANCE RECOGNITION PROGRAM			
			QUARTERLY UPDATE			
			Fiscal Year 2021-2022			
			Q3 January - March 2022			
QTR.	**DATE**	**EMPLOYEE**	**PERFORMANCE RECOGNIZED**	**AWARD**	**GROSS AMOUNT**	**NET AMOUNT**
	24 Awards	**51 Recipients**	***Third Quarter Total Awards***		$2,355.00	$2,230.58
			FISCAL YEAR TO DATE TOTAL		$5,667.00	$5,372.01

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May 17, 2022
Prepared by: O. Mendoza / J. Davis
Submitted by: R. Jacobson / C. Clary
Approved by: Paul A. Cook

FINANCE AND PERSONNEL COMMITTEE

MONTHLY INVESTMENT AND DEBT REVIEW

SUMMARY:

The following items are submitted for the Committee's review and consideration:

- The Investment Portfolio Summary Report as of April 30, 2022, as outlined in Exhibit "A";
- The U.S. Treasury Yield Curve as of April 30, 2022, as shown in Exhibit "B";
- The Summary of Fixed and Variable Debt as of April 30, 2022, as outlined in Exhibit "C"; and
- The Summary of Variable Rate Debt Rates as of April 30, 2022, as outlined in Exhibit "D".

BACKGROUND:

Investment Portfolio:

The rate of return for the fixed income investment portfolio was 0.58%, which was a 0.15% increase from March's rate of 0.43%. Including real estate investments, the weighted average rate of return for IRWD's investment portfolio for April 2022 was 2.96%, which was a 0.08% increase from March's rate of 2.88%. The increases were due to higher yields on reinvestment of maturing securities, investment of new property tax revenues, and an increase in the LAIF rate from 0.36% to 0.52%.

Debt Portfolio:

As of April 30, 2022, IRWD's weighted average all-in variable rate was 0.66%, which was a 0.07% increase from March's rate of 0.59%. The increase was due to higher variable interest rates. Including IRWD's weighted average fixed rate bond issues of 3.71% and the 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 3.02%, a 0.07% decrease from March's rate of 3.09%. The decrease was due to the change in the negative cash accrual from $299,450 to $244,584 for the District's fixed payer swaps.

FISCAL IMPACTS:

Fiscal impacts are outlined above and included in the exhibits provided.

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.

RECOMMENDATION:

Receive and file.

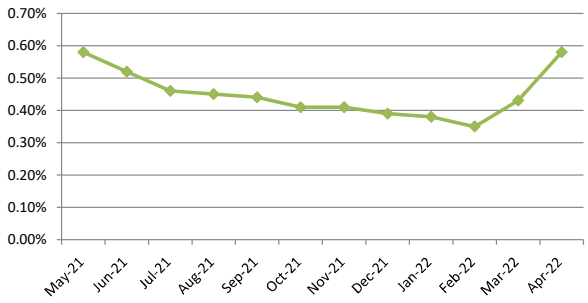
LIST OF EXHIBITS:

Exhibit "A" – Investment Portfolio Summary as of April 30, 2022
Exhibit "B" – Yield Curve as of April 30, 2022
Exhibit "C" – Summary of Fixed and Variable Debt as of April 30, 2022
Exhibit "D" – Summary of Variable Rate Debt Rates as of April 30, 2022

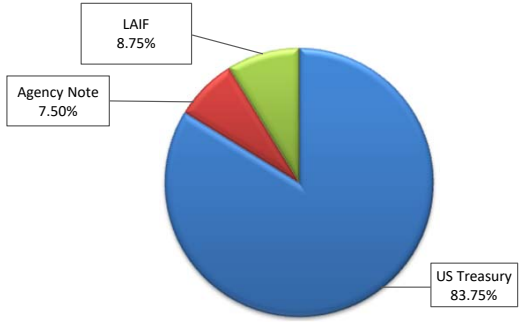
EXHIBIT "A"

Irvine Ranch Water District
Investment Portfolio Summary
April 2022

Monthly Fixed Income Yield



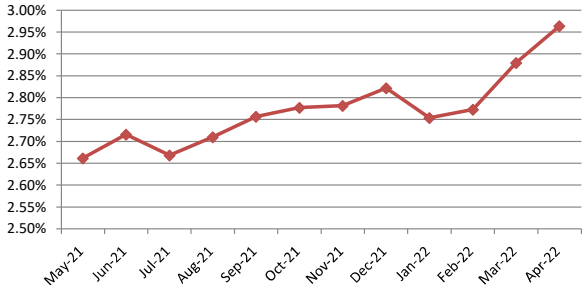
Portfolio Distribution



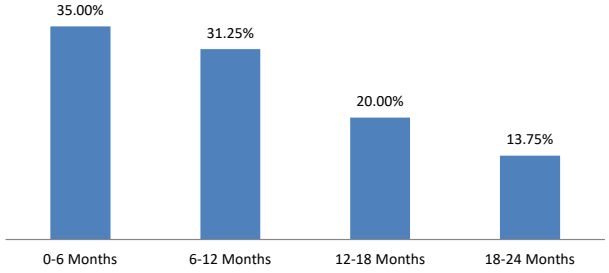
Investment Summary

Type	PAR	Book Value	Market Value
US Treasury	335,000,000	333,625,820	330,767,150
LAIF	35,000,000	35,000,000	34,606,374
Agency Note	30,000,000	30,059,477	29,760,750
Grand Total	400,000,000	398,685,297	395,134,274

Weighted Average Return Including Real Estate Portfolio



Maturity Distribution



Top Issuers

Issuer	PAR	% Portfolio
US Treasury	335,000,000	83.75%
State of California Tsy.	35,000,000	8.75%
Fed Farm Credit Bank	15,000,000	3.75%
Fed Home Loan Bank	15,000,000	3.75%
Grand Total	400,000,000	100.00%

IRVINE RANCH WATER DISTRICT
INVESTMENT SUMMARY REPORT

04/30/22

SETTLMT	Call Schedule	Initial Call	Maturity Date	Rating	INVESTMENT TYPE	INSTITUTION / ISSUER	PAR Amount	COUPON DISCOUNT	YIELD	ORIGINAL COST	CARRY VALUE	MARKET VALUE[1] 4/30/2022	UNREALIZED[2] GAIN/(LOSS)
04/29/22			05/01/22		LAIF	State of California Tsy.	$35,000,000		0.610%	$35,000,000.00	$35,000,000.00	34,606,373.83	(393,626.17)
08/12/21	NA	NA	05/31/22	Aaa/NR/AAA	Treasury - Note	US Treasury	10,000,000	1.750%	0.061%	10,135,156.25	10,018,054.38	10,010,100.00	(7,954.38)
04/22/21	NA	NA	06/30/22	Aaa/NR/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.082%	10,005,078.13	10,000,702.05	9,991,200.00	(9,502.05)
04/30/21	NA	NA	06/30/22	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.082%	5,002,539.06	5,000,357.61	4,995,600.00	(4,757.61)
05/28/21	NA	NA	06/30/22	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.064%	5,003,320.31	5,000,500.55	4,995,600.00	(4,900.55)
05/20/21	NA	NA	06/30/22	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	1.750%	0.065%	5,093,750.00	5,013,854.68	5,008,800.00	(5,054.68)
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	5,000,061.68	5,008,300.00	8,238.32
12/23/21	NA	NA	07/31/22	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.157%	9,998,046.88	9,999,192.12	9,980,100.00	(19,092.12)
04/28/21	NA	NA	08/31/22	Aaa/NR/NR	Treasury - Note	US Treasury	5,000,000	0.125%	0.102%	5,001,562.50	5,000,389.03	4,982,800.00	(17,589.03)
12/15/21	NA	NA	08/31/22	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	1.875%	0.188%	5,059,570.31	5,028,060.15	5,011,350.00	(16,710.15)
01/13/22	NA	NA	08/31/22	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.312%	4,994,140.63	4,996,891.99	4,982,800.00	(14,091.99)
02/15/22	NA	NA	08/31/22	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.776%	4,982,617.19	4,989,235.01	4,982,800.00	(6,435.01)
02/15/22	NA	NA	08/31/22	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.769%	4,982,812.50	4,989,355.96	4,982,800.00	(6,555.96)
04/28/21	NA	NA	09/09/22	Aaa/AA+/NR	FHLB - Note	Fed Home Loan Bank	5,000,000	2.000%	0.112%	5,128,632.30	5,033,769.20	5,013,750.00	(20,019.20)
12/03/21	NA	NA	09/30/22	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.210%	4,996,484.38	4,998,224.67	4,976,150.00	(22,074.67)
01/10/22	NA	NA	09/30/22	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.332%	4,992,578.13	4,995,710.55	4,976,150.00	(19,560.55)
02/28/22	NA	NA	09/30/22	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.742%	4,982,031.25	4,987,237.15	4,976,150.00	(11,087.15)
03/23/22	NA	NA	09/30/22	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.937%	9,957,812.50	9,966,426.70	9,952,300.00	(14,126.70)
04/22/21	NA	NA	10/31/22	Aaa/NR/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.110%	10,002,343.75	10,003,504.41	9,932,800.00	(70,704.41)
12/23/21	NA	NA	10/31/22	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.253%	9,989,062.50	9,993,584.74	9,932,800.00	(60,784.74)
04/11/22	NA	NA	10/31/22	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	1.235%	9,939,062.50	9,945,066.19	9,932,800.00	(12,266.19)
05/20/21	NA	NA	11/30/22	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.103%	5,001,647.15	5,000,627.63	4,957,400.00	(43,227.63)
12/20/21	NA	NA	11/30/22	Aaa/NR/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.266%	9,986,718.75	9,991,800.27	9,914,800.00	(77,000.27)
01/07/22	NA	NA	11/30/22	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.401%	4,987,695.31	4,991,985.02	4,957,400.00	(34,585.02)
10/15/21	NA	NA	12/15/22	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	1.625%	0.140%	10,173,046.88	10,092,616.64	9,998,100.00	(94,516.64)
11/30/21	NA	NA	12/31/22	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.216%	9,990,234.38	9,993,982.80	9,893,400.00	(100,582.80)
09/30/21	NA	NA	01/31/23	Aaa/NR/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.143%	4,998,828.13	4,999,339.62	4,935,950.00	(63,389.62)
12/30/21	NA	NA	01/31/23	Aaa/NR/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.417%	9,968,359.38	9,978,082.69	9,871,900.00	(106,182.69)
02/28/22	NA	NA	01/31/23	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	1.070%	4,956,640.63	4,964,617.72	4,935,950.00	(28,667.72)
11/18/21	NA	NA	02/10/23	Aaa/AA+/AAA	FFCB - Note	Fed Farm Credit Bank	10,000,000	0.160%	0.285%	9,984,690.00	9,990,282.07	9,879,300.00	(110,982.07)
10/07/21	NA	NA	02/28/23	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.181%	9,992,187.50	9,995,349.34	9,849,200.00	(146,149.34)
09/09/21	NA	NA	03/31/23	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.153%	9,995,703.13	9,997,473.32	9,827,000.00	(170,473.32)
11/02/21	NA	NA	03/31/23	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.308%	4,987,109.38	4,991,623.60	4,913,500.00	(78,123.60)
09/30/21	NA	NA	04/30/23	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.202%	9,987,890.63	9,992,360.81	9,802,000.00	(190,360.81)
10/19/21	NA	NA	04/30/23	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.307%	9,972,265.63	9,981,908.05	9,802,000.00	(179,908.05)
11/16/21	NA	NA	05/31/23	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.385%	9,960,156.25	9,971,946.02	9,779,300.00	(192,646.02)
12/29/21	NA	NA	06/30/23	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.563%	4,967,187.50	4,974,552.35	4,876,350.00	(98,202.35)
04/21/22	NA	NA	06/30/23	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	1.375%	2.107%	9,914,062.50	9,916,038.07	9,896,100.00	(19,938.07)
01/11/22	NA	NA	07/31/23	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	0.710%	4,954,882.81	4,963,651.17	4,862,300.00	(101,351.17)
02/28/22	NA	NA	07/31/23	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	1.408%	4,909,960.94	4,920,737.82	4,862,300.00	(58,437.82)
01/13/22	NA	NA	08/15/23	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	0.125%	0.769%	9,898,437.50	9,917,381.80	9,714,800.00	(202,581.80)
02/15/22	NA	NA	08/31/23	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	1.473%	4,898,046.88	4,911,652.72	4,849,200.00	(62,452.72)
11/26/21	NA	NA	09/30/23	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	0.250%	0.572%	9,941,015.63	9,954,688.08	9,693,800.00	(260,888.08)
03/31/22	NA	NA	10/31/23	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	1.625%	2.155%	4,958,984.38	4,961,180.38	4,935,350.00	(25,830.38)
04/21/22	NA	NA	10/31/23	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	1.625%	2.380%	4,943,750.00	4,944,758.06	4,935,350.00	(9,408.06)
03/31/22	NA	NA	11/30/23	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.500%	2.210%	4,860,742.19	4,867,830.85	4,840,250.00	(27,580.85)
04/21/22	NA	NA	11/30/23	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.500%	2.462%	4,846,093.75	4,848,711.20	4,840,250.00	(8,461.20)
04/14/22	NA	NA	12/15/23	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.125%	2.213%	4,829,687.50	4,834,433.91	4,806,850.00	(27,583.91)
03/22/22	NA	NA	01/31/24	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	0.875%	2.013%	4,896,484.38	4,902,573.53	4,850,000.00	(52,573.53)
03/22/22	NA	NA	02/29/24	Aaa/AA/AAA	Treasury - Note	US Treasury	5,000,000	1.500%	2.020%	4,950,781.25	4,953,558.05	4,898,050.00	(55,508.05)
03/10/22	NA	NA	03/08/24	Aaa/AA+/NR	FHLB - Note	Fed Home Loan Bank	10,000,000	1.875%	1.680%	10,038,080.00	10,035,363.73	9,859,400.00	(175,963.73)
04/21/22	NA	NA	04/30/24	Aaa/AA/AAA	Treasury - Note	US Treasury	10,000,000	2.000%	2.600%	9,882,421.88	9,884,010.77	9,865,200.00	(18,810.77)

IRVINE RANCH WATER DISTRICT
INVESTMENT SUMMARY REPORT

04/30/22

SETTLMT	Call Schedule	Initial Call	Maturity Date	Rating	INVESTMENT TYPE	INSTITUTION / ISSUER	PAR Amount	COUPON DISCOUNT	YIELD	ORIGINAL COST	CARRY VALUE	MARKET VALUE[1] 4/30/2022	UNREALIZED[2] GAIN/(LOSS)
SUB-TOTAL							$400,000,000			$398,881,143.29	$398,685,296.94	$395,134,273.83	($3,551,023.11)
TOTAL INVESTMENTS							$400,000,000			$398,881,143.29	$398,685,296.94	$395,134,273.83	($3,551,023.11)
					Petty Cash					3,400.00			
					Ck Balance	Bank of America		ECR	0.19%	5,602,971.99			
										$404,487,515.28			

[1] 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.
[2] Gain (loss) calculated against carry value using the trading value provided by Bank of New York/or Brokers
[3] Real estate rate of return is based on most recent quarter end return

Outstanding Variable Rate Debt	$237,300,000
Net Outstanding Variable Rate Debt (Less $60 million fixed-payer swaps)	$177,300,000
Investment Balance:	$404,487,515
Investment to Variable Rate Debt Ratio:	228%
Portfolio - Average Number of Days To Maturity	278

	Investment Portfolio	Real Estate[3] Portfolio	Weighted Avg. Return
April	**0.58%**	**12.41%**	**2.96%**
March	**0.43%**	**12.41%**	**2.88%**
Change	**0.15%**		**0.08%**

This Investment Summary Report is in conformity with the 2022 Investment Policy and provides sufficient liquidity to meet the next six months estimated expenditures.
*S - Step up

IRVINE RANCH WATER DISTRICT
SUMMARY OF MATURITIES

04/30/22

DATE	TOTAL	%	LAIF	Agency Notes	Agency Discount Notes	Municipal Bonds	US Treasury
04/22	35,000,000	8.75%	$35,000,000				
05/22	10,000,000	2.50%					10,000,000
06/22	25,000,000	6.25%					25,000,000
07/22	15,000,000	3.75%		5,000,000			10,000,000
08/22	25,000,000	6.25%					25,000,000
09/22	30,000,000	7.50%		5,000,000			25,000,000
10/22	30,000,000	7.50%					30,000,000
11/22	20,000,000	5.00%					20,000,000
12/22	20,000,000	5.00%					20,000,000
1/23	20,000,000	5.00%					20,000,000
2/23	20,000,000	5.00%		10,000,000			10,000,000
3/23	15,000,000	3.75%					15,000,000
SUB-TOTAL	$265,000,000	66.25%	$35,000,000	$20,000,000			$210,000,000
13 Months - 3 YEARS							
04/01/2023 - 06/30/2023	$45,000,000	11.25%					45,000,000
07/01/2023 - 09/30/2023	$35,000,000	8.75%					35,000,000
10/01/2023 +	$55,000,000	13.75%		10,000,000			45,000,000
TOTALS	$400,000,000	100.00%	$35,000,000	30,000,000	-		335,000,000
% OF PORTFOLIO			8.75%	7.50%			83.75%

Irvine Ranch Water District
Summary of Real Estate - Income Producing Investments
3/31/2022

	ACQUISITION DATE	PROPERTY TYPE	OWNERSHIP INTEREST	ORIGINAL COST	MARKET VALUE 6/30/2021	ANNUALIZED RATE OF RETURN QUARTER ENDED 3/31/2022
Sycamore Canyon	Dec-92	Apartments	Fee Simple	$ 43,550,810	$ 170,000,000	22.20%
Wood Canyon Villas	Jun-91	Apartments	Limited Partner	$ 6,000,000	$ 32,258,924	8.51%
ITC (230 Commerce)	Jul-03	Office Building	Fee Simple	$ 5,739,845	$ 12,000,000	9.95%
Waterworks Business Pk.	Nov-08	Research & Dev.	Fee Simple	$ 8,630,577	$ 11,600,000	8.82%
Sand Canyon Professional Center - Medical Office	Jul-12	Medical Office	Fee Simple	$ 8,648,594	$ 11,900,000	9.64%
Sand Canyon Professional Center - General Office	Sep-20	Office Building	Fee Simple	$ 25,985,968	$ 33,250,000	-0.44%
Total - Income Properties				$ 98,555,794	$ 271,008,924	12.41%

IRVINE RANCH WATER DISTRICT INVESTMENT SUMMARY REPORT
INVESTMENT ACTIVITY
Apr-22

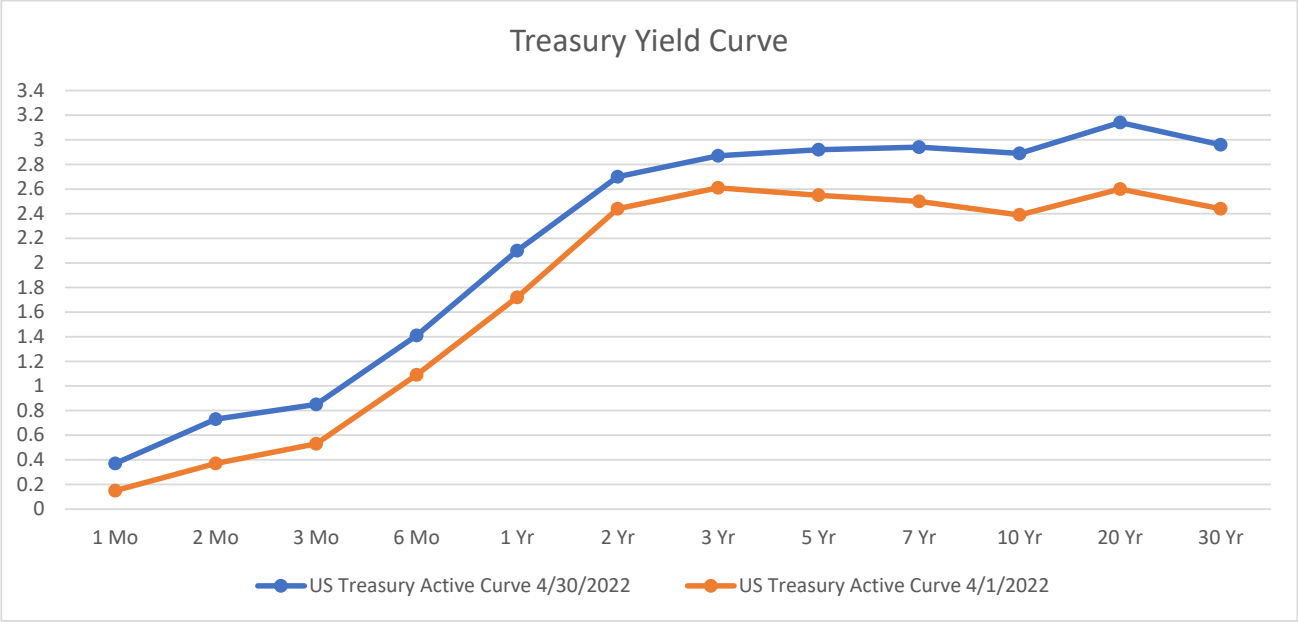
MATURITIES/SALES/CALLS

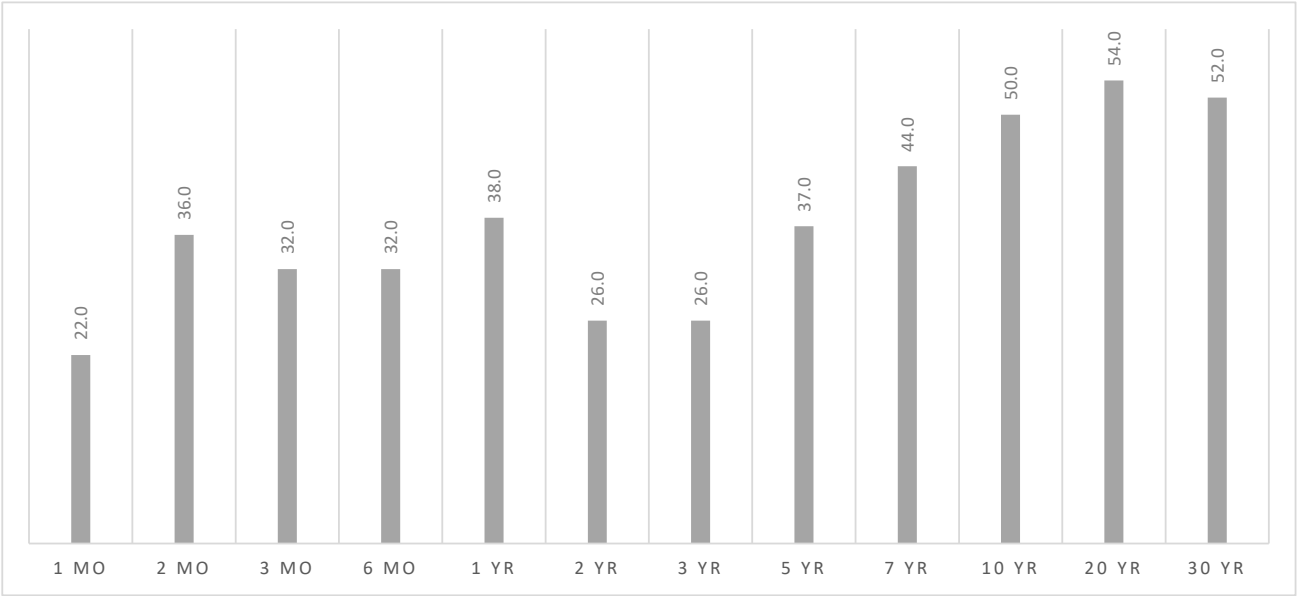
DATE	SECURITY TYPE	PAR	YIELD
4/14/2022	FFCB - Note	$5,000,000	1.41%
4/21/2022	FFCB - Note	$10,000,000	0.32%

PURCHASES

Settlement Date	Maturity Date	SECURITY TYPE	PAR	YIELD TO MATURITY
4/11/2022	10/31/2022	Treasury - Note	$10,000,000	1.24%
4/14/2022	12/15/2023	Treasury - Note	$5,000,000	2.21%
4/21/2022	6/30/2023	Treasury - Note	$10,000,000	2.11%
4/21/2022	10/31/2023	Treasury - Note	$5,000,000	2.38%
4/21/2022	11/30/2023	Treasury - Note	$5,000,000	2.46%
4/21/2022	4/30/2024	Treasury - Note	$10,000,000	2.60%

EXHIBIT "B"





Tenor	US Treasury Active Curve 4/30/2022	US Treasury Active Curve 4/1/2022	Change
1 Mo	0.37	0.15	22.0
2 Mo	0.73	0.37	36.0
3 Mo	0.85	0.53	32.0
6 Mo	1.41	1.09	32.0
1 Yr	2.1	1.72	38.0
2 Yr	2.7	2.44	26.0
3 Yr	2.87	2.61	26.0
5 Yr	2.92	2.55	37.0
7 Yr	2.94	2.5	44.0
10 Yr	2.89	2.39	50.0
20 Yr	3.14	2.6	54.0
30 Yr	2.96	2.44	52.0

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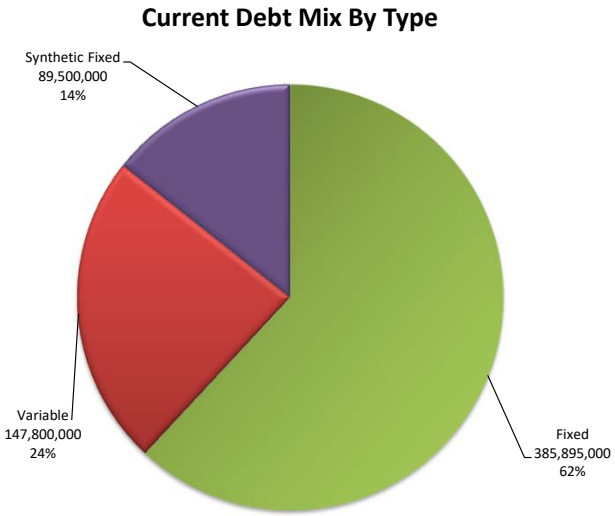
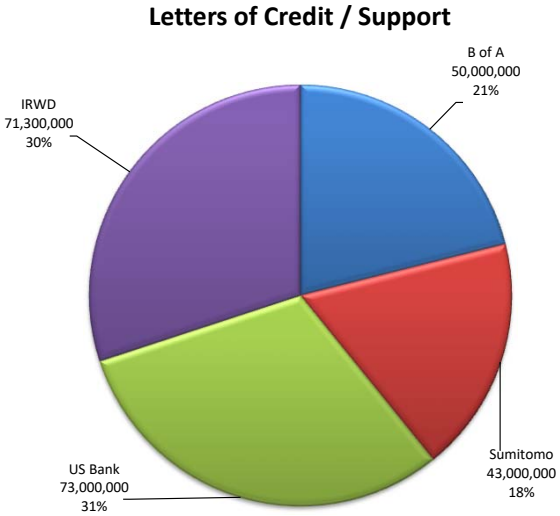
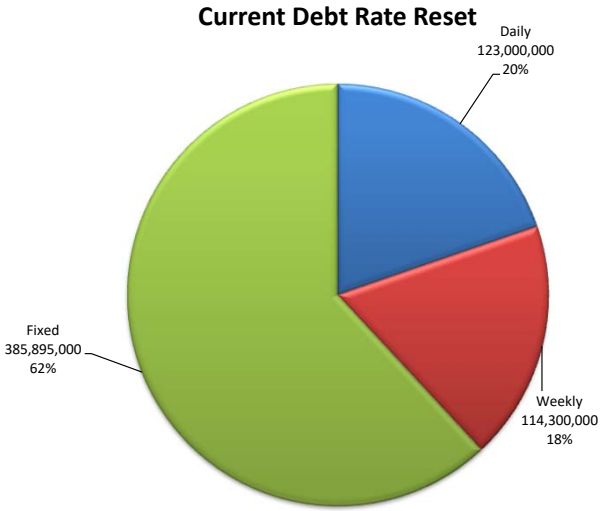
EXHIBIT "C"

Irvine Ranch Water District
Summary of Fixed and Variable Rate Debt
April 2022







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	$23,000,000	3.69%	US Bank	BAML	Variable	Daily
Series 2008-A Refunding	04/24/08	07/01/35	$43,000,000	6.90%	Sumitomo	BAML	Variable	Weekly
Series 2011-A-1 Refunding	04/15/11	10/01/37	$42,780,000	6.86%	IRWD	Goldman	Variable	Weekly
Series 2011-A-2 Refunding	04/15/11	10/01/37	$28,520,000	4.58%	IRWD	Goldman	Variable	Weekly
Series 2009 - A	06/04/09	10/01/41	$50,000,000	8.02%	US Bank	US Bank	Variable	Daily
Series 2009 - B	06/04/09	10/01/41	$50,000,000	8.02%	B of A	Goldman	Variable	Daily
2016 COPS	09/01/16	03/01/46	$109,650,000	17.59%	N/A	N/A	Fixed	Fixed
2010 Build America Taxable Bond	12/16/10	05/01/40	$175,000,000	28.08%	N/A	N/A	Fixed	Fixed
Series 2016	10/12/16	02/01/46	$101,245,000	16.25%	N/A	N/A	Fixed	Fixed
Total			$623,195,000	100.00%				

IRVINE RANCH WATER DISTRICT

SUMMARY OF FIXED & VARIABLE RATE DEBT

April-22

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	Reimbursment Agreement Date	L/C Exp. Date	MOODYS	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	$23,000,000	US BANK	05/07/15	05/01/25	Aa3/VMIG1	AA-/A-1+	N/R	$23,310,027	0.3000%	$69,930	BAML	DAILY	0.10%	$23,000	BANK OF NY
SERIES 2008-A Refunding	04/24/08	07/01/35	Jul 1	5th Bus. Day	$60,215,000	$43,000,000	SUMITOMO	04/01/11	05/28/25	A1/P-1	A/A-1	A/F1	$43,636,164	0.3150%	$137,454	BAML	WED	0.07%	$30,100	BANK OF NY
SERIES 2011-A-1 Refunding	04/15/11	10/01/37	Oct 1	1st Bus. Day	$60,545,000	$42,780,000	N/A	N/A	N/A	Aa1/VMIG1	A-1+	AAA/F1+	N/A	N/A	N/A	Goldman	**WED**	0.13%	$53,475	BANK OF NY
SERIES 2011-A-2 Refunding	04/15/11	10/01/37	Oct 1	1st Bus. Day	$40,370,000	$28,520,000	N/A	N/A	N/A	Aa1/VMIG1	A-1+	AAA/F1+	N/A	N/A	N/A	Goldman	**WED**	0.13%	$35,650	BANK OF NY
SERIES 2009 - A	06/04/09	10/01/41	Oct 1	1st Bus. Day	$75,000,000	$50,000,000	US BANK	04/01/11	05/01/25	Aa2/VMIG 1	AA-/A-1+	AA/F1+	$50,558,904	0.3000%	$151,677	US Bank	DAILY	0.07%	$35,000	US BANK
SERIES 2009 - B	06/04/09	10/01/41	Oct 1	1st Bus. Day	$75,000,000	$50,000,000	B of A	04/01/11	04/21/25	Aa2/VMIG 1	A/A-1	A1/F1+	$50,558,904	0.2800%	$151,677	Goldman	DAILY	0.10%	$50,000	US BANK
					$349,430,000	**$237,300,000**	**SUB-TOTAL VARIABLE RATE DEBT**						**$168,064,000**	**0.3039%**	**$510,737**			**0.10%**	**$227,225**	
														(Wt. Avg)				(Wt. Avg)		
FIXED RATE ISSUES																				
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 1	Mar/Sept	$116,745,000	$109,650,000	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 1	Feb/Aug	$103,400,000	$101,245,000	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
					$395,145,000	**$385,895,000**	**SUB-TOTAL FIXED RATE DEBT**													
					$744,575,000	**$623,195,000**	**TOTAL- FIXED & VARIABLE RATE DEBT**													

Remarketing Agents			**GO VS COP's**		
Goldman	121,300,000	51%	GO:	513,545,000	82%
BAML	66,000,000	28%	COPS:	109,650,000	18%
US Bank	50,000,000	21%	Total	**623,195,000**	
	237,300,000				

LOC Banks	
SUMITOMO	43,000,000
BANK OF AMERICA	50,000,000
US BANK	73,000,000
	166,000,000

Breakdown Between Variable & Fixed Rate Mode		
Daily Issues	123,000,000	20%
Weekly Issues	43,000,000	7%
ITN Issues	71,300,000	11%
Sub-Total	**237,300,000**	
Fixed Rate Issues	$385,895,000	62%
Sub-Total - Fixed	**385,895,000**	
TOTAL DEBT FIXED & VAR.	**623,195,000**	100%

vrdsum
4/26/2022

EXHIBIT "D"

SUMMARY OF DEBT RATES
Apr-22

Rmkt Agent	GOLDMAN	GOLDMAN	GOLDMAN	MERRILL LYNCH		US BANK
Mode	DAILY	WEEKLY	WEEKLY	DAILY	WEEKLY	DAILY
Bond Issue	2009 - B	2011 A-1	2011 A-2	1993	2008-A	2009-A
Par Amount	50,000,000	42,780,000	28,520,000	23,000,000	43,000,000	50,000,000
LOC Bank	BOFA	(SIFMA + 6)	(SIFMA + 6)	US BANK	Sumitomo	US BANK
Reset		Wednesday	Wednesday		Wednesday	
4/1/2022	0.21%	0.57%	0.57%	0.24%	0.47%	0.34%
4/2/2022	0.21%	0.57%	0.57%	0.24%	0.47%	0.34%
4/3/2022	0.21%	0.57%	0.57%	0.24%	0.47%	0.34%
4/4/2022	0.16%	0.57%	0.57%	0.22%	0.47%	0.27%
4/5/2022	0.10%	0.57%	0.57%	0.14%	0.47%	0.21%
4/6/2022	0.08%	0.57%	0.57%	0.11%	0.47%	0.17%
4/7/2022	0.06%	0.53%	0.53%	0.10%	0.42%	0.15%
4/8/2022	0.06%	0.53%	0.53%	0.09%	0.42%	0.14%
4/9/2022	0.06%	0.53%	0.53%	0.09%	0.42%	0.14%
4/10/2022	0.06%	0.53%	0.53%	0.09%	0.42%	0.14%
4/11/2022	0.06%	0.53%	0.53%	0.09%	0.42%	0.13%
4/12/2022	0.06%	0.53%	0.53%	0.10%	0.42%	0.14%
4/13/2022	0.12%	0.53%	0.53%	0.15%	0.42%	0.16%
4/14/2022	0.24%	0.52%	0.52%	0.26%	0.41%	0.24%
4/15/2022	0.24%	0.52%	0.52%	0.26%	0.41%	0.24%
4/16/2022	0.24%	0.52%	0.52%	0.26%	0.41%	0.24%
4/17/2022	0.24%	0.52%	0.52%	0.26%	0.41%	0.24%
4/18/2022	0.24%	0.52%	0.52%	0.26%	0.41%	0.27%
4/19/2022	0.24%	0.52%	0.52%	0.24%	0.41%	0.29%
4/20/2022	0.26%	0.52%	0.52%	0.28%	0.41%	0.27%
4/21/2022	0.31%	0.52%	0.52%	0.34%	0.41%	0.36%
4/22/2022	0.31%	0.52%	0.52%	0.34%	0.41%	0.37%
4/23/2022	0.31%	0.52%	0.52%	0.34%	0.41%	0.37%
4/24/2022	0.31%	0.52%	0.52%	0.34%	0.41%	0.37%
4/25/2022	0.27%	0.52%	0.52%	0.34%	0.41%	0.35%
4/26/2022	0.27%	0.52%	0.52%	0.28%	0.41%	0.35%
4/27/2022	0.27%	0.52%	0.52%	0.28%	0.41%	0.32%
4/28/2022	0.27%	0.50%	0.50%	0.28%	0.40%	0.33%
4/29/2022	0.25%	0.50%	0.50%	0.27%	0.40%	0.32%
4/30/2022	0.25%	0.50%	0.50%	0.27%	0.40%	0.32%
Avg Interest Rates	0.20%	0.53%	0.53%	0.23%	0.42%	0.26%
Rmkt Fee	0.10%	0.13%	0.13%	0.10%	0.07%	0.07%
LOC Fee	0.30%			0.30%	0.32%	0.30%
All-In Rate	**0.60%**	**0.65%**	**0.65%**	**0.63%**	**0.81%**	**0.63%**
Par Amount	92,780,000		28,520,000	66,000,000		50,000,000

Interest Rate Mode	Percent of Total Variable Rate Debt	Par Outstanding	Weighted All-In Average Rate	Base Rate Average
Daily	51.83%	123,000,000	0.62%	0.23%
Weekly	48.17%	114,300,000	0.71%	0.49%
	100.00%	$ **237,300,000**	0.66%	0.36%
Fixed				
COPS 2016	28.41%	109,650,000	2.90%	
BABS 2010	45.35%	175,000,000	4.44% (1)	
SERIES 2016	26.24%	101,245,000	3.32%	
	100.00%	$ **385,895,000**	3.71%	
All-In Debt Rate Including $60 Million Notional Amount of Swaps				**3.02%**

(1) Rate adjusted up from 4.35% as a result of sequestration reducing BAB's subsidy by 5.7%

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May 17, 2022
Prepared by: M. Pulles
Submitted by: C. Clary
Approved by: Paul A. Cook

FINANCE AND PERSONNEL COMMITTEE

EXPENSES AND FEES OF BOARD MEMBERS AND GENERAL MANAGER
PAID THROUGH THE THIRD QUARTER OF FISCAL YEAR 2021-22

SUMMARY:

Pursuant to the Policy Regarding Business Expense Reimbursement, Travel, Meeting Compensation, and Representation, staff has assembled an Expense Summary, as shown in Exhibits "A" and "B", for IRWD's Board members and the General Manager through the third quarter of Fiscal Year (FY) 2021-22 for the Committee's review. Provided below is a summary of expenses paid to date.

	Name	Conference, Travel, and Other District-Related Expenses	Meeting Fees	Total
Board Members:	LaMar	$ 2,049	$ 27,300	$ 29,349
	McLaughlin	475	20,325	20,800
	Reinhart	956	27,000	27,956
	Swan	5,964	27,300	33,264
	Withers	3,594	26,070	29,664
	Total:	*$ 13,038*	*$127,995*	*$141,033*
General Manager:	Cook	$ 1,584	N/A	$ 1,584
	Total:	*$ 1,584*	*N/A*	*$ 1,584*

FISCAL IMPACTS:

Meeting fees total $127,995 versus a budget of $139,000 resulting in a positive variance of $11,005 year to date. Conference and meeting-related travel expenses for both the Board of Directors and the General Manager totaled $14,622 versus a budget of $51,750, resulting in a positive variance of $37,128.

The total cost for Board and General Manager conference, travel, and other District-related expenses, including meeting fees, through the third quarter FY 2021-22 is $142,617, resulting in a positive variance of $48,133 to budget.

ENVIRONMENTAL COMPLIANCE:

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

RECOMMENDATION:

Receive and file.

LIST OF EXHIBITS:

Exhibit "A" – Expense Summary Overview for the Board Members and General Manager
Exhibit "B" – Expense Summaries by Individual

Irvine Ranch Water District
Conference/Seminar and Monthly Expense Summary
Through the Third Quarter FY 2021-22

All Board Members/General Manager

Name	Registration Fees	Airfare	Lodging	Meals	Taxi/Shuttle/ Auto Rental	Parking Fees	Other	Mileage Reimb # Miles	Mileage Reimb Amount	Reimb. By Personal Ck.	Total
Board Members:											
Steven LaMar	1,575	222	-	12	-	20	-	146	82	138	$ 2,049
Karen McLaughlin	475	-	-	-	-	-	-	-	-	-	475
Doug Reinhart	646	-	252	-	-	-	-	103	58	-	956
Peer Swan	3,065	941	1,644	25	98	15	20	278	156	-	5,964
John Withers	1,921	-	1,347	35	-	140	-	271	151	-	3,594
											-
											-
											-
											-
											-
											-
											-
General Manager:											
Paul Cook	-	486	-	361	49	56	632	-	-	-	1,584
											-
											-
Total	**$ 7,682**	**$ 1,649**	**$ 3,243**	**$ 433**	**$ 147**	**$ 231**	**$ 652**	**798**	**$ 447**	**$ 138**	**$ 14,622**

Note: This page is intentionally left blank.

Irvine Ranch Water District
Conference/Seminar and Monthly Expense Summary
Through the Third Quarter FY 2021-22

Steven LaMar

Date Paid	Date Incurred	Description/Location	Registration Fees	Airfare	Lodging	Meals	Taxi/Shuttle/ Auto Rental	Parking Fees	Other	Mileage Reimb # Miles	Mileage Reimb Amount	Reimbursed by Personal Check	Total
Monthly Expense Reports													
Paid	July 2021	Quarterly Luncheon:Equity,Access & Affordability, Ontario, CA								75	$ 42.06		$ 42.06
Paid	August 2021	*Various business/virtual meetings	250.00							71	40.15		290.15
Paid	September 2021	MWDOC H2O Policy Dinner	90.00										90.00
	October 2021	Monthly Expense Report (no activity this period)											-
	November 2021	Monthly Expense Report (no activity this period)											-
	December 2021	Monthly Expense Report (no activity this period)											-
	January 2022	Monthly Expense Report (no activity this period)											-
Paid	February 2022	*Various business/virtual meetings	595.00										595.00
Paid	March 2022	Advocacy Legislative Meetings in Sacramento, CA		521.96		11.58		20.00					553.54
	April 2022	Monthly Expense Report (no activity this period)											-
	May 2022	Monthly Expense Report (no activity this period)											-
	June 2022	Monthly Expense Report (no activity this period)											-
													-
													-
Conferences/Seminars and Other Non-local Travel													-
Paid	Mar 2020	ACWA Regions 2 & 4 Event Canceled due to Covid Pandemic		(299.97)								137.97	(162.00)
Paid	Jul. 2021	NWRA Wester Water Table Talk Webinars, 7/15, 7/22, 7/29, 8/5	350.00										350.00
Paid	Sep. 2021	Urban Water Institute Conference, Costa Mesa, CA	290.00										290.00
													-
													-
													-
													-
													-
													-
													-
													-
													-
													-
													-
													-
Total			**$ 1,575.00**	**$ 221.99**	**$ -**	**$ 11.58**	**$ -**	**$ 20.00**	**$ -**	**146.00**	**$ 82.21**	**$ 137.97**	**$ 2,048.75**

*Detail of Description/Location provided on Expense Report

Irvine Ranch Water District
Conference/Seminar and Monthly Expense Summary
Through the Third Quarter FY 2021-22

Karen McLaughlin

Date Paid	Date Incurred	Description/Location	Registration Fees	Airfare	Lodging	Meals	Taxi/Shuttle/ Auto Rental	Parking Fees	Other	Mileage Reimb # Miles	Mileage Reimb Amount	Reimb. By ACWA	Total
Monthly Expense Reports													
	July 2021	Monthly Expense Report (no activity this period)											$ -
	August 2021	Monthly Expense Report (no activity this period)											-
	September 2021	Monthly Expense Report (no activity this period)											-
	October 2021	Monthly Expense Report (no activity this period)											-
Paid	November 2021	Calif. Water Policy Virtual Conference	15.00										15.00
	December 2021	Monthly Expense Report (no activity this period)											-
	January 2022	Monthly Expense Report (no activity this period)											-
	February 2022	Monthly Expense Report (no activity this period)											-
	March 2022	Monthly Expense Report (no activity this period)											-
	April 2022	Monthly Expense Report (no activity this period)											-
	May 2022	Monthly Expense Report (no activity this period)											-
	June 2022	Monthly Expense Report (no activity this period)											-
													-
Conferences/Seminars and Other Non-local Travel													-
													-
Paid	Jul. 2021	ACWA Zooming through CA's Regions, 7/20, 8/19, 9/22	75.00										75.00
Paid	Dec. 2021	ACWA Fall Virtual Conference - Dec. 1-2, 2021	385.00										385.00
													-
													-
													-
													-
													-
													-
													-
													-
													-
													-
													-
													-
Total			**$ 475.00**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**0**	**$ -**	**$ -**	**$ 475.00**

*Detail of Description/Location provided on Expense Report

Irvine Ranch Water District
Conference/Seminar and Monthly Expense Summary
Through the Third Quarter FY 2021-22

Doug Reinhart

Date Paid	Date Incurred	Description/Location	Registration Fees	Airfare	Lodging	Meals	Taxi/Shuttle/ Auto Rental	Parking Fees	Other	Mileage Reimb # Miles	Mileage Reimb Amount	Reimb. By ACWA	Total
Monthly Expense Reports													
Paid	July 2021	MWDOC H2O Policy Dinner	$ 106.25										$ 106.25
	August 2021	Monthly Expense Report (no activity this period)											-
	September 2021	Monthly Expense Report (no activity this period)											-
	October 2021	Monthly Expense Report (no activity this period)											-
	November 2021	Monthly Expense Report (no activity this period)											-
	December 2021	Monthly Expense Report (no activity this period)											-
	January 2022	Monthly Expense Report (no activity this period)											-
Paid	February 2022	Urban Water Institute's Virtual Spring Water Conference	250.00										250.00
	March 2022	Monthly Expense Report (no activity this period)											-
	April 2022	Monthly Expense Report (no activity this period)											-
	May 2022	Monthly Expense Report (no activity this period)											-
	June 2022	Monthly Expense Report (no activity this period)											-
													-
													-
Conferences/Seminars and Other Non-local Travel													-
													-
													-
Paid	Sep. 2021	Urban Water Institute Annual Fall Conf., Costa Mesa, CA	290.00										290.00
Paid	Nov. 2021	ACWA Fall Conf., Pasadena, CA			252.28					103	57.68		309.96
													-
													-
													-
													-
													-
													-
													-
													-
													-
													-
													-
Total			**$ 646.25**	**$ -**	**$ 252.28**	**$ -**	**$ -**	**$ -**	**$ -**	**103**	**$ 57.68**	**$ -**	**$ 956.21**

*Detail of Description/Location provided on Expense Report

Irvine Ranch Water District
Conference/Seminar and Monthly Expense Summary
Through the Third Quarter FY 2021-22

Peer Swan

Date Paid	Date Incurred	Description/Location	Registration Fees	Airfare	Lodging	Meals	Taxi/Shuttle/ Auto Rental	Parking Fees	Other	Mileage Reimb # Miles	Mileage Reimb Amount	Reimb. By ACWA	Total
Monthly Expense Reports *													
	July 2021	Monthly Expense Report (no activity this period)											$ -
	August 2021	Monthly Expense Report (no activity this period)											-
Paid	September 202	*Various business/virtual meetings	90.00			25.00							115.00
Paid	October 2021	Newport Beach Chamber of Commerce Economic Forecast	75.00										75.00
	November 202	Monthly Expense Report (no activity this period)											-
Paid	December 2021	Newport Beach Chamber of Commerce - Volunteer Awards Ceremony	50.00										50.00
	January 2022	Monthly Expense Report (no activity this period)											-
Paid	February 2022	*Various business/virtual meetings	340.00										340.00
Paid	March 2022	OC Forum The Future of Water Panel at the Pacific Club	100.00										100.00
	April 2022	Monthly Expense Report (no activity this period)											-
	May 2022	Monthly Expense Report (no activity this period)											-
	June 2022	Monthly Expense Report (no activity this period)											-
													-
Conferences/Seminars and Other Non-local Travel													-
													-
Paid	Aug. 2021	CASA Annual Summer Conf., San Diego, CA	595.00		619.96		80.00		14.83	169	94.75		1,404.54
Paid	Sep. 2021	Urban Water Institute Annual Fall Conf., Costa Mesa, CA	290.00										290.00
Paid	Nov. 2021	ACWA JPIA Annual Fall Conf., Pasadena,k CA						15.00	4.86	109	61.04		80.90
Paid	Dec. 2021	ACWA Fall Virtual Conference, Pasadena, CA	235.00										235.00
Paid	Jan. 2022	CASA Annual Winter Conf., Palm Springs, CA	595.00		222.18								817.18
Paid	Feb. 2022	CASA Annual Washington DC Conf., Washington, DC	695.00	940.97	802.36		18.00						2,456.33
													-
													-
													-
													-
													-
													-
													-
													-
													-
Total			**$ 3,065.00**	**$ 940.97**	**$ 1,644.50**	**$ 25.00**	**$ 98.00**	**$ 15.00**	**$ 19.69**	**278**	**$ 155.79**	**$ -**	**$ 5,963.95**

*Detail of Description/Location provided on Expense Report

Irvine Ranch Water District
Conference/Seminar and Monthly Expense Summary
Through the Third Quarter FY 2021-22

John Withers

Date Paid	Date Incurred	Description/Location	Registration Fees	Airfare	Lodging	Meals	Taxi/Shuttle/ Auto Rental	Parking Fees	Other	Mileage Reimb # Miles	Mileage Reimb Amount	Reimb. By ACWA	Total
Monthly Expense Reports													
Paid	July 2021	*Various business/virtual meetings	116.25										$ 116.25
	August 2021	Monthly Expense Report (no activity this period)											-
Paid	September 2021	MWDOC Water Policy Dinner	90.00										90.00
	October 2021	Monthly Expense Report (no activity this period)											-
Paid	November 2021	Calif. Water Policy Virtual Conference	15.00										15.00
	December 2021	Monthly Expense Report (no activity this period)											-
	January 2022	Monthly Expense Report (no activity this period)											-
Paid	February 2022	*Various business/virtual meetings	120.00										120.00
Paid	March 2022	OC Forum The Future of Water Panel at the Pacific Club	100.00										100.00
	April 2022	Monthly Expense Report (no activity this period)											-
	May 2022	Monthly Expense Report (no activity this period)											-
	June 2022	Monthly Expense Report (no activity this period)											-
													-
Conferences/Seminars and Other Non-local Travel													-
													-
Paid	Aug. 2021	CASA Annual Summer Conf., San Diego, CA	595.00		619.96	35.00		80.00		175	98.00		1,427.96
Paid	Sep. 2021	Urban Water Institute Conf., Webinar	290.00										290.00
Paid	Nov. 2021	ACWA Fall Conf., Pasadena, CA			504.56			60.00		96	53.54		618.10
Paid	Jan. 2022	CASA Annual Winter Conf., Palm Springs, CA	595.00		222.18								817.18
													-
													-
													-
													-
													-
													-
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													-
													-
													-
													-
Total			**$ 1,921.25**	**$ -**	**$ 1,346.70**	**$ 35.00**	**$ -**	**$ 140.00**	**$ -**	**271**	**$ 151.54**	**$ -**	**$ 3,594.49**

*Detail of Description/Location provided on Expense Report

Irvine Ranch Water District
Conference/Seminar and Monthly Expense Summary
Through the Third Quarter FY 2021-22

Paul Cook

Date Paid	Date Incurred	Description/Location	Registration Fees	Airfare	Lodging	Meals	Taxi/Shuttle/ Auto Rental	Parking Fees	Other	Mileage Reimb # Miles	Mileage Reimb Amount	Reimb. By ACWA	Total
Monthly Expense Reports													
Paid	July 2021	Monthly Expense Report # 779182				$ 188.11							$ 188.11
	August 2021	Monthly Expense Report (no activity this period)											-
Paid	September 2021	Monthly Expense Report # 779183							332.00				332.00
Paid	October 2021	Monthly Expense Report # 782202				42.39		42.50					84.89
Paid	November 2021	Monthly Expense Report # 782199							300.00				300.00
Paid	December 2021	Monthly Expense Report # 787247						13.50					13.50
	January 2022	Monthly Expense Report (no activity this period)											-
	February 2022	Monthly Expense Report (no activity this period)											-
Paid	March 2022	Monthly Expense Report # 791300/# 789316		485.96		130.18	49.20						665.34
	April 2022	Monthly Expense Report (no activity this period)											-
	May 2022	Monthly Expense Report (no activity this period)											-
	June 2022	Monthly Expense Report (no activity this period)											-
													-
													-
Conferences/Seminars and Other Non-local Travel													-
													-
													-
													-
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													-
													-
													-
Total			**$ -**	**$ 485.96**	**$ -**	**$ 360.68**	**$ 49.20**	**$ 56.00**	**$ 632.00**	**-**	**$ -**	**$ -**	**$ 1,583.84**

*Detail of Description/Location provided on Expense Report

May 17, 2022
Prepared: by: J. Tobar
Submitted by: C. Clary
Approved by Paul A. Cook

FINANCE AND PERSONNEL COMMITTEE

LEGAL FEES QUARTERLY UPDATE

SUMMARY:

Below is an analysis that provides a summary of legal fees incurred by IRWD through the third quarter of Fiscal Year (FY) 2021-22.

BACKGROUND:

Legal fees for IRWD's general operations through the third quarter of FY 2021-22 totaled $1,579,633 compared to a budget of $2,300,625, resulting in a positive variance of $720,992, or 31.3%. Of the total legal fees attributable to operations, personnel issues were over budget by $110,952, due primarily to work associated with human resource matters. There were positive variances in all other categories including general services, litigation, and special projects. Actual legal fees accounted for 1.17% of actual operating expenses and 0.84% of total expenditures.

Capitalized legal fees associated with major capital projects through the third quarter of FY 2021-22 totaled $252,984. The Kern Fan Groundwater Storage Project and the Michelson Water Recycling Plant Biosolids and Energy Recovery Facility projects comprised 89.5% of the total legal fees associated with capital spending through the third quarter of FY 2021-22.

Non-operating legal fees through the third quarter of FY 2021-22 totaled $74,548, consisting of bond counsel fees of $67,000 and deferred compensation counsel fees of $7,548.

Exhibit "A" provides a detailed comparison of actual-to-budgeted legal fees through the third quarter of FY 2021-22. Exhibit "B" provides a three-year comparison of fees incurred by the firms providing services to IRWD in FY 2019-20 through FY 2021-22, their hourly rates, and a general description of the services provided.

FISCAL IMPACTS:

Fiscal impacts are outlined above.

ENVIRONMENTAL COMPLIANCE:

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

RECOMMENDATION:

Receive and file.

LIST OF EXHIBITS:

Exhibit "A" – Legal Fees, Fiscal Year 2021-22
Exhibit "B" – Comparative Analysis of Legal Fees for FY 2019-20 through FY 2021-22

Legal Fees
Fiscal Year 2021 - 2022

Firm	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD Actual Operating Legal Fees	YTD Budget Operating Legal Fees	YTD % Actual vs Budget
Operating Legal Fees:							
General Services:							
Benjamin P. de Mayo	$ -	$ 1,785	$ 4,865	$ -	$ 6,650		
Hanson Bridgett LLP	$ 167,780	$ 75,154	$ 58,872	$ -	$ 301,806		
Kronick Moskovitz Tiedemann & Girard	$ 17,801	$ 27,776	$ 7,978	$ -	$ 53,555		
Sub-total	$ 185,581	$ 104,715	$ 71,715	$ -	$ 362,011	$ 800,625	45.2%
Litigation:							
Alston & Bird LLP	$ 180,170	$ 78,090	$ 117,503	$ -	$ 375,763		
Everett Dorey LLP	$ (1,338)	$ 6,831	$ 3,264	$ -	$ 8,757		
Hanson Bridgett LLP	$ 70,910	$ 48,460	$ 33,587	$ -	$ 152,957		
Kronick Moskovitz Tiedemann & Girard	$ 154,162	$ 58,603	$ (718)	$ -	$ 212,047		
Kutak Rock LLP	$ 4,277	$ 7,818	$ 7,305	$ -	$ 19,400		
Rosen Law Offices, APC	$ -	$ -	$ 250,000	$ -	$ 250,000		
Sub-total	$ 408,181	$ 199,802	$ 410,941	$ -	$ 1,018,924	$ 1,275,000	79.9%
Special Projects:							
Alston & Bird LLP	$ -	$ -	$ 974	$ -	$ 974		
Kienle Law, PC	$ 10,242	$ 1,125	$ 405	$ -	$ 11,772		
Sub-total	$ 10,242	$ 1,125	$ 1,379	$ -	$ 12,746	$ 150,000	8.5%
Personnel Issues:							
Burke, Williams & Sorensen, LLP	$ 1,268	$ -	$ 2,795	$ -	$ 4,063		
EXTTI, Incorporated	$ -	$ 12,131	$ 413		$ 12,544		
Law Office of Atoosa Vakili	$ -	$ 4,000	$ 9,160	$ -	$ 13,160		
Payne & Fears LLP	$ 32,222	$ 16,606	$ 10,704	$ -	$ 59,532		
Pillsbury Winthrop Shaw Pittman LLP	$ 19,042	$ 13,856	$ 6,142	$ -	$ 39,040		
Wagener Law, PC	$ 57,613	$ -	$ -	$ -	$ 57,613		
Sub-total	$ 110,145	$ 46,593	$ 29,214	$ -	$ 185,952	$ 75,000	247.9%
Total Operating Legal Fees	$ 714,149	$ 352,235	$ 513,249	$ -	$ 1,579,633	$ 2,300,625	68.7%
Major Capital Projects Legal Fees:							
Kern Fan Groundwater Storage	$ 69,459	$ 108,463	$ 34,483	$ -	$ 212,405		
MWRP Biosolids and Energy Recovery	$ 10,976	$ 2,867	$ -	$ -	$ 13,843		
Syphon Reservoir Improvements	$ 7,527	$ 3,539	$ -	$ -	$ 11,066		
Water Reliability Planning	$ 4,068	$ -	$ -	$ -	$ 4,068		
Water Supply Reliability Agreements	$ 4,896	$ 828	$ 5,878	$ -	$ 11,602		
Capital Projects Total	$ 96,926	$ 115,697	$ 40,361	$ -	$ 252,984		
Total Operating and Capital Legal Fees	$ 811,075	$ 467,932	$ 553,610	$ -	$ 1,832,617		

	YTD Actual	YTD Budget
Operating Expense	$ 135,213,561	$ 130,701,121
Operating Legal Fees	$ 1,579,633	$ 2,300,625
% of Legal to Operating	1.17%	1.76%
Capital Projects	$ 83,312,269	$ 87,513,590
Capital Legal Fees	$ 252,984	
% of Legal to Capital	0.30%	
Total Operating and Capital Expenditures	$ 218,525,830	$ 218,214,711
Total Operating and Capital Legal Fees	$ 1,832,617	
% of Legal Fees to Total Operating and Capital Expenditures	0.84%	

Non-operating Legal Fees:	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Total
Deferred Compensation:					
Pillsbury Winthrop Shaw Pittman LLP	$ -	$ -	$ 7,548	$ -	$ 7,548
Bond Counsel:					
Kutak Rock LLP	$ -	$ 6,000	$ -	$ -	$ 6,000
Orrick, Herrington & Sutcliffe LLP	$ -	$ 6,000	$ 30,000	$ -	$ 36,000
Stradling Yocca Carlson & Rauth	$ -	$ -	$ 25,000	$ -	$ 25,000
Total	$ -	$ 12,000	$ 62,548	$ -	$ 74,548

Note: This page is intentionally left blank.

Analysis of Legal Fees
Third Quarter Ended March 31, 2020 - 2022

Firm	YTD Actual 2019-2020	YTD Actual 2020-2021	YTD Actual 2021-2022	Hourly Rate	Area of Expertise	Service Provided
Operating Legal Fees:						
Alston & Bird LLP	$ 776,497	$ 198,193	$ 376,737	$ 275 to $ 585	Litigation	Orange County Water District litigation
Benjamin P. deMayo	$ -	$ -	$ 6,650	$ 350	Legal Counsel	Special counsel services
Burke, Williams & Sorensen, LLP	$ 5,005	$ 2,568	$ 4,063	$ 325	Employee relations	Personnel policy review and revision
Everett Dorey LLP (1)	$ 50,273	$ 80,941	$ 8,757	$ 235 to $ 260	Litigation	County of Orange Litigation
EXTTI, Incorporated	$ -	$ -	$ 12,544	$ 200 to $ 275	Employee relations	Personnel matters
Hanson Bridgett LLP	$ 275,000	$ 678,643	$ 454,763	$ 345 to $ 490	IRWD legal counsel	District general counsel/legislative/litigation/special project
Jackson Tidus, a Law Corporation	$ -	$ 1,386	$ -	$ 225 to $ 595	IRWD legal counsel	District general counsel/legislative/litigation/special project
Kienle Law, PC	$ -	$ -	$ 11,772	$ 180 to $ 450	IRWD legal counsel	OSHA matters
Kronick Moskovitz Tiedemann & Girard	$ (9,737)	$ 299,146	$ 265,602	$ 180 to $ 360	IRWD legal counsel	Counsel services related to water resources, policy matters and litigation
Kutak Rock LLP (1)	$ -	$ 86,805	$ 19,400	$ 395 to $ 425	Legal Counsel	Legal counsel related to insurance claim issues
Law Office of Atoosa Vakili	$ -	$ -	$ 13,160	$ 75 to $ 250	Employee relations	General personnel and human resources
Lewis Brisbois Bisgaard & Smith LLP	$ 305,608	$ -	$ -	$ 335	IRWD legal counsel	District general counsel/legislative/litigation/special project
Payne & Fears, LLP	$ 47,713	$ 17,726	$ 59,532	$ 235 to $ 550	Employee relations	General personnel and human resources
Pillsbury Winthrop Shaw Pittman LLP	$ 22,654	$ 20,166	$ 39,040	$ 695	Employee relations	Employee benefits
Rosen Law Offices, APC (1)	$ -	$ -	$ 250,000	n/a	Legal Counsel	Legal counsel related to insurance claim issues
Wagener Law, PC	$ -	$ -	$ 57,613	$ 535	Employee relations	Human resource matters
Woodruff, Spradlin & Smart (1)	$ 128	$ -	$ -	$ 105 to $ 255	Legal Counsel	Legal counsel related to insurance claim issues
Total Operating Legal Fees	$ 1,473,141	$ 1,385,574	$ 1,579,633			
(1) Insurance Litigation						
Capitalized Legal Fees:						
Alston & Bird LLP	$ 3,293,351	$ 2,751,953	$ 13,843	$ 275 to $ 585	IRWD legal counsel	Counsel services in connection with the Biosolids project
Jackson Tidus, a Law Corporation	$ 2,688	$ 4,788		$ 225 to $ 595	IRWD legal counsel	Counsel services in connection with Serrano Summit property sale
Kronick Moskovitz Tiedemann & Girard	$ 41,502	$ 82,689	$ 239,141	$ 180 to $ 360	IRWD legal counsel	Counsel services in connection with water resources and policy matters
Capitalized Legal Fees Total	$ 3,337,541	$ 2,839,430	$ 252,984			
Total Operating and Capital Legal Fees	$ 4,810,682	$ 4,225,004	$ 1,832,617			
Non-operating Legal Fees:						
Deferred Compensation:						
Pillsbury Winthrop Shaw Pittman LLP	$ -	$ -	$ 7,548	$ 325	Employee benefits	Deferred compensation funded by fee income
Bond Counsel:						
Kutak Rock LLP	$ -	$ -	$ 6,000	n/a	Bond counsel	Counsel in connection with the extension of the letter of credit
Lewis Brisbois Bisgaard & Smith LLP	$ 994	$ -	$ -	n/a	Bond counsel	Counsel in connection with the issuance of GO bonds and COP
Orrick, Herrington & Sutcliffe LLP	$ 30,000	$ 30,000	$ 36,000	n/a	Bond counsel	Counsel in connection with the issuance of GO bonds and COP
Stradling Yocca Carlson & Rauth	$ 25,000	$ 25,000	$ 25,000	n/a	Bond counsel	Counsel in connection with the issuance of GO bonds and COP
Non-operating Legal Fees Total	$ 55,994	$ 55,000	$ 74,548			

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May 17, 2022
Prepared by: J. Davis
Submitted by: R. Jacobson / C. Clary
Approved by: Paul A. Cook

FINANCE AND PERSONNEL COMMITTEE

QUARTERLY DEFERRED COMPENSATION PLAN AND FUND REVIEW

SUMMARY:

The following is submitted for the Committee's review:

- A Summary of the Deferred Compensation Program and Distribution of Assets as of March 31, 2022, as outlined in Exhibit "A"; and
- Mutual Fund Performance Review as of March 31, 2022, as outlined in Exhibit "B".

BACKGROUND:

IRWD manages the Deferred Compensation Plan, which provides employees the opportunity to save for retirement on a tax-advantaged basis. For the quarter, 90.0% of all IRWD employees participated in the Deferred Compensation Plan. This month, in-person meetings with the District's Empower Retirement Services representative were reinstated for the first time since March 2020 providing one-on-one retirement assistance to District employees. The representative met with 18 employees over two days of scheduled meetings. The following is an overview of the assets in the Deferred Compensation Plan.

Overview of the Deferred Compensation Assets:

As of March 31, 2022, IRWD's Sections 457(b) and 401(a) Plans (collectively, the "Plans") assets totaled $91,005,560, which represented a $5,149,206 decrease from the quarter ended December 31, 2021, and a $3,441,895 increase for the one-year period. The changes in Plan assets over these two periods are summarized as follows:

	One-Year Period Ending March 31, 2022	*Quarter Ending March 31, 2022*
Beginning Balance	$87,563,664	$96,154,766
Employee Contributions	3,530,435	1,081,453
District Contributions	1,376,466	313,792
Transfers to/from Other Plans	34,160	30,026
Distributions	(4,047,055)	(1,265,731)
Loan Distributions [(1)]	(377,507)	(78,355)
Loan Repayments	350,165	114,181
Net Investment Gain (Loss)	2,575,232	(5,344,571)
Ending Balance – March 31, 2022	$91,005,560	$91,005,560
Change in Assets for the Period	$3,441,895	($5,149,206)

[(1)]Number of loans outstanding: 72

Review of Investment Funds:

IRWD's Deferred Compensation Policy states that any investment performing "Below Benchmark" for four consecutive quarters or seven out of the trailing 12 quarters, has "Failed" the Long-Term Rolling Analysis (LTRA) and the investment option will be a candidate for replacement. The Committee may also place a fund on "Watch Status" if it has failed to meet certain Policy criteria for further evaluation. For the quarter ended March 31, 2022, the Victory Integrity Small-Cap Value R6 Fund was neutral but has failed the LTRA for seven out of the trailing 12 quarters. The Fund Performance Review as of March 31, 2022 is provided as Exhibit "B".

During the quarter, the District's plan consultants, Hyas Group (Hyas), evaluated and provided alternative funds as potential replacements for the Victory Integrity Small-Cap Value R6. While Hyas has provided potential replacement alternatives for the fund, it recommends that the District consider placing the fund on "Watch Status" for further evaluation due to continued strong recent performance. A representative from Hyas will attend the meeting and discuss its rationale.

FISCAL IMPACTS:

As of March 31, 2022, the District's Plan assets totaled $91,005,560, which represented a $5,149,206 decrease from the quarter ended December 31, 2021 and a $3,441,895 increase for the one-year period.

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.

RECOMMENDATION:

Receive and file.

LIST OF EXHIBITS:

Exhibit "A" – Summary of the Deferred Compensation Plan and Distribution of Assets
Exhibit "B" – Mutual Fund Performance Review

EXHIBIT "A"
IRVINE RANCH WATER DISTRICT
SUMMARY OF DEFERRED COMPENSATION PROGRAM
March 31, 2022

Deferred Compensation IRS Section 457 (Employee Contributions)

Money Purchase Pension Plan & Executive Plan - IRS Section 401 (a) (District Contributions)

	457	401 (a)	GRAND TOTAL
Assets	**$68,957,221**	**$22,048,339**	**$91,005,560**
Change From Prior Quarter	($4,052,705)	($1,096,501)	($5,149,206)
Change From Prior Year (3/2021)	$2,434,500	$1,007,395	$3,441,895
Quarterly Contributions	**$1,081,453**	**$313,792**	**$1,395,245**
*Change From Prior Quarter	$255,749	($59,870)	

*Increase in 457 contributions are due to an additional pay period in the quarter ended March 31, 2022 and vacation accrual transfers

	One Year Period Ending March 31, 2022	Quarter Ending March 31, 2022
Beginning Balance	$87,563,664	$96,154,766
Employee Contributions	3,530,435	1,081,453
District Contributions	1,376,466	313,792
Transfers to/from other plans	34,160	30,026
Distributions	(4,047,055)	(1,265,731)
Loan Distributions[1]	(377,507)	(78,355)
Loan Repayment	350,165	114,181
Net Investment Gain (Loss)	2,575,232	(5,344,571)
Ending Balance - December 31, 2021	$91,005,560	$91,005,560
Change in assets for the period	$3,441,895	($5,149,206)

[1] Number of loans outstanding as of 3/31/22 : 72

Employee Participation	
Full-time Employees	380
Employees Participating	342
Percent Participation	90%

IRVINE RANCH WATER DISTRICT
SUMMARY OF DEFERRED COMPENSATION PROGRAM
DISTRIBUTION OF ASSETS

March 31, 2022

	..		Assets	Percent of Assets	Change from previous quarter
	PROFILE FUNDS				
AGG	Aggressive Profile Fund		10,229,208	11.2%	-0.3%
MOD	Moderate Profile Fund		7,374,980	8.1%	0.0%
CON	Conservative Profile Fund		6,217,507	6.8%	0.0%
		Sub Total	**23,821,695**	**26.1%**	**-0.3%**
	INTERNATIONAL FUND				
RERGX	American Funds EuroPacific Gr R6		2,549,400	2.8%	-0.5%
VTIAX	Vanguard Total Intl Stock Index Admiral		1,397,295	1.5%	0.1%
		Sub Total	**3,946,694**	**4.3%**	**-0.3%**
	SMALL CAP FUNDS				
HRSIX	Hood River Small-Cap Growth Retirement		4,468,728	4.9%	-0.4%
MVSSX	Victory Integrity Small Cap Value R6		1,696,654	1.9%	0.2%
VSMAX	Vanguard Small Cap Index		1,487,053	1.6%	0.0%
		Sub Total	**7,652,434**	**8.4%**	**-0.1%**
	MEDIUM CAP FUNDS				
JMGMX	JP Morgan MidCap Growth R6		2,919,311	3.2%	3.2%
WFPRX	Wells Fargo Spec Md Cp Val R6		3,383,515	3.7%	0.4%
VIMAX	Vanguard Mid-Cap Index Fund		2,337,418	2.6%	-0.9%
		Sub Total	**8,640,244**	**9.5%**	**2.7%**
	LARGE CAP FUNDS				
RGAGX	American Funds Growth Fund of Amer R6		7,067,556	7.8%	7.8%
VINIX	Vanguard Institutional Index		8,256,475	9.1%	0.8%
DHLYX	Diamond Hill Large-Cap Fund		3,353,158	3.7%	-5.7%
		Sub Total	**18,677,189**	**20.6%**	**2.9%**
	BOND FUND				
MWTSX	Metropolitan West Total Return Bond Plan		4,904,117	5.4%	5.4%
		Sub Total	**4,904,117**	**5.4%**	**5.4%**
	STABLE VALUE FUND				
PCSV15	Putnam Stable Value		11,582,361	12.7%	12.7%
		Sub Total	**11,582,361**	**12.7%**	**12.7%**
	TARGET DATE FUND				
VITRX	Vanguard Target Retirement Income Inv		1,339,729	1.5%	1.5%
VITWX	Vanguard Target Retirement 2020 Inv		1,596,291	1.8%	0.2%
VRIVX	Vanguard Target Retirement 2025 Inv		558,870	0.6%	-0.8%
VTTWX	Vanguard Target Retirement 2030 Inv		1,011,610	1.1%	0.2%
VITFX	Vanguard Target Retirement 2035 Inv		951,644	1.0%	-0.1%
VIRSX	Vanguard Target Retirement 2040 Inv		631,553	0.7%	-0.3%
VITLX	Vanguard Target Retirement 2045 Inv		197,734	0.2%	-0.5%
VTRLX	Vanguard Target Retirement 2050 Inv		1,007,714	1.1%	0.9%
VIVLX	Vanguard Target Retirement 2055 Inv		339,498	0.4%	-0.7%
VILVX	Vanguard Target Retirement 2060 Inv		233,363	0.3%	-0.1%
VSXFX	Vanguard Target Retirement 2065 Inv		2,212	0.0%	-0.2%
		Sub Total	**7,870,219**	**8.7%**	**0.0%**
	OTHER				
	Ameritrade Brokerage		3,910,606	4.3%	2.7%
	Total Assets		**$91,005,560**	**100%**	

LOAN BALANCE OUTSTANDING **$751,471**

FUND PERFORMANCE REVIEW

Irvine Ranch Water District - 98453-01/02/F1

Reporting Period Ending March 31, 2022

The analytical material contained herein merely describes the process that Great-West Investments applies in evaluating funds. It may or may not be based on the plan's current investment policy and is not intended to be used by plan sponsors as a primary basis for deciding whether to make a particular fund available under the plan. Funds listed on the Fund Performance Review are designed to meet stated investment objectives and risk profiles, but do not constitute investment advice from Great West Investments. Plan fiduciaries should review the educational material provided and consult with their investment advisers if necessary to make the investment decision. Neither Great-West Investments, nor its representatives, agents or affiliates are permitted to give legal, ERISA, or tax advice. Any discussion of these matters included or related to this document or other educational information is provided for informational purposes only. Such discussion does not purport to be complete or to cover every situation. Current tax and ERISA law are subject to interpretation and legislative change. The appropriateness of any product for any specific taxpayer may vary depending on the particular set of facts and circumstances. You should consult with and rely on your own legal and tax advisers.

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RO1693638-0621

FUND PERFORMANCE REVIEW

IMPORTANT DISCLOSURES:

The Fund Performance Review is compiled at the request of the Plan fiduciary based on the specific criteria specified by the Plan fiduciary. It is designed as a high level analytical tool to aid plan fiduciaries in carrying out their fiduciary responsibilities. Great-West Life & Annuity Insurance Company and its affiliates (collectively, "Great-West") are not providing impartial investment advice in a fiduciary capacity to the plan with respect to the Fund Performance Review. The Plan fiduciaries are solely responsible for the selection and monitoring of the Plan's investment options and for determining the reasonableness of all plan fees and expenses. Great-West receives investment management and other fees and revenue from any Great-West-affiliated or Putnam-affiliated investment options included in the Fund Performance Review. In addition, Great-West may receive revenue sharing type payments in relation to the investment options provided on the Fund Performance Review. Please contact your Empower Retirement representative for more information. Plan Sponsors may wish to review the enclosed material with their investment adviser, consultant or broker, if necessary, prior to making final investment decisions.

Risks associated with the investment options can vary significantly and the relative risks of investment categories may change under certain economic conditions. *The investment return and principal value of an investment will fluctuate so that an investor's shares, when redeemed, may be more or less than their original cost. Current performance may be lower or higher than performance data shown due to market activity. Past performance is not a guarantee of future results.*

GWFS Equities, Inc. registered representatives may also be investment adviser representatives of GWFS affiliate, Advised Assets Group, LLC. Representatives do not offer or provide investment, fiduciary, financial, legal or tax advice or act in a fiduciary capacity for any client unless explicitly described in writing. Any discussion of these matters included or related to this document or other educational information is provided for informational purposes only. Such discussion does not purport to be complete or to cover every situation. Current tax and ERISA law are subject to interpretation and legislative change. The appropriateness of any product may vary depending on the particular set of facts and circumstances. You should consult with and rely on your own financial, legal and tax advisers.

FUND PERFORMANCE REVIEW: OVERVIEW

GREAT-WEST INVESTMENTS

OBJECTIVE:
* To quantify historical fund performance relative to peer group benchmarks.
* To identify funds that have performed below a peer group median over the long-term.
* To assist in identifying style drift and discern gaps within the plan portfolio.

FUNDAMENTALS:
* An objective analysis based on set criteria.
* Based on long-term and risk-adjusted performance.
* Comparison against peer group of similar funds based on Morningstar, Inc. fund categories.

SOURCE:
* Statistics are derived from an independent third-party source: primarily Morningstar® Direct℠

SCOPE:
* The Fund Performance Review is designed as a high level analytical tool to aide plan sponsors in carrying out their fiduciary responsibilities; it is not intended as investment advice.

Although data is gathered from reliable sources, including but not limited to Morningstar, Inc., the completeness or accuracy of the data shown cannot be guaranteed. Where data obtained from Morningstar, ©2021 Morningstar, Inc. All Rights Reserved. The data: (1) is proprietary to Morningstar and/or its content providers; (2) may not be copied or distributed and (3) is not warranted to be accurate, complete or timely. Neither Morningstar nor its content providers are responsible for any damages or losses arising from any use of this information.

Required performance information may appear on more than one page. The "Return Analysis" page includes the 1, 5, and 10 Year/Since Inception performance percentages as well as the inception date for each of the funds.

It is important to note that when applicable, performance shown prior to inception date reflects performance achieved by the oldest share class of the same fund as determined by Morningstar. While the newer share class is less expensive than the oldest share class of the same fund, performance was not adjusted upwards to display higher returns.

Investment options available in the plan may be through mutual funds, collective trusts, separately managed accounts and/or a group fixed and variable annuity contract.

FUND PERFORMANCE REVIEW (FPR): CRITERIA

GREAT-WEST INVESTMENTS™

OVERALL RATING: Based on a combination of performance, risk-adjusted performance and the Overall Morningstar Rating.

Return Composite: Determined by taking the equal-weighted average of the 3-, 5- and 10-year category return percentiles.

Sharpe Composite: Calculated by averaging the 3- and 5-year category sharpe percentiles.

Overall Composite: The equally-weighted average of the Return Composite and Sharpe Composite.

Overall Morningstar Rating™: Represents a measure of an investment's risk-adjusted return, relative to similar investments.

The Overall Composite is the sole determinate for the Overall Rating for funds that do not have an Overall Morningstar Category Rating.

Overall Composite		Overall Morningstar Rating	Overall Rating
> 50.0%	AND	❸, ❹, or ❺	Above
≥ 50.0%	OR	❸, ❹, or ❺	Neutral
< 50.0%	AND	❶, or ❷	Below
< 25.0%			Below

LONG-TERM ROLLING ANALYSIS: Based on the accumulated trailing 12 quarter "Overall Ratings".

Consecutive number of Quarters Receiving a Below Rating		Total number of Quarters Below out of trailing 12 quarters	Long-Term Rolling Analysis *
< 4 Quarters	AND	< 7 Quarters	Pass
≥ 4 Quarters	OR	≥ 7 Quarters	Watch
OR			
Overall Rating: < 25.0%			Watch

*'Pass' and 'Watch' ratings in the long-term rolling analysis are not available for target date funds or Great-West SecureFoundation funds. Morningstar's category classification system has not evolved to address differences in target-date glidepaths. The current system separates funds only by target retirement date and does not consider the level of equity in the glidepath (i.e. how aggressive or conservative the glidepath is versus peers). Plans should consider how their demographics align with their chosen target date glidepath rather than attempt to "time the market" by changing glidepaths based on peer performance rankings. All target-date funds will receive an 'N/A' rating in the FPR. The Great-West SecureFoundation funds will also receive an 'N/A' rating in the FPR. These funds are unique in that they also require the purchase of a Guaranteed Lifetime Withdrawal Benefit (Guarantee) either as a fixed deferred annuity contract, a certificate to a group fixed deferred annuity contract, or a rider to a variable annuity contract. The Guarantee provides guaranteed retirement income for the life of a designated person(s), provided certain conditions are met. Plan Sponsors that seek this feature should take a long-term, holistic view with these funds as this benefit does not show up in peer group performance rankings as measured and scored through the FPR process.

For expanded definitions of the Composites, Sharpe Ratio and Ratings, please refer to the corresponding glossary.

Performance Summary: Irvine Ranch Water District

period ended 3/31/2022

	Morningstar Category	Ticker Symbol	Fund Name	Overall Rating: Composite %'s: Overall	Return	Sharpe	Overall Morningstar Rating		Long-Term Rolling Analysis: Consecutive Quarters Below	# of Quarters Below out of trailing 12	
Intl	Foreign Large Growth	RERGX	American Funds Europacific Growth R6	**40.3**	46.0	34.5	**3**	Neutral	**0**	**0 out of 12**	Pass
Small-Cap	Small Growth	HRSIX	Hood River Small-Cap Growth Retirement	**95.1**	95.7	94.5	**5**	Above	**0**	**0 out of 12**	Pass
	Small Value	MVSSX	Victory Integrity Small-Cap Value R6	**59.6**	67.7	51.5	**2**	Neutral	**0**	**7 out of 12**	Watch
Mid-Cap	Mid-Cap Growth	JMGMX	JPMorgan Mid Cap Growth R6	**93.2**	92.3	94.0	**5**	Above	**0**	**0 out of 12**	Pass
	Mid-Cap Value	WFPRX	Allspring Special Mid Cap Value R6	**80.3**	83.7	77.0	**4**	Above	**0**	**0 out of 12**	Pass
Large-Cap	Large Growth	RGAGX	American Funds Growth Fund of Amer R6	**42.9**	45.3	40.5	**4**	Neutral	**0**	**0 out of 12**	Pass
	Large Value	DHLYX	Diamond Hill Large Cap Y	**81.7**	86.3	77.0	**4**	Above	**0**	**0 out of 12**	Pass
Asst All/Other	Target-Date Retirement	VTINX	Vanguard Target Retirement Income Fund	**65.6**	55.7	75.5	**4**	Above	**0**	**0 out of 12**	N/A
	Target-Date 2020	VTWNX	Vanguard Target Retirement 2020 Fund	**59.1**	59.7	58.5	**4**	Above	**0**	**0 out of 12**	N/A
	Target-Date 2025	VTTVX	Vanguard Target Retirement 2025 Fund	**60.5**	66.0	55.0	**4**	Above	**0**	**0 out of 12**	N/A
	Target-Date 2030	VTHRX	Vanguard Target Retirement 2030 Fund	**58.3**	61.0	55.5	**4**	Above	**0**	**0 out of 12**	N/A
	Target-Date 2035	VTTHX	Vanguard Target Retirement 2035 Fund	**58.1**	55.7	60.5	**4**	Above	**0**	**0 out of 12**	N/A
	Target-Date 2040	VFORX	Vanguard Target Retirement 2040 Fund	**58.7**	58.3	59.0	**4**	Above	**0**	**0 out of 12**	N/A
	Target-Date 2045	VTIVX	Vanguard Target Retirement 2045 Fund	**66.1**	67.7	64.5	**4**	Above	**0**	**0 out of 12**	N/A
	Target-Date 2050	VFIFX	Vanguard Target Retirement 2050 Fund	**63.4**	62.3	64.5	**4**	Above	**0**	**0 out of 12**	N/A
	Target-Date 2055	VFFVX	Vanguard Target Retirement 2055 Fund	**61.8**	54.0	69.5	**4**	Above	**0**	**0 out of 12**	N/A
	Target-Date 2060	VTTSX	Vanguard Target Retirement 2060 Fund	**54.3**	44.0	64.5	**3**	Above	**0**	**0 out of 12**	N/A
	Target-Date 2065+	VLXVX	Vanguard Target Retirement 2065 Fund	**38.0**	31.0	45.0	**N/A**	Neutral	**0**	**1 out of 12**	N/A
Bond	Intermediate Core-Plus Bond	MWTSX	Metropolitan West Total Return Bd Plan	**68.2**	63.3	73.0	**4**	Above	**0**	**0 out of 12**	Pass
Index Funds	Foreign Large Blend	VTIAX	Vanguard Total Intl Stock Index Admiral (Idx)	**57.7**	55.3	60.0	**3**	N/A	**N/A**	**0 out of 12**	Pass
	Small Blend	VSMAX	Vanguard Small Cap Index Adm (Idx)	**80.1**	80.7	79.5	**5**	N/A	**N/A**	**0 out of 12**	Pass
	Mid-Cap Blend	VIMAX	Vanguard Mid Cap Index Admiral (Idx)	**88.9**	89.3	88.5	**5**	N/A	**N/A**	**0 out of 12**	Pass
	Large Blend	VINIX	Vanguard Institutional Index I (Idx)	**85.5**	86.0	85.0	**5**	N/A	**N/A**	**0 out of 12**	Pass

Data Source: Morningstar® Direct℠

Please refer to the Appendix page for additional disclosures.

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Return Analysis: Irvine Ranch Water District

period ended 3/31/2022

	Fund Name	1st Qtr 2022 Return	1st Qtr 2022 Percentile	Performance vs. Benchmark (Annualized Returns and Return Percentiles %) 1 Year Return	1 Year Percentile	3 Year Return	3 Year Percentile	5 Year Return	5 Year Percentile	10 Year Return	10 Year Percentile	Return Since Inception	Incept. Date
Intl	Foreign Large Growth Peer Group	-12.90	50	-5.96	50	9.30	50	8.74	50	7.02	50		
	American Funds Europacific Growth R6	-12.24	64	-9.35	27	8.36	33	8.01	40	7.32	65	8.75	5/1/2009
Small-Cap	Small Growth Peer Group	-13.23	50	-8.25	50	12.99	50	13.14	50	12.26	50		
	Hood River Small-Cap Growth Retirement	-11.35	71	-1.39	86	22.69	97	18.37	92	16.66	98	18.24	3/3/2017
	Small Value Peer Group	-2.77	50	5.74	50	12.87	50	8.55	50	10.12	50		
	Victory Integrity Small-Cap Value R6	0.22	87	9.29	82	14.24	72	8.74	56	10.98	75	12.58	6/1/2012
Mid-Cap	Mid-Cap Growth Peer Group	-13.03	50	-3.81	50	14.95	50	14.98	50	12.81	50		
	JPMorgan Mid Cap Growth R6	-11.75	64	-3.36	53	18.77	91	18.24	90	14.99	96	16.18	11/1/2011
	Mid-Cap Value Peer Group	-0.65	50	11.89	50	13.44	50	9.52	50	10.95	50		
	Allspring Special Mid Cap Value R6	-2.27	28	13.19	70	15.01	75	10.86	80	13.05	96	11.98	6/28/2013
Large-Cap	Large Growth Peer Group	-10.68	50	7.25	50	18.93	50	18.02	50	15.01	50		
	American Funds Growth Fund of Amer R6	-10.62	51	4.32	37	18.64	46	16.72	29	15.39	61	15.70	5/1/2009
	Large Value Peer Group	-0.29	50	12.98	50	13.47	50	10.72	50	11.29	50		
	Diamond Hill Large Cap Y	-3.28	13	10.01	15	15.80	82	12.48	84	13.05	93	13.71	12/30/2011
Asst All/Other	Target-Date Retirement Peer Group	-4.70	50	0.52	50	5.80	50	5.27	50	4.53	50		
	Vanguard Target Retirement Income Fund	-4.77	47	0.15	41	5.75	48	5.30	52	4.95	67	5.26	10/27/2003
	Target-Date 2020 Peer Group	-5.04	50	1.56	50	7.99	50	7.08	50	6.93	50		
	Vanguard Target Retirement 2020 Fund	-5.06	50	1.39	42	7.87	46	7.27	62	7.31	71	6.47	6/7/2006
	Target-Date 2025 Peer Group	-5.19	50	2.14	50	8.60	50	7.66	50	7.62	50		
	Vanguard Target Retirement 2025 Fund	-5.51	32	1.86	40	8.92	58	8.14	68	8.04	72	7.04	10/27/2003
	Target-Date 2030 Peer Group	-5.68	50	2.69	50	9.81	50	8.64	50	8.36	50		
	Vanguard Target Retirement 2030 Fund	-5.65	52	2.53	42	9.84	52	8.85	62	8.68	69	7.12	6/7/2006
	Target-Date 2035 Peer Group	-5.72	50	3.68	50	10.81	50	9.46	50	9.11	50		
	Vanguard Target Retirement 2035 Fund	-5.66	52	3.29	41	10.77	47	9.57	56	9.31	64	7.84	10/27/2003
	Target-Date 2040 Peer Group	-6.04	50	4.23	50	11.80	50	10.09	50	9.55	50		
	Vanguard Target Retirement 2040 Fund	-5.66	64	4.10	46	11.68	46	10.28	61	9.85	68	7.78	6/7/2006
	Target-Date 2045 Peer Group	-5.97	50	4.99	50	12.41	50	10.52	50	9.87	50		
	Vanguard Target Retirement 2045 Fund	-5.67	61	4.88	46	12.61	59	10.89	68	10.19	76	8.49	10/27/2003
	Target-Date 2050 Peer Group	-6.18	50	4.95	50	12.59	50	10.68	50	9.96	50		
	Vanguard Target Retirement 2050 Fund	-5.65	67	5.07	54	12.74	55	10.96	65	10.23	67	8.04	6/7/2006
	Target-Date 2055 Peer Group	-6.05	50	5.23	50	12.71	50	10.79	50	10.12	50		
	Vanguard Target Retirement 2055 Fund	-5.69	64	5.05	45	12.71	50	10.95	58	10.21	54	10.84	8/18/2010
	Target-Date 2060 Peer Group	-6.23	50	5.00	50	12.77	50	10.94	50	10.33	50		
	Vanguard Target Retirement 2060 Fund	-5.68	69	5.05	51	12.71	47	10.95	51	10.24	34	10.69	1/19/2012
	Target-Date 2065+ Peer Group	-6.26	50	4.25	50	13.11	50	11.19	50	N/A	50		
	Vanguard Target Retirement 2065 Fund	-5.63	75	5.12	57	12.69	31	N/A	N/A	N/A	N/A	10.56	7/12/2017
Bond	Intermediate Core-Plus Bond Peer Group	-5.99	50	-4.01	50	2.22	50	2.48	50	2.73	50		
	Metropolitan West Total Return Bd Plan	-6.24	36	-4.49	29	2.34	57	2.59	58	3.17	75	3.32	7/29/2011
Index Funds	Vanguard Total Intl Stock Index Admiral (Idx)	-6.08	71	-1.85	45	7.76	57	6.78	61	5.80	48	5.33	11/29/2010
	Vanguard Small Cap Index Adm (Idx)	-5.74	63	0.68	52	13.16	66	11.34	89	12.11	87	9.62	11/13/2000
	Vanguard Mid Cap Index Admiral (Idx)	-6.32	25	8.82	79	15.67	86	13.00	91	12.94	91	10.69	11/12/2001
	Vanguard Institutional Index I (Idx)	-4.60	71	15.60	84	18.90	82	15.96	86	14.61	90	10.63	7/31/1990

A Percentile Ranking of 100% represents the highest performance whereas 0% represents the lowest.

Current performance may be lower or higher than performance data shown.

Performance data quoted represents past performance and is not a guarantee or prediction of future results. The investment return and principal value of an investment will fluctuate so that, when redeemed shares/units may be worth more or less than their original cost. For performance data current to the most recent month-end, please visit www.empower-retirement.com/participant. Total return performance shown above represents that of the underlying fund and does not include a deduction for any applicable annuity contract of administrative fees/expenses. Performance numbers shown above would be less after applicable fee/expenses are deducted.

Data Source: Morningstar® Direct℠

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Sharpe Ratio and Expense Analysis: Irvine Ranch Water District

period ended 3/31/2022

	Fund Name	Sharpe Ratios and Percentiles %				Standard Deviation		Expense	Expense	Manager	Fund Size
		3 Yr Ratio	3 Yr %	5 Yr Ratio	5 Yr %	3 Yr	5 Yr	Ratio	Percentile %	Tenure (yrs)	$MM
Intl	Foreign Large Growth Peer Group	0.57	50	0.55	50	17.52	15.72	0.99	50		
	American Funds Europacific Growth R6	0.49	32	0.49	37	18.40	16.22	0.46	4	21	161,895
Small-Cap	Small Growth Peer Group	0.61	50	0.65	50	23.42	21.27	1.10	50		
	Hood River Small-Cap Growth Retirement	0.92	98	0.80	91	25.07	23.13	0.99	37	19	1,154
	Small Value Peer Group	0.58	50	0.43	50	25.44	22.25	1.11	50		
	Victory Integrity Small-Cap Value R6	0.59	56	0.42	47	28.52	24.67	0.96	32	18	1,717
Mid-Cap	Mid-Cap Growth Peer Group	0.72	50	0.76	50	21.43	19.18	1.01	50		
	JPMorgan Mid Cap Growth R6	0.90	94	0.93	94	20.92	18.94	0.70	12	18	8,485
	Mid-Cap Value Peer Group	0.66	50	0.53	50	22.12	19.33	0.95	50		
	Allspring Special Mid Cap Value R6	0.73	72	0.59	82	21.59	18.65	0.70	13	13	12,312
Large-Cap	Large Growth Peer Group	0.97	50	0.98	50	19.25	17.43	0.89	50		
	American Funds Growth Fund of Amer R6	0.95	45	0.93	36	19.16	17.09	0.30	4	28	255,146
	Large Value Peer Group	0.73	50	0.63	50	19.07	16.57	0.85	50		
	Diamond Hill Large Cap Y	0.80	78	0.70	76	19.95	17.45	0.55	14	20	11,919
Asst All/Other	Target-Date Retirement Peer Group	0.79	50	0.72	50	6.76	5.83	0.60	50		
	Vanguard Target Retirement Income Fund	0.83	68	0.79	83	6.15	5.30	0.08	2	9	23,519
	Target-Date 2020 Peer Group	0.80	50	0.74	50	9.17	7.93	0.58	50		
	Vanguard Target Retirement 2020 Fund	0.80	51	0.77	66	9.18	8.12	0.08	3	9	49,858
	Target-Date 2025 Peer Group	0.79	50	0.73	50	10.49	9.27	0.61	50		
	Vanguard Target Retirement 2025 Fund	0.78	47	0.75	63	10.84	9.56	0.08	2	9	85,842
	Target-Date 2030 Peer Group	0.78	50	0.72	50	12.17	10.74	0.62	50		
	Vanguard Target Retirement 2030 Fund	0.78	48	0.75	63	12.10	10.68	0.08	2	9	87,567
	Target-Date 2035 Peer Group	0.78	50	0.72	50	13.71	12.09	0.65	50		
	Vanguard Target Retirement 2035 Fund	0.78	53	0.74	68	13.35	11.79	0.08	2	9	84,990
	Target-Date 2040 Peer Group	0.78	50	0.72	50	15.12	13.28	0.65	50		
	Vanguard Target Retirement 2040 Fund	0.78	51	0.74	67	14.60	12.90	0.08	2	9	73,508
	Target-Date 2045 Peer Group	0.77	50	0.72	50	16.09	14.06	0.65	50		
	Vanguard Target Retirement 2045 Fund	0.79	59	0.73	70	15.84	13.92	0.08	2	9	68,241
	Target-Date 2050 Peer Group	0.78	50	0.72	50	16.17	14.15	0.65	50		
	Vanguard Target Retirement 2050 Fund	0.79	58	0.74	71	15.88	13.95	0.08	2	9	54,037
	Target-Date 2055 Peer Group	0.77	50	0.71	50	16.44	14.40	0.65	50		
	Vanguard Target Retirement 2055 Fund	0.79	65	0.74	74	15.89	13.95	0.08	2	9	32,497
	Target-Date 2060 Peer Group	0.78	50	0.72	50	16.47	14.38	0.65	50		
	Vanguard Target Retirement 2060 Fund	0.79	60	0.74	69	15.87	13.94	0.08	2	9	15,523
	Target-Date 2065+ Peer Group	0.80	50	0.75	50	16.87	13.94	0.65	50		
	Vanguard Target Retirement 2065 Fund	0.79	45	N/A	N/A	15.89	N/A	0.08	3	5	3,271
Bond	Intermediate Core-Plus Bond Peer Group	0.33	50	0.35	50	4.95	4.17	0.67	50		
	Metropolitan West Total Return Bd Plan	0.41	74	0.42	72	4.24	3.68	0.37	8	25	76,206
Index Funds	Vanguard Total Intl Stock Index Admiral (Idx)	0.48	58	0.44	62	17.26	15.20	0.11	5	14	51,549
	Vanguard Small Cap Index Adm (Idx)	0.63	69	0.58	90	22.67	20.17	0.05	3	6	46,140
	Vanguard Mid Cap Index Admiral (Idx)	0.78	89	0.71	88	20.41	17.96	0.05	3	24	54,232
	Vanguard Institutional Index I (Idx)	1.03	84	0.95	86	17.76	15.78	0.04	3	21	287,937

A Percentile Ranking of 100% represents the highest performance whereas 0% represents the lowest.
Expense refers to the Prospectus Net Expense Ratio

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Annual Returns and Statistics: Irvine Ranch Water District

period ended 3/31/2022

	Fund Name	Calendar Year Returns 2021	2020	2019	2018	2017	Modern Portfolio Theory Statistics (3 year) Alpha	Beta	R2	Portfolio Construction Turnover Ratio	Number of Holdings	% in top 10 holdings
Intl	Foreign Large Growth Peer Group	8.82	22.10	28.05	-13.81	31.16						
	American Funds Europacific Growth R6	2.84	25.27	27.40	-14.91	31.17	-1.46	1.13	95	32	402	21%
Small-Cap	Small Growth Peer Group	9.92	37.47	28.70	-5.11	22.88						
	Hood River Small-Cap Growth Retirement	23.88	60.81	24.19	-6.78	20.78	10.50	1.05	92	119	86	30%
	Small Value Peer Group	31.40	3.70	22.11	-15.11	9.32						
	Victory Integrity Small-Cap Value R6	33.76	1.33	23.28	-18.42	12.59	0.38	1.05	98	56	139	11%
Mid-Cap	Mid-Cap Growth Peer Group	12.40	35.34	33.80	-5.12	24.90						
	JPMorgan Mid Cap Growth R6	10.99	48.51	39.96	-4.97	29.72	3.89	0.96	97	42	116	18%
	Mid-Cap Value Peer Group	28.50	3.06	26.92	-13.29	13.52						
	Allspring Special Mid Cap Value R6	28.80	3.36	35.68	-13.02	11.27	1.55	0.97	97	38	71	28%
Large-Cap	Large Growth Peer Group	22.00	35.75	32.88	-1.24	29.47						
	American Funds Growth Fund of Amer R6	19.69	38.28	28.54	-2.60	26.53	-0.20	1.06	96	24	415	37%
	Large Value Peer Group	25.96	2.97	25.74	-8.81	16.39						
	Diamond Hill Large Cap Y	25.89	9.07	32.34	-9.53	20.42	2.23	1.03	97	22	55	30%
Asst All/Other	Target-Date Retirement Peer Group	6.29	9.86	13.22	-3.31	8.61						
	Vanguard Target Retirement Income Fund	5.25	10.02	13.16	-1.99	8.47	-0.07	0.80	98	6	7	99%
	Target-Date 2020 Peer Group	8.92	11.71	16.85	-4.62	13.31						
	Vanguard Target Retirement 2020 Fund	8.17	12.04	17.63	-4.24	14.08	0.42	0.75	99	5	7	99%
	Target-Date 2025 Peer Group	9.98	12.19	18.51	-5.37	14.96						
	Vanguard Target Retirement 2025 Fund	9.80	13.30	19.63	-5.15	15.94	0.30	0.88	99	7	7	99%
	Target-Date 2030 Peer Group	11.72	13.48	20.67	-6.26	16.90						
	Vanguard Target Retirement 2030 Fund	11.38	14.10	21.07	-5.86	17.52	0.64	0.86	99	6	6	99%
	Target-Date 2035 Peer Group	14.09	14.09	22.43	-7.14	18.36						
	Vanguard Target Retirement 2035 Fund	12.96	14.79	22.44	-6.58	19.12	0.73	0.95	99	6	6	99%
	Target-Date 2040 Peer Group	15.98	15.08	23.83	-7.84	19.57						
	Vanguard Target Retirement 2040 Fund	14.56	15.47	23.86	-7.32	20.71	-1.12	1.05	99	7	6	99%
	Target-Date 2045 Peer Group	17.20	15.23	24.72	-8.18	20.36						
	Vanguard Target Retirement 2045 Fund	16.16	16.30	24.94	-7.90	21.42	-0.11	0.92	99	6	6	99%
	Target-Date 2050 Peer Group	17.37	15.83	24.96	-8.39	20.65						
	Vanguard Target Retirement 2050 Fund	16.41	16.39	24.98	-7.90	21.39	-0.02	0.92	100	5	6	99%
	Target-Date 2055 Peer Group	17.77	15.53	25.24	-8.46	20.85						
	Vanguard Target Retirement 2055 Fund	16.44	16.32	24.98	-7.89	21.38	-0.05	0.92	100	5	6	99%
	Target-Date 2060 Peer Group	17.64	16.00	25.18	-8.45	21.03						
	Vanguard Target Retirement 2060 Fund	16.44	16.32	24.96	-7.87	21.36	-0.04	0.92	100	6	6	99%
	Target-Date 2065+ Peer Group	17.55	16.51	26.45	-8.91	N/A						
	Vanguard Target Retirement 2065 Fund	16.46	16.17	24.96	-7.95	N/A	-0.07	0.92	100	3	6	99%
Bond	Intermediate Core-Plus Bond Peer Group	-0.84	8.54	9.31	-0.74	4.34						
	Metropolitan West Total Return Bd Plan	-1.11	9.17	9.23	0.29	3.49	0.47	1.02	97	470	1853	38%
Index Funds	Vanguard Total Intl Stock Index Admiral (Idx)	8.62	11.28	21.51	-14.43	27.55	-0.60	1.00	99	8	7772	9%
	Vanguard Small Cap Index Adm (Idx)	17.73	19.11	27.37	-9.31	16.24	1.84	0.93	99	17	1551	4%
	Vanguard Mid Cap Index Admiral (Idx)	24.51	18.24	31.03	-9.23	19.25	0.91	0.98	100	16	373	7%
	Vanguard Institutional Index I (Idx)	28.67	18.39	31.46	-4.42	21.79	-0.02	1.00	100	3	508	28%

Current performance may be lower or higher than performance data shown.Performance data quoted represents past performance and is not a guarantee or prediction of future results
The investment return and principal value of an investment will fluctuate so that, when redeemed, shares/units may be worth more or less than their original cost.
Total return performance shown above represents that of the underlying fund and does not include a deduction for any applicable annuity contract of administrative fees/expenses.
Performance numbers shown above would be less after applicable fee/expenses are deducted.

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Index Performance

period ending 3/31/2022

	Index	Total Return 1 Year	Total Return Annlzd 3 Year	Total Return Annlzd 5 Year	Total Return Annlzd 10 Year	Annual Return 2021	Annual Return 2020	Annual Return 2019	Annual Return 2018	Annual Return 2017
International	MSCI EMF ID	-13.27	2.57	3.56	0.92	-4.59	15.84	15.42	-16.63	34.35
	MSCI Eafe Ndtr_D	1.16	7.78	6.72	6.27	11.26	7.82	22.01	-13.79	25.03
	MSCI World Ndtr_D	10.12	14.98	12.42	10.88	21.82	15.90	27.67	-8.71	22.40
Small-Cap	Russell 2000 Growth	-14.33	9.88	10.33	11.21	2.83	34.63	28.48	-9.31	22.17
	Russell 2000	-5.79	11.74	9.74	11.04	14.82	19.96	25.52	-11.01	14.65
	Russell 2000 Value	3.32	12.73	8.57	10.54	28.27	4.63	22.39	-12.86	7.84
Mid-Cap	Russell Midcap Growth	-0.89	14.81	15.10	13.52	12.73	35.59	35.47	-4.75	25.27
	Standard & Poor's Midcap 400	4.59	14.14	11.10	12.20	24.76	13.66	26.20	-11.08	16.24
	Russell Midcap Value	11.45	13.69	9.99	12.01	28.34	4.96	27.06	-12.29	13.34
Large-Cap	Russell 1000 Growth	14.98	23.60	20.88	17.04	27.60	38.49	36.39	-1.51	30.21
	Standard & Poor's 500 TR	15.65	18.92	15.99	14.64	28.71	18.40	31.49	-4.38	21.83
	Russell 1000 Value	11.67	13.02	10.29	11.70	25.16	2.80	26.54	-8.27	13.66
Bond	Bloomberg US Agg Bond TR USD	-4.15	1.69	2.14	2.24	-1.54	7.51	8.72	0.01	3.54
	Bloomberg US Credit TR USD	-4.16	2.81	3.18	3.44	-1.08	9.35	13.80	-2.11	6.18
	Bloomberg US MBS TR USD	-4.92	0.56	1.36	1.70	-1.04	3.87	6.35	0.99	2.47
	Bloomberg US Government TR USD	-3.69	1.40	1.76	1.67	-2.28	7.94	6.83	0.88	2.30
	Bloomberg US Govt 1-3 Yr TR USD	-3.03	0.84	1.05	0.85	-0.60	3.14	3.59	1.58	0.45

MSCI EMF ID	A capitalization-weighted index of stocks from 26 emerging markets that only includes issues that may be traded by foreign investors. The reported returns reflect equities priced in US dollars and do not include the effects of reinvested dividends.
MSCI EAFE Ndtr_D	Widely accepted as a benchmark for international stock performance, the EAFE Index is an aggregate of 21 individual country indexes that collectively represent many of the major markets of the world.
MSCI World Ndtr_D	Includes all 23 MSCI developed market countries. Ndtr_D indexes are calculated daily and take into account actual dividends reinvested daily before withholding taxes, but exclude special tax credits declared by companies.
Russell 2000 Growth	Market-weighted total return index that measures the performance of companies within the Russell 2000 Index having higher price-to-book ratios and higher forecasted growth values.
Russell 2000	Consists of the smallest 2000 companies in the Russell 3000 Index, representing approximately 7% of the Russell 3000 total market capitalization.
Russell 2000 Value	Market-weighted total return index that measures the performance of companies within the Russell 2000 Index having lower price-to-book ratios and lower forecasted growth values.
Russell Mid Cap Growth	Market-weighted total return index that measures the performance of companies within the Russell Midcap Index having higher price-to-book ratios and higher forecasted growth values.
Standard & Poor's Midcap 400	Includes approximately 10% of the capitalization of U.S. equity securities. These are comprised of stocks in the middle capitalization range.
Russell Mid Cap Value	Market-weighted total return index that measures the performance of companies within the Russell Midcap Index having lower price-to-book ratios and lower forecasted growth values.
Russell 1000 Growth	Market-weighted total return index that measures the performance of companies within the Russell 1000 Index having higher price-to-book ratios and higher forecasted growth values.
Standard & Poor's 500	A market capitalization-weighted index of 500 widely held stocks often used as a proxy for the stock market. It measures the movement of the largest issues. Standard and Poor's chooses the member companies for the 500 based on market size, liquidity and industry group representation.
Russell 1000 Value	Market-weighted total return index that measures the performance of companies within the Russell 1000 Index having lower price-to-book ratios and lower forecasted growth values.
BBgBarc US Aggregate Bond	Composed of the Bloomberg Barclays Govt/Credit Index, the Mortgage-Backed Securities Index, and the Asset-Backed Securities Index.
BBgBarc US Capital Credit	Listed for corporate bond-general and high-quality funds. This index tracks the returns of all publicly issued, fixed-rate, nonconvertible, dollar-denominated, SEC-registered, investment-grade corporate debt.
BBgBarc US Mortgage-Backed	Includes 15- and 30-year fixed-rate securities backed by mortgage pools of the Government National Mortgage Association (GNMA).
BBgBarc US Government Bond	Listed for government-bond general and Treasury funds because it tracks the returns of U.S. Treasuries, agency bonds, and one- to three-year U.S. government obligations. This index is effective for tracking portfolios holding non-mortgage government securities.
BBgBarc US 1-3 Year Governme	Comprised of both the Treasury Bond index (all public obligations of the U.S. Treasury, excluding flower bonds and foreign-targeted issues) and the Agency Bond Index (all publicly issued debt of U.S. Government agencies and quasi-federal corporations and corporate-debt guaranteed by the U.S. Government).

A benchmark index is not actively managed, does not have a defined investment objective and does not incur fees or expenses. Therefore, performance of a fund will generally be less than its benchmark index. You cannot invest directly in a benchmark index.

Data Source: Morningstar® Direct℠

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Stock values fluctuate in response to the activities of the general market, individual companies and economic conditions. Alternative investments generally invest in non-traditional asset categories or use non-conventional strategies and may have more risk than traditional investments. Asset allocation and balanced investment options and models are subject to the risks of their underlying investments. Commodity and real asset investments may be affected by natural disasters and political and economic developments. Foreign securities involve risks, such as currency fluctuations, economic changes and political developments. These risks may be heightened in emerging markets, which may also experience liquidity risk. Infrastructure funds invest in a limited number of companies and are subject to issuer, political, regulatory, market and economic risks, especially in foreign or emerging markets. Natural resources funds invest in a limited number of companies subject to industry, political, economic, commodity prices and regulation risks, especially in foreign or emerging markets. Real estate securities and trusts involve risks, including declining property values, changes in zoning laws or losses from casualty. Real estate securities that invest in foreign real estate involve additional risks, including currency fluctuations and political developments. Under certain market conditions, socially responsible funds may underperform funds that do not utilize a socially responsible investment style. Securities of small and mid-size companies may be more volatile than those of larger, more established companies. Specialty funds invest in a limited number of companies and may be more volatile than a more diversified fund.

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The date in a target date fund's name is the approximate date when investors plan to start withdrawing their money (generally assumed at age 65). The principal value of the fund(s) is not guaranteed at any time, including at the time of the target date and/or withdrawal.

It is possible to lose money by investing in a money market fund. Although the fund seeks to preserve the value of your investment at $1 per share, it cannot guarantee it will do so. An investment in the fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The fund's sponsor has no legal obligation to provide financial support to the fund, and you should not expect that the sponsor will provide financial support to the fund at any time.

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For each fund with at least a three-year history, Morningstar calculates a Morningstar Rating™ based on a Morningstar Risk-Adjusted Return (including the effects of sales charges, loads and redemption fees), placing more emphasis on downward variations and rewarding consistent performance. The top 10% of funds receive 5 stars, the next 22.5% receive 4 stars, the next 35% receive 3 stars, the next 22.5% receive 2 stars and the bottom 10% receive 1 star. (Each share class is counted as a fraction of one fund within this scale and rated separately, which may cause slight variations in the distribution percentages.) The overall Morningstar Rating for a fund is derived from a weighted average of the performance figures associated with its three-, five- and ten-year (if applicable) Morningstar Rating metrics. Please note, for any funds with a newer share class, the rating information is based on extended performance, which is derived from the historical performance of the older class shares, not adjusted for fees. Past performance is no guarantee of future results.

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APPENDIX - GLOSSARY

GREAT-WEST INVESTMENTS™

12b-1 Fee The maximum annual charge deducted from fund assets to pay for distribution and marketing costs. Although usually set on a percentage basis, this amount will occasionally be a flat figure.

Actively managed A fund attempts to add portfolio value through such active investment techniques as sector allocation (top-down) and/or security selection (bottom-up).

Aggressive Growth (Objective) Funds that seek high growth of capital. Investments may include smaller companies, companies in newly-emerging industries or in

Alpha is the coefficient that measures the portion of an investment's return arising from non-market or unsystematic risk. In actively managed portfolio. Alpha is considered to be the value added by the manager through sector or security selection. A negative alpha would indicate that active management had produced less-than-market returns.

Annual Returns Total returns calculated on a calendar -year basis. The annual return for a fund will be the same as its trailing 12-month total return only at year-end

Annualized Returns Returns for periods longer than one year are expressed as "annualized returns." This is equivalent to the compound rate of return which, over a certain period of time, would produce a fund's total return over that same period.

Asset Allocation (Objective) Funds that seek high total return by investing in a mix of equities, fixed-income securities and money market instruments.

Bloomberg Barclays Capital Aggregate Index Composed of the Bloomberg Barclays Capital Govt/Credit Index, the Mortgage-Backed Securities Index, and the Asset-Backed Securities Index. The returns published for the index are total returns, which include reinvestment of dividends.

Bloomberg Barclays Capital Government Bond Index Listed for government-bond general and Treasury funds. Because it tracks the returns of U.S. Treasuries, agency bonds, and one- to three-year U.S. government obligations, this index is effective for tracking portfolios holding non-mortgage government securities. The returns published for the index are total returns, which include reinvestment of dividends.

Basis Point One-hundredth of a percentage point. For example, 50 basis points equals .50%.

Beta also known as market or systematic risk, beta is the coefficient that measures an investment's volatility relative to "the market" (the S & P 500 Index has a beta of 1.00) as a whole. Portfolios with a beta greater than 1.00 will move higher or lower than the market as a whole, while those with betas of less than 1.00 will move less than the market.

Bond funds Contrary to individual bonds, which offer a guaranteed rate of return, bond funds are variable funds and their returns may rise or fall depending on market conditions. Funds with 70% or more of their assets invested in bonds are classified as Bond Funds. Bond funds are divided into two main groups: Taxable Bond and Municipal Bond. Taxable Bond Fund categories include the following: Long-Term Government, Intermediate-Term Government, Short-Term Government, Long-Term Bond, Intermediate-Term Bond, Short-Term Bond, Ultrashort-Bond, International- Bond, High-Yield Bond, Emerging-Markets Bond and Multisector Bond.

Capital Appreciation The market rise in share value of a company as it experiences growth in earnings and/or assets. By extension, funds will experience capital appreciation as the underlying securities in their portfolios appreciate in value.

Capitalization The total market value of all stock issued by a company. Funds are frequently categorized by the market capitalization of the stocks in their portfolios; i.e., "small cap" generally refers to companies valued by the market at less than $1 billion, "Mid-cap" to companies valued between $1 billion and $5 billion, and "Large-cap" to companies valued at more than $5 billion.

Corporate Bond--General (Objective) Funds that seek income by investing in fixed-income securities. Funds with this objective may hold a variety of issues, including but not limited to government bonds, high-quality corporates, mortgages, asset-backeds, bank loans and junk bonds.

Corporate Bond--High Yield (Objective) Funds that seek income by generally investing 65% or more of their assets in bonds rated below BBB. The price of these issues is generally affected more by the condition of the issuing company (similar to a stock) than by the interest-rate fluctuation that usually causes bond prices to move up and down.

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APPENDIX - GLOSSARY (CONT.)

GREAT-WEST INVESTMENTS

Diversification The investment practice of spreading assets in a portfolio among a number of different companies, industries, sectors and/or instruments. Under Modern Portfolio Theory, the practice of diversification may assist an investor in reducing overall portfolio risk and evening out portfolio returns.

Domestic equity funds are placed in a category based on the style and size of the stocks they typically own. The style and size parameters are based on the divisions used in the investment style box: Value, Blend, or Growth style and Small, Medium, or Large median market capitalization.

Duration A measure of the sensitivity of the price of a fixed-income security to a change in interest rates. Duration is expressed as a number of years. Duration is a measure of interest rate risk. The larger the duration number, the greater the interest rate risk or reward for bond prices.

Equity-Income (Objective) Funds that are expected to pursue current income by investing at least 65% of their assets in dividend-paying equity securities.

Excess Returns The percentage of fund assets paid for operating and administrative expenses, as well as management fees. Fund expenses are reflected in a Fund's NAV.

Expense Ratio The percentage of fund assets paid for operating expenses and management fees, including 12b-1 fees, administrative fees, and all other asset-based costs incurred by the fund, except brokerage costs. Fund expenses are reflected in the fund's NAV. Sales charges are not included in the expense ratio.

Foreign Stock Category An international fund having no more than 10% of stocks invested in the United States.

Fund of Funds A fund that specializes in buying shares in other mutual funds rather than individual securities. Quite often this type of fund is not discernible from its name alone, but rather through prospectus wording (i.e.: the fund's charter).

Government Bond--General (Objective) Offerings that pursue income by investing in a combination of mortgage-backed securities, Treasuries, and agency securities.

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Growth (Objective) Funds that pursue capital appreciation by investing primarily in equity securities. Current income, if considered at all, is a secondary concern.

Growth and Income (Objective) Growth of capital and current income are near-equal objectives for these funds. Investments are typically selected for both appreciation potential and dividend-paying ability.

Index Fund A fund that tracks a particular index and attempts to match returns. While an index typically has a much larger portfolio than a mutual fund, the fund's management may study the index's movements to develop a representative sampling, and match sectors proportionately.

Information Ratio Is an alternative to the Sharpe Ratio for measuring the risk-adjusted performance of a portfolio. It is calculated by subtracting the benchmark (usually an index) from the return of the portfolio as a whole, then dividing by the tracking error (standard deviation of the difference between portfolio returns and the returns of the index). The higher the Information Ratio, the better the more consistent a manager is.

International Equity Funds with 40% or more of their equity holdings in foreign stocks (on average over three years) are placed in the international equity class. These categories include Europe, Japan, International Hybrid, Latin America, Diversified Pacific, Pacific ex. Japan, Specialty Precious Metals, Diversified Emerging Markets, World Stock, and Foreign Stock. Foreign investments involve special risks, including currency fluctuations and political developments.

APPENDIX - GLOSSARY (CONT.)

GREAT-WEST INVESTMENTS™

Life Cycle These funds are geared toward investors of a certain age or with a specific time horizon for investing. Typically they are grouped together in sets (i.e. conservative, moderate, and aggressive portfolios).

Management Fees The management fee is the percentage deducted from fund assets to pay an advisor or subadvisor. Often, as the fund's net assets grow, the percentage deducted for management fees decreases. For example, a particular fund may report a management fee of 0.40% on the first $500 million in assets, 0.35% on all assets between $500 million and $1 billion, and 0.30% on assets in excess of $1 billion. Thus, if the fund contains $1.5 billion in total net assets, the advisor scales back its management fees accordingly. Alternatively, the fund may compute the fee as a flat percentage of average net assets. The management fee might also come in the form of a group fee (G), a performance fee (P), or a gross income fee (I). Note: The management fee is just one (albeit a major) component of a fund's costs. The overall expense ratio is the most useful number for investors. Actual fees are also noted in this section.

Morningstar Category identifies funds based on their actual investment styles as measured by their underlying portfolio holdings (portfolio statistics and compositions over the past three years). If the fund is new and has no portfolio, we estimate where it will fall before assigning a more permanent category. When necessary, we may change a category assignment based on current information.

MSCI EAFE Ndtr_D Listed for foreign stock funds (EAFE refers to Europe, Australasia, and Far East). Widely accepted as a benchmark for international stock performance, the EAFE Index is an aggregate of 21 individual country indexes that collectively represent many of the major markets of the world. Ndtr_D indexes are calculated daily and take into account actual dividends reinvested daily before withholding taxes, but exclude special tax credits declared by companies. In addition, Ndtr_D indexes subtract withholding taxes retained at the source, for foreigners who do not benefit from a double taxation treaty. The returns published for the index are total returns, which include reinvestment of dividends.

MSCI World Ndtr_D Includes all 23 MSCI developed market countries. Ndtr_D indexes are calculated daily and take into account actual dividends reinvested daily before withholding taxes, but exclude special tax credits declared by companies. In addition, Ndtr_D indexes subtract withholding taxes retained at the source, for foreigners who do not benefit from a double taxation treaty.

Mutual fund An investment option that pools money from many shareholders and invests it in a group of stocks, bonds, or other securities. Also known as an open-end investment management company, mutual funds are securities required to be registered with the SEC.

NAV Stands for net asset value, which is the fund's share price. Funds compute this value by dividing the total net assets by the total number of shares.

Net Assets The month-end net assets of the mutual fund, recorded in millions of dollars. Net-asset figures are useful in gauging a fund's size, agility, and popularity. They help determine whether a small company fund, for example, can remain in its investment-objective category if its asset base reaches an ungainly size.

Prospectus A fund's formal written statement, generally issued on an annual basis. In this statement the fund sets forth its proposed purposes and goals, and other facts (e.g.: history and investment objective) that an investor should know in order to make an informed decision.

Prospectus Objective Indicates a particular fund's investment goals, based on the wording in a fund's prospectus.

R-squared (R2) measures the degree to which movement in one variable is related to the movement in another variable. Portfolios with a high R-squared will react similarly to various market conditions. By combining investments with low correlations, an investor can reduce the overall risk within a portfolio.

Risk Basically there are four types of risk: 1) inflation risk means your money may not earn enough in the long run because as prices go up the value of your money goes down; 2) market risk means you could lose money because the price of a stock may go down; 3) credit risk means a company or organization that borrowed your money may not be able to pay it back; and 4) interest rate risk means you could lose money because as interest rates go up the value of bond investments goes down.

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APPENDIX - GLOSSARY (CONT.)

GREAT-WEST INVESTMENTS™

Russell 1000 Consists of the 1000 largest companies within the Russell 3000 index. Also known as the Market-Oriented Index, because it represents the group of stocks from which most active money managers choose. The returns published for the index are total returns, which include reinvestment of dividends.

Russell 1000 Growth Market-capitalization weighted index of those firms in the Russell 1000 with higher price-to-book ratios and higher forecasted growth values. The Russell 1000 includes the largest 1000 firms in the Russell 3000, which represents approximately 98% of the investable US equity market.

Russell 1000 Value Market-capitalization weighted index of those firms in the Russell 1000 with lower price-to-book ratios and lower forecasted growth values. The Russell 1000 includes the largest 1000 firms in the Russell 3000, which represents approximately 98% of the investable US equity market.

Russell 2000 Consists of the smallest 2000 companies in the Russell 3000 Index, representing approximately 7% of the Russell 3000 total market capitalization. The returns published for the index are total returns, which include reinvestment of dividends.

Russell 2000 Growth Market-weighted total return index that measures the performance of companies within the Russell 2000 Index having higher price-to-book ratios and higher forecasted growth values. The Russell 2000 Index includes the 2000 firms from the Russell 3000 Index with the smallest market capitalizations. The Russell 3000 Index represents 98% of the of the investable US equity market.

Russell 2000 Value Market-weighted total return index that measures the performance of companies within the Russell 2000 Index having lower price-to-book ratios and lower forecasted growth values. The Russell 2000 Index includes the 2000 firms from the Russell 3000 Index with the smallest market capitalizations. The Russell 3000 Index represents 98% of the of the investable US equity market.

Share Classes Shares of the same fund that offer different shareholder rights and obligations, such as different fee and load charges. Common share classes are A (front-end load), B (deferred fees), C (no sales charge and a relatively high annual 12b-1 fee, such as 1.00%). Multi-class funds hold the same investment portfolio for all classes, and differ only in their surrounding fee structure.

Sharpe Ratio measures the risk-adjusted performance of a portfolio. It is calculated by subtracting the risk-free rate of return (i.e., the return on treasury bills) from the return of the portfolio as a whole, then dividing by the standard deviation of the returns. The higher the Sharpe Ratio, the better the risk-adjusted performance of the portfolio.

Sortino Ratio is similar to the Sharpe Ratio, except that it uses downside deviation for the denominator instead of standard deviation. This alternative to the Sharpe Ratio provides a risk-adjusted measure of a security or fund's performance without penalizing it for upward price movements.

Standard Deviation A statistical measurement of dispersion about an average, which, for a mutual fund, depicts how widely the returns varied over a certain period of time. Investors use the standard deviation of historical performance to try to predict the range of returns that are most likely for a given fund. When a fund has a high standard deviation, the predicted range of performance is wide, implying greater volatility.

Tax-deferred earnings You don't have to pay taxes on any earnings in your defined contribution plan until you withdraw your money. The money in a defined contribution plan can grow faster than with other types of savings plans, because the earnings you accumulate, if any, are also tax-deferred.

Turnover Ratio A measure of the percentage of holdings that have been "turned over" -- replaced with other holdings -- within a portfolio during the course of a year.

Variable funds Investments that fluctuate with market conditions. Unlike guaranteed investments, such as bonds or CDs, variable funds don't guarantee a specific rate of return. They do offer potential for higher earnings in return for higher degree of market risk.

World Stock Category An international fund having more than 10% of stocks invested in the US. Also known as global funds. Foreign Investments involve special risks, including currency fluctuations and political developments.

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May 17, 2022
Prepared by: D. Pardee / C. Smithson
Submitted by: C. Clary
Approved by: Paul A. Cook

FINANCE AND PERSONNEL COMMITTEE

FISCAL YEAR 2021-22 OPERATING AND NON-OPERATING FINANCIAL HIGHLIGHTS QUARTERLY UPDATE

SUMMARY:

Staff has prepared a financial analysis of the unaudited operating statements through the third quarter of Fiscal Year (FY) 2021-22. Actual operating net revenue was $110.9 million, while total system operating expenses were $119.6 million for a net operating loss of $8.7 million. Consolidated expenses, including capital, totaled $135.2 million compared with a budget of $130.7 million. Non-operating net income was $62.7 million compared with a budget of $54.2 million.

BACKGROUND:

Details of unaudited actual results through the third quarter of FY 2021-22 are provided in the following documents:

- Operating revenues and expenses by system, provided as Exhibit "A";
- Operating expenses, provided as Exhibit "B"; and
- Non-operating revenues and expenses, provided as Exhibit "C".

Exhibits "A", "B" and "C" provide operating and non-operating results with detailed explanations for variances that exceed $0.5 million. These variances are color coded, and explanations are included in the exhibits with matching colors for easy reference. Exhibit "A" includes cost of water and acre-feet (AF) details for potable and recycled water. Exhibit "B" includes a summary of the major components included in salaries and benefits.

Summary of Operating Revenues and Expenses:

The net operating loss for IRWD was $8.7 million. Exhibit "A" shows a detailed comparison and explanations for significant variances of actual to budget revenues and expenses by system through the third quarter of FY 2021-22. A summary by system is shown below.

Potable Water System:

Net revenues were higher than budget by $1.3 million and total expenses exceeded budget by $4.7 million. Consumer Sales were 578 AF below budget. The District also sold 3,907 acre feet (AF) of water to Dudley Ridge Water District. Commodity revenues were $1.2 million over budget. Salaries and benefits, purchased water, and electricity expenses were $0.9 million, $3.1 million and $1.7 million respectively, above budget. Other operating expenses were under budget by $0.6 million Explanations are included on Exhibit "A-2".

Recycled Water System:

Net revenues were below budget by $0.7 million and total expenses were over budget by $0.3 million. Sales were 267 AF lower than budget. Other operating expenses were under budget by $0.5 million. Explanations are provided on Exhibit "A-4".

Sewer System:

Net revenues were under budget by $0.2 million and total expenses were over budget by $0.6 million. Salaries and Benefits were over budget by $1.8 million. Explanations are provided on Exhibit "A-6".

Conservation, Natural Treatment System (NTS) and Water Banking (Over-allocation Fund):

Net revenues were under budget by $0.4 million and total expenses were over budget by $0.4 million. Repairs and Maintenance expenses were over budget by $1.0 million. Other expenses were under budget by $0.7 million. Explanations are provided on Exhibit "A-7".

Summary of Operating Expenses:

Exhibit "B" is a summary of actual to budget expenses by major category, including capital, through the third quarter of FY 2021-22. Net operating expenses were $135.2 million, which is over budget by $4.5 million. The full-year forecast for FY 2021-22 is $188.0 million, which is $7.8 million higher than budget. Explanations are provided on Exhibit "B-2". Salary and employee benefits are detailed on Exhibit "B-3".

Summary of Non-Operating Revenues and Expenses:

Exhibit "C" is a summary of non-operating revenues and expenses. IRWD's non-operating revenues are related to income generated from sources other than user rates. They include property taxes, investment income, connection fees, and real estate. A portion of the non-operating revenue pays debt service. Property taxes and connection fees help to pay for new infrastructure.

The non-operating net income was $62.7 million, which was positive to budget by $8.4 million. Revenues were over budget by $8.5 million and expenses were over budget by $0.1 million. The full-year net income forecast for FY 2021-22 is $92.7 million, which is $17.0 million higher than budget.

FISCAL IMPACTS:

Fiscal impacts are outlined above and are included in the exhibits provided.

ENVIRONMENTAL COMPLIANCE:

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

RECOMMENDATION:

Receive and file.

LIST OF EXHIBITS:

Exhibit "A" – Actual to Budget Operating Revenues and Expenses by System
Exhibit "B" – Consolidated Actual to Budget and Forecast Operating Expenses
Exhibit "C" – Consolidated Actual to Budget and Forecast Non-Operating Net Income

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Actual vs Budget Operating Net Income by System
Through the Third Quarter of Fiscal Year 2021-22
(in thousands)

Consolidated

Revenues:	Actual	Budget	Variance
Commodity	$ 62,986	$ 62,712	$ 274
Fixed Service Charges and Other	73,420	73,456	(36)
Total Revenues	**$ 136,406**	**$ 136,168**	**$ 238**
Contribution to Enhancement and Replacement Funds	(25,496)	(25,218)	(278)
Net Revenues	**$ 110,910**	**$ 110,950**	**$ (40)**
Expenses:			
Salaries and Benefits	$ 31,705	$ 28,944	$ (2,761)
Purchased Water	34,173	30,831	(3,342)
Electricity	16,323	14,297	(2,026)
Repairs and Maintenance - OC San	2,718	3,090	372
All Other Repairs and Maintenance	9,642	9,156	(486)
All Other Operating Expense	25,060	27,350	2,290
Total Expenses	**$ 119,621**	**$ 113,668**	**$ (5,953)**
Net Operating Income (Loss)	**$ (8,711)**	**$ (2,718)**	**$ (5,993)**

Explanations for significant variances greater than $500K are included in the details of each system.

Actual vs Budget Operating Net Income by System
Through the Third Quarter of Fiscal Year 2021-22
(in thousands)

Potable (treated and untreated systems)			
Revenues:	**Actual**	**Budget**	**Variance**
Commodity	$ 37,869	$ 36,671	$ 1,198
Fixed Service Charges and Other	28,188	27,753	435
Total Revenues	**$ 66,057**	**$ 64,424**	**$ 1,633**
Contribution to Enhancement and Replacement Funds	(7,499)	(7,129)	(370)
Net Revenues	**$ 58,558**	**$ 57,295**	**$ 1,263**
Expenses:			
Salaries and Benefits	$ 12,449	$ 11,575	$ (874)
Purchased Water	30,328	27,214	(3,114)
Electricity	9,171	7,493	(1,678)
Repairs and Maintenance	3,115	3,463	348
All Other Operating Expense	8,170	8,813	643
Total Expenses	**$ 63,233**	**$ 58,558**	**$ (4,675)**
Net Operating Income (Loss)	**$ (4,675)**	**$ (1,263)**	**$ (3,412)**

Revenues:

Commodity Revenue was over budget.

- This is due primairly to the unbudgeted sale of 3907 AF to Dudley Ridge ($2.0 million).
- The Dudley Ridge water sale was partially offset by reduced PVID revenue ($0.9 million).

Expenses:

Salaries and Benefits were over budget. See detailed explanations on Exhibit "B-2".

- System maintenance labor exceeded budget.
- COLA Increase was 3.6% vs 1.6% Budget.

Purchased Water was over budget. See additional details on Exhibit "A-3".

- Potable imported water was used to replace less expensive water sources, primarily the Deep Aquifer Treatment System (DATS), which was down for maintenance.
- Untreated water was sent to the recycled system to replace less expensive pumped and native water.
- Costs include the purchase price of banked water sold to Dudley Ridge ($0.9M).

Electricity was over budget.

- Costs were higher partially due to unaccrued prior year's invoices received ($0.4M)
- The cost of electricity per kilowatt was significantly higher than budgeted.

All Other Operating Expense was under budget.

- Other Professional Fees and Engineering fees were under budget due to delayed projects.

Actual vs Budget Operating Net Income by System
Through the Third Quarter of Fiscal Year 2021-22

	Potable (treated and untreated systems)					
	Acre Feet (AF)			Cost (in Millions)		
	Actual	Budget	Variance	Actual	Budget	Variance
Treated						
Pumped	32,053	32,390	337	$16.0	$16.2	$0.2
Imported	6,245	4,800	(1,445)	7.8	6.0	(1.8)
Baker Treatment Plant (Baker)	5,354	5,400	46	4.6	5.0	0.4
Total Treated	43,652	42,590	(1,062)	28.4	27.2	(1.2)
Untreated						
Native Water	246	1,830	1,584	0.1	0.5	0.4
Transfer to Recycled	(30)	(1,779)	(1,749)	-	(0.3)	(0.3)
Imported	3,548	1,219	(2,328)	3.2	1.4	(1.8)
Transfer to Recycled	(3,139)	(1,116)	2,023	(2.3)	(1.6)	0.7
Total Untreated	625	154	(470)	1.0	-	(1.0)
Total	**44,276**	**42,744**	**(1,532)**	**$ 29.4**	**$ 27.2**	**$ (2.2)**
Process Waste	(1,416)	(648)	768			
System Loss	(3,198)	(1,855)	1,343			
Sales/Cost of Sales	**39,663**	**40,241**	**578**	**$ 29.4**	**$ 27.2**	**$ (2.2)**
Banked Water	3,907	-	(3,907)	0.9	-	(0.9)
Total				**$ 30.3**	**$ 27.2**	**$ (3.1)**

Potable Imported water usage and cost exceeded budget.

Imported water was used to replace groundwater.

Untreated Imported water usage and cost exceeded budget.

Imported water was increased due to lack of native water availability to meet recycled demands.

Process Waste exceeded budget.

Maintenance at DATS included startups that were sent to the outfall.

System Loss exceeded budget.

- Potable water was used to serve recycled customers in Crystal Cove.
- Water loss includes untreated evaporation.
- Unbilled usage within the District is included.

Sales were under budget.

Overall usage was under budget by 0.9%.

Sale of Banked Water was not included in the budget.

Water was sold to Dudley Ridge.

Actual vs Budget Operating Net Income by System
Through the Third Quarter of Fiscal Year 2021-22
(in thousands)

Recycled			
Revenues:	**Actual**	**Budget**	**Variance**
Commodity	$ 14,404	$ 14,971	$ (567)
Fixed Service Charges and Other	4,838	5,016	(178)
Total Revenues	**$ 19,242**	**$ 19,987**	**$ (745)**
Contribution to Enhancement and Replacement Funds	(916)	(923)	7
Net Revenues	**$ 18,326**	**$ 19,064**	**$ (738)**
Expenses:			
Salaries and Benefits	$ 5,778	$ 5,701	$ (77)
Purchased Water	3,845	3,617	(228)
Electricity	5,040	4,605	(435)
Repairs and Maintenance	901	851	(50)
All Other Operating Expense	5,368	5,894	526
Total Expenses	**$ 20,932**	**$ 20,668**	**$ (264)**
Net Operating Income (Loss)	**$ (2,606)**	**$ (1,604)**	**$ (1,002)**

Revenues:

Commodity Revenue was below budget.

Water usage was reduced as a result of drought conservation messaging.

Expenses:

All Other Operating Expense were under budget.

- Engineering expenses for El Toro Groundwater Remediation Program (ETGR) were delayed due to scheduling with US Department of Navy.
- Insurance fees were below budget due to timing of policy renewal.
- Other Professional Fees were under budget due to delayed projects.

Actual vs Budget Operating Net Income by System
Through the Third Quarter of Fiscal Year 2021-22

Recycled

	Acre Feet (AF)			Cost (in Millions)		
	Actual	Budget	Variance	Actual	Budget	Variance
Produced/ Storage	18,210	17,237	(973)	$ -	$ -	$ -
Imported	3,139	1,116	(2,023)	2.3	1.6	(0.7)
Pumped	3,168	3,450	282	1.2	1.4	0.2
Native Recycled	30	1,779	1,749	-	0.3	0.3
Total	**24,547**	**23,582**	**(965)**	**$ 3.5**	**$ 3.3**	**$ (0.2)**
Process Waste	(475)	(518)	(43)			
System Loss	(1,144)	(404)	586			
Sales/Cost of Sales	**22,928**	**22,661**	**(267)**	**$ 3.5**	**$ 3.3**	**$ (0.2)**

Produced and stored water were over budget.

Produced and stored water was increased to replace native and pumped water.

Imported water usage and cost were over budget.

Imported usage was over budget due to decreased availability of native and pumped water.

Native Recycled usage was under budget.

Decreased native water was transferred from the potable system due to lack of availability.

System losses exceeded budget.

The El Toro Remediation Project (ETGR) was treated and sent to outfall due to PFAS levels.

Sales were under budget.

Usage was under budget budget by 1.2% due primarily to lower landscape sales.

Actual vs Budget Operating Net Income by System
Through the Third Quarter of Fiscal Year 2021-22
(in thousands)

Sewer			
Revenues:	**Actual**	**Budget**	**Variance**
Fixed Service Charges and Other	$ 40,394	$ 40,687	$ (293)
Total Revenues	**40,394**	**40,687**	**(293)**
Contribution to Enhancement and Replacement Funds	(17,081)	(17,166)	85
Net Revenues	**$ 23,313**	**$ 23,521**	**$ (208)**
Expenses:			
Salaries and Benefits	$ 10,008	$ 8,252	$ (1,756)
Electricity	1,909	1,994	85
Repairs and Maintenance - OC San	2,718	3,090	372
All Other Repairs and Maintenance	2,606	2,864	258
All Other Operating Expense	8,283	8,697	414
Total Expenses	**$ 25,524**	**$ 24,897**	**$ (627)**
Net Operating Income (Loss)	**$ (2,211)**	**$ (1,376)**	**$ (835)**

Expenses:

Salaries and Benefits were over budget. See detailed explanations on Exhibit "B-2".
Actual labor and associated G&A have exceeded the projected (budgeted) expenses used primarily at the Biosolids Facility.

Actual vs Budget Operating Net Income by System
Through the Third Quarter of Fiscal Year 2021-22
(in thousands)

Conservation, NTS and Water Banking (Over-Allocation Fund)

Revenues:	Actual	Budget	Variance
Commodity	$ 10,713	$ 11,070	$ (357)
Total Revenues	**10,713**	**11,070**	**(357)**
Contribution to Enhancement and Replacement Funds	-	-	-
Net Revenues	**$ 10,713**	**$ 11,070**	**$ (357)**
Expenses:			
Salaries and Benefits	$ 3,470	$ 3,416	$ (54)
Electricity	203	205	2
Repairs and Maintenance	3,020	1,978	(1,042)
All Other Operating Expense	3,239	3,946	707
Total Expenses	**$ 9,932**	**$ 9,545**	**$ (387)**
Net Operating Income (Loss)	**$ 781**	**$ 1,525**	**$ (744)**

Expenses:

Repairs and Maintenance were over budget.

This is due to unbudgeted operating costs for pumping banked water exchanged with Dudley Ridge (10,000 AF converted from non-state to state water).

All Other Operating Expense were under budget.

- Other Professional Fees were under due to educational and outreach programs delays caused by COVID-19.

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Exhibit "B"

Irvine Ranch Water District

Operating Expenses

(in thousands)

	Through the Third Quarter of Fiscal Year 2021-22			FY 2021-22 Full Year	
Expense Name	**Actual**	**Budget**	**Actual vs Budget**	**Forecast**	**Budget**
Regular Labor	$ 26,238	$ 24,686	$ (1,552)	$ 36,800	$ 34,770
Overtime Labor	2,148	1,821	(327)	2,430	2,430
Contract Labor	667	1,044	377	1,411	1,411
Employee Benefits	21,195	21,861	666	30,000	30,484
Salaries & Benefits Total	**$ 50,248**	**$ 49,412**	**$ (836)**	**$ 70,641**	**$ 69,095**
Water	34,172	30,831	(3,341)	46,400	42,330
Electricity	16,659	14,648	(2,011)	22,000	19,715
Fuel	805	854	49	1,140	1,140
Telecommunication	605	645	40	860	860
Other Utilities	172	176	4	225	225
Water & Utilities Total	**$ 52,413**	**$ 47,154**	**$ (5,259)**	**$ 70,625**	**$ 64,270**
Chemicals	3,337	3,315	(22)	4,424	4,424
Operating Supplies	2,332	2,037	(295)	2,717	2,717
Printing	263	236	(27)	321	321
Postage	326	312	(14)	416	416
Permits, Licenses and Fees	1,689	1,204	(485)	2,023	2,023
Office Supplies	46	71	25	95	95
Duplicating Equipment	82	115	33	153	153
Equipment Rental	67	57	(10)	76	76
Materials & Supplies Total	**$ 8,142**	**$ 7,347**	**$ (795)**	**$ 10,225**	**$ 10,225**
Rep & Maint OC SAN & Others	3,653	4,063	410	5,415	5,415
Rep & Maint IRWD	10,021	9,497	(524)	14,300	13,315
Insurance	1,719	1,782	63	2,363	2,363
Legal Fees	1,580	2,301	721	3,076	3,076
Engineering Fees	549	1,064	515	1,000	1,226
Accounting Fees	69	73	4	97	97
Data Processing	3,217	3,031	(186)	4,042	4,042
Personnel Training	687	949	262	1,462	1,462
Personnel Physicals	136	20	(116)	27	27
Other Professional Fees	2,814	4,251	1,437	4,200	5,754
Directors' Fees	128	139	11	188	188
Professional Services Total	**$ 24,573**	**$ 27,170**	**$ 2,597**	**$ 36,170**	**$ 36,965**
Election Expense	120	120	-	160	160
Safety	77	90	13	120	120
Alarm and Patrol Services	522	645	123	860	860
Biosolids Disposals	833	293	(540)	1,100	390
Contract Meter Reading	1,151	1,163	12	1,550	1,550
Over-Allocation	140	449	309	718	718
Other	248	311	63	432	432
Other Total	**$ 3,091**	**$ 3,071**	**$ (20)**	**$ 4,940**	**$ 4,230**
Total Expenses	**$ 138,467**	**$ 134,154**	**$ (4,313)**	**$ 192,601**	**$ 184,785**
Less: Reimbursement from Partners	(3,253)	(3,452)	(199)	(4,627)	(4,627)
Grand Total	**$ 135,214**	**$ 130,702**	**$ (4,512)**	**$ 187,974**	**$ 180,158**

Irvine Ranch Water District
Operating Expenses
Through the Third Quarter of Fiscal Year 2021-22

Key variances (over)/under budget greater than $0.5 Million are as follows:

Regular Labor is over budget by $1.6 million.

- Promotions and positions were filled above midpoint due to a robust job market ($0.7 million).
- Unbudgeted Supplemental COVID-19 sick pay was used ($0.5 million).
- The Cost of Living Adjustment (COLA) was 3.6% vs budget (1.6%) ($0.5 million).

Employee Benefits are under budget by $0.7 million.

- Health insurance benefits were lower due to timing of rate increases.
- Workers compensation claims are less than expected.

Water is over budget by $3.3 million.

- Imported water was used to replace groundwater and native water for the following reasons:
  - >Potable groundwater pumping was reduced due to well maintenance for the Deep Water Aquifer Treatment System (DATS).
  - >Use of Native water by the recycled system was reduced due to lack of availability.
  - >El Toro Groundwater Remediation Project (ETGR) was sent to outfall due to PFAS levels.
- Costs include the price of banked water, which was sold to Dudley Ridge.

Electricity is over budget by $2.0 million.

- An adjustment to prior fiscal year invoices was not accrued or budgeted.
- The cost of electricity per kilowatt was significantly higher than budgeted.

IRWD Repairs and Maintenance is over budget by $0.5 million.

This is due to unbudgeted costs for pumping banked water sold under an exchange agreement with Dudley Ridge (10,000 AF converted from non-state to state water).

Legal Fees are under budget by $0.7 million.

This is mostly due to timing of expenses and invoices.

Engineering Fees are under budget by $0.5 million.

This is mostly due to expenses related to El Toro Groundwater Remediation Program (ETGR) Testing.

Other Professional Fees were under budget by $1.4 million.

Several educational programs and other projects were delayed due to COVID-19 restrictions and timing. The largest difference was for Public Affairs and Administration.

Biosolids Disposal is over budget by $0.5 million.

Class B biosolids hauling is higher due to dryer system disruptions.

Irvine Ranch Water District
Salary and Employee Benefits Summary
Through the Third Quarter of Fiscal Year 2021-22
(in thousands)

Expense Name	Actual	Budget	Actual vs Budget
District Labor Cost (2,080 hours)	$ 30,085	$ 28,207	$ (1,878)
Paid Time Off Net Accrual	259	332	73
PERS Contribution and in Excess of ARC	10,048	9,027	(1,021)
Employee Medical (health, dental, vision)	5,196	5,494	298
Retiree Benefits	354	592	238
401A Contributions	1,010	1,056	46
Workers Compensation (Premiums and Claims)	886	1,141	255
Other Employer Taxes (medicare, employment)	524	466	(58)

	Applied	Budget	Variance
General & Administrative Expense Allocation	190%	200%	10%

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Exhibit "C"

Irvine Ranch Water District
Consolidated Non-Operating Actual to Budget and Forecast
Fiscal Year 2021-22
(in thousands)

	Through the Third Quarter of Fiscal Year 2021-22			FY 2021-22 Full Year		
	Actual	Budget	Actual vs Budget	Forecast	Budget	Forecast vs Budget
Revenues:						
Property Taxes	$ 57,914	$ 49,290	$ 8,624	$ 87,300	$ 71,000	$ 16,300
Investment Income*	1,205	1,505	(300)	1,800	1,930	(130)
Connection Fees	5,623	7,500	(1,877)	7,500	10,000	(2,500)
Real Estate Income	12,003	12,140	(137)	16,000	16,190	(190)
Other Income	7,456	5,250	2,206	10,000	7,000	3,000
Total Revenues	**$ 84,202**	**$ 75,685**	**$ 8,517**	**$ 122,600**	**$ 106,120**	**$ 16,480**
Expenses:						
Interest Expense	$ 15,522	$ 15,920	$ 398	$ 21,210	$ 21,210	-
Real Estate Expense	4,789	5,025	236	6,700	6,700	-
Other Expenses	1,211	500	(711)	2,000	1,500	500
Total Expenses	**$ 21,523**	**$ 21,445**	**$ (78)**	**$ 29,910**	**$ 29,410**	**$ 500**
Net Income	**$ 62,679**	**$ 54,240**	**$ 8,439**	**$ 92,690**	**$ 76,710**	**$ 16,980**

Revenues:

Property Taxes were over budget.

Above budget due to higher assessed values and new construction of homes.

Connection Fees were under budget.

Under budget due to slower than expected development.

Other Income was over budget.

Over budget due to the receipts of $1M (Q2) for the Proposition 1 Water Recycling Grant and the $1.8M for water service arrearages from California Water and Wastewater Arrearage Payment Program (the "CWWAPP").

Expenses:

Other Expenses were over budget.

Over budget due to debt forgiveness funded by the California Water and Wastewater Arrearage Payment Program (the "CWWAPP").

*based on accounting standards, the general ledger reflects investment income of approximately $428.6K due to the timing of recognition for bond premiums.

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May 17, 2022
Prepared by: J. Davis
Submitted by: R. Jacobson / C. Clary
Approved by: Paul A. Cook

FINANCE AND PERSONNEL COMMITTEE

230 COMMERCE AND WATERWORKS BUSINESS PARK OFFICE PROPERTY LISTING AGREEMENT EXTENSION

SUMMARY:

Staff will provide the Committee with an update on the 230 Commerce office property and Waterworks Business Park occupancy and leasing activities. Staff recommends that the Board approve an extension of listing agreements for the 230 Commerce and Waterworks Business Park office properties with the existing brokerage team from Colliers International through March 2023 under terms consistent with the previously executed listing agreements.

BACKGROUND:

230 Commerce Property:

The 230 Commerce office property is currently 93% leased with one suite available (Suite 285, 4,635 square feet). The available space is currently being marketed by IRWD's commercial broker, Colliers International. The next lease due to expire is Suite 190 on June 3, 2022; this space is also being marketed by Colliers.

Waterworks Business Park Property:

The Waterworks Business Park office property is currently 100% leased. Two tenant leases due to expire in 2022 were recently extended.

Listing Agreement Extension:

The Board previously approved the current listing agreements for 230 Commerce and Waterworks Business Park with Colliers, which recently expired. Based on its ability to consistently provide excellent brokerage services for the District's office properties in a competitive leasing environment, staff recommends extending the two listing agreements with Colliers to March 1, 2023 under terms that are consistent with the prior agreements. The proposed listing agreements are provided as Exhibit "A" and Exhibit "B, respectively.

FISCAL IMPACTS:

The total proposed lease commission rate is 6.0% of the gross lease revenue for years one through five, and 3.50% for years six through ten of a lease. The total commission will be determined based on the final lease terms.

ENVIRONMENTAL COMPLIANCE:

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

RECOMMENDATION:

That the Board approve an extension of the listing agreements for the 230 Commerce office property and Waterworks Business Park office property with the brokerage team of Colliers International through March 1, 2023 consistent with previously agreed upon commission terms.

LIST OF EXHIBITS:

Exhibit "A" – 230 Commerce Listing Agreement Extension
Exhibit "B" – Waterworks Listing Agreement Extension

AIR CRE contracts

Sixth AMENDMENT TO EXCLUSIVE RIGHT TO REPRESENT OWNER FOR SALE OR LEASE OF REAL PROPERTY

THIS AMENDMENT is made and entered into as of May 2, 2022, by and between Bardeen Partners, Inc. ("Owner") and Colliers International Greater Los Angeles, Inc. ("Broker") (collectively hereinafter the "Parties").

WHEREAS, on or about February 4, 2016 an Exclusive Right to Represent Owner for Sale or Lease of Real Property ("Agreement") was entered into by and between Owner and Broker relating to certain real property commonly known as (street address, city, state, zip): 230 Commerce Drive, Irvine, CA (the "Property"), and

WHEREAS, Owner and Broker ☑ have ☐ have not previously amended said Agreement, and

WHEREAS, the Owner and Broker now desire to amend said Agreement,

NOW, THEREFORE, ~~for payment of ONE DOLLAR and other good and valuable consideration to Owner,~~ the receipt and sufficiency of which is hereby acknowledged, the Parties mutually agree to make the following additions and modifications to the Agreement:

☑ TERM: The expiration date for the Agreement is hereby ☐ advanced ☑ extended to May 1, 2023.

☐ SALE; PRICE AND TERMS: The price and terms for the sale of the Property specified in the Agreement are hereby modified in the following respects: _____.

☐ LEASE; RENT AND TERMS: The rent and terms for the leasing or renting of the Property specified in the Agreement are hereby modified in the following respects: _____.

☐ COMMISSION: The amount of the commission payable to Broker is hereby changed to: _____.

☐ OTHER: _____.

This Amendment shall not be construed against the party preparing it, but shall be construed as if all Parties jointly prepared this Amendment and any uncertainty and ambiguity shall not be interpreted against any one party. Signatures to this Amendment accomplished by means of electronic signature or similar technology shall be legal and binding.

All other terms and conditions of the Agreement shall remain unchanged and shall continue in full force and effect except as specifically amended herein.

EXECUTED as of the day and year first above written.

By Owner:
Bardeen Partners, Inc.

By: _____
Name Printed: _____
Title: _____

By Broker:
Colliers International Greater Los Angeles, Inc.

By: _____
Name Printed: Amanda Spangler
Title: Managing Director
Broker DRE License #: 01908231
Agent DRE License #: _____
Address: 3 Park Plaza, Suite 1200, Irvine, CA 92614
Phone: 9497245700
Fax: _____
Email: michael.hartel@colliers.com

AIR CRE * https://www.aircre.com * 213-687-8777 * contracts@aircre.com
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_____ _____
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EXCLUSIVE RIGHT TO REPRESENT OWNER FOR SALE OR LEASE OF REAL PROPERTY

(Non-Residential)

AIR COMMERCIAL REAL ESTATE ASSOCIATION

1. **BASIC PROVISIONS ("BASIC PROVISIONS").**

1.1 **Parties:** This agency Agreement ("Agreement"), dated for reference purposes only February 4, 2016, is made by and between Bardeen Partners, Inc., whose address is 15600 Sand Canyon Ave, Irvine, CA 92618, telephone number (949) 453-5358, Fax No. (949) 453-0128 ("Owner"), and Colliers International, whose address is 3 Park Plaza, Suite 1200, Irvine, CA 92614, telephone number (949) 724-5500, Fax No. (949) 724-5600 ("Agent").

1.2 **Property/Premises:** The real property, or a portion thereof, which is the subject of this Agreement is commonly known by the street address of 230 Commerce Drive, located in the City of Irvine, County of Orange, State of California, and generally described as (describe briefly the nature of the property): an approximate 40,857 SF two-story multi-tenant office building ("Property"). (See also Paragraph 3).

1.3 **Term of Agreement:** The term of this Agreement shall commence on February 4, 2016 and expire at 5:00 p.m. on February 3, 2017, except as it may be extended ("Term"). (See also paragraph 4)

1.4 **Transaction:** The nature of the transaction concerning the Property for which Agent is employed ("Transaction") is (check the appropriate box(es)):

(a) ☐ A sale for the following sale price and terms: _____

and other additional standard terms reasonably similar to those contained in the "STANDARD OFFER, AGREEMENT AND ESCROW INSTRUCTIONS FOR THE PURCHASE OF REAL ESTATE" published by the AIR Commercial Real Estate Association ("AIR"), or for such other price and terms agreeable to Owner;

(b) ☑ A lease or other tenancy for the following rent and terms: as determined by Owner

and other additional standard terms reasonably similar to those contained in the appropriate AIR lease form or for such other rent and terms agreeable to Owner.

2. **EXCLUSIVE EMPLOYMENT AND RIGHTS.**

2.1 Owner hereby employs Agent as Owner's sole and exclusive agent to represent Owner in the Transaction and to find buyers or lessees/tenants ("lessees"), as the case may be, for the Property. Agent shall use reasonably diligent efforts to find such buyers or lessees. All negotiations and discussions for a Transaction shall be conducted by Agent on behalf of Owner. Owner shall promptly disclose and refer to Agent all written or oral inquiries or contacts received by Owner from any source regarding a possible Transaction.

2.2 Owner authorizes Agent to:

(a) Place advertising signs on the Property;

(b) Place a lock box on the Property if vacant;

(c) Accept deposits from potential buyers or lessees; and

(d) Distribute information regarding the Property to participants in THE MULTIPLE ("MULTIPLE") of the AIR and/or any other appropriate local commercial multiple listing service, to other brokers, and to potential buyers or lessees of the Property. Owner shall identify as "confidential" any information provided to Agent that Owner considers confidential and does not want disclosed. All other information provided by Owner may be disclosed as Agent may deem appropriate or necessary. After consummation of a Transaction, Agent may publicize the terms of such Transaction.

2.3 Agent shall comply with the Rules of Professional Conduct of the AIR, if a member or if not, the Rules of Professional Conduct of the Society of Industrial and Office Realtors, and shall submit the Property to the MULTIPLE. Agent shall cooperate with participants in the MULTIPLE and may, at Agent's election, cooperate with other real estate brokers (collectively "Cooperating Broker").

2.4 If the Transaction is a sale and Agent finds a prospective buyer for the Property, or if the Transaction is a lease and Agent finds a prospective lessee for the Property, Owner hereby authorizes Agent also to represent and act as the agent for such buyer or lessee, and Owner consents to such dual agency. If a Cooperating Broker finds such a buyer or lessee, then Agent shall act as agent for Owner only, the Cooperating Broker shall act as agent for the buyer or lessee only, and the Cooperating Broker shall not be Owner's agent, even though the Cooperating Broker may share in the commission paid by Owner to Agent. A Cooperating Broker shall not be an agent or subagent of Owner or Agent.

2.5 Owner agrees that Agent may, during the ordinary and normal course of marketing the Property, respond to inquiries on the Property by showing and providing information on the Property, as well as on other competing properties, to prospective buyers and lessees and that such activities may result in the payment of a commission to Agent by a third party.

3. **PROPERTY.**

3.1 The term "Property" shall include all of the following which are currently located on the Property and owned by Owner: permanent improvements, electrical distribution systems (power panels, buss ducting, conduits, disconnects, lighting fixtures, etc.), telephone-distribution systems (lines, jacks and connections), space heaters, air conditioning equipment, air lines, carpets, window coverings, wall coverings, partitions, doors, suspended ceilings, built-ins such as cabinets, and None

(If there are no additional items write "NONE"). If the Transaction is a sale, the term "Property" shall additionally include, to the extent owned by Owner, oil and mineral rights, leases and other agreements which will continue in effect after Owner's transfer of title to the Property.

3.2 Within five business days after the commencement of the Term hereof, Owner shall provide Agent with the following:

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(a) A duly completed and fully executed Property Information Sheet on the most current form published by the AIR;

(b) Copies of all leases, subleases, rental agreements, option rights, rights of first refusal, rights of first offer, or other documents containing any other limitations on Owner's right, ability and capacity to consummate a Transaction, and

(c) If available to Owner, copies of building plans, and if the Transaction is a sale, title reports, boundary surveys, and existing notes and trust deeds which will continue to affect the Property after consummation of a sale.

3.3 Agent shall have no responsibility for maintenance, repair, replacement, operation, or security of the Property, all of which shall be Owner's sole responsibility. Unless caused by Agent's gross negligence, Agent shall not be liable for any loss, damage, or injury to the person or property of Owner, any lessees of the Property, any buyer, prospective buyer, lessee, or prospective lessee, including, but not limited to, those which may occur as a result of Agent's use of a lock box.

4. **EXTENSION OF TERM.** If the Transaction is a sale, and a sale is not consummated for any reason after Owner accepts an offer to purchase the Property ("Sale Agreement"), then the expiration date of the Term of this Agreement shall be extended by the number of days that elapsed between the date Owner entered into the Sale Agreement and the later of the date on which the Sale Agreement is terminated or the date Owner is able to convey title to a new buyer free and clear of any claims by the prior buyer of the Property; provided, however, in no event shall the Term be so extended beyond one year from the date the Term would have otherwise expired.

5. **COMMISSION.**

5.1 Owner shall pay Agent a commission ☐ in the amount of _____

☑ in accordance with the commission schedule attached hereto ("Agreed Commission"), for a Transaction, whether such Transaction is consummated as a result of the efforts of Agent, Owner, or some other person or entity. Agent shall also be entitled to the Agreed Commission if any of the Owner's representations and warranties described in paragraph 8 are shown to be false. Such Agreed Commission is payable:

(a) If the Transaction is a sale, (i) the Property is sold; (ii) Owner breaches or repudiates any Sale Agreement, escrow instructions or other documents executed by Owner regarding the sale of the Property; (iii) the Property or any interest therein is voluntarily or involuntarily sold, conveyed, contributed or transferred; (iv) the Property or any interest therein is taken under the power of Eminent Domain or sold under threat of condemnation, or (v) if Owner is a partnership, joint venture, limited liability company, corporation, trust or other entity, and any interest in Owner is voluntarily or involuntarily sold, contributed, conveyed or transferred to another person or entity that, as of the date hereof, does not have any ownership interest in Owner;

(b) If the Transaction is a lease and a lease of the Property, or a portion thereof is executed; or

(c) If Owner (i) removes or withdraws the Property from a Transaction or the market; (ii) acts as if the Property is not available for a Transaction; (iii) treats the Property as not available for a Transaction; (iv) breaches, terminates, cancels or repudiates this Agreement; (v) renders the Property unmarketable; or (vi) changes the status of the Property's title, leases, agreements, physical condition or other aspects thereof, which such change adversely impacts the value, use, desirability or marketability of the Property.

(d) If earnest money or similar deposits made by a prospective purchaser or tenant are forfeited Agent shall be entitled to one-half (½) thereof, but not to exceed the total amount of the commission that would have been payable had the sale or lease transaction been consummated.

5.2 If the Transaction is a sale, the purchase agreement and/or escrow instructions to be entered into by and between Owner and a buyer of the Property shall provide that:

(a) Owner irrevocably instructs the escrow holder to pay from Owner's proceeds accruing to the account of Owner at the close of escrow the Agreed Commission to Agent;

(b) A contingency to the consummation of the sale shall be the payment of the Agreed Commission to Agent at or prior to close of the escrow; and

(c) No change shall be made by Owner or buyer with respect to the time of, amount of, or the conditions to payment of the Agreed Commission, without Agent's written consent.

6. **ALTERNATIVE TRANSACTION.** If the Transaction changes to any other transaction, including, but not limited to, a sale, exchange, option to buy, right of first refusal, ground lease, lease, sublease or assignment of lease (collectively "Alternative Transaction"), then Agent shall automatically be Owner's sole and exclusive Agent for such Alternative Transaction and represent Owner in such Alternative Transaction, under the terms and conditions of this Agreement. If, during the Term hereof, an Alternative Transaction is entered into, then Owner shall pay Agent the Agreed Commission.

7. **EXCLUDED AND REGISTERED PERSONS.**

7.1 Owner shall, within 5 business days after the date hereof, provide Agent, in writing, with the names of those persons or entities registered with Owner by any other broker under any prior agreement concerning the Property ("Excluded Persons", see paragraph 7.5). Owner shall also specify for each Excluded Person the type of transaction the consummation of which during the Term of this Agreement entitles such other broker to any compensation ("Excluded Transaction"). Agent may within 10 days of receiving such written list, either (a) accept the Excluded Persons and Excluded Transactions, (b) cancel this Agreement, or (c) attempt to renegotiate this portion of the Agreement with Owner. Once accepted by Agent, the written list shall automatically become an exhibit to this Agreement. If Owner timely provides Agent with the names of the Excluded Persons and specifies the Excluded Transaction for each Excluded Person, then the Agreed Commission paid to Agent with respect to consummation of such an Excluded Transaction with an Excluded Person shall be limited as follows: If such Excluded Transaction is concluded within the first 30 days of the commencement of the Term hereof, then Agent shall be paid a commission equal to the reasonable out-of-pocket expenses incurred by Agent in the marketing of the Property during said 30 days; or if such Excluded Transaction is concluded during the remainder of the Term hereof, then Agent shall be entitled to a commission equal to one-half of the Agreed Commission. If the specified information concerning Excluded Persons and Transactions is not provided as set forth herein, then it shall be conclusively deemed that there are no Excluded Persons.

7.2 Agent shall, within 5 business days after the expiration of the Term hereof, provide Owner, in writing, with the name of those persons or entities with whom Agent either directly or through another broker had negotiated during the Term hereof ("Registered Persons", see paragraph 7.6), and specify the type of transaction of the Property for which such negotiations were conducted ("Registered Transaction"). Those persons or entities who submitted written offers or letters of intent shall, however, automatically be deemed to be Registered Persons for the type of transaction which was the subject of such offer or letter of intent. If Agent fails to timely notify Owner of the existence of any other Registered Persons, then it shall be conclusively deemed that there are no other Registered Persons. A person or entity shall not be a Registered Person if Agent fails to timely specify a Registered Transaction for such person or entity. The parties are aware that the registration of certain individuals and/or entities might create a Dual Agency, and Owner hereby consents to any such Dual Agency.

7.3 If, within 180 days after the expiration of the Term hereof, Owner enters into a contract with a Registered Person for consummation of a Registered Transaction, then Owner shall, upon consummation of such Registered Transaction, pay Agent the Agreed Commission for the Registered Transaction.

7.4 If, within 180 days after the expiration of the Term hereof, Owner enters into another owner-agency or listing agreement with a broker other than Agent for any transaction concerning the Property, then Owner shall provide to Owner's new broker the names of the Registered Persons and the Registered Transaction for each Registered Person, and provide in such new agreement that the new broker shall not be entitled to receive any of the compensation payable to Agent hereunder for consummation of a Registered Transaction with a Registered Person.

7.5 In order to qualify to be an Excluded Person or a Registered Person the individual or entity must have: toured the Property, submitted a letter of interest or intent, and/or made an offer to buy or lease the Property. In addition, Excluded Persons may only be registered by a broker who previously had a valid listing agreement covering the Property, and such broker may only register individuals and entities actually procured by such listing broker.

8. **OWNER'S REPRESENTATIONS.**

Owner represents and warrants that:

(a) Each person executing this Agreement on behalf of Owner has the full right, power and authority to execute this Agreement as or on behalf of Owner;

(b) Owner owns the Property and/or has the full right, power and authority to execute this Agreement and to consummate a Transaction as provided herein, and to perform Owner's obligations hereunder;

(c) Neither Owner nor the Property is the subject of a bankruptcy, insolvency, probate or conservatorship proceeding;

(d) Owner has no notice or knowledge that any lessee or sublessee of the Property, if any, is the subject of a bankruptcy or insolvency proceeding;

(e) There are no effective, valid or enforceable option rights, rights of first refusal, rights of first offer or any other restrictions, impediments or limitations on Owner's right, ability and capacity to consummate a Transaction, except as disclosed in writing pursuant to Paragraph 3.2(b).

(f) That as of the date of this Agreement the asking sales price is not less than the total of all monetary encumbrances on the Property.

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9. **OWNER'S ACKNOWLEDGMENTS.** Owner acknowledges that it has been advised by Agent to consult and retain experts to advise and represent it concerning the legal and tax effects of this Agreement and consummation of a Transaction or Alternative Transaction, as well as the condition and/or legality of the Property, including, but not limited to, the Property's improvements, equipment, soil, tenancies, title and environmental aspects. Agent shall have no obligation to investigate any such matters unless expressly otherwise agreed to in writing by Owner and Agent. Owner further acknowledges that in determining the financial soundness of any prospective buyer, lessee or security offered, Owner will rely solely upon Owner's own investigation, notwithstanding Agent's assistance in gathering such information.

10. **MISCELLANEOUS.**

10.1 This Agreement shall not be construed either for or against Owner or Agent, but shall be interpreted, construed and enforced in accordance with the mutual intent of the parties ascertainable from the language of this Agreement.

10.2 All payments by Owner to Agent shall be made in lawful United States currency. If Owner fails to pay to Agent any amount when due under this Agreement, then such amount shall bear interest at the rate of 15% per annum or the maximum rate allowed by law, whichever is less.

10.3 In the event of litigation or arbitration between Owner and Agent arising under or relating to this Agreement or the Property, the prevailing party shall be paid its attorney's fees and costs by the losing party. The term, "Prevailing Party" shall include, without limitation, one who substantially obtains or defeats the relief sought, as the case may be, whether by compromise, settlement, judgment, or the abandonment by the other party of its claim or defense. The attorney's fees award shall not be computed in accordance with any court fee schedule, but shall be in an amount to fully reimburse all attorney's fees reasonably incurred in good faith.

10.4 Owner agrees to indemnify, defend (with counsel reasonably acceptable to Agent), and hold Agent harmless from and against any claim or liability asserted against Agent as a result of the failure of Owner to make a full and complete disclosure pursuant to law and paragraph 3.2(a) or as a result of the fact that any of the representations made by Owner (see paragraph 8) were not true at the time that this Agreement was signed.

10.5 Owner hereby releases and relieves Agent, and waives Owner's entire right of recovery against Agent, for direct or consequential loss or damage arising out of or incident to the perils covered by insurance carried by Owner, unless ~~whether or not~~ due to the negligence of Agent.

10.6 In the event that the Transaction is not an outright sale, Owner agrees that if Agent is not paid the Agreed Commission provided for herein within thirty days of the date due, that Agent shall have a lien in the amount of such commission, and may record a notice of such lien, against the Property.

10.7 Owner agrees that no lawsuit or other legal proceeding involving any breach of duty, error or omission relating to the services to be performed by Agent pursuant to this Agreement may be brought against Agent more than one year after the expiration of the Term of this Agreement (see paragraph 1.3) and that the liability (including court costs and attorney's fees) of Agent with respect to any such lawsuit and/or legal proceeding shall not exceed any fee received by Agent pursuant to this Agreement; provided, however, that the foregoing limitation on liability shall not be applicable to any gross negligence or wilful misconduct of Agent.

11. **ARBITRATION OF DISPUTES.**

11.1 ANY CONTROVERSY ARISING UNDER OR RELATING TO THIS AGREEMENT SHALL BE DETERMINED BY BINDING ARBITRATION TO BE CONDUCTED BY: ☐ THE AMERICAN ARBITRATION ASSOCIATION OR ☐ _____ USING THE COMMERCIAL RULES ESTABLISHED BY SUCH ORGANIZATION OR IF NONE THE AMERICAN ARBITRATION ASSOCIATION'S COMMERCIAL RULES. ARBITRATION HEARINGS SHALL BE HELD IN THE COUNTY WHERE THE PROPERTY IS LOCATED.

11.2 NOTICE: BY INITIALING IN THE SPACE BELOW YOU ARE AGREEING TO HAVE ANY DISPUTE ARISING OUT OF THE MATTERS INCLUDED IN THE "ARBITRATION OF DISPUTES" PROVISION DECIDED BY NEUTRAL ARBITRATION AS PROVIDED BY CALIFORNIA LAW AND YOU ARE GIVING UP ANY RIGHTS YOU MIGHT POSSESS TO HAVE THE DISPUTE LITIGATED IN A COURT OR JURY TRIAL. BY INITIALING IN THE SPACE BELOW YOU ARE GIVING UP YOUR JUDICIAL RIGHTS TO DISCOVERY AND APPEAL, UNLESS THOSE RIGHTS ARE SPECIFICALLY INCLUDED IN THE "ARBITRATION OF DISPUTES" PROVISION. IF YOU REFUSE TO SUBMIT TO ARBITRATION AFTER AGREEING TO THIS PROVISION, YOU MAY BE COMPELLED TO ARBITRATE UNDER THE AUTHORITY OF THE CALIFORNIA CODE OF CIVIL PROCEDURE. YOUR AGREEMENT TO THIS ARBITRATION PROVISION IS VOLUNTARY.

11.3 WE HAVE READ AND UNDERSTAND THE FOREGOING AND AGREE TO SUBMIT DISPUTES ARISING OUT OF THE MATTERS INCLUDED IN THE "ARBITRATION OF DISPUTES" PROVISION TO NEUTRAL ARBITRATION.

Owner's Initials _____ Agent's Initials _____

11.4 THE PROVISIONS OF THE ABOVE ARBITRATION CLAUSE SHALL NOT BE BINDING ON EITHER PARTY UNLESS BOTH PARTIES HAVE PLACED THEIR INITIALS UNDER PARAGRAPH 11.3.

12. **Additional Provisions:** Additional provisions of this Agreement are set forth in the following blank lines or in an addendum attached hereto and made a part hereof consisting of paragraphs None through None (if there are no additional provisions write "NONE"):

13. **Disclosures Regarding The Nature of a Real Estate Agency Relationship.** When entering into an agreement with a real estate agent an Owner should from the outset understand what type of agency relationship or representation it has with the agent or agents in the transaction.

(i) *Owner's Agent.* An Owner's agent may act as an agent for the Owner only. An Owner's agent or subagent has the following affirmative obligations: *To the Owner:* A fiduciary duty of utmost care, integrity, honesty, and loyalty in dealings. *To a potential buyer/lessee and the Owner:* a. Diligent exercise of reasonable skills and care in performance of the agent's duties. b. A duty of honest and fair dealing and good faith. c. A duty to disclose all facts known to the agent materially affecting the value or desirability of the property that are not known to, or within the diligent attention and observation of, the Parties. An agent is not obligated to reveal to either Party any confidential information obtained from the other Party which does not involve the affirmative duties set forth above.

(ii) *Agent Representing Both Parties.* A real estate agent, either acting directly or through one or more associate licensees, can legally be the agent of both Parties in a transaction, but only with the knowledge and consent of the Parties. In a dual agency situation, the agent has the following affirmative obligations to both Parties: a. A fiduciary duty of utmost care, integrity, honesty and loyalty in the dealings with either Party. b. Other duties to the Owner as stated above in subparagraph (i). When representing both Parties, an agent may not without the express permission of the respective Party, disclose to the other Party that the Owner will accept rent/purchase price in an amount less than that indicated in the listing or that the buyer/lessee is willing to pay a higher rent/purchase price than that offered.

14. The agent of record for the property shall be Michael J. Hartel. The owner reserves the right to cancel the subject listing with one (1) day written notice to the broker if Michael J. Hartel ceases to be employed by broker.

The above duties of the Agent do not relieve Owner from the responsibility to protect its own interests. Owner should carefully read all agreements to assure that they adequately express its understanding of the transaction.

"OWNER"	"AGENT"
Bardeen Partners, Inc.	Colliers International
By:	By:
Name Printed: Robert Jacobson	Name Printed: Robert G. Caudill
Title: Treasurer	Title: Regional Director
Date: 3-14-2016	Date: 3-18-16
	Agent BRE License #: 00813140

NOTICE: These forms are often modified to meet changing requirements of law and industry needs. Always write or call to make sure you

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FORM OA-7-3/15E

are utilizing the most current form: AIR Commercial Real Estate Association, 500 N Brand Blvd, Suite 900, Glendale, CA 91203. Telephone No. (213) 687-8777. Fax No.: (213) 687-8616.

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Proposed Commission Structure – Exhibit "A"

BUILDING LEASING
Colliers International Marketing Team: Michael Hartel & Nick Velasquez

New Lease - Marketing Team represents both sides of the lease:	
Years 1-5	(4%) = Four percent of years 1-5.
Years 6-10	(2%) = Two percent of years 6-10.

New Lease - Tenant is represented by a broker other than the Marketing Team:	
Years 1-5	(4%) = Four percent of years 1-5 to the procuring Broker. (2%) = Two percent of years 1-5 to Colliers International.
Years 6-10	(2%) = Two percent of years 6-10 to the procuring Broker. (1.5%) = One and one-half percent of years 6-10 to Colliers International.

Tenant Renewal – Marketing Team represents both sides of the lease:	
Years 1-5	(2%) = Two percent of years 1-5 to Colliers International.
Years 6-10	(1%) = One percent of years 6-10 to Colliers International.

Tenant Renewal – Tenant is represented by a broker other than the Marketing Team:	
Years 1-5	(3%)* = Three percent of years 1-5 to procuring Broker. (1.5%) = One and one-half percent of years 1-5 to Colliers International.
Years 6-10	(1.5%)* = One and one-half percent of years 6-10 to procuring Broker. (0.75%) = Three-quarters percent of years 6-10 to Colliers International.

*Negotiable on case by case basis. Any or additional fees, bonuses or incentives agreed to by Bardeen Partners to be paid to tenant's broker shall not affect Colliers Marketing Team's fee.

AGREED & ACCEPTED

Owner: Bardeen Partners

By: _____

Its: TREASURER

Date: 3-14-16

Agent: Colliers International Greater Los Angeles, Inc.

By: _____

Its: _____

Date: 3-15-16

AIR CRE contracts

Sixth AMENDMENT TO EXCLUSIVE RIGHT TO REPRESENT OWNER FOR SALE OR LEASE OF REAL PROPERTY

THIS AMENDMENT is made and entered into as of May 2, 2022, by and between Irvine Ranch Water District ("Owner") and Colliers International Greater Los Angeles, Inc. ("Broker") (collectively hereinafter the "Parties").

WHEREAS, on or about Februay 4, 2016 an Exclusive Right to Represent Owner for Sale or Lease of Real Property ("Agreement") was entered into by and between Owner and Broker relating to certain real property commonly known as (street address, city, state, zip): Building 1 & 2 Waterworks Business Park, Irvine, CA (the "Property"), and

WHEREAS, Owner and Broker ☑ have ☐ have not previously amended said Agreement, and

WHEREAS, the Owner and Broker now desire to amend said Agreement,

NOW, THEREFORE, ~~for payment of ONE DOLLAR and other good and valuable consideration to Owner~~, the receipt and sufficiency of which is hereby acknowledged, the Parties mutually agree to make the following additions and modifications to the Agreement:

☑ TERM: The expiration date for the Agreement is hereby ☐ advanced ☑ extended to May 1, 2023.

☐ SALE; PRICE AND TERMS: The price and terms for the sale of the Property specified in the Agreement are hereby modified in the following respects: _____.

☐ LEASE; RENT AND TERMS: The rent and terms for the leasing or renting of the Property specified in the Agreement are hereby modified in the following respects: _____.

☐ COMMISSION: The amount of the commission payable to Broker is hereby changed to: _____.

☐ OTHER: _____.

This Amendment shall not be construed against the party preparing it, but shall be construed as if all Parties jointly prepared this Amendment and any uncertainty and ambiguity shall not be interpreted against any one party. Signatures to this Amendment accomplished by means of electronic signature or similar technology shall be legal and binding.

All other terms and conditions of the Agreement shall remain unchanged and shall continue in full force and effect except as specifically amended herein.

EXECUTED as of the day and year first above written.

By Owner:
Irvine Ranch Water District

By: _____
Name Printed: _____
Title: _____

By Broker:
Colliers International Greater Los Angeles, Inc.

By: _____
Name Printed: Amanda Spangler
Title: Managing Director
Broker DRE License #: 01908231
Agent DRE License #: _____
Address: 3 Park Plaza, Suite 1200, Irvine, CA 92614
Phone: 9497245700
Fax: _____
Email: michael.hartel@colliers.com

AIR CRE * https://www.aircre.com * 213-687-8777 * contracts@aircre.com
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_____ _____
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EXCLUSIVE RIGHT TO REPRESENT OWNER FOR SALE OR LEASE OF REAL PROPERTY

(Non-Residential)

AIR COMMERCIAL REAL ESTATE ASSOCIATION

1. **BASIC PROVISIONS ("BASIC PROVISIONS").**

1.1 **Parties:** This agency Agreement ("Agreement"), dated for reference purposes only February 4, 2016, is made by and between Irvine Ranch Water District, whose address is 15600 Sand Canyon Ave, Irvine, CA 92618, telephone number (949) 453-5358, Fax No. (949) 453-0128 ("Owner"), and Colliers International, whose address is 3 Park Plaza, Suite 1200, Irvine, CA 92614, telephone number (949) 724-5500, Fax No. (949) 724-5600 ("Agent").

1.2 **Property/Premises:** The real property, or a portion thereof, which is the subject of this Agreement is commonly known by the street address of Building 1 & 2 Waterworks Business Park, located in the City of Irvine, County of Orange, State of California, and generally described as (describe briefly the nature of the property): an approximate 37,240 SF industrial multi-tenant project. ("Property"). (See also Paragraph 3).

1.3 **Term of Agreement:** The term of this Agreement shall commence on February 4, 2016 and expire at 5:00 p.m. on February 3, 2017, except as it may be extended ("Term"). (See also paragraph 4)

1.4 **Transaction:** The nature of the transaction concerning the Property for which Agent is employed ("Transaction") is (check the appropriate box(es)):

(a) ☐ A sale for the following sale price and terms: _____

and other additional standard terms reasonably similar to those contained in the "STANDARD OFFER, AGREEMENT AND ESCROW INSTRUCTIONS FOR THE PURCHASE OF REAL ESTATE" published by the AIR Commercial Real Estate Association ("AIR"), or for such other price and terms agreeable to Owner;

(b) ☑ A lease or other tenancy for the following rent and terms: as determined by Owner

and other additional standard terms reasonably similar to those contained in the appropriate AIR lease form or for such other rent and terms agreeable to Owner.

2. **EXCLUSIVE EMPLOYMENT AND RIGHTS.**

2.1 Owner hereby employs Agent as Owner's sole and exclusive agent to represent Owner in the Transaction and to find buyers or lessees/tenants ("lessees"), as the case may be, for the Property. Agent shall use reasonably diligent efforts to find such buyers or lessees. All negotiations and discussions for a Transaction shall be conducted by Agent on behalf of Owner. Owner shall promptly disclose and refer to Agent all written or oral inquiries or contacts received by Owner from any source regarding a possible Transaction.

2.2 Owner authorizes Agent to:

(a) Place advertising signs on the Property;

(b) Place a lock box on the Property if vacant;

(c) Accept deposits from potential buyers or lessees; and

(d) Distribute information regarding the Property to participants in THE MULTIPLE ("MULTIPLE") of the AIR and/or any other appropriate local commercial multiple listing service, to other brokers, and to potential buyers or lessees of the Property. Owner shall identify as "confidential" any information provided to Agent that Owner considers confidential and does not want disclosed. All other information provided by Owner may be disclosed as Agent may deem appropriate or necessary. After consummation of a Transaction, Agent may publicize the terms of such Transaction.

2.3 Agent shall comply with the Rules of Professional Conduct of the AIR, if a member or if not, the Rules of Professional Conduct of the Society of Industrial and Office Realtors, and shall submit the Property to the MULTIPLE. Agent shall cooperate with participants in the MULTIPLE and may, at Agent's election, cooperate with other real estate brokers (collectively "Cooperating Broker").

2.4 If the Transaction is a sale and Agent finds a prospective buyer for the Property, or if the Transaction is a lease and Agent finds a prospective lessee for the Property, Owner hereby authorizes Agent also to represent and act as the agent for such buyer or lessee, and Owner consents to such dual agency. If a Cooperating Broker finds such a buyer or lessee, then Agent shall act as agent for Owner only, the Cooperating Broker shall act as agent for the buyer or lessee only, and the Cooperating Broker shall not be Owner's agent, even though the Cooperating Broker may share in the commission paid by Owner to Agent. A Cooperating Broker shall not be an agent or subagent of Owner or Agent.

2.5 Owner agrees that Agent may, during the ordinary and normal course of marketing the Property, respond to inquiries on the Property by showing and providing information on the Property, as well as on other competing properties, to prospective buyers and lessees and that such activities may result in the payment of a commission to Agent by a third party.

3. **PROPERTY.**

3.1 The term "Property" shall include all of the following which are currently located on the Property and owned by Owner: permanent improvements, electrical distribution systems (power panels, buss ducting, conduits, disconnects, lighting fixtures, etc.), telephone distribution systems (lines, jacks and connections), space heaters, air conditioning equipment, air lines, carpets, window coverings, wall coverings, partitions, doors, suspended ceilings, built-ins such as cabinets, and None

(If there are no additional items write "NONE"). If the Transaction is a sale, the term "Property" shall additionally include, to the extent owned by Owner, oil and mineral rights, leases and other agreements which will continue in effect after Owner's transfer of title to the Property.

3.2 Within five business days after the commencement of the Term hereof, Owner shall provide Agent with the following:

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~~(a) A duly completed and fully executed Property Information Sheet on the most current form published by the AIR;~~

(b) Copies of all leases, subleases, rental agreements, option rights, rights of first refusal, rights of first offer, or other documents containing any other limitations on Owner's right, ability and capacity to consummate a Transaction, and

(c) If available to Owner, copies of building plans, and if the Transaction is a sale, title reports, boundary surveys, and existing notes and trust deeds which will continue to affect the Property after consummation of a sale.

3.3 Agent shall have no responsibility for maintenance, repair, replacement, operation, or security of the Property, all of which shall be Owner's sole responsibility. Unless caused by Agent's gross negligence, Agent shall not be liable for any loss, damage, or injury to the person or property of Owner, any lessees of the Property, any buyer, prospective buyer, lessee, or prospective lessee, including, but not limited to, those which may occur as a result of Agent's use of a lock box.

4. EXTENSION OF TERM. If the Transaction is a sale, and a sale is not consummated for any reason after Owner accepts an offer to purchase the Property ("Sale Agreement"), then the expiration date of the Term of this Agreement shall be extended by the number of days that elapsed between the date Owner entered into the Sale Agreement and the later of the date on which the Sale Agreement is terminated or the date Owner is able to convey title to a new buyer free and clear of any claims by the prior buyer of the Property; provided, however, in no event shall the Term be so extended beyond one year from the date the Term would have otherwise expired.

5. COMMISSION.

5.1 Owner shall pay Agent a commission ☐ in the amount of _____

☒ in accordance with the commission schedule attached hereto ("Agreed Commission"), for a Transaction, whether such Transaction is consummated as a result of the efforts of Agent, Owner, or some other person or entity, Agent shall also be entitled to the Agreed Commission if any of the Owner's representations and warranties described in paragraph 8 are shown to be false. Such Agreed Commission is payable:

(a) If the Transaction is a sale, (i) the Property is sold; (ii) Owner breaches or repudiates any Sale Agreement, escrow instructions or other documents executed by Owner regarding the sale of the Property; (iii) the Property or any interest therein is voluntarily or involuntarily sold, conveyed, contributed or transferred; (iv) the Property or any interest therein is taken under the power of Eminent Domain or sold under threat of condemnation, or (v) if Owner is a partnership, joint venture, limited liability company, corporation, trust or other entity, and any interest in Owner is voluntarily or involuntarily sold, contributed, conveyed or transferred to another person or entity that, as of the date hereof, does not have any ownership interest in Owner;

(b) If the Transaction is a lease and a lease of the Property, or a portion thereof is executed; or

(c) If Owner (i) removes or withdraws the Property from a Transaction or the market; (ii) acts as if the Property is not available for a Transaction; (iii) treats the Property as not available for a Transaction; (iv) breaches, terminates, cancels or repudiates this Agreement; (v) renders the Property unmarketable; or (vi) changes the status of the Property's title, leases, agreements, physical condition or other aspects thereof, which such change adversely impacts the value, use, desirability or marketability of the Property.

(d) If earnest money or similar deposits made by a prospective purchaser or tenant are forfeited Agent shall be entitled to one-half (½) thereof, but not to exceed the total amount of the commission that would have been payable had the sale or lease transaction been consummated.

5.2 If the Transaction is a sale, the purchase agreement and/or escrow instructions to be entered into by and between Owner and a buyer of the Property shall provide that:

(a) Owner irrevocably instructs the escrow holder to pay from Owner's proceeds accruing to the account of Owner at the close of escrow the Agreed Commission to Agent;

(b) A contingency to the consummation of the sale shall be the payment of the Agreed Commission to Agent at or prior to close of the escrow; and

(c) No change shall be made by Owner or buyer with respect to the time of, amount of, or the conditions to payment of the Agreed Commission, without Agent's written consent.

6. ALTERNATIVE TRANSACTION. If the Transaction changes to any other transaction, including, but not limited to, a sale, exchange, option to buy, right of first refusal, ground lease, lease, sublease or assignment of lease (collectively "Alternative Transaction"), then Agent shall automatically be Owner's sole and exclusive Agent for such Alternative Transaction and represent Owner in such Alternative Transaction, under the terms and conditions of this Agreement. If, during the Term hereof, an Alternative Transaction is entered into, then Owner shall pay Agent the Agreed Commission.

7. EXCLUDED AND REGISTERED PERSONS.

7.1 Owner shall, within 5 business days after the date hereof, provide Agent, in writing, with the names of those persons or entities registered with Owner by any other broker under any prior agreement concerning the Property ("Excluded Persons", see paragraph 7.6). Owner shall also specify for each Excluded Person the type of transaction the consummation of which during the Term of this Agreement entitles such other broker to any compensation ("Excluded Transaction"). Agent may within 10 days of receiving such written list, either (a) accept the Excluded Persons and Excluded Transactions, (b) cancel this Agreement, or (c) attempt to renegotiate this portion of the Agreement with Owner. Once accepted by Agent, the written list shall automatically become an exhibit to this Agreement. If Owner timely provides Agent with the names of the Excluded Persons and specifies the Excluded Transaction for each Excluded Person, then the Agreed Commission paid to Agent with respect to consummation of such an Excluded Transaction with an Excluded Person shall be limited as follows: If such Excluded Transaction is concluded within the first 30 days of the commencement of the Term hereof, then Agent shall be paid a commission equal to the reasonable out-of-pocket expenses incurred by Agent in the marketing of the Property during said 30 days; or if such Excluded Transaction is concluded during the remainder of the Term hereof, then Agent shall be entitled to a commission equal to one-half of the Agreed Commission. If the specified information concerning Excluded Persons and Transactions is not provided as set forth herein, then it shall be conclusively deemed that there are no Excluded Persons.

7.2 Agent shall, within 5 business days after the expiration of the Term hereof, provide Owner, in writing, with the name of those persons or entities with whom Agent either directly or through another broker had negotiated during the Term hereof ("Registered Persons", see paragraph 7.6), and specify the type of transaction of the Property for which such negotiations were conducted ("Registered Transaction"). Those persons or entities who submitted written offers or letters of intent shall, however, automatically be deemed to be Registered Persons for the type of transaction which was the subject of such offer or letter of intent. If Agent fails to timely notify Owner of the existence of any other Registered Persons, then it shall be conclusively deemed that there are no other Registered Persons. A person or entity shall not be a Registered Person if Agent fails to timely specify a Registered Transaction for such person or entity. The parties are aware that the registration of certain individuals and/or entities might create a Dual Agency, and Owner hereby consents to any such Dual Agency.

7.3 If, within 180 days after the expiration of the Term hereof, Owner enters into a contract with a Registered Person for consummation of a Registered Transaction, then Owner shall, upon consummation of such Registered Transaction, pay Agent the Agreed Commission for the Registered Transaction.

7.4 If, within 180 days after the expiration of the Term hereof, Owner enters into another owner-agency or listing agreement with a broker other than Agent for any transaction concerning the Property, then Owner shall provide to Owner's new broker the names of the Registered Persons and the Registered Transaction for each Registered Person, and provide in such new agreement that the new broker shall not be entitled to receive any of the compensation payable to Agent hereunder for consummation of a Registered Transaction with a Registered Person.

7.5 In order to qualify to be an Excluded Person or a Registered Person the individual or entity must have: toured the Property, submitted a letter of interest or intent, and/or made an offer to buy or lease the Property. In addition, Excluded Persons may only be registered by a broker who previously had a valid listing agreement covering the Property, and such broker may only register individuals and entities actually procured by such listing broker.

8. OWNER'S REPRESENTATIONS.

Owner represents and warrants that:

(a) Each person executing this Agreement on behalf of Owner has the full right, power and authority to execute this Agreement as or on behalf of Owner;

(b) Owner owns the Property and/or has the full right, power and authority to execute this Agreement and to consummate a Transaction as provided herein, and to perform Owner's obligations hereunder;

(c) Neither Owner nor the Property is the subject of a bankruptcy, insolvency, probate or conservatorship proceeding;

(d) Owner has no notice or knowledge that any lessee or sublessee of the Property, if any, is the subject of a bankruptcy or insolvency proceeding;

(e) There are no effective, valid or enforceable option rights, rights of first refusal, rights of first offer or any other restrictions, impediments or limitations on Owner's right, ability and capacity to consummate a Transaction, except as disclosed in writing pursuant to Paragraph 3.2(b).

(f) That as of the date of this Agreement the asking sales price is not less than the total of all monetary encumbrances on the Property.

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9. **OWNER'S ACKNOWLEDGMENTS.** Owner acknowledges that it has been advised by Agent to consult and retain experts to advise and represent it concerning the legal and tax effects of this Agreement and consummation of a Transaction or Alternative Transaction, as well as the condition and/or legality of the Property, including, but not limited to, the Property's improvements, equipment, soil, tenancies, title and environmental aspects. Agent shall have no obligation to investigate any such matters unless expressly otherwise agreed to in writing by Owner and Agent. Owner further acknowledges that in determining the financial soundness of any prospective buyer, lessee or security offered, Owner will rely solely upon Owner's own investigation, notwithstanding Agent's assistance in gathering such information.

10. **MISCELLANEOUS.**

10.1 This Agreement shall not be construed either for or against Owner or Agent, but shall be interpreted, construed and enforced in accordance with the mutual intent of the parties ascertainable from the language of this Agreement.

10.2 All payments by Owner to Agent shall be made in lawful United States currency. If Owner fails to pay to Agent any amount when due under this Agreement, then such amount shall bear interest at the rate of 15% per annum or the maximum rate allowed by law, whichever is less.

10.3 In the event of litigation or arbitration between Owner and Agent arising under or relating to this Agreement or the Property, the prevailing party shall be paid its attorney's fees and costs by the losing party. The term, "Prevailing Party" shall include, without limitation, one who substantially obtains or defeats the relief sought, as the case may be, whether by compromise, settlement, judgment, or the abandonment by the other party of its claim or defense. The attorney's fees award shall not be computed in accordance with any court fee schedule, but shall be in an amount to fully reimburse all attorney's fees reasonably incurred in good faith.

10.4 Owner agrees to indemnify, defend (with counsel reasonably acceptable to Agent), and hold Agent harmless from and against any claim or liability asserted against Agent as a result of the failure of Owner to make a full and complete disclosure pursuant to law and paragraph 3.2(u) or as a result of the fact that any of the representations made by Owner (see paragraph 8) were not true at the time that this Agreement was signed.

10.5 Owner hereby releases and relieves Agent, and waives Owner's entire right of recovery against Agent, for direct or consequential loss or damage arising out of or incident to the perils covered by insurance carried by Owner, unless ~~whether or not~~ due to the negligence of Agent.

10.6 In the event that the Transaction is not an outright sale, Owner agrees that if Agent is not paid the Agreed Commission provided for herein within thirty days of the date due, that Agent shall have a lien in the amount of such commission, and may record a notice of such lien, against the Property.

10.7 Owner agrees that no lawsuit or other legal proceeding involving any breach of duty, error or omission relating to the services to be performed by Agent pursuant to this Agreement may be brought against Agent more than one year after the expiration of the Term of this Agreement (see paragraph 1.3) and that the liability (including court costs and attorney's fees) of Agent with respect to any such lawsuit and/or legal proceeding shall not exceed any fee received by Agent pursuant to this Agreement; provided, however, that the foregoing limitation on liability shall not be applicable to any gross negligence or willful misconduct of Agent.

11. **ARBITRATION OF DISPUTES.**

11.1 ANY CONTROVERSY ARISING UNDER OR RELATING TO THIS AGREEMENT SHALL BE DETERMINED BY BINDING ARBITRATION TO BE CONDUCTED BY: ☐ THE AMERICAN ARBITRATION ASSOCIATION OR ☐ _____ USING THE COMMERCIAL RULES ESTABLISHED BY SUCH ORGANIZATION OR IF NONE THE AMERICAN ARBITRATION ASSOCIATION'S COMMERCIAL RULES. ARBITRATION HEARINGS SHALL BE HELD IN THE COUNTY WHERE THE PROPERTY IS LOCATED.

11.2 NOTICE: BY INITIALING IN THE SPACE BELOW YOU ARE AGREEING TO HAVE ANY DISPUTE ARISING OUT OF THE MATTERS INCLUDED IN THE "ARBITRATION OF DISPUTES" PROVISION DECIDED BY NEUTRAL ARBITRATION AS PROVIDED BY CALIFORNIA LAW AND YOU ARE GIVING UP ANY RIGHTS YOU MIGHT POSSESS TO HAVE THE DISPUTE LITIGATED IN A COURT OR JURY TRIAL. BY INITIALING IN THE SPACE BELOW YOU ARE GIVING UP YOUR JUDICIAL RIGHTS TO DISCOVERY AND APPEAL, UNLESS THOSE RIGHTS ARE SPECIFICALLY INCLUDED IN THE "ARBITRATION OF DISPUTES" PROVISION. IF YOU REFUSE TO SUBMIT TO ARBITRATION AFTER AGREEING TO THIS PROVISION, YOU MAY BE COMPELLED TO ARBITRATE UNDER THE AUTHORITY OF THE CALIFORNIA CODE OF CIVIL PROCEDURE. YOUR AGREEMENT TO THIS ARBITRATION PROVISION IS VOLUNTARY.

11.3 WE HAVE READ AND UNDERSTAND THE FOREGOING AND AGREE TO SUBMIT DISPUTES ARISING OUT OF THE MATTERS INCLUDED IN THE "ARBITRATION OF DISPUTES" PROVISION TO NEUTRAL ARBITRATION.

Owner's Initials _____ Agent's Initials _____

11.4 THE PROVISIONS OF THE ABOVE ARBITRATION CLAUSE SHALL NOT BE BINDING ON EITHER PARTY UNLESS BOTH PARTIES HAVE PLACED THEIR INITIALS UNDER PARAGRAPH 11.3.

12. **Additional Provisions:** Additional provisions of this Agreement are set forth in the following blank lines or in an addendum attached hereto and made a part hereof consisting of paragraphs None through None (If there are no additional provisions write "NONE"):

13. **Disclosures Regarding The Nature of a Real Estate Agency Relationship.** When entering into an agreement with a real estate agent an Owner should from the outset understand what type of agency relationship or representation it has with the agent or agents in the transaction.

(i) *Owner's Agent.* An Owner's agent may act as an agent for the Owner only. An Owner's agent or subagent has the following affirmative obligations: *To the Owner:* A fiduciary duty of utmost care, integrity, honesty, and loyalty in dealings. *To a potential buyer/lessee and the Owner:* a. Diligent exercise of reasonable skills and care in performance of the agent's duties. b. A duty of honest and fair dealing and good faith. c. A duty to disclose all facts known to the agent materially affecting the value or desirability of the property that are not known to, or within the diligent attention and observation of, the Parties. An agent is not obligated to reveal to either Party any confidential information obtained from the other Party which does not involve the affirmative duties set forth above.

(ii) *Agent Representing Both Parties.* A real estate agent, either acting directly or through one or more associate licensees, can legally be the agent of both Parties in a transaction, but only with the knowledge and consent of the Parties. In a dual agency situation, the agent has the following affirmative obligations to both Parties: a. A fiduciary duty of utmost care, integrity, honesty and loyalty in the dealings with either Party. b. Other duties to the Owner as stated above in subparagraph (i). When representing both Parties, an agent may not without the express permission of the respective Party, disclose to the other Party that the Owner will accept rent/purchase price in an amount less than that indicated in the listing or that the buyer/lessee is willing to pay a higher rent/purchase price than that offered.

14. The agent of record for the property shall be Michael J. Hartel. The owner reserves the right to cancel the subject listing with one (1) day written notice to the broker if Michael J. Hartel ceases to be employed by broker.

The above duties of the Agent do not relieve Owner from the responsibility to protect its own interests. Owner should carefully read all agreements to assure that they adequately express its understanding of the transaction.

"OWNER"	"AGENT"
Irvine Ranch Water District	Colliers International
By:	By:
Name Printed: Robert Jacobsen	Name Printed: Robert G. Caudill
Title: Treasurer	Title: Regional Director
Date: 3-14-2016	Date: 3-10-16
	Agent BRE License #: 00813140

INITIALS

INITIALS

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NOTICE: These forms are often modified to meet changing requirements of law and industry needs. Always write or call to make sure you are utilizing the most current form: AIR Commercial Real Estate Association, 500 N Brand Blvd, Suite 900, Glendale, CA 91203. Telephone No. (213) 687-8777. Fax No.: (213) 687-8616.

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Proposed Commission Structure – Exhibit "A"

BUILDING LEASING
Colliers International Marketing Team: Michael Hartel & Nick Velasquez

New Lease - Marketing Team represents both sides of the lease:	
Years 1-5	(4%) = Four percent of years 1-5.
Years 6-10	(2%) = Two percent of years 6-10.

New Lease - Tenant is represented by a broker other than the Marketing Team:	
Years 1-5	(4%) = Four percent of years 1-5 to the procuring Broker. (2%) = Two percent of years 1-5 to Colliers International.
Years 6-10	(2%) = Two percent of years 6-10 to the procuring Broker. (1.5%) = One and one-half percent of years 6-10 to Colliers International.

Tenant Renewal – Marketing Team represents both sides of the lease:	
Years 1-5	(2%) = Two percent of years 1-5 to Colliers International.
Years 6-10	(1%) = One percent of years 6-10 to Colliers International.

Tenant Renewal – Tenant is represented by a broker other than the Marketing Team:	
Years 1-5	(3%)* = Three percent of years 1-5 to procuring Broker. (1.5%) = One and one-half percent of years 1-5 to Colliers International.
Years 6-10	(1.5%)* = One and one-half percent of years 6-10 to procuring Broker. (0.75%) = Three-quarters percent of years 6-10 to Colliers International.

*Negotiable on case by case basis. Any or additional fees, bonuses or incentives agreed to by Irvine Ranch Water District to be paid to tenant's broker shall not affect Colliers Marketing Team's fee.

AGREED & ACCEPTED

Owner: Irvine Ranch Water District

By: _____

Its: Treasurer

Date: 3-14-16

Agent: Colliers International Greater Los Angeles, Inc.

By: _____

Its: _____

Date: 3-18-16