

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

January 9, 2017

PLEDGE OF ALLEGIANCE

CALL TO ORDER

5:00 p.m., Board Room, District Office
15600 Sand Canyon Avenue, Irvine, California

ROLL CALL

Directors LaMar, Reinhart, Swan, Withers and President Matheis

NOTICE

If you wish to address the Board on any item, including Consent Calendar items, please file your name with the Secretary. Forms are provided on the lobby table. Remarks are limited to three minutes per speaker on each subject. Consent Calendar items will be acted upon by one motion, without discussion, unless a request is made for specific items to be removed from the Calendar for separate action.

COMMUNICATIONS TO THE BOARD

1. A. Written:

B. Oral:

2. ITEMS RECEIVED TOO LATE TO BE AGENDIZED

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

CONSENT CALENDAR

Resolution No. 2017-1

Items 3-7

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

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

4. MINUTES OF REGULAR BOARD MEETING

Recommendation: That the minutes of the December 12, 2016 Regular Board Meeting be approved as presented.

| CONSENT CALENDAR – Continued | | Items 3-7 |
|---|--|------------------|
| <p>5. <u>2016 GENERAL DISTRICT ELECTION RESULTS</u></p> <p>Recommendation: That the Board adopt a resolution declaring results of the November 8, 2016 General District Election.</p> | | Reso. No. 2017- |
| <p>6. <u>SALARY GRADE SCHEDULE CHANGES FOR SUPERVISORS, MANAGERS, AND CONFIDENTIAL EMPLOYEES</u></p> <p>Recommendation: That the Board adopt a resolution rescinding Resolution No. 2016-16 and establishing a Revised Schedule of Positions and Salary Rate Changes.</p> | | Reso. No. 2017- |
| <p>7. <u>SAN JOAQUIN MARSH CAMPUS SEWER LIFT STATION REHABILITATION CONSTRUCTION AWARD</u></p> <p>Recommendation: That the Board authorize a budget increase in the amount of \$57,700, from \$181,000 to \$238,700, for project 5186 and authorize the General Manager to execute a construction contract with GCI Construction in the amount of \$104,600 for San Joaquin Marsh Campus Sewer Lift Station Rehabilitation, project 5186.</p> | | |
| <hr/> | | |
| ACTION CALENDAR | | |
| <p>8. <u>ASSET OPTIMIZATION – SERRANO SUMMIT PROPERTY PROJECT MARKETING AND SALES OPTIONS</u></p> <p>Recommendation: That the Board authorize the retention of Province West to provide advisory/land brokerage firm services related to the marketing and sale of the Serrano Summit Property for a fee of 1.0% of the sale price payable upon close of escrow.</p> | | |
| <p>9. <u>ELECTION OF OFFICERS FOR 2017</u></p> <p>Recommendation: That an election be conducted of the President and Vice President of the Board of Directors of the Irvine Ranch Water District.</p> | | |

OTHER BUSINESS

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

10. A. General Manager's Report

B. Directors' Comments

C. Adjourn. This meeting will be adjourned to 8:00 a.m. on Friday, January 13, 2017, to the Operations Center Multi-Purpose Room to hold a Strategic Planning Workshop.

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 Irvine Ranch Water District Board of Directors in connection with a matter subject to discussion or consideration at an open meeting of the Board of Directors are available for public inspection in the District's office, 15600 Sand Canyon Avenue, Irvine, California ("District Office"). If such writings are distributed to members of the Board less than 72 hours prior to the meeting, they will be available from the District Secretary of the District Office at the same time as they are distributed to Board Members, except that if such writings are distributed one hour prior to, or during, the meeting, they will be available at the entrance to the Board of Directors Room of the District Office. The Irvine Ranch Water District Board 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 alternative format upon written request to the District Secretary at least seventy-two (72) hours prior to the scheduled meeting.

January 9, 2017

Prepared and

submitted by: L. Bonkowski

Approved by: P. Cook

CONSENT CALENDAR

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

SUMMARY:

Pursuant to Resolution 2006-29 adopted on August 28, 2006, approval of attendance of the following events and meetings are required by the Board of Directors.

Events/Meetings

Steven LaMar

| | |
|-----------------------|--|
| December 9 | City of Tustin Swearing-In Ceremony |
| December 13 | City of Irvine Swearing-In Ceremony |
| January 5 | MWDOC Elected Official's Forum |
| February 26 – March 2 | ACWA Annual Washington, DC Conference |
| January 5 | MWDOC Elected Official's Forum |
| January 6 | IRWD Briefing for Megan Schneider |
| January 6 | Discussion of Potential Federal Infrastructure Bill with Furman Group, MWD, and other agencies |
| February 2-3 | ACWA ag Initiative Advisory Group Meeting |
| April 29 | Resident Tour |

Peer Swan

| | |
|-----------------------|---|
| January 5 | MWDOC Elected Official's Forum |
| January 18-20 | 2017 CASA Winter Conference |
| January 31 | San Joaquin Wildlife Sanctuary Board Meeting |
| February 26 – March 1 | CASA DC Policy Forum, Washington, DC Conference |
| February 26 – March 2 | ACWA Annual Washington, DC Conference |

John Withers

| | |
|-------------|-------------------------------------|
| December 13 | City of Irvine Swearing-In Ceremony |
| January 5 | MWDOC Elected Official's Forum |
| May 6 | Resident Tour |

Consent Calendar: Ratify/Approve Board of Directors' Attendance at Meetings and Events
January 9, 2017
Page 2

Douglas Reinhart

| | |
|---------------|---|
| January 5 | MWDOC Elected Official's Forum |
| February 8-10 | Urban Water Institute Spring Water Conference |
| March 19-20 | 2017 WateReuse California Annual Conference |
| April 28 | Resident Tour |

Mary Aileen Matheis:


| | |
|-----------------------|---|
| January 5 | MWDOC Elected Official's Forum |
| January 6 | IRWD Briefing for Megan Schneider |
| January 31 | San Joaquin Wildlife Sanctuary Board Meeting |
| February 2 | Shadetree Partnership Board Meeting |
| February 8-10 | Urban Water Institute Spring Water Conference |
| February 26 – March 2 | ACWA Annual Washington, DC Conference |

RECOMMENDATION:

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

LIST OF EXHIBITS:

None.

January 9, 2017
Prepared and
Submitted by: L. Bonkowski
Approved by: P. Cook 

CONSENT CALENDAR

MINUTES OF BOARD MEETING

SUMMARY:

Provided are the minutes of the December 12, 2016 Regular Board Meeting for approval.

FISCAL IMPACTS:

None.

ENVIRONMENTAL COMPLIANCE:

Not applicable.

COMMITTEE STATUS:

Not applicable.

RECOMMENDATION:

THAT THE MINUTES OF THE DECEMBER 12, 2016 REGULAR BOARD MEETING BE APPROVED AS PRESENTED.

LIST OF EXHIBITS:

Exhibit "A" – December 12, 2016 Minutes

EXHIBIT "A"

MINUTES OF REGULAR MEETING – DECEMBER 12, 2016

The regular meeting of the Board of Directors of the Irvine Ranch Water District (IRWD) was called to order at 5:00 p.m. by President Matheis on December 12, 2016 in the District office, 15600 Sand Canyon Avenue, Irvine, California.

Directors Present: Swan, Matheis, Reinhart, LaMar and Withers (arrived at 5:04 p.m.).

Directors Absent: Reinhart.

Also Present: General Manager Cook, Executive Director of Finance Clary, Executive Director of Water Policy Weghorst, Executive Director of Operations Shields, Executive Director of Engineering and Water Quality Burton, Director of Water Resources Sanchez, Director of Administration Services Mossbarger, Director of Public Affairs Beeman, Director of Human Resources Roney, Director of Treasury and Risk Management Jacobson, Legal Counsel Arneson (via teleconference), Secretary Bonkowski, Government Relations Officer Compton, Principle Engineer Akiyoshi, Principle Engineer Malloy, Mr. Dane Johnson, Ms. Kellie Welch, Ms. Eileen Lin, Mr. Bruce Newell, Mr. Karl Seckel, Ms. Jennifer Duffy, Mr. Ali Diba, Mr. Masoud Hoseyni, and other members of the public and staff.

ORAL AND WRITTEN COMMUNICATIONS: None.

ITEMS TOO LATE TO BE AGENDIZED

President Matheis said that every December, the Board elects a President and Vice President for the following year. She said following a discussion with General Manager Cook last week, it was noted that not all Board members would be present for this item, and was therefore deferred to the first meeting in January. She said that tonight, one of the Board members who said he could not attend, was able to be attend after all, so she would like to agendize the item tonight. Director Withers arrived at 5:04 p.m. On MOTION by Swan, seconded and unanimously carried, IT WAS DETERMINED THAT THERE WAS A NEED TO TAKE IMMEDIATE ACTION TO HOLD AN ITEM RELATIVE TO THE ELECTION OF OFFICERS FOR 2017, AND THIS ITEM WAS ADDED TO THE AGENDA AS ITEM NO. 2A.

ACTION CALENDAR

ELECTION OF OFFICERS FOR 2017

Following discussion, on MOTION by Swan, THE ELECTION OF OFFICERS FOR 2017 WAS DEFERRED TO THE JANUARY 9, 2017 BOARD MEETING WHEN IT IS ANTICIPATED THAT ALL BOARD MEMBERS WILL BE PRESENT.

WORKSHOP

A copy of a PowerPoint presentation was placed before each Director. Director of Water Resources Sanchez provided an overview of the water supply reliability evaluation. She reviewed the project objectives, the integrated resource planning distribution system model, the model baseline assumptions, model scenarios, and model results. She said that the key findings note that: 1) there is no significant water supply shortage gap throughout the evaluation period (2015 through 2020); 2) IRWD's water bank supplies are necessary, during both average and dry hydrologic conditions and provide a buffer if projected demands increase beyond the current forecast; 3) the implementation of the California WaterFix lessens the District's reliance on its water bank; and 4) the implementation of MWD Portfolio A, high probability, new water supply projects, also lessens the District's reliance on its water bank.

CONSENT CALENDAR

On MOTION by Withers, seconded and unanimously carried, CONSENT CALENDAR ITEMS 4 THROUGH 12 WERE APPROVED AS FOLLOWS:

4. MINUTES OF REGULAR BOARD MEETINGS

Recommendation: That the minutes of the November 28, 2016 Regular Board Meeting be approved as presented.

5. COMMENDATION OF ASSISTANT SECRETARY SAVEDRA AND EXPIRATION OF APPOINTMENT DUE TO RETIREMENT

Recommendation: That the Board commend Nancy Savedra for her 11 years of service as Assistant Secretary, expire the appointment of Nancy Savedra as Assistant Secretary with regret effective December 31, 2016, and wish her the best in her well-deserved retirement.

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

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

7. NOVEMBER 2016 TREASURY REPORTS

Recommendation: That the Board receive and file the Treasurer's Investment Summary Report, the Monthly Interest Rate Swap Summary for November 2016, and disclosure report of reimbursements to board members and staff; approve the November 2016 summary of payroll each payments in the total amount of \$1,825,442 and approve the November 2016 accounts payable disbursement summary of warrants 372431 through 373187, workers' compensation distributions, wire transfers, payroll withholding distributions and voided checks in the total amount of \$21,857,804.

CONSENT CALENDAR (CONTINUED)

8. FY 2015-16 COMPREHENSIVE ANNUAL FINANCIAL REPORT

Recommendation: Receive and file.

9. PROPOSED 2017 INVESTMENT POLICY

Recommendation: That the Board approve the proposed 2017 Investment Policy, and adopt the following Resolution by title approving investment policy and authorizing the Treasurer and Assistant Treasurers to invest and reinvest funds of the District and of each of its Improvement Districts and to sell and exchange securities.

RESOLUTION NO. 2016-26

RESOLUTION OF THE BOARD OF DIRECTORS OF THE
IRVINE RANCH WATER DISTRICT APPROVING INVESTMENT
POLICY AND AUTHORIZING THE TREASURER AND ASSISTANT
TREASURERS TO INVEST AND REINVEST FUNDS OF THE
DISTRICT AND OF EACH OF ITS IMPROVEMENT DISTRICTS
AND TO SELL AND EXCHANGE SECURITIES

10. FINANCIAL SYSTEM UPGRADE AND PROJECT MANAGEMENT IMPLEMENTATION
CONSULTANT SERVICES VARIANCE APPROVAL

Recommendation: That the Board authorize the General Manager to execute a Variance to the agreement with KPMG for Variance No. 4 in the amount of \$100,880 for the Financial Systems Upgrade and Project Management Implementation Agreement.

11. PLANNING AREA 6 (PORTOLA SPRINGS) CAPITAL IMPROVEMENTS

Recommendation: That the Board authorize the General Manager to accept Irvine Community Development Company's construction contract with Boudreau Pipeline Corporation in the amount of \$199,240 for the Portola Springs Neighborhood 4B Improvements, project 5243; and to accept Irvine Community Development Company's construction contract with Boudreau Pipeline Corporation in the amount of \$150,003 for the Portola Springs Neighborhood 5A Improvements, project 6915.

12. MICHELSON WATER RECYCLING PLANT FILTER PUMP STATION 2 AND WELLS 12
AND 13 ROOF MODIFICATIONS FINAL ACCEPTANCE

Recommendation: That the Board accept construction of the Michelson Water Recycling Plant Filter Pump Station 2 and Wells 12 and 13 roof modifications, projects 5453 and 5469; authorize the General Manager to file a Notice of Completion; and authorize the payment of the retention 35 days after the date of recording the Notice of Completion.

ACTION CALENDAR (CONTINUED)

ON-CALL CONSTRUCTION INSPECTION SERVICES VARIANCE

Using a PowerPoint presentation, Executive Director of Engineering and Water Quality Burton provided an overview of the variance for on-call construction. Mr. Burton reported that the District's current and upcoming inspection workload for capital, development and operational improvement projects continues to exceed the level that can be supported by the District's staff with the District's construction inspection group consisting of six staff inspectors and four on-call consultant inspectors who are currently responsible for the inspection, field coordination, documentation and record drawing preparation of over 415 projects spread across the District. He said that based on currently active and upcoming construction projects planned by the Irvine Company, FivePoint Communities, Lennar, Toll Brothers and the Cities of Tustin and Lake Forest, staff anticipates the need for continued consultant field inspection support for a period of up to two years.

On MOTION by Swan, seconded and unanimously carried, THE BOARD AUTHORIZED THE GENERAL MANAGER TO EXECUTE VARIANCE NO. 1 WITH CIVILSOURCE IN THE AMOUNT OF \$1,219,360 FOR ON-CALL CONSTRUCTION INSPECTION SERVICES FOR TWO INSPECTORS FOR A TWO-YEAR PERIOD.

CONSULTANT SELECTION TO USE AERIAL IMAGERY TO DETERMINE IRRIGATED AREAS

Mr. Dane Johnson reported said that advances in aerial imagery and remote sensing techniques provide a cost-effective approach to identifying and measuring irrigated areas at a parcel level. Mr. Johnson said that the information will be used by staff to evaluate the accuracy of irrigated area data being developed by the State Water Resources Control Board and the California Department of Water Resources (State Agencies) for use in the proposed Long-Term Conservation Framework. He said that this this approach will result in the following: 1) a district-wide standardized methodology to determine customer water budgets based on accurate aerial measurement techniques; 2) the ability to assess changes in landscape area over time and to update information, including the addition of irrigated areas associated with new developments; 3) the ability to use IRWD data to evaluate and assess the accuracy of the methodologies developed by the State Agencies as part of the Long-Term Conservation Framework; and 4) the ability to assist the State Agencies with developing a water budget for IRWD.

Director LaMar reported that this item was reviewed and approved by the Water Resources Policy and Communications Committee on December 8, 2016. General Manager Cook said he will contact the State Board to determine if it would be interested in using IRWD's model. On MOTION by LaMar, seconded and unanimously carried, THE BOARD AUTHORIZED THE GENERAL MANAGER TO EXECUTE A PROFESSIONAL SERVICES AGREEMENT WITH EAGLE AERIAL SOLUTIONS TO PROVIDE AERIAL IMAGERY IRRIGATED AREA ANALYSIS SERVICES IN THE AMOUNT OF \$159,299 WHICH INCLUDES AN OPTIONAL \$38,486 IN SERVICES TO UPDATE THE ANALYSIS RESULTS TO ACCOUNT FOR CHANGES IN IRRIGATED AREA THAT WILL OCCUR IN FISCAL YEAR 2017-18.

GENERAL MANAGER'S REPORT

General Manager Cook reported that Congress passed the WRDA bill, now called WIIN, which refines the Title 16 program that bodes well for IRWD. He said that staff will be meeting with the District's Federal Consultant, the Furman group, and Mr. Bill Steel from the Bureau of Reclamation, to discuss the program.

DIRECTORS' COMMENTS

Director LaMar reported that he attended the City of Tustin's ceremonial swearing-in of the Mayor and Mayor Pro-tem last Friday, and that he will be attending the City of Irvine's swearing-in ceremony tomorrow. He also said he will be attending the Natural Communities Coalition Board meeting this week.

Director Withers reported that he will be attending Wednesday's OCSD Board meeting and that on Tuesday he will attend the City of Irvine's swearing-in ceremony along with NWRI's Operations Committee meeting.

Director Swan reported that he attended the ACWA conference, a Newport Bay Watershed Committee meeting, an OCBC holiday event with Director LaMar, and a WACO monthly meeting.

Director Matheis said she that tomorrow she will be attending the Colorado Water Users Association conference in Las Vegas.

IRWD's consultant, Mr. Jim Reed, reported that he attended an ISDOC meeting, a SOCWA Board meeting, a WACO monthly meeting, a City of Lake Forest Council meeting and on Wednesday, he will be attending the SAC Board meeting.

IRWD's consultant, Mr. Bruce Newell, reported that he attended a Coastal meeting relative to wildfire protection as well as an Inter-Canyon League with the Fire Safe Council.

CLOSED SESSION

President Matheis reported that the following Closed Sessions would be held:

CLOSED SESSION CONFERENCE WITH LEGAL COUNSEL RELATIVE TO ANTICIPATED LITIGATION PURSUANT TO GOVERNMENT CODE SECTION 54956.9(D)(4) (ONE POTENTIAL CASE); and

CLOSED SESSION CONFERENCE WITH LEGAL COUNSEL RELATIVE TO EXISTING LITIGATION - Government Code Section 54956.9(d)(1) IRWD v. OCWD (Case No.30-2016-00858584-CU-WM-CJC).

OPEN SESSION

Following the Closed Session, the meeting was reconvened with four Board members present. President Matheis said relative to the first item, on MOTION, **SECONDED AND UNANIMOUSLY APPROVED BY A 4-0 VOTE, THE BOARD APPROVED MODIFIED CHANGE ORDER NO. 45 IN THE AMOUNT OF \$9.25 MILLION FOR IRWD'S BIOSOLIDS AND ENERGY RECOVERY PROJECT.**

ADJOURNMENT

There being no further commends, President Matheis adjourned the meeting.

APPROVED and SIGNED this 9th day of January, 2017.

President, IRVINE RANCH WATER DISTRICT

Secretary IRVINE RANCH WATER DISTRICT

APPROVED AS TO FORM:

Legal Counsel - Bowie, Arneson, Wiles & Giannone

January 9, 2017
Prepared and
Submitted by: L. Bonkowski
Approved by: P. Cook

CONSENT CALENDAR

2016 GENERAL DISTRICT ELECTION RESULTS

SUMMARY:

As a result of the November 8, 2016 General District Election, Mary Aileen Matheis and John Withers were reelected to four year terms of office ending November 2020. The election results have been certified by the County Registrar of Voters and a resolution is submitted for the Board's action, declaring the election results.

ENVIRONMENTAL COMPLIANCE:

Not applicable.

COMMITTEE STATUS:

Not applicable.

RECOMMENDATION:

THAT THE BOARD ADOPT THE FOLLOWING RESOLUTION BY TITLE:

RESOLUTION NO. 2017-

RESOLUTION OF THE BOARD OF DIRECTORS OF IRVINE
RANCH WATER DISTRICT DECLARING RESULTS OF
THE NOVEMBER 8, 2016 GENERAL DISTRICT ELECTION

LIST OF EXHIBITS:

- Exhibit "A" – Resolution
- Exhibit "B" – Certified Election Results

EXHIBIT "A"

RESOLUTION NO. 2017-

RESOLUTION OF THE BOARD OF DIRECTORS OF IRVINE
RANCH WATER DISTRICT DECLARING RESULTS OF
NOVEMBER 8, 2016 GENERAL DISTRICT ELECTION

WHEREAS, on November 8, 2016, the Irvine Ranch Water District held its 2016 General District Election in accordance with the procedures set forth in Section 35175 et seq. of the Water Code for the purpose of electing three persons to three offices of Director of the Irvine Ranch Water District;

WHEREAS, the Register of Voters has delivered a Certified Statement of the Votes Cast to the Secretary of this District based upon the canvass of all votes cast at the General District Election held November 8, 2016.

NOW, THEREFORE, the Board of Directors of Irvine Ranch Water District DOES HEREBY RESOLVE, DETERMINE and ORDER as FOLLOWS:

Section 1. That the Registrar of Voters Statement of the vote at the General District Election held November 8, 2016 showing that Mary Aileen Matheis and John Withers have been elected Directors be received and filed.

Section 2. That the terms of office of each newly elected Director shall extend until the November 2020 General District Election and the qualification of their successors.

ADOPTED, SIGNED and APPROVED this 9th day of January, 2017.

President, IRVINE RANCH WATER DISTRICT
and of the Board of Directors thereof

Secretary, IRVINE RANCH WATER DISTRICT
and of the Board of Directors thereof

APPROVED AS TO FORM:
BOWIE, ARNISON, WILES & GIANNONE
Legal Counsel - IRWD

By: _____

EXHIBIT "B"

**CERTIFICATE OF REGISTRAR OF VOTERS TO RESULT
OF THE CANVASS OF THE GENERAL ELECTION RETURNS**

STATE OF CALIFORNIA)
)ss.
COUNTY OF ORANGE)

I, Neal Kelley, Registrar of Voters of Orange County, do hereby certify the following to be a full, true and correct Statement of the Vote of the election listed below, consolidated with the General Election held on November 8, 2016.

IRVINE RANCH WATER DISTRICT

| | |
|---------------------|--------|
| JOHN B. WITHERS | 70,583 |
| MARY AILEEN MATHEIS | 63,955 |
| MARGARET BROWN | 29,931 |
| MIKE DALATI | 21,099 |

| | |
|----------------------------|---------|
| EARLY VOTING BALLOTS CAST: | 6,593 |
| PRECINCT BALLOTS CAST: | 61,543 |
| VOTE-BY-MAIL BALLOTS CAST: | 88,818 |
| TOTAL BALLOTS CAST: | 156,954 |

I hereby certify that the number of votes cast for each candidate is as set forth above and appears in the Certified Statement of the Vote.

WITNESS my hand and Official Seal this 6th day of December, 2016.



A handwritten signature in black ink, appearing to read "Neal Kelley".

NEAL KELLEY
Registrar of Voters
Orange County

Certificate of Election

State of California, County of Orange

This is to certify that **John B. Withers** was elected to the office of **Director, Irvine Ranch Water District**, at the election held **November 8, 2016**.

The official returns of said election and statement of votes cast are on file in the office of the Board of Supervisors, County of Orange.



Witness my hand and official seal this

6th day of **December, 2016**

Neal Kelley
Registrar of Voters

Certificate of Election

State of California, County of Orange

*This is to certify that **Mary Aileen Matheis** was elected to the office of **Director, Irvine Ranch Water District**, at the election held **November 8, 2016**. The official returns of said election and statement of votes cast are on file in the office of the Board of Supervisors, County of Orange.*



Witness my hand and official seal this
6th day of **December, 2016**

A handwritten signature in black ink, appearing to read "Neal Kelley".

Neal Kelley
Registrar of Voters

CERTIFIED STATEMENT OF THE VOTES CAST

at the

PRESIDENTIAL GENERAL ELECTION

November 8, 2016

in the

County of Orange, State of California

FILED _____, 2016

ALEX PADILLA, SECRETARY OF STATE

BY _____ DEPUTY


State of California)
) ss
County of Orange)

I, Neal Kelley, Registrar of Voters of Orange County, do hereby certify that the within is a true and correct statement of the votes cast in this county at the Presidential General Election, as determined by the canvass of the returns of said election.

I further certify the results of the 1 percent manual tally contained no discrepancies between the machine count and the manual tally.

WITNESS my hand and Official Seal

THIS 6TH DAY OF December, 2016

, REGISTRAR OF VOTERS



Orange County Statement of Votes

| IRVINE RANCH WATER DISTRICT Director | | | | | | | | | |
|--------------------------------------|---------------------------|--------------|---------|--------------------------------------|-----------------|----------------|---------------------|-------------|---|
| Precinct | Party Member Registration | Ballots Cast | Turnout | IRVINE RANCH WATER DISTRICT Director | JOHN B. WITHERS | MARGARET BROWN | MARY AILEEN MATHEIS | MIKE DALATI | |
| 25381 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 43125 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 43901 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 44901 | 1 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 51066 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 51069 | 491 | 418 | 85.13% | | 187 | 70 | 178 | 53 | |
| 51213 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 51215 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 51902 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 52007 | 1131 | 948 | 83.82% | | 419 | 163 | 401 | 123 | |
| 52023 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 52027 | 66 | 54 | 81.82% | | 18 | 10 | 19 | 8 | |
| 52031 | 904 | 706 | 78.10% | | 278 | 126 | 249 | 107 | |
| 52033 | 844 | 690 | 81.75% | | 288 | 112 | 299 | 88 | |
| 52049 | 54 | 43 | 79.63% | | 21 | 3 | 19 | 5 | |
| 52056 | 649 | 545 | 83.98% | | 262 | 93 | 246 | 54 | |
| 52186 | 843 | 704 | 83.51% | | 329 | 143 | 322 | 94 | |
| 52903 | 1 | 1 | 100.00% | | 1 | 0 | 1 | 0 | |
| 53140 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 53145 | 587 | 489 | 83.30% | | 149 | 81 | 152 | 70 | |
| 53146 | 1007 | 828 | 82.03% | | 335 | 129 | 319 | 103 | |
| 53147 | 692 | 602 | 86.99% | | 237 | 81 | 224 | 66 | |
| 53601 | 940 | 769 | 81.81% | | 307 | 140 | 289 | 123 | |
| 53602 | 325 | 281 | 86.46% | | 122 | 42 | 113 | 36 | |
| 53603 | 613 | 542 | 88.42% | | 238 | 81 | 219 | 64 | |
| 53604 | 369 | 339 | 91.87% | | 151 | 44 | 130 | 36 | |
| 53620 | 727 | 627 | 86.24% | | 262 | 65 | 218 | 78 | |
| 53621 | 1169 | 969 | 82.89% | | 385 | 161 | 353 | 128 | |
| 53623 | 2070 | 1692 | 81.74% | | 633 | 256 | 543 | 217 | |
| 53624 | 2404 | 1870 | 77.79% | | 645 | 271 | 577 | 259 | |
| 53626 | 292 | 242 | 82.88% | | 74 | 37 | 89 | 31 | |
| 53901 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 53905 | 163 | 133 | 81.60% | | 58 | 18 | 49 | 21 | |
| 53906 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 53910 | 7 | 9 | 128.57% | | 5 | 1 | 3 | 0 | |
| 53912 | 2 | 1 | 50.00% | | 0 | 0 | 0 | 0 | 0 |
| 56065 | 1388 | 1136 | 81.84% | | 459 | 228 | 425 | 177 | |
| 56069 | 1399 | 1163 | 83.13% | | 507 | 238 | 450 | 171 | |
| 56070 | 1060 | 843 | 79.53% | | 365 | 189 | 313 | 134 | |
| 56072 | 770 | 672 | 87.27% | | 299 | 150 | 284 | 99 | |
| 56073 | 1949 | 1512 | 77.58% | | 615 | 346 | 590 | 257 | |
| 56079 | 1357 | 1163 | 85.70% | | 562 | 200 | 509 | 136 | |
| 56090 | 1594 | 1329 | 83.38% | | 667 | 235 | 619 | 153 | |
| 56095 | 727 | 618 | 85.01% | | 295 | 137 | 293 | 90 | |
| 56098 | 1040 | 905 | 87.02% | | 444 | 157 | 410 | 95 | |
| 56101 | 1509 | 1282 | 84.96% | | 575 | 281 | 558 | 172 | |
| 56105 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 | 0 |
| 56109 | 1313 | 1128 | 85.91% | | 520 | 250 | 449 | 137 | |
| 56110 | 619 | 528 | 85.30% | | 270 | 98 | 250 | 70 | |
| 56277 | 1249 | 1006 | 80.54% | | 406 | 234 | 387 | 142 | |

Orange County Statement of Votes

| Precinct | Party Member Registration | Ballots Cast | Turnout | IRVINE RANCH WATER DISTRICT Director | JOHN B. WITHERS | MARGARET BROWN | MARY AILEEN MATHEIS | MIKE DALATI |
|----------|---------------------------|--------------|---------|--------------------------------------|-----------------|----------------|---------------------|-------------|
| 56278 | 819 | 748 | 91.09% | | 318 | 149 | 262 | 115 |
| 56293 | 1217 | 1041 | 85.54% | | 484 | 225 | 420 | 158 |
| 56301 | 668 | 527 | 78.89% | | 225 | 127 | 217 | 88 |
| 56308 | 786 | 661 | 84.10% | | 289 | 157 | 278 | 97 |
| 56315 | 1657 | 1380 | 82.08% | | 617 | 277 | 592 | 195 |
| 56383 | 664 | 582 | 87.65% | | 278 | 127 | 267 | 75 |
| 56601 | 1985 | 1656 | 83.43% | | 740 | 300 | 721 | 208 |
| 56602 | 2331 | 1884 | 80.82% | | 824 | 398 | 807 | 252 |
| 56603 | 1942 | 1622 | 83.52% | | 742 | 324 | 653 | 221 |
| 56604 | 2274 | 1818 | 79.95% | | 776 | 328 | 743 | 248 |
| 56605 | 2063 | 1792 | 86.86% | | 793 | 371 | 752 | 247 |
| 56606 | 809 | 706 | 87.27% | | 331 | 119 | 288 | 102 |
| 56608 | 1763 | 1415 | 80.26% | | 701 | 297 | 657 | 214 |
| 59001 | 4 | 1 | 25.00% | | 0 | 0 | 0 | 0 |
| 59002 | 932 | 727 | 78.00% | | 312 | 145 | 248 | 107 |
| 59003 | 1443 | 1220 | 84.55% | | 654 | 214 | 590 | 126 |
| 59005 | 778 | 585 | 75.19% | | 298 | 123 | 255 | 90 |
| 59006 | 613 | 487 | 79.45% | | 211 | 123 | 195 | 75 |
| 59007 | 2065 | 1608 | 77.87% | | 681 | 274 | 658 | 220 |
| 59009 | 1992 | 1491 | 74.85% | | 674 | 261 | 620 | 198 |
| 59011 | 1240 | 1050 | 84.68% | | 542 | 184 | 489 | 128 |
| 59014 | 643 | 528 | 82.12% | | 257 | 100 | 237 | 50 |
| 59015 | 936 | 780 | 83.33% | | 368 | 131 | 346 | 99 |
| 59016 | 1405 | 1159 | 82.49% | | 530 | 225 | 489 | 168 |
| 59018 | 1459 | 1275 | 87.39% | | 665 | 224 | 591 | 141 |
| 59019 | 1638 | 1069 | 65.26% | | 354 | 196 | 371 | 170 |
| 59020 | 941 | 773 | 82.15% | | 401 | 138 | 354 | 108 |
| 59021 | 1221 | 989 | 81.00% | | 444 | 200 | 395 | 141 |
| 59022 | 769 | 669 | 87.00% | | 335 | 134 | 309 | 82 |
| 59026 | 1896 | 1531 | 80.75% | | 809 | 282 | 691 | 198 |
| 59027 | 1691 | 1380 | 81.61% | | 634 | 250 | 561 | 152 |
| 59030 | 785 | 669 | 85.22% | | 338 | 136 | 276 | 69 |
| 59032 | 862 | 759 | 88.05% | | 383 | 155 | 339 | 88 |
| 59033 | 1814 | 1478 | 81.48% | | 785 | 263 | 651 | 194 |
| 59034 | 1097 | 919 | 83.77% | | 509 | 164 | 451 | 92 |
| 59036 | 1839 | 1578 | 85.81% | | 823 | 280 | 718 | 180 |
| 59037 | 1280 | 1103 | 86.17% | | 522 | 203 | 436 | 170 |
| 59038 | 702 | 593 | 84.47% | | 306 | 99 | 262 | 62 |
| 59039 | 943 | 742 | 78.69% | | 336 | 153 | 317 | 108 |
| 59041 | 861 | 735 | 85.37% | | 372 | 145 | 318 | 93 |
| 59042 | 791 | 622 | 78.63% | | 272 | 127 | 262 | 82 |
| 59043 | 1251 | 1119 | 89.45% | | 657 | 197 | 558 | 116 |
| 59044 | 1604 | 1341 | 83.60% | | 705 | 195 | 680 | 118 |
| 59045 | 907 | 761 | 83.90% | | 398 | 123 | 343 | 75 |
| 59047 | 872 | 764 | 87.61% | | 363 | 131 | 348 | 70 |
| 59048 | 771 | 634 | 82.23% | | 285 | 125 | 253 | 82 |
| 59054 | 990 | 812 | 82.02% | | 363 | 158 | 328 | 117 |
| 59055 | 892 | 772 | 86.55% | | 362 | 149 | 335 | 84 |
| 59058 | 2104 | 1881 | 89.40% | | 794 | 373 | 765 | 188 |
| 59061 | 1132 | 936 | 82.69% | | 509 | 163 | 481 | 117 |
| 59062 | 1119 | 810 | 72.39% | | 318 | 172 | 284 | 165 |

Orange County Statement of Votes

| Precinct | Party Member Registration | Ballots Cast | Turnout | IRVINE RANCH WATER DISTRICT Director | JOHN B. WITHERS | MARGARET BROWN | MARY AILEEN MATHEIS | MIKE DALATI |
|----------|---------------------------|--------------|---------|---|-----------------|----------------|---------------------|-------------|
| 59063 | 882 | 762 | 86.39% | | 391 | 121 | 354 | 78 |
| 59084 | 710 | 610 | 85.92% | | 350 | 111 | 320 | 68 |
| 59085 | 793 | 644 | 81.21% | | 295 | 109 | 275 | 81 |
| 59071 | 1002 | 802 | 80.04% | | 335 | 189 | 292 | 144 |
| 59072 | 1776 | 1417 | 79.79% | | 650 | 288 | 602 | 177 |
| 59074 | 739 | 519 | 70.23% | | 197 | 102 | 215 | 63 |
| 59075 | 1793 | 1370 | 76.41% | | 679 | 249 | 629 | 184 |
| 59079 | 883 | 777 | 88.00% | | 399 | 151 | 348 | 80 |
| 69081 | 726 | 557 | 76.72% | | 278 | 121 | 250 | 89 |
| 59082 | 1007 | 842 | 83.61% | | 400 | 137 | 358 | 85 |
| 59084 | 0 | 1 | 0.00% | | 1 | 0 | 0 | 0 |
| 59088 | 1842 | 1458 | 79.15% | | 705 | 280 | 619 | 184 |
| 59089 | 1130 | 900 | 79.65% | | 433 | 152 | 397 | 94 |
| 59090 | 1890 | 1457 | 77.09% | | 690 | 315 | 585 | 198 |
| 59092 | 1648 | 1350 | 81.92% | | 608 | 271 | 541 | 180 |
| 59097 | 951 | 749 | 78.76% | | 395 | 141 | 347 | 87 |
| 59098 | 1314 | 1136 | 86.45% | | 464 | 227 | 380 | 180 |
| 59099 | 1463 | 1091 | 74.57% | | 432 | 207 | 357 | 169 |
| 59100 | 1680 | 1314 | 78.21% | | 561 | 260 | 502 | 162 |
| 59101 | 916 | 706 | 77.07% | | 282 | 137 | 281 | 119 |
| 59103 | 901 | 589 | 65.37% | | 248 | 150 | 219 | 98 |
| 59105 | 989 | 806 | 81.50% | | 399 | 166 | 388 | 94 |
| 59106 | 1371 | 1193 | 87.02% | | 594 | 214 | 569 | 121 |
| 59108 | 219 | 160 | 73.06% | | 53 | 21 | 56 | 30 |
| 59111 | 1162 | 964 | 82.96% | | 436 | 186 | 400 | 100 |
| 59113 | 1880 | 1143 | 60.80% | | 362 | 246 | 379 | 181 |
| 59118 | 1572 | 1328 | 84.48% | | 690 | 265 | 590 | 191 |
| 59124 | 1753 | 1429 | 81.52% | | 750 | 258 | 641 | 166 |
| 59125 | 885 | 748 | 84.52% | | 375 | 178 | 319 | 113 |
| 59127 | 1197 | 956 | 79.87% | | 468 | 194 | 445 | 127 |
| 59129 | 1632 | 1323 | 81.07% | | 544 | 284 | 462 | 187 |
| 59131 | 1997 | 1538 | 77.02% | | 545 | 315 | 432 | 264 |
| 59132 | 1441 | 1158 | 80.36% | | 524 | 204 | 475 | 147 |
| 59133 | 1190 | 899 | 75.55% | | 271 | 213 | 278 | 106 |
| 59134 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| 59138 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| 59141 | 1674 | 1397 | 83.45% | | 685 | 244 | 595 | 195 |
| 59143 | 789 | 592 | 75.03% | | 244 | 134 | 223 | 87 |
| 59144 | 1573 | 1366 | 86.84% | | 618 | 258 | 538 | 188 |
| 59146 | 1969 | 1532 | 77.81% | | 664 | 319 | 604 | 183 |
| 59147 | 788 | 633 | 80.33% | | 283 | 109 | 266 | 73 |
| 59148 | 638 | 517 | 81.03% | | 202 | 120 | 183 | 87 |
| 59149 | 2618 | 2069 | 79.03% | | 870 | 420 | 728 | 280 |
| 59150 | 2 | 1 | 50.00% | | 0 | 0 | 0 | 0 |
| 59152 | 1349 | 1048 | 77.69% | | 486 | 183 | 422 | 147 |
| 59153 | 1033 | 779 | 75.41% | | 316 | 144 | 286 | 121 |
| 59154 | 1331 | 1062 | 79.79% | | 506 | 186 | 431 | 128 |
| 59158 | 880 | 589 | 66.93% | | 216 | 103 | 221 | 89 |
| 59161 | 706 | 566 | 80.17% | | 156 | 127 | 171 | 63 |
| 59182 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| 59163 | 295 | 246 | 83.39% | | 108 | 38 | 113 | 18 |

Orange County Statement of Votes

| Precinct | Party Member Registration | Ballots Cast | Turnout | IRVINE RANCH WATER DISTRICT Director | JOHN B. WITHERS | MARGARET BROWN | MARY AILEEN MATHEIS | MIKE DALATI |
|----------|---------------------------|--------------|---------|---|-----------------|----------------|---------------------|-------------|
| 59164 | 895 | 678 | 75.75% | | 278 | 129 | 235 | 102 |
| 59165 | 0 | 1 | 0.00% | | 0 | 0 | 0 | 0 |
| 59166 | 828 | 550 | 66.43% | | 215 | 132 | 200 | 89 |
| 59168 | 2289 | 1835 | 80.17% | | 797 | 385 | 676 | 288 |
| 59170 | 92 | 69 | 75.00% | | 24 | 20 | 24 | 15 |
| 59171 | 13 | 11 | 84.62% | | 2 | 1 | 3 | 0 |
| 59172 | 1821 | 1381 | 75.84% | | 565 | 239 | 465 | 179 |
| 59601 | 1071 | 862 | 80.49% | | 356 | 172 | 315 | 124 |
| 59602 | 3570 | 2845 | 79.69% | | 1267 | 568 | 1070 | 401 |
| 59603 | 2513 | 1925 | 76.60% | | 833 | 362 | 698 | 270 |
| 59701 | 2281 | 1623 | 71.15% | | 676 | 304 | 628 | 216 |
| 59702 | 2561 | 2122 | 82.86% | | 924 | 344 | 823 | 254 |
| 63605 | 1005 | 892 | 88.76% | | 407 | 168 | 354 | 130 |
| 63607 | 1847 | 1601 | 86.68% | | 751 | 298 | 685 | 189 |
| 63901 | 129 | 105 | 81.40% | | 56 | 13 | 53 | 12 |
| 63902 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| 63903 | 49 | 43 | 87.76% | | 22 | 6 | 20 | 8 |
| 63904 | 89 | 78 | 87.64% | | 36 | 12 | 34 | 11 |
| 63905 | 41 | 33 | 80.49% | | 12 | 9 | 12 | 7 |
| 63906 | 2 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| 63907 | 3 | 2 | 66.67% | | 0 | 0 | 0 | 1 |
| 65081 | 835 | 717 | 85.87% | | 361 | 137 | 278 | 111 |
| 65902 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| 65903 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| 65904 | 1 | 1 | 100.00% | | 1 | 0 | 0 | 0 |
| 68902 | 6 | 6 | 100.00% | | 3 | 1 | 3 | 1 |
| 70601 | 790 | 703 | 88.99% | | 310 | 147 | 301 | 97 |
| 70602 | 353 | 294 | 83.29% | | 131 | 57 | 111 | 48 |
| 70902 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| 70904 | 20 | 16 | 80.00% | | 5 | 2 | 8 | 2 |
| 71237 | 2 | 1 | 50.00% | | 1 | 0 | 1 | 0 |
| 71238 | 718 | 624 | 86.91% | | 314 | 110 | 294 | 100 |
| 71245 | 895 | 736 | 82.23% | | 301 | 171 | 283 | 115 |
| 71246 | 906 | 764 | 84.33% | | 328 | 170 | 344 | 123 |
| 71253 | 14 | 10 | 71.43% | | 5 | 4 | 5 | 0 |
| 71256 | 1125 | 953 | 84.71% | | 444 | 155 | 382 | 105 |
| 71258 | 1698 | 1343 | 79.09% | | 580 | 271 | 580 | 208 |
| 71259 | 932 | 793 | 85.09% | | 401 | 132 | 356 | 116 |
| 71262 | 1126 | 934 | 82.95% | | 412 | 171 | 383 | 130 |
| 71263 | 1069 | 872 | 81.57% | | 393 | 141 | 348 | 149 |
| 71264 | 917 | 769 | 83.86% | | 309 | 155 | 303 | 115 |
| 71266 | 1198 | 1023 | 85.54% | | 481 | 180 | 427 | 116 |
| 71269 | 1217 | 1028 | 84.47% | | 438 | 204 | 427 | 148 |
| 71270 | 1159 | 865 | 74.63% | | 341 | 220 | 312 | 178 |
| 71368 | 1411 | 1177 | 83.42% | | 526 | 222 | 448 | 206 |
| 71370 | 826 | 717 | 86.80% | | 297 | 143 | 287 | 126 |
| 71378 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| 71603 | 2164 | 1730 | 79.94% | | 662 | 329 | 628 | 263 |
| 71901 | 244 | 184 | 75.41% | | 65 | 38 | 79 | 24 |
| 71902 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| 72085 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |

Orange County Statement of Votes

| Preinct | Party Member Registration | Ballots Cast | Turnout | IRVINE RANCH WATER DISTRICT Director | JOHN B. WITHERS | MARGARET BROWN | MARY AILEEN MATHEIS | MIKE DALATI |
|----------------|---------------------------|---------------|---------------|--------------------------------------|-----------------|----------------|---------------------|--------------|
| 72087 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| 72098 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| 72110 | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Totals: | 193287 | 156954 | 81.20% | | 70583 | 29931 | 63955 | 21099 |

Early Voting Totals

Orange County Statement of Votes

| District | Party Member Registration | Ballots Cast | Turnout | IRVINE RANCH WATER DISTRICT Director | JOHN B. WITHERS | MARGARET BROWN | MARY AILEEN MATHEIS | MIKE DALATI |
|--|---------------------------|--------------|---------|--------------------------------------|-----------------|----------------|---------------------|-------------|
| IRVINE RANCH WATER DISTRICT Director | | | | | | | | |
| 1st Supervisorial District | 6 | 1 | 16.87% | | 1 | 0 | 1 | 0 |
| 2nd Supervisorial District | 16350 | 367 | 2.24% | | 143 | 71 | 130 | 67 |
| 34th Senate District | 6 | 1 | 16.87% | | 1 | 0 | 1 | 0 |
| 36th Senate District | 790 | 12 | 1.52% | | 6 | 3 | 7 | 2 |
| 37th Senate District | 192491 | 6580 | 3.42% | | 2815 | 1463 | 2632 | 1073 |
| 3rd Supervisorial District | 133536 | 5288 | 3.96% | | 2285 | 1186 | 2132 | 846 |
| 45th Congressional District | 176930 | 6225 | 3.52% | | 2678 | 1395 | 2509 | 1008 |
| 46th Congressional District | 6 | 1 | 16.87% | | 1 | 0 | 1 | 0 |
| 48th Congressional District | 16351 | 367 | 2.24% | | 143 | 71 | 130 | 67 |
| 5th Supervisorial District | 43395 | 937 | 2.16% | | 393 | 209 | 377 | 162 |
| 68th Assembly District | 101429 | 2791 | 2.75% | | 1212 | 626 | 1136 | 461 |
| 69th Assembly District | 6 | 1 | 16.67% | | 1 | 0 | 1 | 0 |
| 73rd Assembly District | 790 | 12 | 1.52% | | 6 | 3 | 7 | 2 |
| 74th Assembly District | 91062 | 3789 | 4.16% | | 1603 | 837 | 1496 | 612 |
| Bay View | 491 | 21 | 4.28% | | 9 | 5 | 8 | 3 |
| Bayview Annexation LAFCO Petition | 491 | 21 | 4.28% | | 9 | 5 | 8 | 3 |
| Coast Community College District | 10260 | 256 | 2.50% | | 100 | 52 | 95 | 41 |
| Coast Community College District Trustee Area | 10260 | 256 | 2.50% | | 100 | 52 | 95 | 41 |
| Costa Mesa | 4492 | 133 | 2.96% | | 65 | 28 | 55 | 21 |
| Costa Mesa Sanitary District | 6861 | 197 | 2.87% | | 87 | 39 | 80 | 33 |
| County Board of Education Trustee Area 1 | 17625 | 434 | 2.46% | | 156 | 90 | 164 | 81 |
| County Board of Education Trustee Area 2 | 6807 | 197 | 2.89% | | 87 | 39 | 80 | 33 |
| County Board of Education Trustee Area 3 | 145710 | 5584 | 3.83% | | 2429 | 1256 | 2245 | 890 |
| County Board of Education Trustee Area 5 | 25023 | 421 | 1.68% | | 163 | 89 | 168 | 80 |
| East Orange | 836 | 9 | 1.08% | | 3 | 4 | 3 | 3 |
| East Orange County Water District | 1143 | 19 | 1.66% | | 9 | 4 | 9 | 6 |
| East Tustin | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Emerald Bay | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Irvine | 119195 | 5086 | 4.27% | | 2220 | 1141 | 2055 | 798 |
| Irvine Ranch Water District | 193287 | 6593 | 3.41% | | 2822 | 1466 | 2640 | 1075 |
| Irvine Unified School District | 107165 | 4619 | 4.31% | | 2030 | 1036 | 1884 | 712 |
| Irvine Unified School District Facilities Improv | 79266 | 3548 | 4.48% | | 1581 | 815 | 1450 | 543 |
| Laguna Beach | 1 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Laguna Beach Unified School District | 728 | 10 | 1.37% | | 4 | 0 | 2 | 2 |
| Laguna Woods | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Lake Forest | 34952 | 624 | 1.79% | | 265 | 142 | 262 | 113 |
| Mesa Water/Costa Mesa Sanitation Advisory | 6861 | 197 | 2.87% | | 87 | 39 | 80 | 33 |
| Municipal Water District Of Orange County | 193281 | 6592 | 3.41% | | 2821 | 1466 | 2639 | 1075 |
| Municipal Water District of Orange County Div | 4000 | 66 | 1.65% | | 30 | 17 | 21 | 13 |
| Municipal Water District of Orange County Div | 122917 | 4704 | 3.83% | | 2029 | 1051 | 1890 | 749 |
| Municipal Water District of Orange County Div | 66363 | 1822 | 2.75% | | 762 | 398 | 728 | 313 |
| Municipal Water District of Orange County Div | 1 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Newport Beach | 11367 | 213 | 1.87% | | 69 | 40 | 67 | 43 |
| Newport Beach Ward Division 3 | 2546 | 59 | 2.32% | | 16 | 10 | 20 | 15 |
| Newport Beach Ward Division 4 | 2404 | 60 | 2.50% | | 25 | 10 | 20 | 15 |
| Newport Beach Ward Division 5 | 2 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Newport Beach Ward Division 6 | 1169 | 19 | 1.63% | | 5 | 7 | 7 | 2 |
| Newport Beach Ward Division 7 | 5246 | 75 | 1.43% | | 23 | 13 | 20 | 11 |
| Newport Coast Annexation (Helen) | 6415 | 94 | 1.47% | | 28 | 20 | 27 | 13 |
| Newport-Mesa Unified School District | 15615 | 357 | 2.29% | | 139 | 71 | 128 | 65 |

| District | Party Member Registration | Ballots Cast | Turnout | IRVINE RANCH WATER DISTRICT Director | JOHN B. WITHERS | MARGARET BROWN | MARY AILEEN MATHEIS | MIKE DALATI |
|---|---------------------------|--------------|--------------|--------------------------------------|-----------------|----------------|---------------------|-------------|
| Newport-Mesa Unified School District Trustee A | 66 | 2 | 3.03% | | 1 | 0 | 1 | 0 |
| Newport-Mesa Unified School District Trustee A | 7163 | 205 | 2.86% | | 86 | 40 | 80 | 37 |
| Newport-Mesa Unified School District Trustee A | 8755 | 160 | 1.83% | | 52 | 32 | 48 | 32 |
| Orange | 3165 | 57 | 1.80% | | 27 | 13 | 18 | 10 |
| Orange County | 193287 | 6593 | 3.41% | | 2822 | 1466 | 2640 | 1075 |
| Orange County Water District | 140144 | 5321 | 3.80% | | 2306 | 1168 | 2147 | 848 |
| Orange County Water District Division 2 | 2174 | 38 | 1.75% | | 17 | 7 | 13 | 8 |
| Orange County Water District Division 5 | 99196 | 3975 | 4.01% | | 1765 | 877 | 1644 | 600 |
| Orange County Water District Division 7 | 38781 | 1308 | 3.37% | | 524 | 282 | 490 | 240 |
| Orange Unified School District | 5178 | 83 | 1.60% | | 38 | 22 | 29 | 16 |
| Orange Unified School District Trustee Area 4 | 94 | 2 | 2.13% | | 1 | 0 | 1 | 1 |
| Orange Unified School District Trustee Area 5 | 5084 | 81 | 1.59% | | 37 | 22 | 28 | 15 |
| Rancho Santiago Community College District | 8296 | 241 | 2.91% | | 97 | 56 | 82 | 50 |
| Rancho Santiago Community College District T | 3118 | 158 | 5.07% | | 59 | 34 | 53 | 34 |
| Rancho Santiago Community College District T | 5084 | 81 | 1.59% | | 37 | 22 | 28 | 15 |
| Rancho Santiago Community College District T | 94 | 2 | 2.13% | | 1 | 0 | 1 | 1 |
| Saddleback Valley Unified School District | 34954 | 624 | 1.79% | | 265 | 142 | 262 | 113 |
| Santa Ana | 6 | 1 | 16.67% | | 1 | 0 | 1 | 0 |
| Santa Ana College Imp Dist No. 1 of RSCCD | 3118 | 158 | 5.07% | | 59 | 34 | 53 | 34 |
| Santa Ana Unified School District | 3118 | 158 | 5.07% | | 59 | 34 | 53 | 34 |
| Santa Ana Ward Division 1 | 6 | 1 | 16.67% | | 1 | 0 | 1 | 0 |
| School Facilities Improv. Dist. No. 2008-1 | 7670 | 201 | 2.62% | | 61 | 48 | 78 | 37 |
| School Facilities Improv. Dist. No. 2012-1 | 25634 | 704 | 2.75% | | 274 | 149 | 288 | 125 |
| Silverado | 1164 | 16 | 1.37% | | 8 | 5 | 8 | 3 |
| Silverado Transfer of Territory | 1143 | 16 | 1.40% | | 8 | 5 | 8 | 3 |
| Silverado-Modjeska Recreation and Park District | 1163 | 16 | 1.38% | | 8 | 5 | 8 | 3 |
| South Orange County Community College District | 174731 | 6096 | 3.49% | | 2625 | 1358 | 2463 | 984 |
| South Orange County Community College District | 68505 | 3135 | 4.58% | | 1348 | 715 | 1276 | 501 |
| South Orange County Community College District | 23027 | 649 | 2.82% | | 258 | 141 | 261 | 115 |
| South Orange County Community College District | 6083 | 111 | 1.82% | | 43 | 19 | 35 | 28 |
| South Orange County Community College District | 73765 | 2081 | 2.82% | | 916 | 464 | 847 | 325 |
| State Board of Equalization (4th District) | 193287 | 6593 | 3.41% | | 2822 | 1466 | 2640 | 1075 |
| Tustin | 17619 | 433 | 2.46% | | 155 | 90 | 163 | 81 |
| Tustin Unified School District | 26529 | 742 | 2.80% | | 287 | 161 | 302 | 133 |
| UCI Campus precincts | 8398 | 307 | 3.66% | | 104 | 74 | 111 | 44 |
| Unincorporated Area | 2490 | 46 | 1.85% | | 20 | 14 | 19 | 9 |
| Totals: | 193287 | 6593 | 3.41% | | 2822 | 1466 | 2640 | 1075 |

Vote-by-Mail Totals

Orange County Statement of Votes

| District | Party Member Registration | Ballots Cast | Turnout | IRVINE RANCH WATER DISTRICT Director | JOHN B. WITHERS | MARGARET BROWN | MARY AILEEN MATHEIS | MIKE DALATI |
|--|---------------------------|--------------|---------|--------------------------------------|-----------------|----------------|---------------------|-------------|
| IRVINE RANCH WATER DISTRICT Director | | | | | | | | |
| 1st Supervisorial District | 6 | 4 | 66.67% | | 2 | 1 | 2 | 1 |
| 2nd Supervisorial District | 16350 | 7668 | 46.90% | | 3220 | 1182 | 3083 | 881 |
| 34th Senate District | 6 | 4 | 66.67% | | 2 | 1 | 2 | 1 |
| 36th Senate District | 790 | 326 | 41.27% | | 149 | 67 | 154 | 48 |
| 37th Senate District | 192491 | 88488 | 45.97% | | 41448 | 16674 | 38749 | 10250 |
| 3rd Supervisorial District | 133536 | 61161 | 45.80% | | 28963 | 11655 | 26949 | 7082 |
| 45th Congressional District | 176930 | 81146 | 45.86% | | 38377 | 15559 | 35820 | 9417 |
| 46th Congressional District | 6 | 4 | 66.67% | | 2 | 1 | 2 | 1 |
| 48th Congressional District | 16351 | 7668 | 46.90% | | 3220 | 1182 | 3083 | 881 |
| 5th Supervisorial District | 43395 | 19985 | 46.05% | | 9414 | 3904 | 8871 | 2335 |
| 68th Assembly District | 101429 | 47040 | 46.38% | | 22294 | 9081 | 20856 | 5626 |
| 69th Assembly District | 6 | 4 | 66.67% | | 2 | 1 | 2 | 1 |
| 73rd Assembly District | 790 | 326 | 41.27% | | 149 | 67 | 154 | 48 |
| 74th Assembly District | 91062 | 41448 | 45.52% | | 19154 | 7593 | 17893 | 4624 |
| Bay View | 491 | 206 | 41.96% | | 91 | 32 | 89 | 22 |
| Bayview Annexation LAFCO Petition | 491 | 206 | 41.96% | | 91 | 32 | 89 | 22 |
| Coast Community College District | 10260 | 4794 | 46.73% | | 2149 | 762 | 2067 | 559 |
| Coast Community College District Trustee Area | 10260 | 4794 | 46.73% | | 2149 | 762 | 2067 | 559 |
| Costa Mesa | 4492 | 1915 | 42.63% | | 892 | 336 | 870 | 222 |
| Costa Mesa Sanitary District | 6861 | 2955 | 43.07% | | 1362 | 505 | 1308 | 344 |
| County Board of Education Trustee Area 1 | 17625 | 8082 | 45.86% | | 3664 | 1590 | 3568 | 1069 |
| County Board of Education Trustee Area 2 | 6807 | 2912 | 42.78% | | 1341 | 502 | 1289 | 339 |
| County Board of Education Trustee Area 3 | 145710 | 66729 | 45.80% | | 31538 | 12764 | 29232 | 7652 |
| County Board of Education Trustee Area 5 | 25023 | 11929 | 47.67% | | 5435 | 2023 | 5165 | 1339 |
| East Orange | 836 | 359 | 42.94% | | 178 | 63 | 147 | 48 |
| East Orange County Water District | 1143 | 593 | 51.86% | | 297 | 103 | 260 | 83 |
| East Tustin | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Emerald Bay | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Irvine | 119195 | 54641 | 45.84% | | 26070 | 10315 | 24043 | 6117 |
| Irvine Ranch Water District | 193287 | 88818 | 45.95% | | 41599 | 16742 | 38905 | 10299 |
| Irvine Unified School District | 107165 | 49215 | 45.92% | | 23613 | 9322 | 21743 | 5463 |
| Irvine Unified School District Facilities Improver | 79266 | 36303 | 45.80% | | 17692 | 6878 | 16495 | 3969 |
| Laguna Beach | 1 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Laguna Beach Unified School District | 728 | 359 | 49.31% | | 163 | 34 | 138 | 39 |
| Laguna Woods | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Lake Forest | 34952 | 15878 | 45.43% | | 7466 | 3189 | 7136 | 1898 |
| Mesa Water/Costa Mesa Sanitation Advisory | 6861 | 2955 | 43.07% | | 1362 | 505 | 1308 | 344 |
| Municipal Water District Of Orange County | 193281 | 88814 | 45.95% | | 41597 | 16741 | 38903 | 10298 |
| Municipal Water District of Orange County Div 2 | 4000 | 2074 | 51.85% | | 959 | 375 | 856 | 263 |
| Municipal Water District of Orange County Div 3 | 122917 | 56337 | 45.83% | | 26461 | 10451 | 24707 | 6284 |
| Municipal Water District of Orange County Div 4 | 66363 | 30403 | 45.81% | | 14177 | 5915 | 13340 | 3751 |
| Municipal Water District of Orange County Div 7 | 1 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Newport Beach | 11367 | 5547 | 48.80% | | 2237 | 814 | 2124 | 637 |
| Newport Beach Ward Division 3 | 2546 | 1216 | 47.78% | | 541 | 197 | 508 | 141 |
| Newport Beach Ward Division 4 | 2404 | 1025 | 42.64% | | 362 | 150 | 348 | 112 |
| Newport Beach Ward Division 5 | 2 | 1 | 50.00% | | 0 | 0 | 0 | 0 |
| Newport Beach Ward Division 6 | 1169 | 622 | 53.21% | | 245 | 88 | 242 | 84 |
| Newport Beach Ward Division 7 | 5246 | 2683 | 51.14% | | 1089 | 379 | 1026 | 300 |
| Newport Coast Annexation (Helen) | 6415 | 3305 | 51.52% | | 1334 | 467 | 1268 | 384 |
| Newport-Mesa Unified School District | 15615 | 7301 | 46.78% | | 3051 | 1147 | 2941 | 842 |


| District | Party Member Registration | Ballots Cast | Turnout | IRVINE RANCH WATER DISTRICT Director | JOHN B. WITHERS | MARGARET BROWN | MARY AILEEN MATHEIS | MIKE DALATI |
|--|---------------------------|--------------|---------------|--------------------------------------|-----------------|----------------|---------------------|--------------|
| Newport-Mesa Unified School District Trustee A | 66 | 50 | 75.76% | | 17 | 10 | 18 | 8 |
| Newport-Mesa Unified School District Trustee A | 7163 | 3128 | 43.67% | | 1458 | 528 | 1388 | 357 |
| Newport-Mesa Unified School District Trustee A | 8755 | 4347 | 49.65% | | 1690 | 642 | 1634 | 498 |
| Orange | 3165 | 1716 | 54.22% | | 782 | 312 | 709 | 215 |
| Orange County | 193287 | 88818 | 45.95% | | 41599 | 16742 | 38905 | 10299 |
| Orange County Water District | 140144 | 64417 | 45.96% | | 30378 | 12093 | 28313 | 7402 |
| Orange County Water District Division 2 | 2174 | 1185 | 53.59% | | 551 | 204 | 490 | 184 |
| Orange County Water District Division 5 | 99196 | 45771 | 46.14% | | 21640 | 8533 | 20053 | 5026 |
| Orange County Water District Division 7 | 38781 | 17488 | 45.09% | | 8192 | 3357 | 7773 | 2212 |
| Orange Unified School District | 5178 | 2559 | 49.42% | | 1184 | 470 | 1080 | 334 |
| Orange Unified School District Trustee Area 4 | 94 | 72 | 76.60% | | 35 | 12 | 33 | 11 |
| Orange Unified School District Trustee Area 5 | 5084 | 2487 | 48.92% | | 1149 | 458 | 1047 | 323 |
| Rancho Santiago Community College District | 8296 | 4022 | 48.48% | | 1824 | 727 | 1711 | 524 |
| Rancho Santiago Community College District T | 3118 | 1463 | 46.92% | | 640 | 257 | 631 | 190 |
| Rancho Santiago Community College District T | 5084 | 2487 | 48.92% | | 1149 | 458 | 1047 | 323 |
| Rancho Santiago Community College District T | 94 | 72 | 76.60% | | 35 | 12 | 33 | 11 |
| Saddleback Valley Unified School District | 34954 | 15878 | 45.43% | | 7466 | 3189 | 7136 | 1898 |
| Santa Ana | 6 | 4 | 66.67% | | 2 | 1 | 2 | 1 |
| Santa Ana College Imp Dist No. 1 of RSCCD | 3118 | 1463 | 46.92% | | 640 | 257 | 631 | 190 |
| Santa Ana Unified School District | 3118 | 1463 | 46.92% | | 640 | 257 | 631 | 190 |
| Santa Ana Ward Division 1 | 6 | 4 | 66.67% | | 2 | 1 | 2 | 1 |
| School Facilities Improv. Dist. No. 2008-1 | 7670 | 3528 | 46.00% | | 1538 | 729 | 1549 | 497 |
| School Facilities Improv. Dist. No. 2012-1 | 25634 | 11679 | 45.56% | | 5323 | 2250 | 5096 | 1487 |
| Silverado | 1164 | 475 | 40.81% | | 220 | 91 | 219 | 71 |
| Silverado Transfer of Territory | 1143 | 459 | 40.16% | | 215 | 89 | 211 | 69 |
| Silverado-Modjeska Recreation and Park Distri | 1163 | 474 | 40.76% | | 219 | 91 | 219 | 71 |
| South Orange County Community College Distr | 174731 | 80002 | 45.79% | | 37626 | 15253 | 35127 | 9216 |
| South Orange County Community College Distr | 68505 | 31291 | 45.68% | | 15026 | 5927 | 14023 | 3419 |
| South Orange County Community College Distr | 23027 | 10473 | 45.48% | | 4780 | 2033 | 4590 | 1362 |
| South Orange County Community College Distr | 6083 | 2866 | 47.11% | | 1065 | 419 | 1012 | 322 |
| South Orange County Community College Distr | 73765 | 33861 | 45.90% | | 16074 | 6557 | 14895 | 3925 |
| State Board of Equalization (4th District) | 193287 | 88818 | 45.95% | | 41599 | 16742 | 38905 | 10299 |
| Tustin | 17619 | 8078 | 45.85% | | 3662 | 1589 | 3566 | 1068 |
| Tustin Unified School District | 26529 | 12043 | 45.40% | | 5482 | 2323 | 5236 | 1533 |
| UCI Campus precincts | 8398 | 2952 | 35.15% | | 1089 | 625 | 1125 | 304 |
| Unincorporated Area | 2490 | 1039 | 41.73% | | 488 | 186 | 455 | 141 |
| Totals: | 193287 | 88818 | 45.95% | | 41599 | 16742 | 38905 | 10299 |

Grand Totals

Orange County Statement of Votes

| District | Party Member Registration | Ballots Cast | Turnout | IRVINE RANCH WATER DISTRICT Director | JOHN B. WITHERS | MARGARET BROWN | MARY AILEEN MATHEIS | MIKE DALATI |
|--|---------------------------|--------------|---------|--------------------------------------|-----------------|----------------|---------------------|-------------|
| IRVINE RANCH WATER DISTRICT Director | | | | | | | | |
| 1st Supervisorial District | 6 | 6 | 100.00% | | 3 | 1 | 3 | 1 |
| 2nd Supervisorial District | 16350 | 13500 | 82.57% | | 5404 | 2125 | 5012 | 1764 |
| 34th Senate District | 6 | 6 | 100.00% | | 3 | 1 | 3 | 1 |
| 36th Senate District | 790 | 703 | 88.99% | | 310 | 147 | 301 | 97 |
| 37th Senate District | 192491 | 156245 | 81.17% | | 70270 | 29783 | 63651 | 21001 |
| 3rd Supervisorial District | 133536 | 107546 | 80.54% | | 49026 | 20646 | 44116 | 14441 |
| 45th Congressional District | 176930 | 143448 | 81.08% | | 65176 | 27805 | 58940 | 19334 |
| 46th Congressional District | 6 | 6 | 100.00% | | 3 | 1 | 3 | 1 |
| 48th Congressional District | 16351 | 13500 | 82.56% | | 5404 | 2125 | 5012 | 1764 |
| 5th Supervisorial District | 43395 | 35902 | 82.73% | | 16150 | 7159 | 14824 | 4893 |
| 68th Assembly District | 101429 | 83181 | 82.01% | | 37944 | 16309 | 34267 | 11540 |
| 69th Assembly District | 6 | 6 | 100.00% | | 3 | 1 | 3 | 1 |
| 73rd Assembly District | 790 | 703 | 88.99% | | 310 | 147 | 301 | 97 |
| 74th Assembly District | 91062 | 73064 | 80.24% | | 32326 | 13474 | 29384 | 9481 |
| Bay View | 491 | 418 | 85.13% | | 187 | 70 | 178 | 53 |
| Bayview Annexation LAFCO Petition | 491 | 418 | 85.13% | | 187 | 70 | 178 | 53 |
| Coast Community College District | 10260 | 8569 | 83.52% | | 3635 | 1414 | 3429 | 1109 |
| Coast Community College District Trustee Area | 10260 | 8569 | 83.52% | | 3635 | 1414 | 3429 | 1109 |
| Costa Mesa | 4492 | 3691 | 82.17% | | 1616 | 650 | 1556 | 479 |
| Costa Mesa Sanitary District | 6881 | 5701 | 83.09% | | 2470 | 983 | 2355 | 755 |
| County Board of Education Trustee Area 1 | 17625 | 14529 | 82.43% | | 6321 | 2817 | 5888 | 2223 |
| County Board of Education Trustee Area 2 | 6807 | 5658 | 83.12% | | 2449 | 980 | 2336 | 750 |
| County Board of Education Trustee Area 3 | 145710 | 117514 | 80.65% | | 53451 | 22671 | 47985 | 15569 |
| County Board of Education Trustee Area 5 | 25023 | 20845 | 83.30% | | 9029 | 3726 | 8367 | 2780 |
| East Orange | 836 | 718 | 85.89% | | 362 | 137 | 278 | 111 |
| East Orange County Water District | 1143 | 976 | 85.39% | | 487 | 177 | 397 | 149 |
| East Tustin | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Emerald Bay | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Irvine | 119195 | 95345 | 79.99% | | 43664 | 18198 | 39027 | 12443 |
| Irvine Ranch Water District | 193287 | 156954 | 81.20% | | 70583 | 29931 | 63955 | 21099 |
| Irvine Unified School District | 107165 | 85897 | 80.15% | | 39536 | 16457 | 35313 | 11143 |
| Irvine Unified School District Facilities Improv | 79266 | 63666 | 80.32% | | 29819 | 12177 | 26987 | 8123 |
| Laguna Beach | 1 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Laguna Beach Unified School District | 728 | 627 | 86.13% | | 262 | 65 | 218 | 78 |
| Laguna Woods | 0 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Lake Forest | 34952 | 29095 | 83.24% | | 13102 | 5942 | 12192 | 4053 |
| Mesa Water/Costa Mesa Sanitation Advisory | 6881 | 5701 | 83.09% | | 2470 | 983 | 2355 | 755 |
| Municipal Water District Of Orange County | 193281 | 156948 | 81.20% | | 70580 | 29930 | 63952 | 21098 |
| Municipal Water District of Orange County Div | 4000 | 3471 | 86.78% | | 1645 | 643 | 1416 | 469 |
| Municipal Water District of Orange County Div | 122917 | 99239 | 80.74% | | 44618 | 18735 | 40518 | 13002 |
| Municipal Water District of Orange County Div | 66363 | 54238 | 81.73% | | 24317 | 10552 | 22018 | 7627 |
| Municipal Water District of Orange County Div | 1 | 0 | 0.00% | | 0 | 0 | 0 | 0 |
| Newport Beach | 11367 | 9391 | 82.62% | | 3601 | 1405 | 3278 | 1232 |
| Newport Beach Ward Division 3 | 2546 | 2182 | 85.70% | | 897 | 345 | 843 | 290 |
| Newport Beach Ward Division 4 | 2404 | 1870 | 77.79% | | 645 | 271 | 577 | 259 |
| Newport Beach Ward Division 5 | 2 | 1 | 50.00% | | 0 | 0 | 0 | 0 |
| Newport Beach Ward Division 6 | 1169 | 969 | 82.89% | | 385 | 161 | 353 | 128 |
| Newport Beach Ward Division 7 | 5246 | 4369 | 83.28% | | 1674 | 628 | 1505 | 555 |
| Newport Coast Annexation (Helen) | 6415 | 5338 | 83.21% | | 2059 | 789 | 1858 | 683 |
| Newport-Mesa Unified School District | 15615 | 12863 | 82.38% | | 5136 | 2059 | 4790 | 1686 |

| District | Party Member Registration | Ballots Cast | Turnout | IRVINE RANCH WATER DISTRICT Director | JOHN B. WITHERS | MARGARET BROWN | MARY AILEEN MATHEIS | MIKE DALATI |
|--|---------------------------|---------------|---------------|--------------------------------------|-----------------|----------------|---------------------|--------------|
| Newport-Mesa Unified School District Trustee A | 66 | 54 | 81.82% | | 18 | 10 | 19 | 8 |
| Newport-Mesa Unified School District Trustee A | 7163 | 5985 | 83.55% | | 2602 | 1017 | 2465 | 783 |
| Newport-Mesa Unified School District Trustee A | 8755 | 7163 | 81.82% | | 2667 | 1076 | 2436 | 931 |
| Orange | 3165 | 2754 | 87.01% | | 1284 | 506 | 1138 | 358 |
| Orange County | 193287 | 156954 | 81.20% | | 70583 | 29931 | 63955 | 21099 |
| Orange County Water District | 140144 | 113035 | 80.66% | | 51176 | 21399 | 46151 | 15090 |
| Orange County Water District Division 2 | 2174 | 1887 | 86.80% | | 900 | 347 | 759 | 282 |
| Orange County Water District Division 5 | 99196 | 79672 | 80.32% | | 36165 | 15030 | 32551 | 10238 |
| Orange County Water District Division 7 | 38781 | 31485 | 81.19% | | 14116 | 6023 | 12844 | 4570 |
| Orange Unified School District | 5178 | 4496 | 86.83% | | 2097 | 853 | 1841 | 616 |
| Orange Unified School District Trustee Area 4 | 94 | 80 | 85.11% | | 36 | 12 | 34 | 12 |
| Orange Unified School District Trustee Area 5 | 5084 | 4416 | 86.86% | | 2081 | 841 | 1807 | 604 |
| Rancho Santiago Community College District | 8296 | 6901 | 83.18% | | 3104 | 1273 | 2793 | 958 |
| Rancho Santiago Community College District T | 3118 | 2405 | 77.13% | | 1007 | 420 | 952 | 342 |
| Rancho Santiago Community College District T | 5084 | 4416 | 86.86% | | 2081 | 841 | 1807 | 604 |
| Rancho Santiago Community College District T | 94 | 80 | 85.11% | | 36 | 12 | 34 | 12 |
| Saddleback Valley Unified School District | 34954 | 29096 | 83.24% | | 13102 | 5942 | 12192 | 4053 |
| Santa Ana | 6 | 6 | 100.00% | | 3 | 1 | 3 | 1 |
| Santa Ana College Imp Dist No. 1 of RSCCD | 3118 | 2405 | 77.13% | | 1007 | 420 | 952 | 342 |
| Santa Ana Unified School District | 3118 | 2405 | 77.13% | | 1007 | 420 | 952 | 342 |
| Santa Ana Ward Division 1 | 6 | 6 | 100.00% | | 3 | 1 | 3 | 1 |
| School Facilities Improv. Dist. No. 2008-1 | 7670 | 6259 | 81.60% | | 2621 | 1253 | 2549 | 989 |
| School Facilities Improv. Dist. No. 2012-1 | 25634 | 20892 | 81.50% | | 9165 | 4006 | 8414 | 3079 |
| Silverado | 1164 | 1014 | 87.11% | | 447 | 206 | 420 | 147 |
| Silverado Transfer of Territory | 1143 | 997 | 87.23% | | 441 | 204 | 412 | 145 |
| Silverado-Modjeska Recreation and Park Distri | 1163 | 1013 | 87.10% | | 446 | 206 | 420 | 147 |
| South Orange County Community College Distr | 174731 | 141484 | 80.97% | | 63844 | 27244 | 57733 | 19032 |
| South Orange County Community College Distr | 68505 | 54801 | 80.00% | | 25273 | 10464 | 22893 | 6964 |
| South Orange County Community College Distr | 23027 | 18873 | 81.96% | | 8316 | 3629 | 7634 | 2841 |
| South Orange County Community College Distr | 6083 | 4921 | 80.90% | | 1783 | 710 | 1579 | 655 |
| South Orange County Community College Distr | 73765 | 60178 | 81.58% | | 27287 | 11900 | 24585 | 8203 |
| State Board of Equalization (4th District) | 193287 | 156954 | 81.20% | | 70583 | 29931 | 63955 | 21099 |
| Tustin | 17619 | 14523 | 82.43% | | 6318 | 2816 | 5885 | 2222 |
| Tustin Unified School District | 26529 | 21570 | 81.31% | | 9443 | 4135 | 8649 | 3181 |
| UCI Campus precincts | 8398 | 6147 | 73.20% | | 2153 | 1258 | 2185 | 797 |
| Unincorporated Area | 2490 | 2149 | 86.31% | | 995 | 413 | 876 | 311 |
| Totals: | 193287 | 156954 | 81.20% | | 70583 | 29931 | 63955 | 21099 |

January 9, 2017
Prepared by: Gretchen Ronin
Submitted by: Jenny Roney
Approved by: Paul Cook 

CONSENT CALENDAR

SALARY GRADE SCHEDULE CHANGES FOR
SUPERVISORS, MANAGERS, AND CONFIDENTIAL EMPLOYEES

SUMMARY:

As a follow-up item to the Board action taken on November 14, 2016 to increase the salary of the General Manager, staff recommends that the Board adopt the revised salary grade schedule by resolution, effective October 1, 2016. There are no proposed changes to the salary grade schedule for the General Employee's Unit.

FISCAL IMPACTS:

The fiscal impacts of this item were included item approved by the Board of Directors on November 14, 2016.

ENVIRONMENTAL COMPLIANCE:

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

COMMITTEE STATUS:

This item is a follow-up to the action taken on November 14, 2016 to increase the salary of the General Manager.

RECOMMENDATIONS

THAT THE BOARD ADOPT OF THE FOLLOWING RESOLUTION BY TITLE:

RESOLUTION NO. 2017-

RESOLUTION OF THE BOARD OF DIRECTORS OF THE
IRVINE RANCH WATER DISTRICT RESCINDING
RESOLUTION NO. 2016-16 AND ESTABLISHING A
REVISED SCHEDULE OF POSITIONS AND SALARY
RATE RANGES

LIST OF EXHIBITS:

Exhibit "A" – Proposed IRWD Salary Grade Schedule
Exhibit "B" – Resolution

EXHIBIT "A"

IRVINE RANCH WATER DISTRICT
SALARY GRADE SCHEDULE
SUPERVISORS, MANAGERS, AND CONFIDENTIAL EMPLOYEES
July-October 1, 2016

| <u>NON-EXEMPT</u> | <u>MINIMUM</u> | <u>MAXIMUM</u> | <u>EXCEPTIONAL PERFORMANCE TOP OF RANGE</u> |
|--------------------------|-----------------------|-----------------------|--|
| SALARY GRADE U1.N | \$2750 | \$3410 | \$3579 |
| SALARY GRADE U2.N | \$2810 | \$3503 | \$3679 |
| SALARY GRADE U3.N | \$2869 | \$3599 | \$3780 |
| SALARY GRADE U4.N | \$2921 | \$3704 | \$3889 |
| SALARY GRADE U5.N | \$2988 | \$3807 | \$3997 |
| SALARY GRADE U6.N | \$3047 | \$3917 | \$4113 |
| SALARY GRADE U7.N | \$3107 | \$4026 | \$4228 |
| SALARY GRADE U8.N | \$3175 | \$4141 | \$4348 |
| SALARY GRADE U9.N | \$3236 | \$4255 | \$4469 |
| SALARY GRADE U10.N | \$3303 | \$4372 | \$4589 |
| SALARY GRADE U11.N | \$3367 | \$4484 | \$4706 |
| SALARY GRADE U12.N | \$3433 | \$4614 | \$4847 |
| SALARY GRADE U13.N | \$3498 | \$4747 | \$4986 |
| SALARY GRADE U14.N | \$3576 | \$4881 | \$5126 |
| SALARY GRADE U15.N | \$3653 | \$5011 | \$5262 |
| SALARY GRADE U16.N | \$3739 | \$5151 | \$5408 |

| <u>NON-EXEMPT</u> | <u>MINIMUM</u> | <u>MAXIMUM</u> | <u>EXCEPTIONAL PERFORMANCE TOP OF RANGE</u> |
|--|----------------|----------------|---|
| SALARY GRADE U17.N | \$3819 | \$5280 | \$5544 |
| SALARY GRADE U18.N | \$3903 | \$5422 | \$5694 |
| SALARY GRADE U19.N Safety Assistant | \$3991 | \$5559 | \$5838 |
| SALARY GRADE U20.N | \$4098 | \$5739 | \$6026 |
| SALARY GRADE U21.N | \$4214 | \$5912 | \$6210 |
| SALARY GRADE U22.N Executive Secretary Human Resources Assistant | \$4330 | \$6098 | \$6404 |
| SALARY GRADE U23.N | \$4444 | \$6283 | \$6596 |
| SALARY GRADE U24.N | \$4571 | \$6479 | \$6803 |
| SALARY GRADE U25.N | \$4690 | \$6678 | \$7014 |
| SALARY GRADE U26.N Executive Assistant | \$4836 | \$6877 | \$7221 |
| SALARY GRADE U27.N | \$4976 | \$7079 | \$7433 |
| SALARY GRADE U28.N | \$5121 | \$7289 | \$7655 |
| SALARY GRADE U29.N Safety & Security Specialist Administrative Assistant | \$5273 | \$7501 | \$7876 |
| SALARY GRADE U30.N Collection Systems Supervisor | \$5433 | \$7723 | \$8110 |

| <u>NON-EXEMPT</u> | <u>MINIMUM</u> | <u>MAXIMUM</u> | <u>EXCEPTIONAL PERFORMANCE TOP OF RANGE</u> |
|--|----------------|----------------|---|
| SALARY GRADE U31.N Human Resources Analyst Cross Connection Supervisor Water Maintenance Supervisor Facilities Services Supervisor Fleet Supervisor | \$5594 | \$7956 | \$8353 |
| SALARY GRADE U32.N Network Administrator Mechanical Maintenance Supervisor | \$5755 | \$8191 | \$8601 |
| SALARY GRADE U33.N | \$5922 | \$8429 | \$8851 |
| SALARY GRADE U34.N Construction Inspection Supervisor Automation Supervisor Electrical Supervisor Instrumentation Supervisor | \$6098 | \$8662 | \$9096 |
| SALARY GRADE U35.N Operations Supervisor | \$6282 | \$8922 | \$9369 |

IRVINE RANCH WATER DISTRICT
SALARY GRADE SCHEDULE
SUPERVISORS, MANAGERS, AND CONFIDENTIAL EMPLOYEES
July-October 1, 2016

| <u>EXEMPT</u> | <u>MINIMUM</u> | <u>MAXIMUM</u> | <u>EXCEPTIONAL PERFORMANCE TOP OF RANGE</u> |
|--|-----------------------|-----------------------|--|
| SALARY GRADE U1.E | \$4422 | \$5682 | \$5965 |
| SALARY GRADE U2.E | \$4570 | \$5902 | \$6197 |
| SALARY GRADE U3.E | \$4716 | \$6122 | \$6429 |
| SALARY GRADE U4.E | \$4863 | \$6357 | \$6674 |
| SALARY GRADE U5.E | \$5011 | \$6592 | \$6923 |
| SALARY GRADE U6.E | \$5184 | \$6848 | \$7191 |
| SALARY GRADE U7.E | \$5350 | \$7101 | \$7455 |
| SALARY GRADE U8.E | \$5524 | \$7379 | \$7748 |
| SALARY GRADE U9.E | \$5962 | \$7649 | \$8030 |
| SALARY GRADE U10.E Customer Service Supervisor Development Services Supervisor | \$5882 | \$7939 | \$8336 |
| SALARY GRADE U11.E Senior Accountant Financial Analyst | \$6071 | \$8232 | \$8645 |
| SALARY GRADE U12.E | \$6268 | \$8549 | \$8974 |
| SALARY GRADE U13.E Senior Human Resources Analyst Senior Analyst GIS Supervisor | \$6470 | \$8859 | \$9300 |

| <u>EXEMPT</u> | <u>MINIMUM</u> | <u>MAXIMUM</u> | <u>EXCEPTIONAL PERFORMANCE TOP OF RANGE</u> |
|--|----------------|----------------|---|
| SALARY GRADE U14.E District Secretary Assistant Facilities/Fleet Manager | \$6681 | \$9200 | \$9659 |
| SALARY GRADE U15.E Senior Programmer/Analyst Senior Network Administrator Applications Analyst Laboratory Supervisor Assistant Asset Manager | \$6893 | \$9544 | \$10019 |
| SALARY GRADE U16.E Principal Analyst | \$7123 | \$9905 | \$10401 |
| SALARY GRADE U17.E District Safety and Security Manager Customer Service Manager Purchasing Manager Engineer Construction Inspection Manager Field Services Manager Construction Services Manager Water Maintenance Manager Natural Resources Manager Collection Systems Manager Facilities/Fleet Manager Water Efficiency Manager | \$7350 | \$10269 | \$10781 |
| SALARY GRADE U18.E Public Affairs Manager Human Resources Manager Treasury Manager Manager of Risk & Contracts Administration Senior Applications Analyst Senior Applications Developer Senior Database Administrator Chief Plant Operator Water Quality Manager Regulatory Compliance Manager | \$7588 | \$10660 | \$11192 |
| SALARY GRADE U19.E Operations Manager Electrical and Automation Manager Mechanical Services Manager Recycled Water Development Manager Water Resources Manager | \$7829 | \$11054 | \$11608 |

| <u>EXEMPT</u> | <u>MINIMUM</u> | <u>MAXIMUM</u> | <u>EXCEPTIONAL PERFORMANCE TOP OF RANGE</u> |
|---|----------------|----------------|---|
| SALARY GRADE U20.E Controller Manager of Strategic Planning and Analysis Networking & Support Manager Senior Engineer | \$8072 | \$11463 | \$12037 |
| SALARY GRADE U21.E | \$8318 | \$11877 | \$12472 |
| SALARY GRADE U22.E Applications Manager | \$8585 | \$12319 | \$12937 |
| SALARY GRADE U23.E Governmental Relations Officer Principal Engineer Assistant Director of Water Operations Assistant Director of Recycling Operations Assistant Director of Maintenance | \$8858 | \$12765 | \$13404 |
| SALARY GRADE U24.E | \$9097 | \$13279 | \$13942 |
| SALARY GRADE U25.E | \$9379 | \$13782 | \$14470 |
| SALARY GRADE U26.E | \$9806 | \$14511 | \$15236 |
| SALARY GRADE U27.E Director of Public Affairs Director of Human Resources Treasurer/Director of Risk Management Director of Administrative Services Director of Water Resources | \$10256 | \$15279 | \$16043 |
| SALARY GRADE U28.E | \$10726 | \$16084 | \$16888 |
| SALARY GRADE U29.E | \$11216 | \$16935 | \$17782 |
| SALARY GRADE U30.E Executive Director of Finance Executive Director of Engineering & Water Quality Executive Director of Operations Executive Director of Water Policy | \$11734 | \$17834 | \$18725 |

| <u>EXEMPT</u> | <u>MINIMUM</u> | <u>MAXIMUM</u> | <u>EXCEPTIONAL PERFORMANCE TOP OF RANGE</u> |
|---------------------------------------|----------------|----------------|---|
| SALARY GRADE U31.E | \$12318 | \$18846 | \$19788 |
| SALARY GRADE U32.E | \$12936 | \$19919 | \$20915 |
| SALARY GRADE U33.E | \$13578 | \$21050 | \$22102 |
| SALARY GRADE U34.E General Manager | \$14260 | \$22244 | \$2335624606 |

Effective Date ~~07/01/2016~~ 10/01/2016

EXHIBIT "B"

RESOLUTION NO. 2017 -

RESOLUTION OF THE BOARD OF DIRECTORS
OF IRVINE RANCH WATER DISTRICT,
RESCINDING RESOLUTION NO. 2016-16 AND
ESTABLISHING A REVISED SCHEDULE OF POSITIONS
AND SALARY RATE RANGES

WHEREAS, the Board of Directors of Irvine Ranch Water District, by adoption of Resolution No. 2016-16 on July 11, 2016, established a Schedule of Positions and Salary Rate Ranges of the Irvine Ranch Water District; and

WHEREAS, the Board of Directors of Irvine Ranch Water District has reviewed the Schedule of Positions and Salary Rate Ranges and desires to make revisions thereto.

NOW, THEREFORE, the Board of Directors of Irvine Ranch Water District does hereby resolve, determine and order as follows:

Section 1. That the Schedule of Positions and Salary Rate Ranges adopted by Resolution No. 2016-16 on July 11, 2016 is hereby rescinded, effective October 1, 2016.

Section 2. That the Schedule of Positions and Salary Rate Ranges for the Irvine Ranch Water District be and hereby is approved and adopted as more particularly set forth in Exhibit "A" to this Resolution, attached hereto and by this reference made a part hereto.

Section 3. That the provisions of this Resolution shall be effective October 1, 2016.

ADOPTED, SIGNED and APPROVED THIS 9th day of January 2017.

President, IRVINE RANCH WATER DISTRICT
and of the Board of Directors thereof

Secretary, IRVINE RANCH WATER DISTRICT
and of the Board of Directors thereof

APPROVED AS TO FORM:
BOWIE, ARNESON, WILES & GIANNONE

January 9, 2017
Prepared by: A. Murphy/M. Cortez
Submitted by: K. Burton
Approved by: Paul Cook *[Signature]*

CONSENT CALENDAR

SAN JOAQUIN MARSH CAMPUS SEWER LIFT STATION REHABILITATION CONSTRUCTION AWARD

SUMMARY:

Due to age, the existing San Joaquin Marsh (SJM) Campus Sewer Lift Station has deteriorated and requires rehabilitation to recoat the wet well, replace the pump system, and modify the electrical panels. Staff recommends that the Board:

- Authorize a budget increase for Project 5186 in the amount of \$57,700, from \$181,000 to \$238,700, and
- Authorize the General Manager to execute a construction contract with GCI Construction in the amount of \$104,600 for the SJM Campus Sewer Lift Station Rehabilitation.

BACKGROUND:

The SJM Campus Sewer Lift Station was constructed in the early 1990s along with the three houses that are located west of the Duck Club building. In 2008, the three houses were relocated and the Learning Center was constructed as part of the SJM Campus Project. The sanitary sewer system from these buildings was connected into the lift station. The lift station consists of a six-foot cubic concrete vault, topped with a 36-inch manhole shaft and cover. The total depth to the floor of the vault is approximately 15 feet below the manhole rim. Due to age, the vault interior surface has deteriorated and has moderate root intrusion. In addition, the ductile iron pump discharge pipe and valves are in poor condition. The existing pump system consists of a one-horsepower submersible pump that is bolted to the discharge pipe and requires a confined space entry to perform maintenance and repairs.

The scope of this project will include replacement of the existing pump, discharge piping and valves, pump control panel, re-lining the vault with a polyurethane coating, replacement of the existing ductile iron manhole frame lid with a composite lid and construction of a concrete pad around the manhole. The project site is shown in Exhibit "A".

The work is scheduled to be performed during the first two weeks of February 2017 when the SJM Campus buildings (excluding the Caretaker's Residence) are scheduled to be closed for maintenance. The family residing in the Caretaker Residence will be relocated to a hotel for approximately five days during the construction to allow the lift station to be taken out of service. The restroom facility in the parking lot, along with the restrooms in the Duck Club and front Audubon House, will remain in service during construction. These restrooms are handled by another lift station located in the parking lot near the trash enclosure. The new pump and rail system, control panel, valves, and manhole cover have been pre-purchased to eliminate construction delays due to procurement.

Construction Bid

The project was advertised to a select list of seven mechanical contractors on December 19, 2016. The bid opening was held on January 4, 2017, with bids received from five contractors: GCI Construction, RC Foster, Pacific Hydrotech, SS Mechanical and TE Roberts Inc. The apparent low bidder is GCI Construction with a bid of \$104,600; the engineer's estimate was \$97,450. The Bid Summary is attached as Exhibit "B".

FISCAL IMPACTS:

Project 5186 is included in the FY 2016-17 Capital Budget. A budget increase is required to fund the construction and engineering support services for the project as shown in the table below.

| Project No. | Current Budget | Addition <Reduction> | Total Budget |
|-------------|----------------|----------------------|--------------|
| 5186 | \$181,000 | \$57,700 | \$238,700 |

ENVIRONMENTAL COMPLIANCE:

This project is exempt from the California Environmental Quality Act (CEQA) as authorized under the California Code of Regulations, Title 14, Chapter 3, Section 15301, which provides exemption for minor alterations of existing public or private structures, facilities, mechanical equipment, or topographical features, involving negligible or no expansion of use beyond that existing at the time of the lead agency's determination, and Section 15302, which provides for exemption for replacement of existing facilities. A Notice of Exemption for the project was prepared and filed with the County of Orange on January 4, 2017.

COMMITTEE STATUS:

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

RECOMMENDATION:

THAT THE BOARD AUTHORIZE A BUDGET INCREASE IN THE AMOUNT OF \$57,700, FROM \$181,000 TO \$238,700, FOR PROJECT 5186 AND AUTHORIZE THE GENERAL MANAGER TO EXECUTE A CONSTRUCTION CONTRACT WITH GCI CONSTRUCTION IN THE AMOUNT OF \$104,600 FOR SAN JOAQUIN MARSH CAMPUS SEWER LIFT STATION REHABILITATION, PROJECT 5186.

LIST OF EXHIBITS:

- Exhibit "A" – Location Map
- Exhibit "B" – Bid Summary

EXHIBIT "A"
San Joaquin Marsh Campus Sewer Lift Station
Location Map

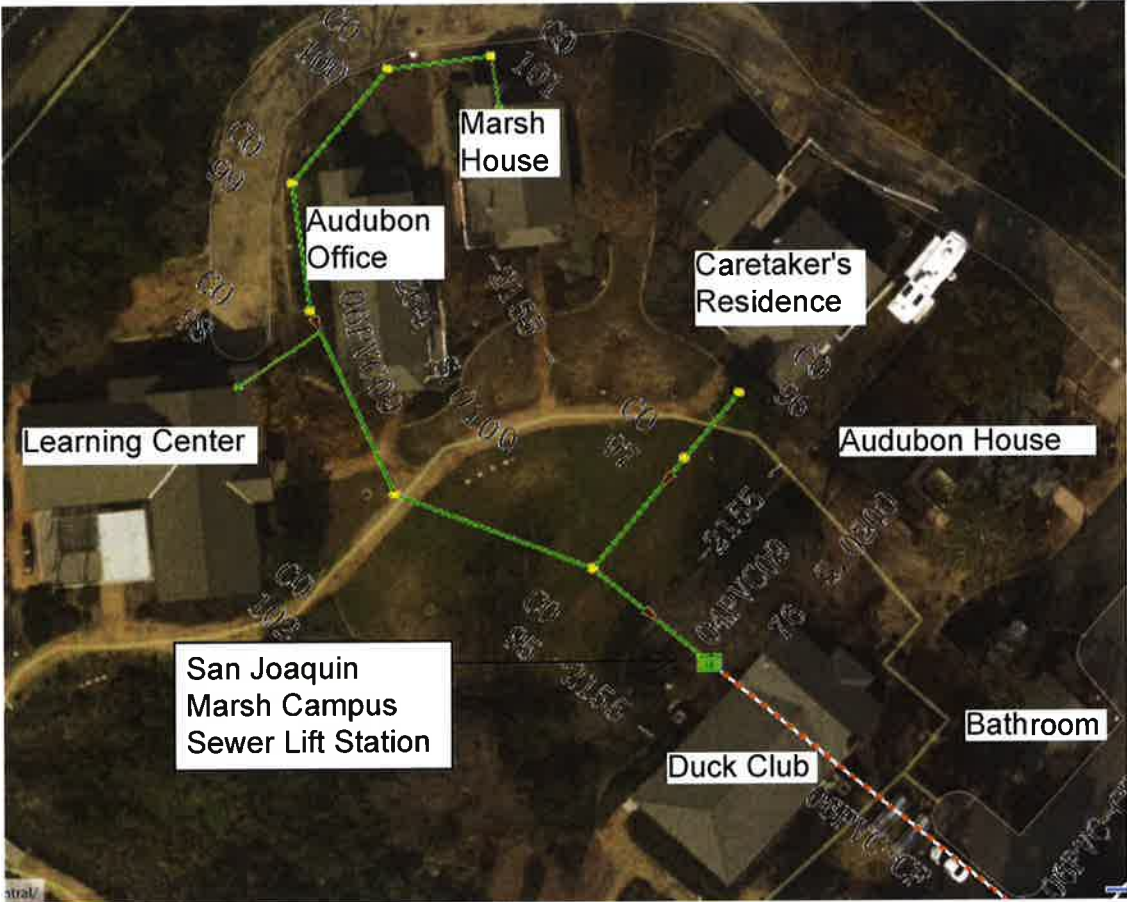


EXHIBIT "B"

Bid Opening: Wednesday, January 4, 2017 @ 2:00 P.M.

Irvine Ranch Water District Bid Summary For
San Joaquin Marsh Campus Sewer Lift Station Rehabilitation
PR 5186


Entered By: L. Gates

| Item No. | Description | Qty | Unit | Engineer's Estimate | | 1 GCI Construcion, Inc. San Clemente, CA | | 2 Pacific Hydrotech Corp Perris, CA | | 3 S.S. Mechanical Corp. Huntington Beach, CA | | 4 R C Foster Corporation Corona, CA | | 5 T.E. Roberts, Inc. Orange, CA | |
|----------|--|-----|------|---------------------|--------------------|--|---------------------|---|---------------------|--|---------------------|---|---------------------|---------------------------------------|---------------------|
| | | | | Unit Price | Total Amount | Unit Price | Total Amount | Unit Price | Total Amount | Unit Price | Total Amount | Unit Price | Total Amount | Unit Price | Total Amount |
| | | | | Price | Amount | Price | Amount | Price | Amount | Price | Amount | Price | Amount | Price | Amount |
| 1 | Mobilization, Demobilization, and Cleanup | 1 | LS | \$3,500 | \$3,500.00 | \$13,000.00 | \$13,000.00 | \$13,200.00 | \$13,200.00 | \$11,000.00 | \$11,000.00 | \$4,800.00 | \$4,800.00 | \$19,200.00 | \$19,200.00 |
| 2 | Bonds, Insurance and Permits | 1 | LS | \$1,150 | \$1,150.00 | \$2,000.00 | \$2,000.00 | \$2,600.00 | \$2,600.00 | \$3,000.00 | \$3,000.00 | \$3,600.00 | \$3,600.00 | \$11,000.00 | \$11,000.00 |
| 3 | Provide, Install, Monitor, and Maintain Temporary Sewage Bypass pumping System | 1 | LS | \$9,500 | \$9,500.00 | | | | | | | | | | |
| 4 | Replacement of 3-Inch Discharge Pipe Through Lift Station Wall and Connect to Existing Piping and Appurtenances Complete | 1 | LS | \$10,200 | \$10,200.00 | \$16,000.00 | \$16,000.00 | \$17,000.00 | \$17,000.00 | \$28,700.00 | \$28,700.00 | \$34,000.00 | \$34,000.00 | \$47,200.00 | \$47,200.00 |
| 5 | Install Zebron Polyurethane Coating System | 1 | LS | \$16,800 | \$16,800.00 | \$9,000.00 | \$9,000.00 | \$12,600.00 | \$12,600.00 | \$18,500.00 | \$18,500.00 | \$4,100.00 | \$4,100.00 | \$4,700.00 | \$4,700.00 |
| 6 | Install Owner Provided Submersible Pump and Rail System | 1 | LS | \$5,700 | \$5,700.00 | \$9,500.00 | \$9,500.00 | \$3,400.00 | \$3,400.00 | \$8,000.00 | \$8,000.00 | \$24,500.00 | \$24,500.00 | \$16,000.00 | \$16,000.00 |
| 7 | Provide and Install 3-Inch Discharge Piping within Lift Station Vault and Appurtenances | 1 | LS | \$12,700 | \$12,700.00 | \$2,200.00 | \$2,200.00 | \$3,500.00 | \$3,500.00 | \$7,756.00 | \$7,756.00 | \$6,000.00 | \$6,000.00 | \$6,000.00 | \$6,000.00 |
| 8 | Provide and install Electrical Improvements | 1 | LS | \$20,000 | \$20,000.00 | \$28,000.00 | \$28,000.00 | \$21,800.00 | \$21,800.00 | \$26,500.00 | \$26,500.00 | \$46,000.00 | \$46,000.00 | \$125,000.00 | \$125,000.00 |
| 9 | Install Owner Provided Composite Manhole Frame and Cover | 1 | LS | \$3,200 | \$3,200.00 | \$1,400.00 | \$1,400.00 | \$800.00 | \$800.00 | \$600.00 | \$600.00 | \$4,800.00 | \$4,800.00 | \$4,000.00 | \$4,000.00 |
| 10 | Construct 12 ft X 9 ft Reinforced Concrete Housekeeping Pad | 1 | LS | \$12,700 | \$12,700.00 | \$5,000.00 | \$5,000.00 | \$9,600.00 | \$9,600.00 | \$9,000.00 | \$9,000.00 | \$18,500.00 | \$18,500.00 | \$5,700.00 | \$5,700.00 |
| 11 | Startup Testing | 1 | LS | \$1,000 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 |
| 12 | Final Record Drawings | 1 | LS | \$1,000 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 | \$1,000.00 |
| | Subtotal | | | | \$97,450.00 | | \$104,600.00 | | \$104,900.00 | | \$134,256.00 | | \$167,800.00 | | \$268,150.00 |
| | Adjustment (+ or -) | | | | \$0.00 | | \$0.00 | | \$0.00 | | \$0.00 | | \$0.00 | | \$0.00 |
| | TOTAL AMOUNT OF BID | | | | \$97,450.00 | | \$104,600.00 | | \$104,900.00 | | \$134,256.00 | | \$167,800.00 | | \$268,150.00 |
| | | | | | | Manufacturers: | | Manufacturers: | | Manufacturers: | | Manufacturers: | | Manufacturers: | |
| | | | | | | None | | None | | None | | None | | None | |
| | | | | | | | | | | | | | | | |
| | | | | | | Subcontractors: | | Subcontractors: | | Subcontractors: | | Subcontractors: | | Subcontractors: | |
| | | | | | | Halcyon Electric, Inc. | | Hydrotech Electric | | Zebron | | Halcyon Electric, Inc. | | Zebron | |
| | | | | | | Zebron | | | | Mark Maddox Electric Co. | | Zebron | | Beard Electric | |

January 9, 2017

Prepared by: Rob Jacobson

Submitted by: Cheryl Clary

Approved by: Paul Cook 

ACTION CALENDAR

ASSET OPTIMIZATION – SERRANO SUMMIT PROPERTY PROJECT MARKETING AND SALE ADVISORY SERVICES

SUMMARY:

Recently, staff received proposals from four firms to provide comprehensive advisory/land brokerage services related to the planned sale of the District's Serrano Summit residential development property. Following an evaluation of the proposals received, and interviews with each potential service provider, two finalists were selected: Province West and Lewis Operating Group. Staff recommends the Board authorize the retention of Province West to provide advisory/brokerage services for the sale of the Serrano Summit property.

BACKGROUND:

In October 2016, IRWD's design consultants submitted improvement plans to the City of Lake Forest, which are required for completion of the Serrano Summit project's final tract map. The Serrano Summit project will include up to 608 residential units, neighborhood and passive parks, a city hall and civic center complex, and IRWD operating facilities.

The District's entitlement consultant, Lewis Operating Group, estimates that a recordable final map will be completed in spring 2017. Based on the estimated plan approval timeline, current market conditions for similar multi-family residential land in Orange County, and the significant value of the property, selection of an advisor and/or land broker to represent the District's interest in the sale process is recommended.

Advisory / Land Brokerage Proposals:

In October 2016, staff distributed a Request for Proposal to provide advisory services relative to the sale of the Serrano Summit property. Proposed services in the scope of work include managing the project's market study process and infrastructure cost analysis, as well as preparation of a project offering package, review of qualified bids and other services related to completing a sale transaction. In November 2016, proposals were received from Province West, Land Advisors Organization and Hoffman Group. Evaluation of advisory/brokerage proposals also included an unsolicited proposal received in September 2016 from entitlement consultant Lewis Operating Group. A summary of the four proposals received is attached as Exhibit "A".

Following an evaluation of the proposals and interviews with each firm, two finalists, Province West and Lewis, were invited to meet with the IRWD Asset Management Committee to discuss their respective firms' background and experience, strategy for maximizing the District's return on the property sale, proposed fee structure and relevant transaction history.

Based on information received during discussions with staff and the Committee, as well as its successful transaction history with similar properties in the Lake Forest/Orange County market and competitive fee proposal, staff recommends the retention of Province West to provide advisory/brokerage services related to the sale of the Serrano Summit residential property. Province West recently completed two large sale transactions in the City's Opportunity Study Area, including the sale of the Baker family's interest in the Baker Ranch project to Toll Brothers. Province West's proposed fee for advisory/brokerage services is 1.0% of the sale price. A copy of the Province West proposal is attached as Exhibit "B".

FISCAL IMPACTS:

A portion of the revenues from the sale of the Serrano Summit property are anticipated to result in a reduction of water rates for customers located in the Los Alisos Rate area. The amount of the proceeds from the sale of this land is unknown at this time.

ENVIRONMENTAL COMPLIANCE:

This project is subject to the California Environmental Quality Act (CEQA) and in conformance with the California Code of Regulations Title 14, Chapter 3, Article 7, an Environmental Impact Report was certified by the City of Lake Forest on February 7, 2012.

COMMITTEE STATUS:

This item was reviewed by the Asset Management Committee on December 19, 2016.

RECOMMENDATION:

THAT THE BOARD AUTHORIZE THE RETENTION OF PROVINCE WEST TO PROVIDE ADVISORY/LAND BROKERAGE FIRM SERVICES RELATED TO THE MARKETING AND SALE OF THE SERRANO SUMMIT PROPERTY FOR A FEE OF 1.0% OF THE SALE PRICE PAYABLE UPON CLOSE OF ESCROW.

LIST OF EXHIBITS:

Exhibit "A" – Summary of Advisory Proposals
Exhibit "B" – Province West Advisory Proposal

EXHIBIT "A"

Serrano Summit Marketing - Advisor / Broker Comparison

| Advisor/Broker Firm | Lewis Operating Group Inland Empire, CA Land Developer/Builder | Province West Irvine, CA Land Broker / Advisor | Hoffman Group Irvine, CA Land Broker / Advisor | Land Advisors Org Irvine, CA Land Broker / Advisor |
|--|--|---|---|--|
| Primary Contact | Leon Swales / Tony Eaton | Dan McDonough | Graham Gilles / Norm Scheel | Mike Hunter / Allison Rawlins |
| Proposed Fee (% of sale price) | 1.50% | 1.00% | 1.00% | 0.50% < \$100M 1.50% > \$100M (Total fee cap = \$1M) |
| Fee at Sale Price of: \$75 Million \$100 Million \$125 Million | \$1.13M \$1.50M \$1.88M | \$750k \$1.00M \$1.13M | \$750k \$1.00M \$1.13M | \$375k \$500k \$875k |
| Reimbursable Expenses | \$25k - 50k | \$25k - 50k | \$15k (Hoffman pays balance) | \$25k - 50k |
| Estimated Schedule¹ | 4 Months | 4 Months | 4 Months | 4 Months |
| Relevant Project Sales | Multiple owned projects in Inland Empire, Las Vegas & Northern Cal | Baker Ranch West - Lake Forest Parkside - Lake Forest | San Juan Hills - SJC Central Park West - Irvine | Portola Ctr South - Lake Forest Pacifica San Juan - SJC |
| Strengths | <ul style="list-style-type: none"> - Project history / familiarity - Sale of similar properties in IE - Owner's perspective | <ul style="list-style-type: none"> - Very active in OSA / LF market - Closed recent LF transactions - Competitive fee proposal | <ul style="list-style-type: none"> - Active in South OC market - Competitive fee proposal | <ul style="list-style-type: none"> - Active in OSA / LF market - Closed recent LF transaction - Most competitive fee proposal |
| Weaknesses | <ul style="list-style-type: none"> - Limited current OC mkt activity - Substantially higher fee structure | <ul style="list-style-type: none"> - Newer firm (2009) | <ul style="list-style-type: none"> - Limited OSA / LF activity - Transaction oriented | <ul style="list-style-type: none"> - High Volume - transaction oriented |

¹ Following completion of market study and cost estimate



SERRANO SUMMIT
LAKE FOREST, CA

TABLE OF CONTENTS

| | | |
|----|---------------------|---------|
| 01 | EXECUTIVE SUMMARY | PAGE 3 |
| 02 | MARKET ANALYSIS | PAGE 14 |
| 03 | ENGAGEMENT STRATEGY | PAGE 18 |
| 04 | AREA OVERVIEW | PAGE 23 |
| 05 | RELEVANT EXPERIENCE | PAGE 31 |
| 06 | ABOUT PROVINCE WEST | PAGE 42 |

B-2

EXECUTIVE SUMMARY

OPPORTUNITY OVERVIEW

Located within one of the premier metro areas for new housing in the United States, Serrano Summit is a new 82-acre community planned for 608 residential units in Lake Forest, California. The property is ideally positioned to capitalize on the increasing demand for housing in proximity to employment, schools, services, and shopping. In addition to its ideal location, Serrano Summit will feature a Civic Center, two neighborhood parks, recreation center, and connections to Serrano Creek Trail.

We are confident that our experience, expertise, relationships, and network provide us with the ability to successfully partner with the Irvine Ranch Water District (IRWD) to accomplish an expeditious sale, at the highest possible price. To that end, Province West will customize a strategy tailored to maximize the value of Serrano Summit through the creation of a targeted, but competitive environment with the market's most qualified and aggressive buyers – without compromising confidentiality.

| | |
|--------------------|--------------------------|
| METRO AREA | Orange County, CA |
| COMMUNITY PROFILE | Master Planned Community |
| LOT COUNT | 608 |
| ENTITLEMENT STATUS | Tentative Tract Map |
| SITE CONDITION | Unimproved |

VALUE PROPOSITION

Orange County boasts some of the strongest housing fundamentals in the United States. Exceptional weather, the lowest unemployment in the Southern California region (4.1%), outstanding recreational amenities, together with the best-in-class schools, contribute to robust demand for new housing.

It is estimated that more than 80% of lots that reside within Southern Orange County's entitlement pipeline are owned by three companies - Five Point Communities, The Irvine Company, and Rancho Mission Viejo Company. As a result, there are limited opportunities for homebuilders to capture market share within one of the strongest markets for housing in the US.

Serrano Summit offers the opportunity to bring more than ten new neighborhoods to the Orange County market in the next 24 to 36 months. The community is projected to generate more than \$400MM in housing revenue, while providing for oversized profitability relative to other acquisition opportunities in the competitive market area.

We anticipate that Serrano Summit will appeal to a broad pool of market participants, including public and private homebuilders, master developers, and capital providers. Given the amount of capital needed to acquire and develop Serrano Summit, there are a variety of opportunities to optimize value through the alignment of product, development, and capital expertise.

Province West is honored to be considered as a potential candidate to assist in the disposition of the Serrano Summit asset. Since its inception in 2009, Province West has rapidly established itself as one of the leading advisors to sellers and purchasers of large-scale land development opportunities. We will develop and implement a customized strategy to maximize the value of Serrano Summit. While our team has experience working on a variety of assignments similar to Serrano Summit throughout Southern California, we recently managed the disposition process for Baker Ranch and Parkside, both located in the City of Lake Forest, generating asset value in excess of \$300MM.



Exceptional
Weather



Best-in-Class
Schools



Lowest
Unemployment



Recreational
Amenities



High Demand
For Housing



Tourist
Destination

LOCATION

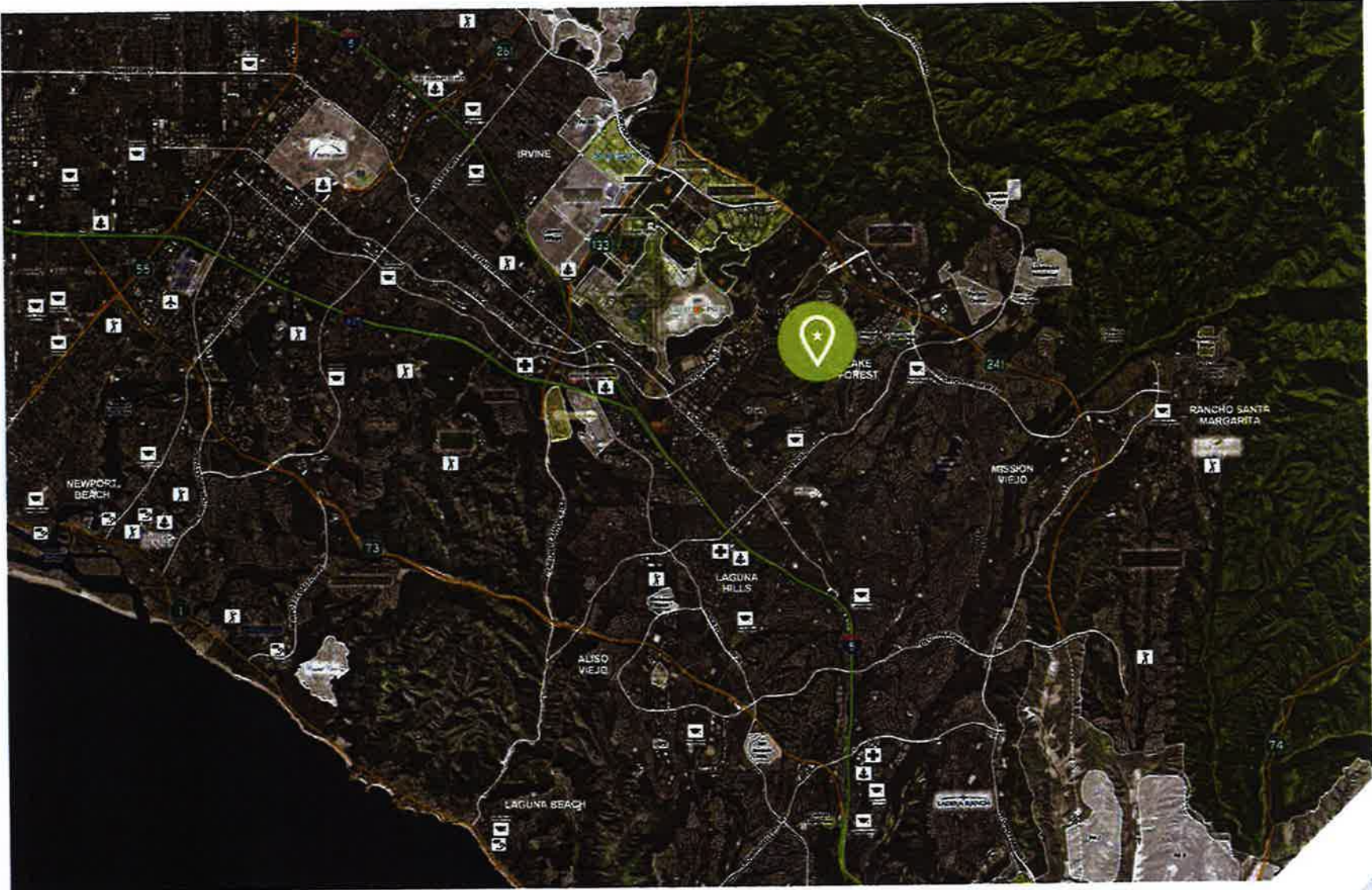
Serrano Summit is located directly south of Bake Parkway and between Trabuco Road and Portola Parkway within the City of Lake Forest, CA. Due to its elevated setting, the site boasts a long range viewpoint to the Pacific Ocean as well as panoramic views from the west and south. Serrano Summit is located in excellent proximity to the 241 Toll Road which provides easy access to all the major transportation corridors in Southern Orange County. Additionally, the site provides for convenient access to some of South Orange County's most attractive planned and existing amenities, including best-in-class retail experiences, outstanding cultural venues, and miles of beaches fronting the Pacific Ocean.

KEY AMENITIES (WITHIN A 15 MILE RADIUS)

| | | | | | |
|---|-----------------|---|----------------------------------|---|-----------------------------|
| 1 | OC Great Park | 3 | Kaiser Medical Center | 5 | John Wayne Airport |
| 2 | Irvine Spectrum | 4 | University of California, Irvine | 6 | Seegerstorm Performing Arts |



REGIONAL MAP



B-7

AERIAL

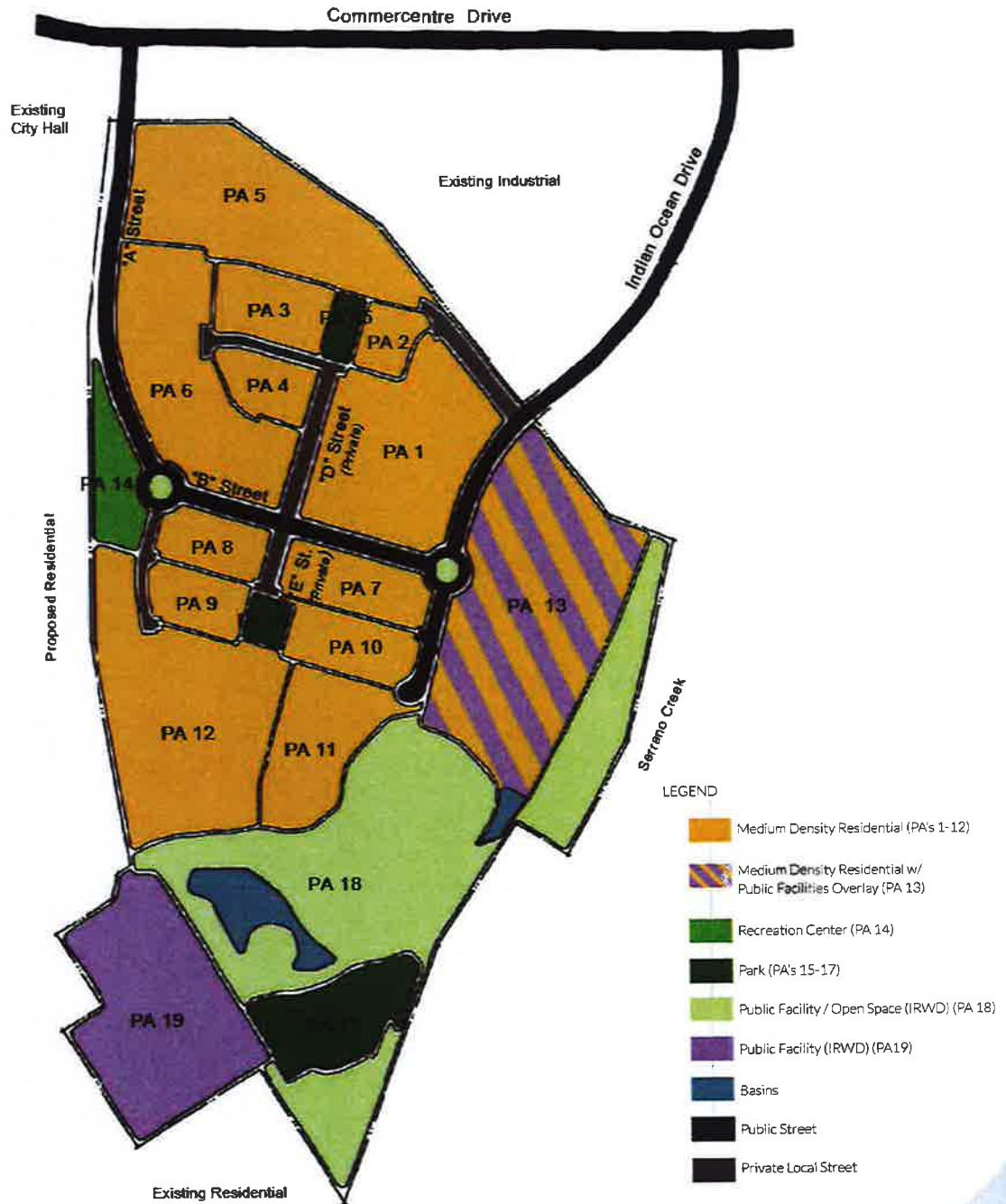
B-8



SITE PLAN

- 608 Residential Home Sites
- City of Lake Forest Civic Center
- Parks & Recreational Facilities
- IRWD Operating Facility

B-9



ENGAGEMENT OVERVIEW

The objective is to optimize value by highlighting the unparalleled opportunity to acquire a fully approved master planned community in one of the most dynamic and supply constrained sub-markets in the country, while promoting a variety of viable product and business plan alternatives. In order to maximize value and create the most competitive market possible, we strongly recommend the implementation of the following strategic initiatives for the Serrano Summit listing engagement:

- Manage a team of subject matter experts to obtain recommendations for product programing and land planning, pricing, phased costing, and CFD financing.
- Underwrite multiple business plans to accommodate a variety of acquisition strategies – enhancing the project appeal to the broadest pool of capable buyers.
- Provide input and analysis related to potential sale structures (e.g. all-cash, terms, etc.) based on risk adjusted return alternatives and buyer profiles.
- Present best-in-class offering materials to a pre-qualified list of prospective buyers.
- Assist buyers in the asset evaluation process, respond to due diligence and underwriting questions, and solicit proposals from the market on a predetermined offer due date.
- Provide IRWD with a summary of offers that analyzes the strengths, weaknesses, opportunities and threats of each offer and buyer.
- Facilitate buyer qualification interviews to provide IRWD with first hand insight as to how each buyer evaluated Serrano Summit and why they may be uniquely qualified to execute.
- Negotiate "best and final" offers and counter proposals, and facilitate the buyer selection process.
- Coordinate the due diligence process, which will include assisting IRWD legal team in the preparation and negotiation of a Purchase & Sale Agreement, as well as the overall escrow management process.

Every Province West asset has a distinctive value and every product type provides for unique execution opportunities. We focus on translating data into purposeful insights that help construct a powerful framework, highlighting a property's valuable attributes.

GO TO PAGE 19 FOR DETAILED ENGAGEMENT PROCESS

BUYER PROFILE

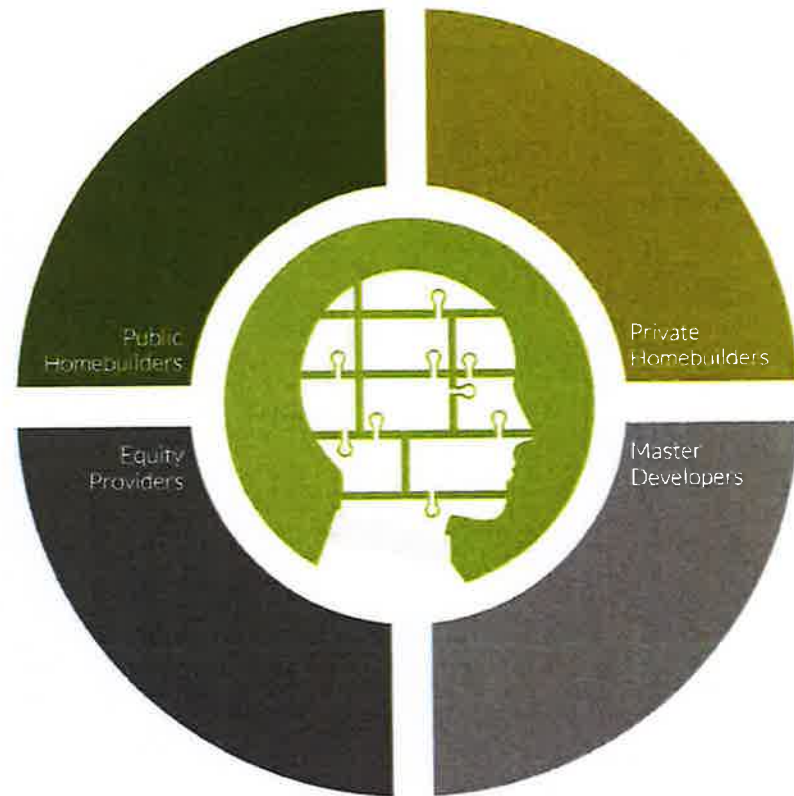
Serrano Summit will be presented to a pre-qualified selection of buyers, and each buyer profile will be delivered with a business plan that is tailored to their acquisition characteristics and investment objectives.

B-11

While the opportunity will be shown to each qualified buyer evaluating opportunities in Southern California, we believe there is a reasonable likelihood that one of the buyer profiles listed to the right, or a combination thereof, will generate the highest value for the property.

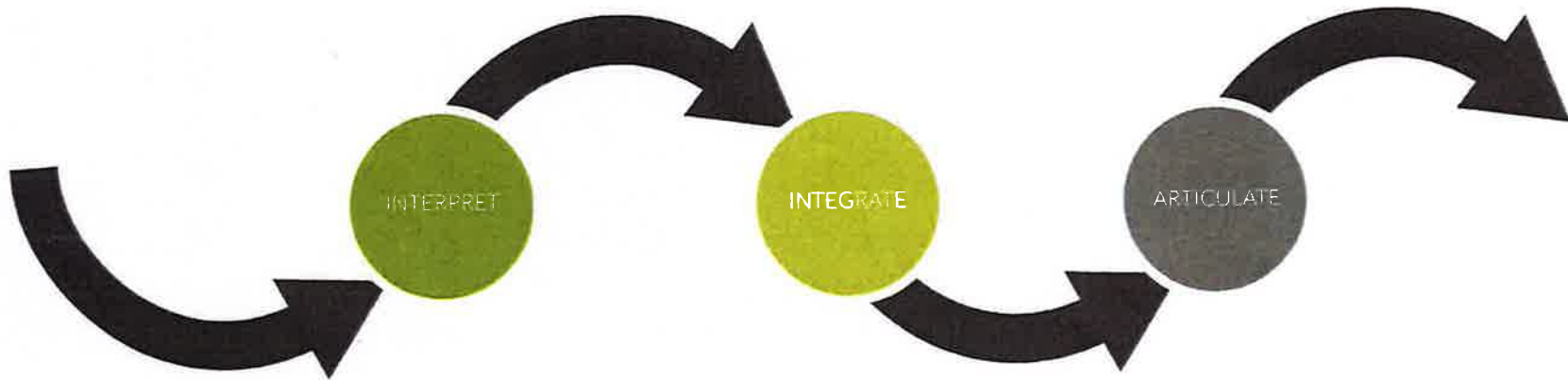
INVESTMENT CRITERIA

| IRR | GROSS MARGIN | EQUITY MULTIPLE |
|-------------------|-------------------|--------------------|
| 18% to 22% | 18% to 22% | 1.4 to 1.7x |



SUBJECT MATTER EXPERTISE

Province West will interview, retain, and manage a team of subject matter experts in the context of an integrated business plan – a few of which are listed below.



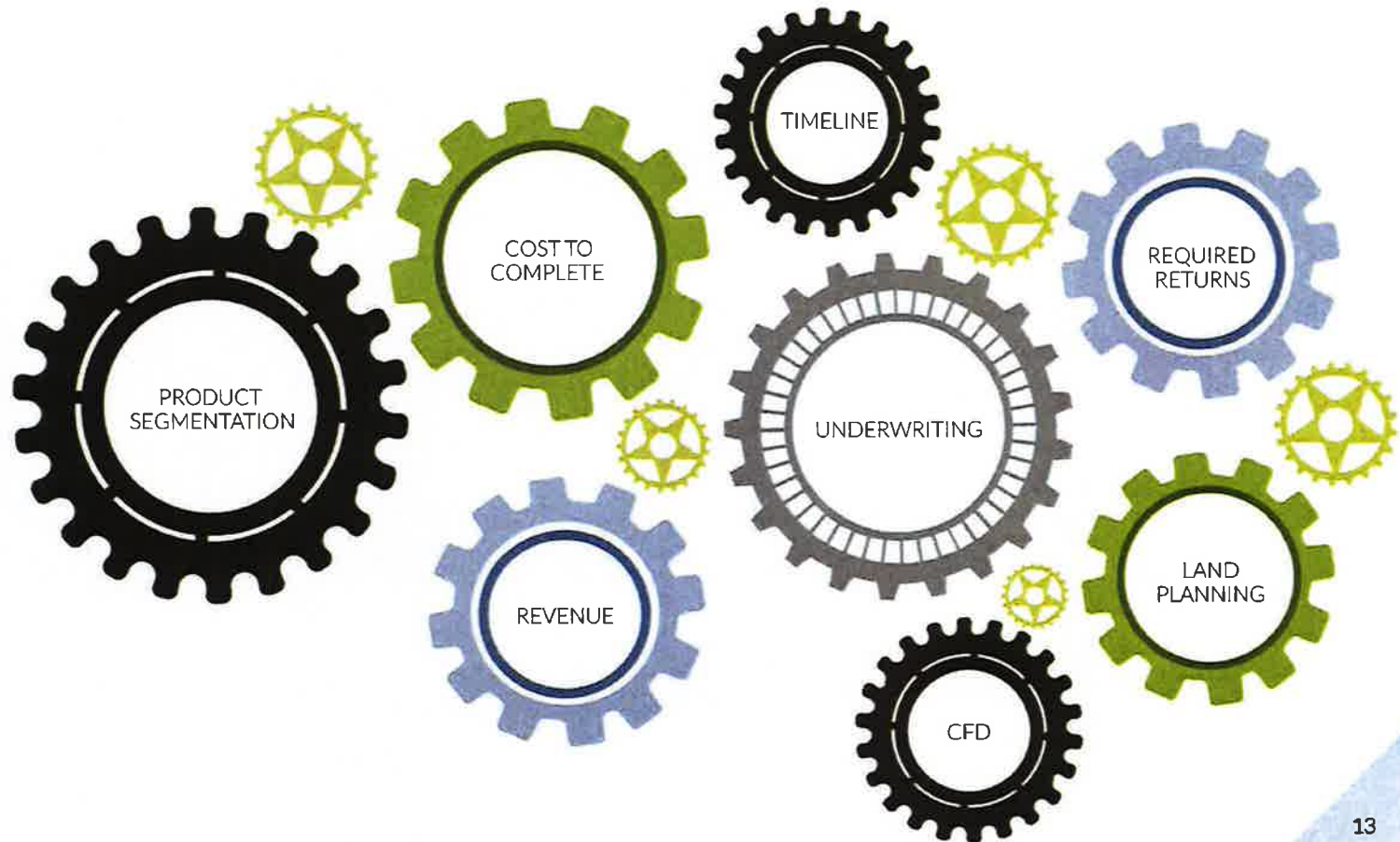
B-12

| REVENUE | PHASED COSTING | CFD OPTIONALITY | LAND PLANNING & ARCHITECTURAL DESIGN |
|---|--|---|---|
| <p>JOHN & BURNS REAL ESTATE CONSULTING <i>Trusted Analysis for Executive Decisions</i></p> <p>RealEstateEconomics</p> <p>MEYERS RESEARCH <i>a Kennedy Wilson Company</i></p> <p>THE CONCORD GROUP</p> | <p>DEVELOPERS RESEARCH</p> <p>MURROW CM CONSTRUCTION OVERSIGHT CONSULTANTS</p> <p>MOOTE COMPANIES <i>Land Development Solutions</i></p> | <p>DPFG DEVELOPMENT PLANNING & FINANCING GROUP, INC.</p> <p>ZIMMERMAN GROUP</p> | <p>WHA ARCHITECTURE • PLANNING</p> <p>Bassenian Lagoni ARCHITECTURE • PLANNING • INTERIORS</p> <p>ktgy Architecture+Planning</p> |

BUSINESS PLAN

Province West will manage a team of third party subject matter experts to define and articulate all of the drivers of value that will be utilized to forecast projected financial results for Serrano Summit. Province West will interpret the third party reports and perform scenario analyses for presentation to prospective purchasers - allowing purchasers to spend less time conceptualizing, and more time gaining internal consensus.

As part of this business planning exercise, Province West takes a holistic approach to the compilation and integration of the third party work product. Whether we are working with a land planner to strategize about the optimum product mix, the market consultant to define revenue, or the development cost consultant to establish the appropriate development phasing, we are cognizant of the interplay amongst all of the disciplines, and manage the subject matter experts in concert to achieve the optimum financial result for your asset.



MARKET ANALYSIS

COMPETITIVE MARKET ANALYSIS

The **competitive market analysis** (CMA) for Serrano Summit is generally defined to include active neighborhoods within Central Orange County, along the 241 Toll Road Corridor, southwesterly of the 261 Toll Road, and northeasterly of I-5. Emphasis was placed on the cities of Lake Forest and Irvine. The CMA consists primarily of intensely scripted residential villages designed to appeal to a somewhat defined mix of buyer profiles and lifestyle alternatives.

| NEIGHBORHOOD | MARKET | BUILDER | LOT SIZE | SALES INFORMATION | | | | | PRICING INFORMATION | | | | PAYMENT INFORMATION | | | |
|------------------------------|--------|-----------------|-----------------|-------------------|------------|--------------|----------|-----------|---------------------|-------------|---------|-----------|---------------------|-----------|----------|----------|
| | | | | TOTAL HOMES | HOMES SOLD | HOMES UNSOLD | MC SALES | HOME SIZE | BASE PRICE | NET BASE | INCENT. | NET \$/SF | CFD | HOA/PERMO | TAX RATE | MO PYMT. |
| Terraces at Baker Ranch | LF | Toll Brothers | 5,200 | 103 | 59 | 44 | 4.8 | 2,449 | \$1,028,328 | \$1,028,328 | \$0 | \$420 | \$0 | \$198 | 1.06% | \$5,275 |
| Arlington at Parkside | LF | Toll Brothers | 3,525 (47 x 75) | 64 | 0 | 64 | 0.0 | 2,730 | \$1,073,328 | \$1,073,328 | \$0 | \$394 | \$0 | \$211 | 1.10% | \$5,546 |
| The Crossings at Baker Ranch | LF | Toll Brothers | 3,200 MTC | 74 | 18 | 56 | 3.6 | 2,186 | \$908,996 | \$908,996 | \$0 | \$416 | \$0 | \$200 | 1.06% | \$4,688 |
| Madison at Parkside | LF | Toll Brothers | 3,575 (55 x 65) | 53 | 0 | 53 | 0.0 | 3,082 | \$1,148,330 | \$1,143,330 | \$5,000 | \$371 | \$0 | \$211 | 1.10% | \$5,894 |
| Lexington at Parkside | LF | Toll Brothers | 3,250 MTC | 100 | 0 | 100 | 0.0 | 3,204 | \$1,028,745 | \$1,028,745 | \$0 | \$323 | \$0 | \$328 | 1.10% | \$5,441 |
| The Oaks at Portola Hills | LF | Baldwin Sunrise | 6,000 | 78 | 7 | 71 | 10.0 | 3,865 | \$1,337,245 | \$1,337,245 | \$0 | \$353 | \$0 | \$200 | 1.06% | \$6,802 |
| The Courts | LF | Shea Homes | ATT | 81 | 56 | 25 | 6.6 | 1,883 | \$647,900 | \$647,900 | \$0 | \$345 | \$0 | \$200 | 1.06% | \$3,399 |
| The Landing | LF | Shea Homes | Stub Alley SFD | 87 | 0 | 87 | 0.0 | 1,849 | \$749,900 | \$749,900 | \$0 | \$407 | \$0 | \$200 | 1.06% | \$3,902 |
| The Rowe | LF | Shea Homes | ATT | 89 | 84 | 5 | 6.3 | 1,548 | \$586,150 | \$586,150 | \$0 | \$379 | \$0 | \$200 | 1.06% | \$3,094 |
| The Summit | LF | Toll Brothers | 7,700 | 54 | 50 | 4 | 3.6 | 3,880 | \$1,446,662 | \$1,446,662 | \$0 | \$374 | \$0 | \$200 | 1.06% | \$7,342 |
| Trails | LF | Toll Brothers | 4,000 | 60 | 0 | 60 | 0.0 | 2,618 | \$1,033,745 | \$1,033,745 | \$0 | \$395 | \$0 | \$200 | 1.06% | \$5,303 |
| Viewpoint | LF | Toll Brothers | 5,000 | 75 | 0 | 75 | 0.0 | 3,574 | \$1,264,995 | \$1,264,995 | \$0 | \$361 | \$0 | \$200 | 1.06% | \$6,445 |
| Skyridge | MV | Cal Atlantic | 5,800 | 84 | 2 | 82 | 4.3 | 3,001 | \$1,034,567 | \$1,034,567 | \$0 | \$346 | \$0 | \$350 | 1.10% | \$5,492 |
| Crestline @ Baker Ranch | LF | Shea Homes | 3,200 | 106 | 48 | 58 | 0.0 | 1,900 | \$820,900 | \$820,900 | \$0 | \$432 | \$0 | \$200 | 1.06% | \$4,253 |
| Camden Square | LF | Taylor Morrison | 4,500 | 72 | 45 | 27 | 2.3 | 2,070 | \$721,122 | \$721,122 | \$0 | \$351 | \$0 | \$272 | 1.06% | \$3,832 |
| The Peake @ Baker Ranch | LF | Shea Homes | 2,500 | 102 | 97 | 5 | 4.8 | 1,627 | \$809,900 | \$809,900 | \$0 | \$498 | \$0 | \$200 | 1.06% | \$4,198 |
| CMA Average | | | 4,878 | 80 | 29 | 51 | 2.9 | 2,592 | \$977,551 | \$977,238 | \$313 | \$385 | \$0 | \$223 | 1.07% | \$5,056 |

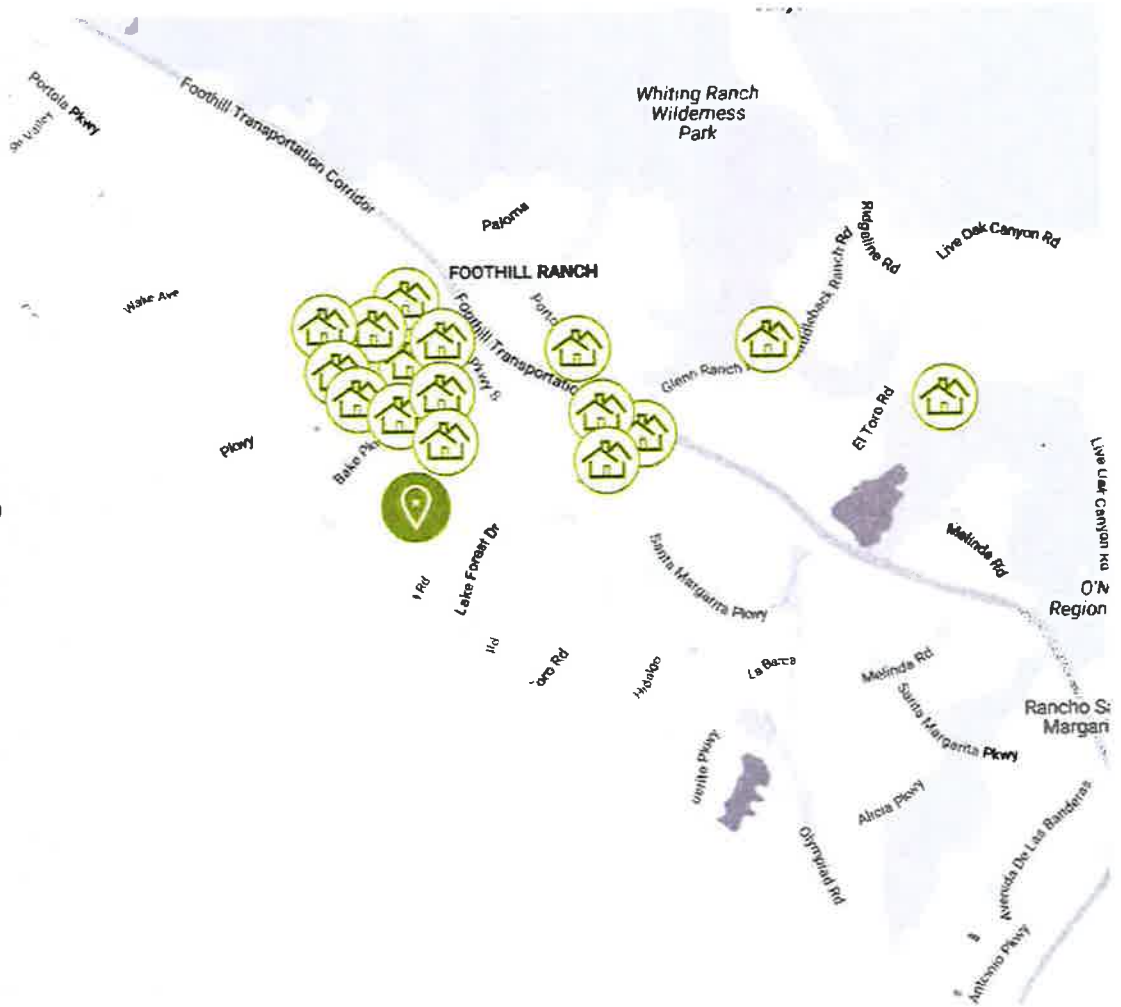
CHART KEY

| | | | |
|----|---------------|-----|------------|
| LF | Lake Forest | ATT | Attached |
| MV | Mission Viejo | MTC | Motorcourt |

B-15

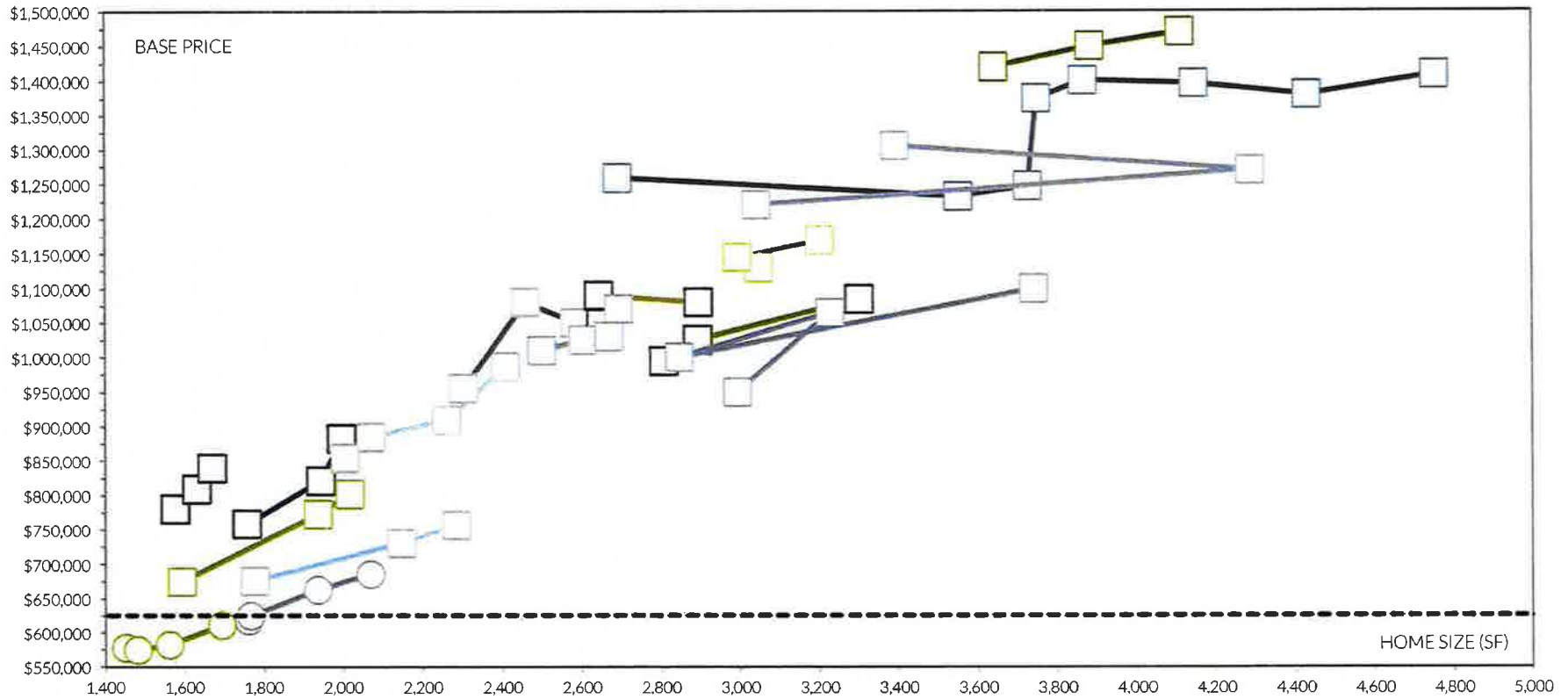
COMPETITIVE MARKETS

| NEIGHBORHOOD | MARKET |
|------------------------------|---------------|
| Terraces at Baker Ranch | Lake Forest |
| Arlington at Parkside | Lake Forest |
| The Crossings at Baker Ranch | Lake Forest |
| Madison at Parkside | Lake Forest |
| Lexington at Parkside | Lake Forest |
| The Oaks at Portola Hills | Lake Forest |
| The Courts | Lake Forest |
| The Landing | Lake Forest |
| The Rowe | Lake Forest |
| The Summit | Lake Forest |
| Trails | Lake Forest |
| Viewpoint | Lake Forest |
| Skyridge | Mission Viejo |
| Crestline @ Baker Ranch | Lake Forest |
| Camden Square | Lake Forest |
| The Peake @ Baker Ranch | Lake Forest |



COMPETITIVE MARKET ANALYSIS

B-17



- The Peake @ Baker Ranch | Lake Forest | Shea Homes | 2500 SFM
- Camden Square | Lake Forest | Taylor Morrison | 4500 SFM
- Terraces @ Baker Ranch | Lake Forest | Toll Brothers | 5200 SFM
- Arlington @ Parkside | Lake Forest | Toll Brothers | 3,525 (47 x 75) SFM
- Lexington @ Parkside | Lake Forest | Toll Brothers | 3,250 (Motorcourt) SFM
- The Courts | Lake Forest | Shea Homes | Attached SFM
- The Rowe | Lake Forest | Shea Homes | Attached SFM
- Trails | Lake Forest | Toll Brothers | 4000 SFM
- FHA Loan Limits
- Log. (Community Resales SFD)
- Crestline @ Baker Ranch | Lake Forest | Shea Homes | 3200 SFM
- The Crossings @ Baker Ranch | Lake Forest | Toll Brothers | 3,200 Motorcourt SFM
- Skyridge | Mission Viejo | Cal Atlantic | 5800 SFM
- Madison @ Parkside | Lake Forest | Toll Brothers | 3,575 (55 x 65) SFM
- The Oaks @ Portola Hills | Lake Forest | Baldwin | Sunrise | 6000 SFM
- The Landing | Lake Forest | Shea Homes | Stub Alley SFD SFM
- The Summit | Lake Forest | Toll Brothers | 7700 SFM
- Viewpoint | Lake Forest | Toll Brothers | 5000 SFM
- Conforming Loan Limits
- Log. (Community Resales ATT)

ENGAGEMENT STRATEGY



ENGAGEMENT PROCESS

Once engaged, Province West will work to refine assumptions related to site plan alternatives, entitlements, development phasing, revenues, and cost estimates. Also immediately upon our engagement, marketing activities will commence with a pre-marketing campaign. The goal of the pre-marketing campaign is to build awareness for the opportunity, facilitate the buyer registration process, impart a sense of exclusivity, and obtain insight as to how the business plans may be refined to generate additional value.

A confidential offering memorandum (OM) will be designed to highlight all the Serrano Summit attributes in the context of demonstrating to buyers and their capital partners that the successful implementation of the business plan will allow for the purchase of the property at the highest possible price. The goal is to simplify the asset evaluation process so that buyers spend less time conceptualizing and underwriting, and more time gaining internal consensus, working through capitalization strategies and refining assumptions to become more aggressive.

Upon approval by the ownership of the OM, direct contact will be made on a tiered basis with a prequalified group of prospective buyers. Formal presentations will be made to selected market participants and discussions will be held to understand how they are evaluating the asset, including revenue and cost assumptions, hurdle rates, capitalization strategies, execution deficiencies, and motivations. Proposals will be solicited on a pre-established offer due date, and then summarized and formally presented. Based on overall findings obtained during the marketing campaign, we will provide IRWD with recommendations as to which groups should be included as part of the exhaustive buyer interview and qualification process. Based on insight obtained during the qualification process, we will work closely with the ownership to define how buyers may refine pricing and terms as part of a "best and final."

Once a buyer is selected, we will continue to maintain a hands-on approach to ensure a successful closing. With transactional experience spanning hundreds of engagements, Province West prides itself on being able to create solutions for any impediments to close which may arise during the escrow period, including but not limited to, issues related to contracts, title, soils, and environmental.



B-19

ENGAGEMENT STRATEGY

We envision four to six weeks from engagement to perform due diligence, conduct the Exclusive Preview and prepare the OM.

EXPOSURE

Province West has the ability to be as surgical or as broad as needed when defining an exposure strategy. We will be in active partnership with IRWD to outline the exposure strategy parameters.

ASSET DUE DILIGENCE

Province West will continue to work closely with IRWD's team to clearly understand the overall expectations of the ownership, establish desired closing conditions and offering terms, review assumptions related to product and pricing, evaluate opportunities to unleash additional value through structural elements, and delineate critical path items that could affect the timeline associated with obtaining building permits and certificates of occupancy.

EXCLUSIVE PREVIEW & OPPORTUNITY AWARENESS

Marketing activities will commence with an Exclusive Preview with the most qualified buyers. The goal is to build awareness for the opportunity, facilitate the buyer registration process, impart a sense of exclusivity, and obtain insight as to how the business plan may be refined to generate value.

BID PROCESS & BUYER SELECTION

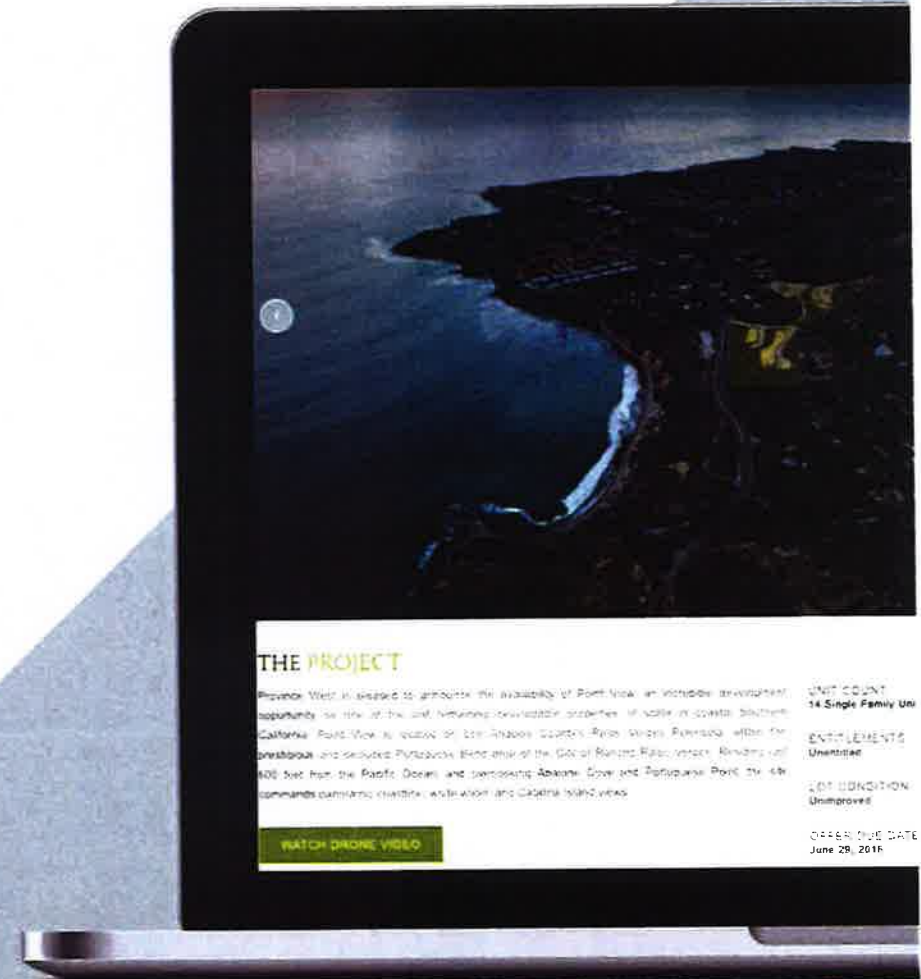
While we have the ability to expedite the process, we recommend setting the offer due date 4 to 6 weeks from initiation of the direct marketing campaign.

REPORTING

Formal marketing reports will be provided to the ownership from the engagement of Province West, through the selection of the buyer. Reports will be structured to provide the ownership with information pertaining to who is evaluating the opportunity, how the opportunity is being underwritten, what constraints or unique motivations may exist, and who is most likely to submit a proposal.

LISTING DURATION

At will to the mutual satisfaction of both parties. While we intend on executing the disposition strategy as expeditiously as possible, we aim to be a part of your team through the successful closing.



EXCLUSIVE OFFERING MEMORANDUM



B-21

Click to view an example of custom-designed Province West OM



FEE STRUCTURE

Province West is requesting of a fee of one percent (1%) of the purchase price through escrow upon the closing. To the extent a performance based compensation program is preferred, Province West will work with IRWD to define a mutually agreeable structure.

Province West will assemble and manage a team of subject matter experts to perform studies and present their findings. The team is anticipated to include land planners, as well as market research, cost and CFD consultants. The total expenses associated with the team of subject matter experts are anticipated to range from approximately \$25,000 to \$50,000.

B-22

CONTINGENT FEE

1%

of the purchase price through escrow upon the closing

PERFORMANCE-BASED COMPENSATION PROGRAM

TBD

THIRD-PARTY CONSULTANTS*

\$5k - \$10k

Land Planning & Conceptual Architecture

\$4k - \$18k

Market Research

\$10k - \$18k

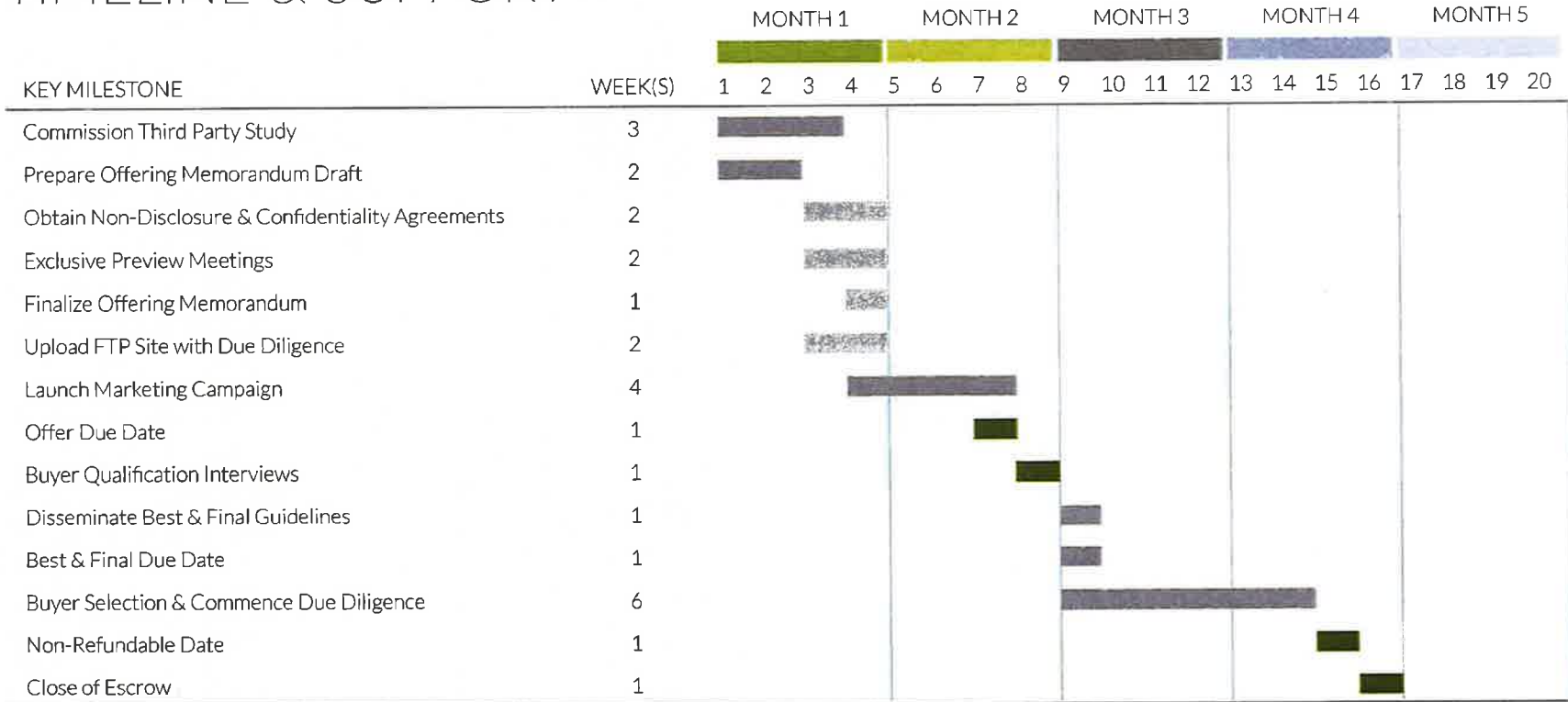
Cost to Complete

\$2k - \$5k

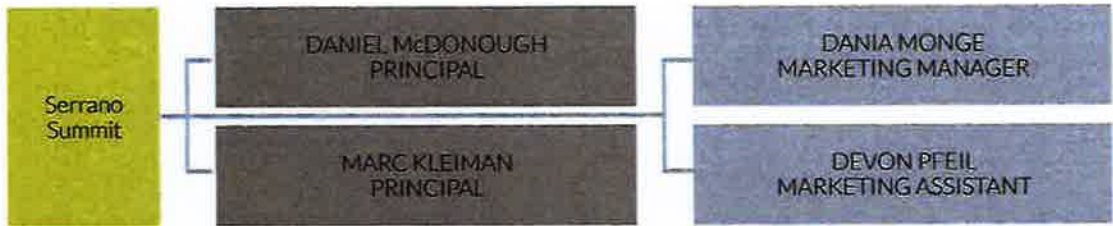
CFD Analysis

*If applicable

TIMELINE & SUPPORT



B-23



MARKETING SUPPORT
 Preparation of Marketing Materials, Manage FTP Site, Disseminate Due Diligence Materials, Assist with Buyer Registration, Ad Hoc Support for Principal Team, Underwriting Support, and Market Research Support.

Q4

AREA
OVERVIEW

ORANGE COUNTY OVERVIEW

Orange County, with a population of 3,169,776 (2015 US Census Bureau Estimate), is the third most populous county in California. Exceptional weather, low unemployment, outstanding recreational amenities, together with quality schools all contribute to make the region one of the most sought after places to live in the world.

With over 40 miles of coastline, a year-round average temperature of 68 degrees and popular attractions such as Disneyland and Knott's Berry Farm, Orange County is also justifiably famous as a tourist destination, which draws visitors from around the globe. Outdoor enthusiasts will find abundant locations throughout the County to engage in activities such as surfing, hiking, golf, boating, and mountain biking. Sports fans from within the region and beyond flock to the County to view events such as the US Open of Surfing and AVP Pro Beach Volleyball and sports teams such as MLB's the Los Angeles Angels of Anaheim and the NHL's Anaheim Ducks.

Located within the County are 34 incorporated cities that are diverse in character ranging from the urban landscape of downtown Santa Ana – the County seat – to the coastal charm of Laguna Beach. However, the development form for which Orange County is most well-known is the master-planned community, which covers 30% of the land area of the County and is the embodiment of an Orange County lifestyle that has been exported throughout the world by planners and architects based in the region.

Orange County also boasts a strong and diverse economy. Major industries in the region include technology, education, medical, fashion and real estate. Fortune 500 companies based in Orange County include Western Digital (Irvine / #222) and Ingram Micro (Santa Ana / #76). Many multinational companies, including Toshiba, Samsung and Hyundai, choose to make Orange County home for their US headquarters.

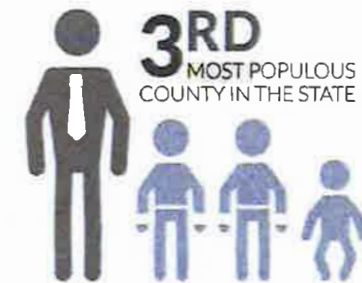
The County is also home to a major research university, University of California, Irvine. The robust economic activity has resulted in an unemployment rate that stood at 5.8% at the end of 2013 compared to a 6.7% rate for the nation as a whole and an 8.5% rate for the State of California.

TOP 10 EMPLOYERS IN ORANGE COUNTY

| | | | |
|---|--------------------------|----|--|
| 1 | Walt Disney Company | 6 | Wal-Mart Stores |
| 2 | University of California | 7 | Memorial Care Health System |
| 3 | St. Joseph Health | 8 | Bank of America Corporation |
| 4 | Kaiser Permanente | 9 | Target Corporation |
| 5 | The Boeing Company | 10 | California State University, Fullerton |



COUNTY POPULATION



ORANGE COUNTY RETAIL

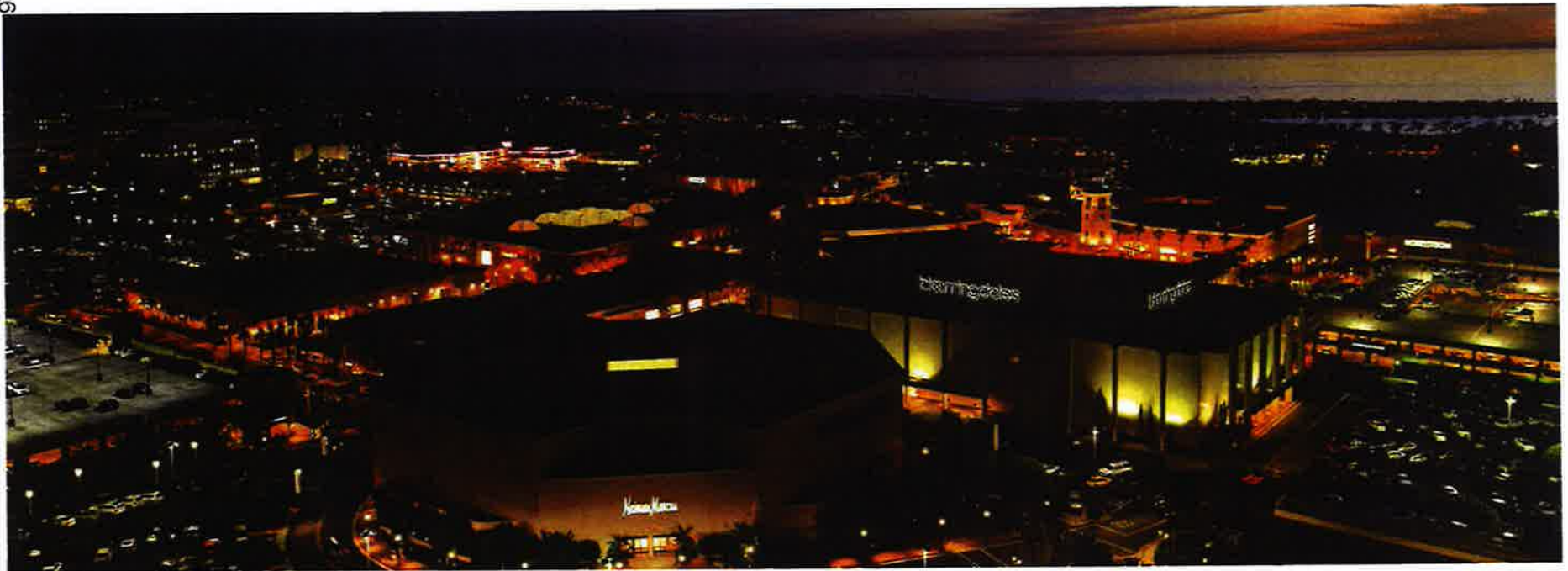
Orange County plays host to some of the nation's most unique and well-planned retail experiences. With regional destination shopping like the Irvine Spectrum, Fashion Island, and South Coast Plaza within quick driving distance to the Serrano Summit project, future residents will have no shortage of shopping, dining, and entertainment options.

Located roughly seven miles from Serrano Summit, the Irvine Spectrum Center includes more than 130 retail stores, restaurants, and entertainment venues. All of these exciting amenities come together at one of Orange County's most energized retail experiences. Anchored by Nordstrom's, Macy's and Target, Irvine Spectrum Center offers a fusion of current retail shopping brands, diverse dining options, and a variety of entertainment venues including one of Orange County's first IMAX theatres. Irvine Spectrum Center has received international acclaim for its world-class entertainment, top-quality restaurants, architectural ambiance, and superior location.

Anchored by Neiman Marcus, Nordstrom's, Bloomingdale's, and Macy's department stores, Fashion Island is a coastal upscale open-air lifestyle center located in the heart of Newport Beach, CA. With a diverse array of casual and fine dining experiences, Fashion Island features several dining establishments that are exclusive to the area like Fig & Olive and Red O. With over 1.5 million total square feet of retail, dining and entertainment amenities, Fashion Island services more than 14 million annual visitors.

Known as "The Ultimate Shopping Resort," South Coast Plaza in Costa Mesa is a short 20 minute drive from Serrano Summit. South Coast Plaza features 250 stores and serves over 24 million visitors annually. With its stores generating nearly \$1.5 billion dollars per year in sales, South Coast Plaza is the highest grossing shopping center in the United States. Focusing on luxury retailers, South Coast Plaza is home to Harry Winston's, Prada, Gucci, Mont Blanc, Louis Vuitton, Ralph Lauren, and Yves San Laurent to name a few. In addition to its luxury retailers, South Coast Plaza has numerous dining and entertainment options.

B-26



THE GREAT PARK

Spanning approximately 668 acres, the Great Park's master plan embraces environmental sustainability, preserves Orange County's agricultural heritage, and honors the military history of the former air base - setting a new standard for sustainable park design and urban planning. Hundreds of thousands of visitors from all over Southern California enjoy the Orange County Great Park's array of recreational and educational opportunities as well as participate in shared experiences, including panoramic views from the iconic Great Park Balloon that rises 400 feet in the air. Other Great Park features include the Carousel, Farm + Food Lab, Kids Rock Playground, Walkable Historical Timeline, Palm Court Arts Complex, North Lawn recreation area, South Lawn Sports + Fitness Complex, and Historic Hangar 244. In addition to sports clinics, gardening workshops, weekly Farmers Market and other community events, the Great Park hosts an annual series of special events that provide unique experiences for the entire family, including the Great Park Pumpkin Harvest and the Flights & Sounds Summer Festival.

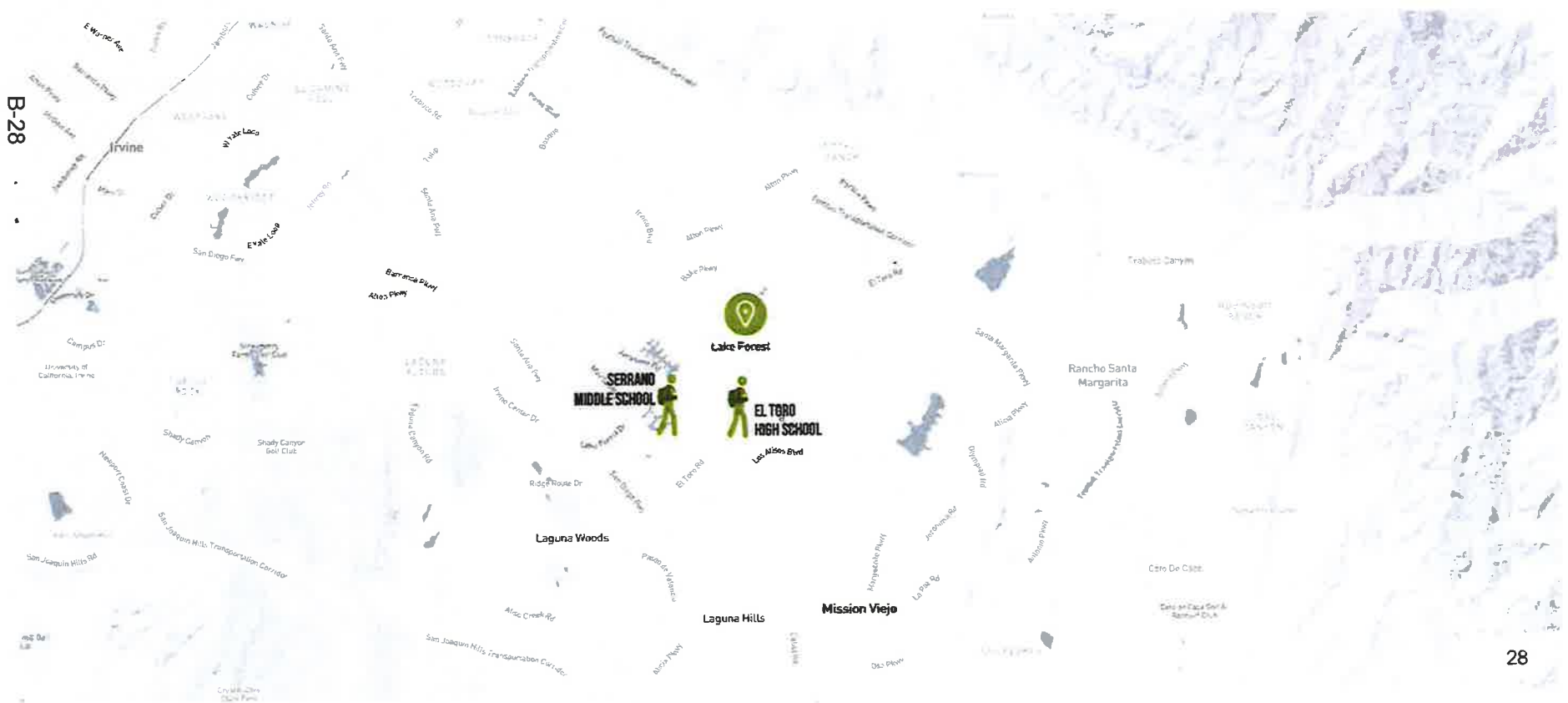
Over the next five years the Great Park will be expanded to include an 18-hole golf course, a wildlife corridor and an expansive 176 acre sports complex. With its approximate 688-acre master plan, the completed Great Park will be the centerpiece of the redevelopment of the publicly owned portion of the 4,700-acre former Marine Corps Air Station.



SCHOOLS

Serrano Summit will be serviced by Saddleback Valley Unified School District ("SVUSD"), the county's fourth largest school district. The district provides a highly regarded educational program to approximately 35,000 students from its attendance area that encompasses over 95 square miles. SVUSD operates twenty-four elementary schools, five middle schools, four high schools, and four alternate education schools. Several elementary schools are nearby as is Serrano Middle School and El Toro High School. However, school attendance boundaries are determined solely by SVUSD.

SVUSD has an open enrollment policy that allows residents within the district to attend the schools of their choice as long as space is available. Students attending a school other than their neighborhood school can continue to advance through the ranks of their desired school and are not re-routed to their domestic school at key grade changes. Space is currently available at all non-elementary schools. Transportation to the school of choice is not provided.



LAKE FOREST OVERVIEW

As the population and the availability of new homes continually increase in the City of Lake Forest, the desirability of the City continues to draw more homeowners seeking a California lifestyle. Lake Forest has a population of 82,492 which bring in a median household income of \$95,987 a year.

Lake Forest is bordered by Irvine to the west, Laguna Hills to the southwest, Mission Viejo to the southeast, Trabuco Canyon to the east, and Limestone Canyon Regional Park to the north – providing residents with high end shopping, dining, and spectacular hiking.

Since being incorporated into a city in 1991, Lake Forest, formerly known as "El Toro", has a total area of 17.9 square miles with over 400 acres of Eucalyptus groves. The City has two man-made "lakes" from which the City gets its name. The Serrano Summit project area has historically been used for agricultural purposes and, more recently, for use by the IRWD for reservoir storage and treatment plant uses.

Lake Forest is home to nearby Etnies Skate park, the largest free public skate park in the nation with over 40,000 square feet, and also home to the Lake Forest Sports Park. The City encompasses Whiting Ranch Wilderness Park and Heritage Hill Historic Park which offer endless miles of trails and views filled with history. Los Angeles to the north and San Diego to the south are within easy driving distance via the conveniently accessible I-5 & 405 freeways.

B-29

TOP 10 EMPLOYERS IN LAKE FOREST

| | | | |
|---|---------------------|----|------------------------|
| 1 | Panasonic | 6 | Bal Seal Engineering |
| 2 | Oakley | 7 | Alcon Research |
| 3 | loanDepot | 8 | Walmart |
| 4 | Schneider Electric | 9 | Apria Healthcare Group |
| 5 | Spectrum Brands HHI | 10 | Home Depot USA Inc. |



CITY POPULATION



HOUSEHOLDS



MEDIAN
HOUSEHOLD
INCOME



BACHELOR'S DEGREE OR HIGHER



**EIGHT
out of ten**
GREATSCHOOL
CITY RATING

LAKE FOREST SPORTS PARK

The Final Master Plan for the Lake Forest Sports Park was developed through a series of community workshops that began as far back as 2008. In July of 2009, the City Council approved the Consensus Master Plan and further certified the Environmental Impact Report in August of 2011. Opened in Fall 2014, the Lake Forest Sports Park features:

- Trail connections to local and regional trails
- 27,000 square foot recreation center with a gymnasium and multi-purpose room
- Security lighting & lighting for all ball fields
- Three natural turf soccer fields & two synthetic turf soccer fields
- Five baseball and softball fields
- Two outdoor basketball courts
- Two playgrounds & tot lots
- Three acre common lawn
- Eight gazebo picnic structures
- Restroom and concession areas



WHITING RANCH WILDERNESS PARK

Whiting Ranch Wilderness Park is located within minutes of Serrano Summit and encompasses approximately 2,500 acres of riparian and oak woodland canyons, rolling grassland hills, and steep slopes of coastal sage scrub and chaparral. The park is highlighted by scenic rock formations, including the beautiful Red Rock Canyon. There are three intermittent streams: Borrego, Serrano, and Aliso Creeks meandering through the park – each hosting an abundance of wildlife. Remnants of the former cattle ranching days can be seen throughout the park.

The park contains 23 trails totaling approximately 17 miles of graded roads and single-track trails, providing excellent opportunities for hikers, mountain bikers, and equestrians. The Red Rock Canyon and Billy Goat trails are reserved for hikers only. The park also provides connectivity to other trails belonging to the OC Parks Regional Trails system, including the Edison Riding and Hiking Trail, Aliso Creek Riding and Hiking Trail, Aliso Creek Bikeway, and Aliso-Serrano Riding and Hiking Trail.

B-31



RELEVANT EXPERIENCE

RELEVANT EXPERIENCE

Since Province West was formed in 2009, we have been exclusively engaged by large financial institutions, bankruptcy courts, public homebuilders, and private sellers to sell some of the most high profile projects in the Southern California marketplace.

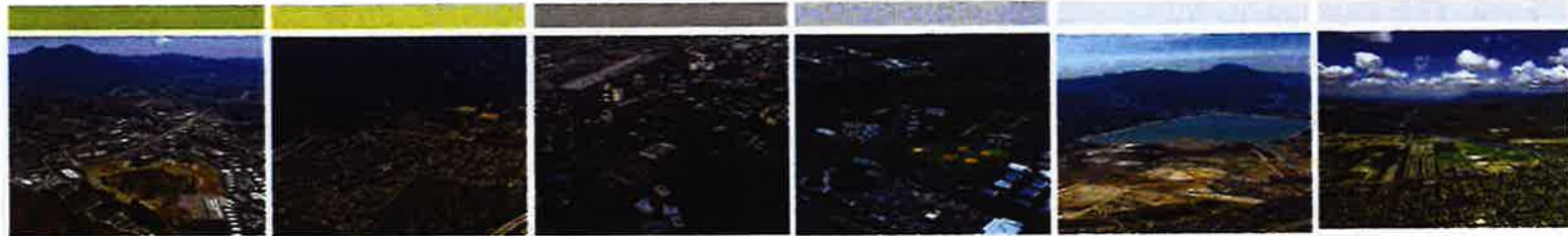
As a core focus of our business, the Province West team has made a concerted effort to understand the detailed nuances of the Southern California living market. Province West has exclusively listed and sold several recent landmark transactions in various sub-markets throughout coastal Southern California.

KEY PROJECTS

| | | | | | |
|---|--------------------------------|---|------------------------------------|---|------------------------------|
| 1 | Baker Ranch Lake Forest, CA | 3 | Uptown Newport Newport Beach, CA | 5 | Summerly Lake Elsinore, CA |
| 2 | Lytle Creek Ranch Rialto, CA | 4 | Parkside Lake Forest, CA | 6 | Sycamore Hills Upland, CA |



RELEVANT EXPERIENCE



B-34

| PROJECT | BAKER RANCH | LYTLE CREEK RANCH | UPTOWN NEWPORT | PARKSIDE | SUMMERLY | SYCAMORE HILLS |
|--------------|--|--|---|---|---|---|
| CITY | Lake Forest | Rialto | Newport Beach | Lake Forest | Lake Elsinore | Upland |
| LOT COUNT | 2,194 | 8,407 | 1,294 | Up to 250 | 1,500 | 485 |
| ENTITLEMENT | Approved Specific Plan, EIR and Tentative Tract Map | Approved Specific Plan, EIR and Tentative Tract Map in process | Approved Specific Plan, Development Agreement and EIR | Specific Plan, Development Agreement and Tentative Tract Map | Approved Specific Plan | Approved Specific Plan, EIR, Tentative Tract Map, Development Agreement |
| PRODUCT TYPE | Single Family Attached and Detached | Single Family Detached and Attached, Retail | Type I Mid-Rise | Small Lot Single Family Detached | Master-Plan | Single Family Attached and Detached |
| CLIENT | Baker Ranch West | Lytle Development Company | The Shopoff Group | Baker Ranch Properties | SunCal | L Star Communities |
| COMMENTS | Underwrote, marketed and sold a 50% interest in a high profile unimproved master planned community in Orange County. | Ongoing advisory role in advance of market entry related to optimal product mix, phasing and lot delivery condition. | Assisted the owner with the underwriting and high profile vertical infill project in the heart of Newport Beach. To be sold in multiple phases. | Assisted the owner with the planning, underwriting, product optimization, and implementation of the overall business plan for the project | Sold entire property and now selling individual neighborhoods | |

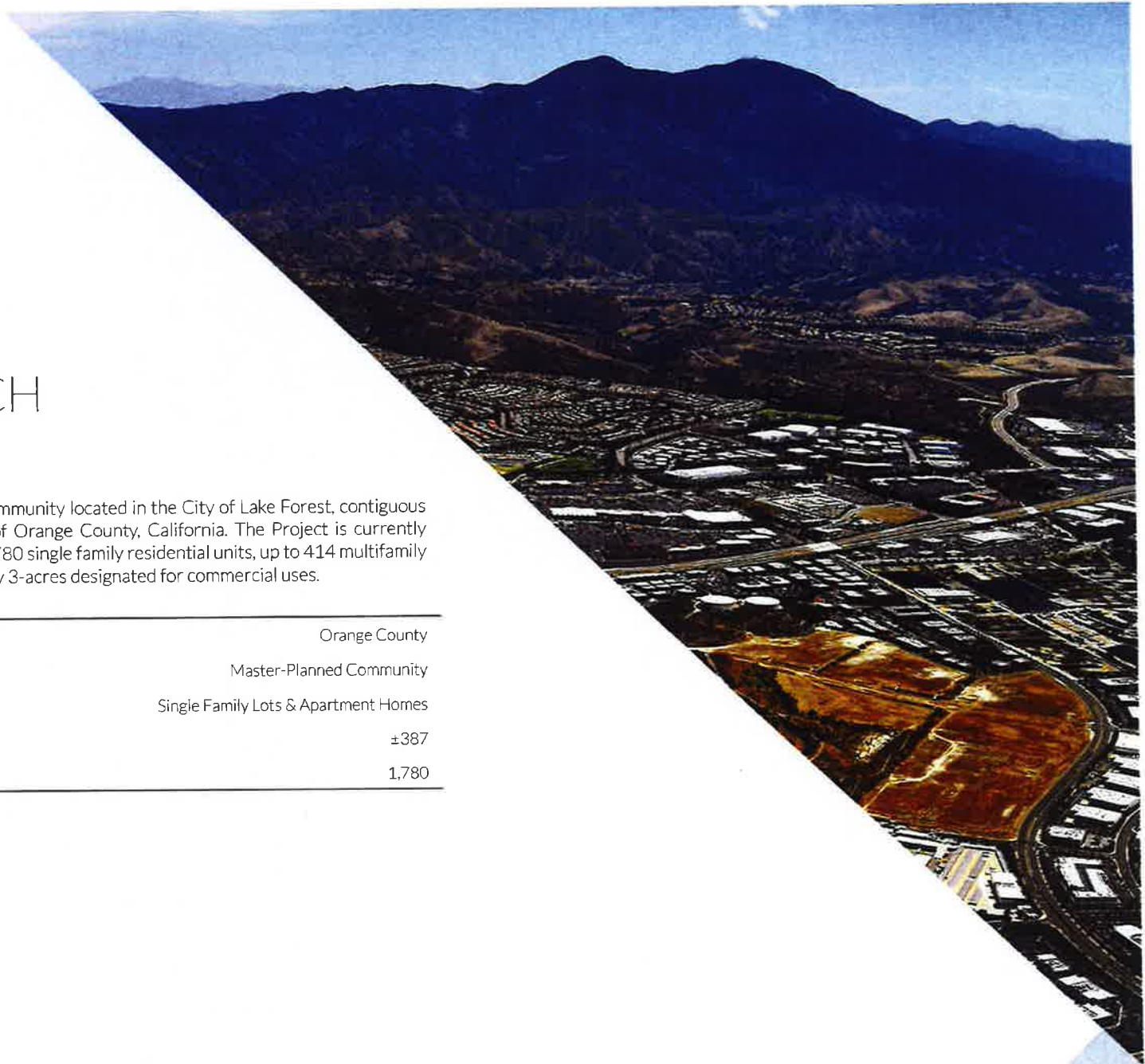
BAKER RANCH

LAKE FOREST, CA

Baker Ranch is a master-planned community located in the City of Lake Forest, contiguous to the City of Irvine, in the heart of Orange County, California. The Project is currently planned to include approximately 1,780 single family residential units, up to 414 multifamily apartment homes, and approximately 3-acres designated for commercial uses.

B-35

| | |
|-------------------|--------------------------------------|
| METRO AREA | Orange County |
| COMMUNITY PROFILE | Master-Planned Community |
| PRODUCT TYPE | Single Family Lots & Apartment Homes |
| NET ACRES | ±387 |
| LOT COUNT | 1,780 |



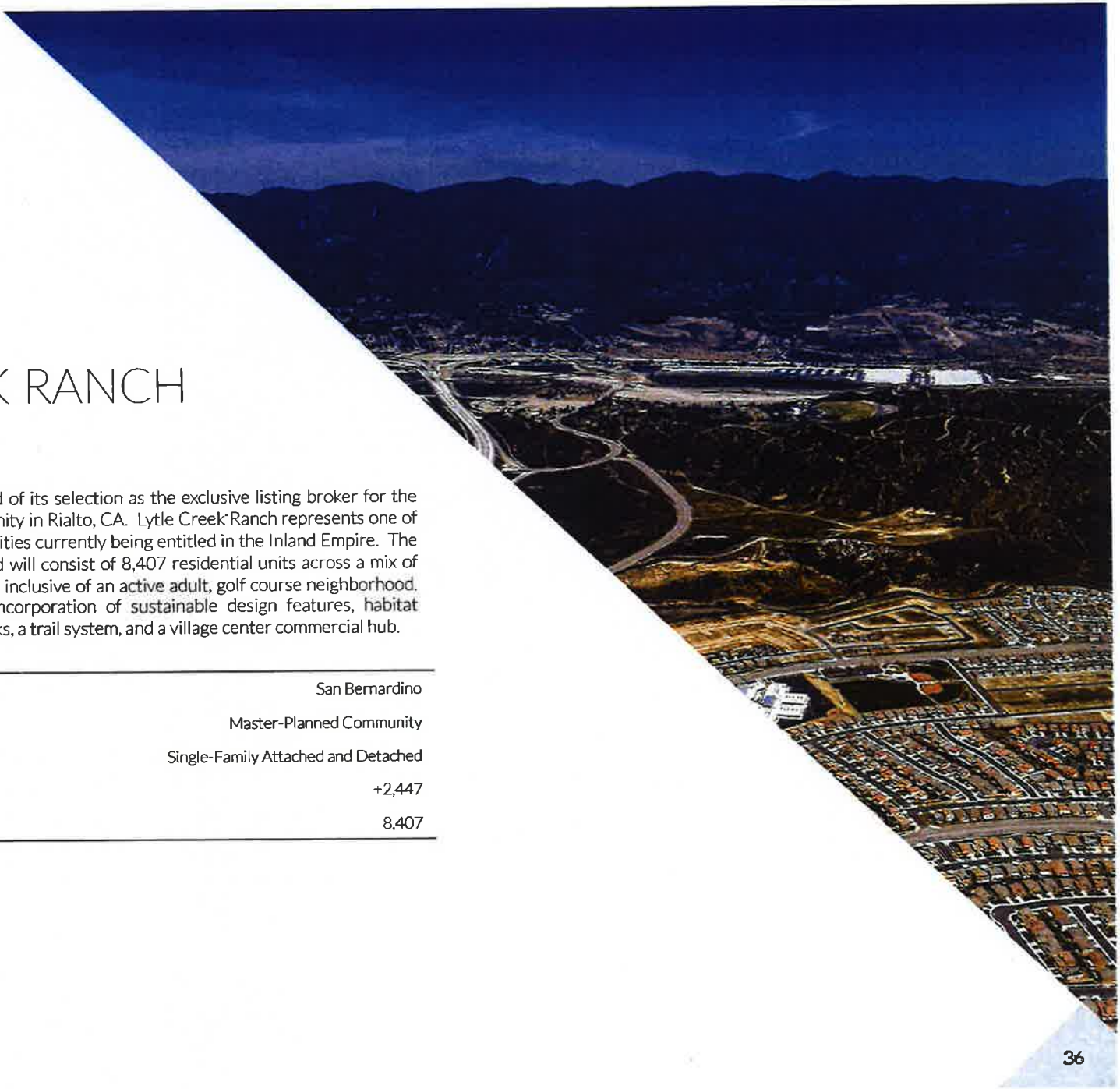
LYTLE CREEK RANCH

RIALTO, CA

Province West recently was notified of its selection as the exclusive listing broker for the Lytle Creek master-planned community in Rialto, CA. Lytle Creek Ranch represents one of the largest master-planned communities currently being entitled in the Inland Empire. The project sits on 2,447 total acres and will consist of 8,407 residential units across a mix of housing densities and product types inclusive of an active adult, golf course neighborhood. Other project highlights include incorporation of sustainable design features, habitat preservation, public and passive parks, a trail system, and a village center commercial hub.

B-36

| | |
|-------------------|-------------------------------------|
| METRO AREA | San Bernardino |
| COMMUNITY PROFILE | Master-Planned Community |
| PRODUCT TYPE | Single-Family Attached and Detached |
| NET ACRES | +2,447 |
| LOT COUNT | 8,407 |



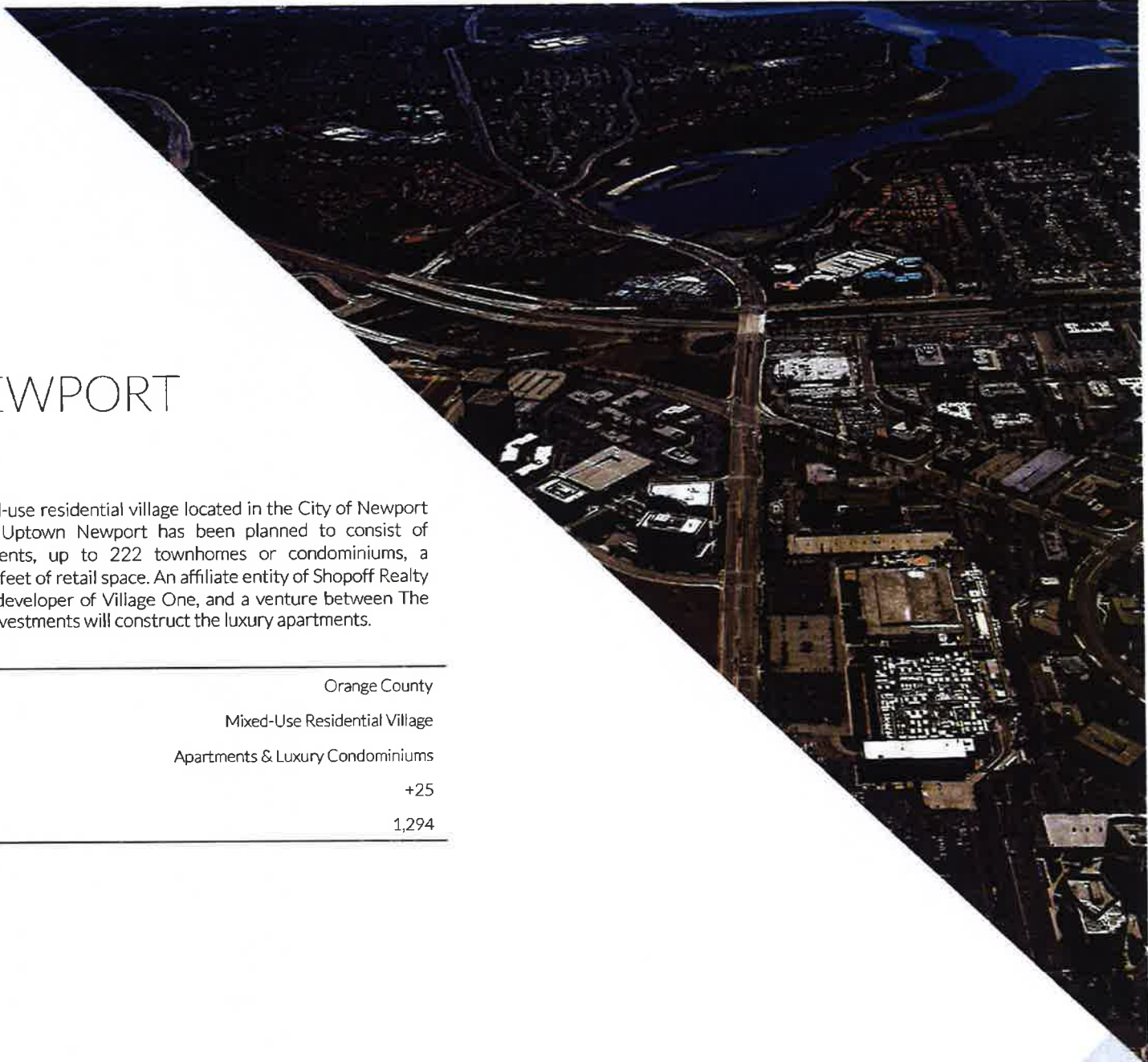
UPTOWN NEWPORT

NEWPORT BEACH, CA

Uptown Newport is a 25-acre mixed-use residential village located in the City of Newport Beach, California. Village One at Uptown Newport has been planned to consist of approximately 458 luxury apartments, up to 222 townhomes or condominiums, a community park, and 11,500 square feet of retail space. An affiliate entity of Shopoff Realty Investments will act as the master developer of Village One, and a venture between The Picerne Group and Shopoff Realty Investments will construct the luxury apartments.

B-37

| | |
|-------------------|----------------------------------|
| METRO AREA | Orange County |
| COMMUNITY PROFILE | Mixed-Use Residential Village |
| PRODUCT TYPE | Apartments & Luxury Condominiums |
| NET ACRES | +25 |
| LOT COUNT | 1,294 |



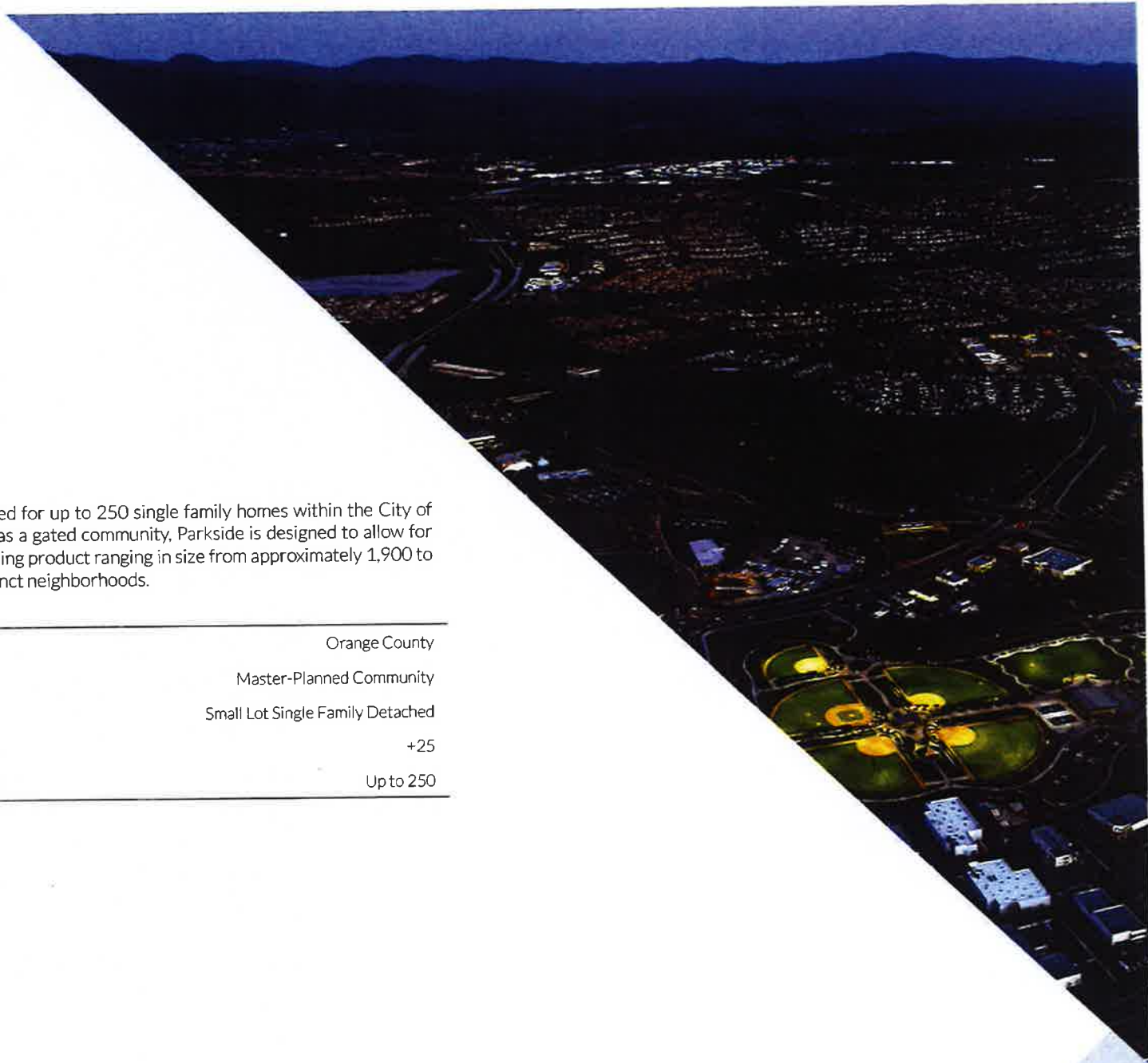
PARKSIDE

LAKE FOREST, CA

Parkside is a new community planned for up to 250 single family homes within the City of Lake Forest, California. Envisioned as a gated community, Parkside is designed to allow for the delivery of complementary housing product ranging in size from approximately 1,900 to 2,800 square feet within three distinct neighborhoods.

B-38

| | |
|-------------------|----------------------------------|
| METRO AREA | Orange County |
| COMMUNITY PROFILE | Master-Planned Community |
| PRODUCT TYPE | Small Lot Single Family Detached |
| NET ACRES | +25 |
| LOT COUNT | Up to 250 |



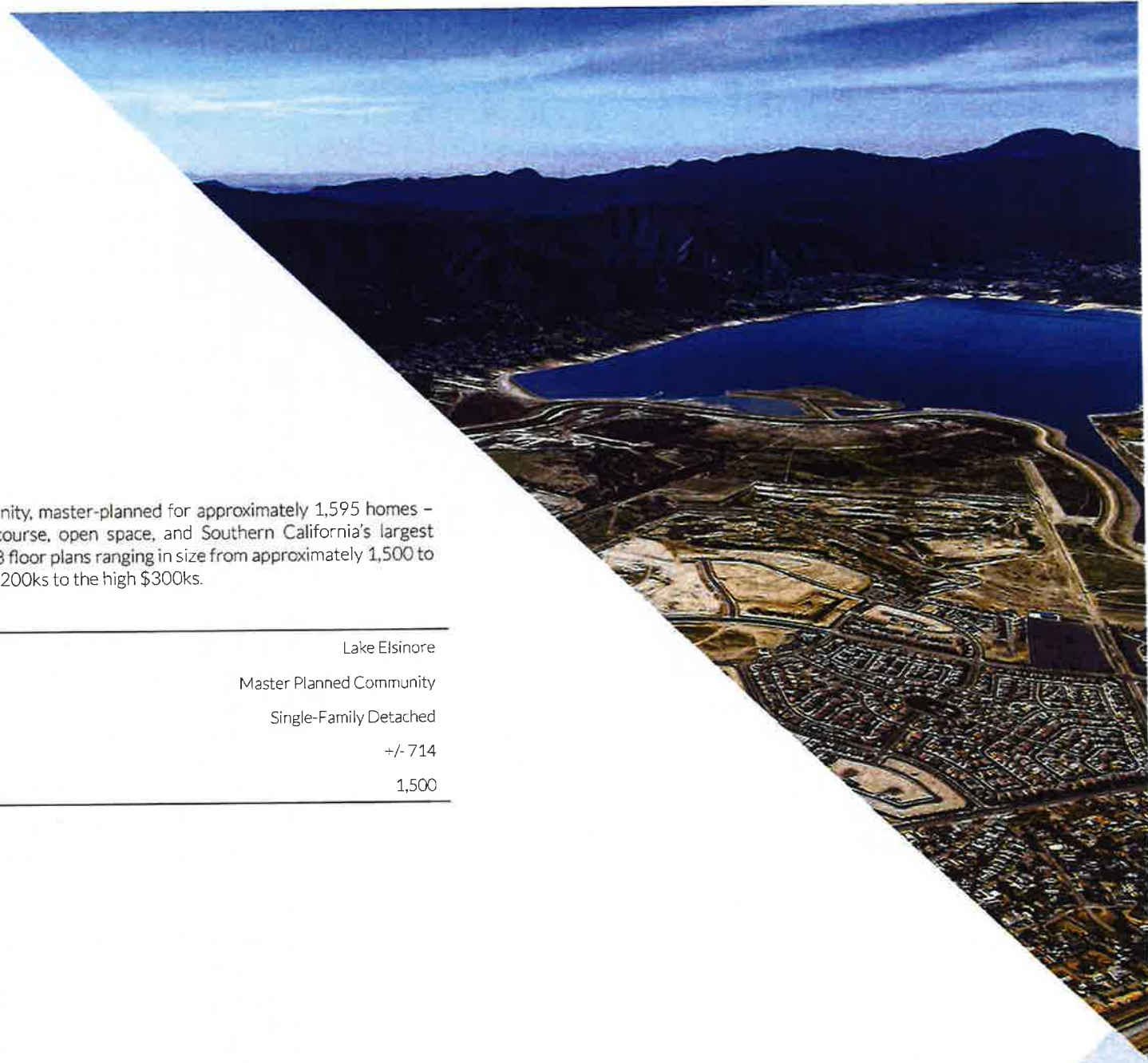
SUMMERLY

LAKE ELSINORE, CA

Summerly is an established community, master-planned for approximately 1,595 homes – adjacent to a championship golf course, open space, and Southern California's largest freshwater lake. Summerly offers 18 floor plans ranging in size from approximately 1,500 to 3,400 SF and priced from the high \$200ks to the high \$300ks.

B-39

| | |
|-------------------|--------------------------|
| METRO AREA | Lake Elsinore |
| COMMUNITY PROFILE | Master Planned Community |
| PRODUCT TYPE | Single-Family Detached |
| NET ACRES | +/- 714 |
| LOT COUNT | 1,500 |



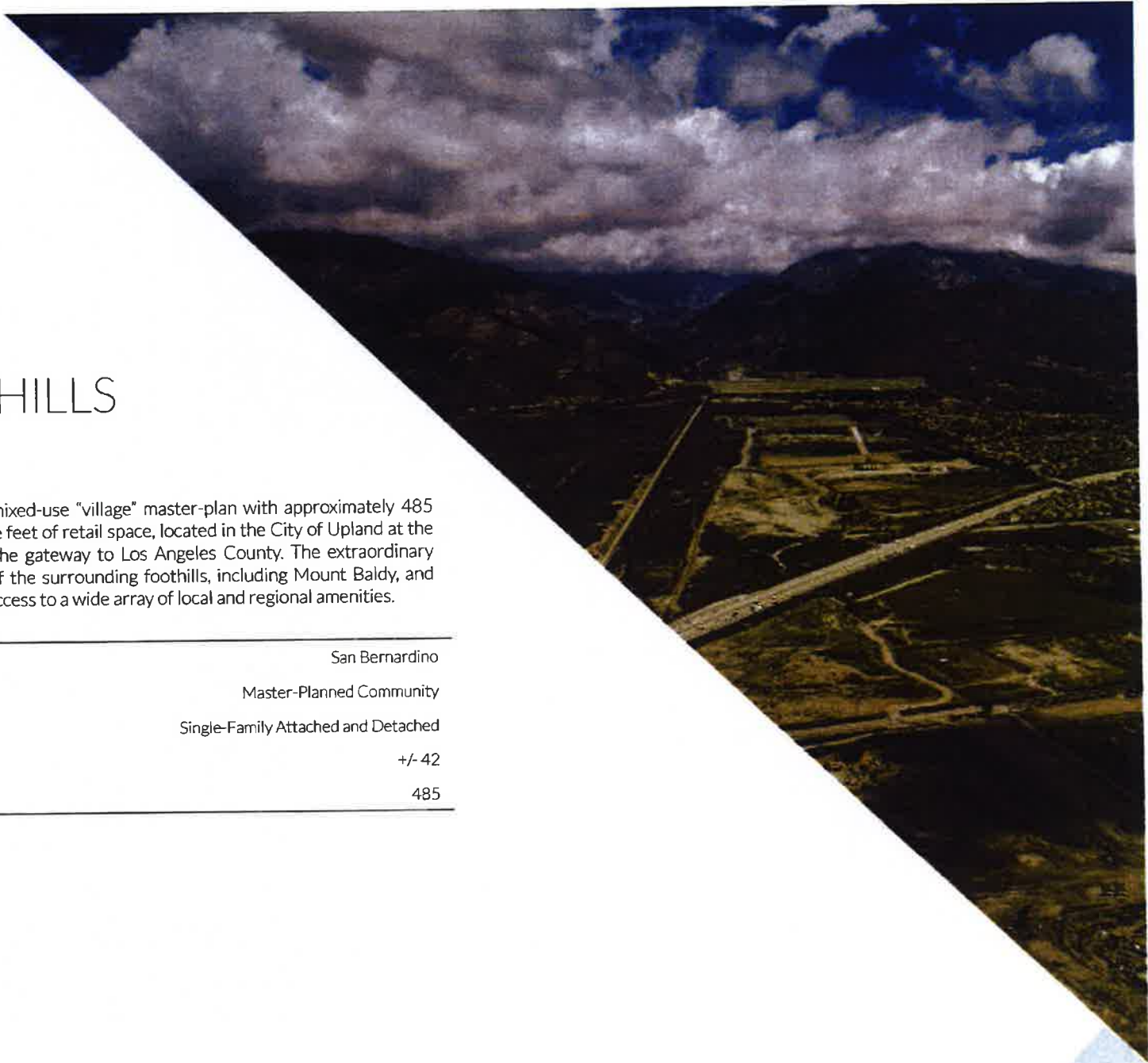
SYCAMORE HILLS

UPLAND, CA

Sycamore Hills is a fully entitled mixed-use "village" master-plan with approximately 485 residential units and 80,000 square feet of retail space, located in the City of Upland at the Claremont and Upland border – the gateway to Los Angeles County. The extraordinary location provides amazing views of the surrounding foothills, including Mount Baldy, and will provide residents convenient access to a wide array of local and regional amenities.

B-40

| | |
|-------------------|-------------------------------------|
| METRO AREA | San Bernardino |
| COMMUNITY PROFILE | Master-Planned Community |
| PRODUCT TYPE | Single-Family Attached and Detached |
| NET ACRES | +/- 42 |
| LOT COUNT | 485 |



OTHER REPRESENTATIVE ASSIGNMENTS

- Exclusively represented a publically traded national homebuilder in the positioning and disposition of a portfolio of almost 1,500 single family detached lots located in Southern California. As part of the overall strategy, identified and presented opportunities for the homebuilder to augment its near term business plan through the acquisition of lots pledged by prospective buyers as consideration for more favorable terms on various assets within the portfolio.
- Exclusively represented a legacy landowner in the positioning and disposition of a 50% interest in a 2,400-unit master planned community located in Orange County, California. Assembled and managed a team of subject matter experts as part of the development and underwriting of the business plan evaluated in connection with the sale. Formally presented the opportunity to the market and aligned prospective buyers and equity providers to improve the overall quality of the buyer pool.
- Exclusively represented a multi-billion dollar foreign bank in the structuring of a joint venture with a publically traded national homebuilder on a partially improved, golf-oriented master planned community located in the Coachella Valley. As part of the assignment, assisted in the development of the go forward business plan and optimization of the capital structure, which included a combination of equity and debt.
- Employed by the United States Bankruptcy Court as the exclusive representative for the debtor in possession of a community planned for almost 200 single family lots located in Orange County, California. Formally marketed the property to a pre-qualified selection of publically traded national homebuilders, institutional equity funds, and Southern California-based developers. Assisted in the development and implementation a structured settlement with the lender.
- Exclusively represented one of world's largest multinational banks in the positioning and disposition of a partially improved master-planned community consisting of almost 1,500 single lots and an operating 18-hole golf course in Southern California's Inland Empire. Developed and implemented a disposition strategy tailored to accommodate asset specific complexities and maximize value.

- Represented a private equity group in the acquisition from a regional bank of a community approved for almost 100 single family detached lots located in a Tier A Inland Empire market. As part of the assignment, assisted in the development and implementation of a business plan that provided for a 3.5X multiple and an unleveraged IRR in excess of 180% within 19 months.
- Represented a private equity group in the securing of a non-recourse debt facility collateralized by a portfolio of unimproved and partially improved land assets located throughout Sothern California. Assisted the lender in the underwriting of the collateral and borrower and facilitated the negotiation of the overall transaction.

KEY CLIENT ENGAGEMENTS

| | |
|------------------------|---------------------------------|
| Bank of America | Lytle Creek Development |
| Baker Ranch Properties | Mission Pacific Land Company |
| Bixby Bridge Capital | McMillin Communities |
| Capstone Advisors | PIMCO |
| Central Pacific Bank | PulteGroup |
| City National Bank | Rabobank |
| DMB Pacific Ventures | Richland Communities |
| DR Horton | Saybrook Community Capital |
| Foremost Communities | Sabal Financial |
| First Citizens Bank | Shea Homes |
| JEN Partners | SunCal Companies |
| Lehman Holdings | Shopoff Properties Trust REIT |
| Lennar | US Bank |
| LStar Communities | Van Daele Homes |

HISTORICAL KEY TRANSACTIONS

B-42

| COMMUNITY | MARKET | ASSET PROFILE | LOT COUNT | CLOSE OF ESCROW |
|-------------------------|-------------------|--------------------------|-----------|-----------------|
| Villages of San Jacinto | San Jacinto | Master Planned Community | 1,322 | 2013 |
| West Creek | Victorville | Master Planned Community | 833 | 2013 |
| Terra Lago | La Quinta | Master Planned Community | 977 | 2013 |
| Pulte Group Portfolio | Various Riverside | Portfolio | 1,413 | Various |
| Baker Ranch | Lake Forest | Master Planned Community | 2,194 | 2012 |
| Skyline Heights | Corona | Master Planned Community | 521 | 2012 |
| Stoneridge | Nuevo | Master Planned Community | 1,800+ | 2011 |
| Golden Meadows | Menifee | Master Planned Community | 472 | 2010 |
| Southshore | Lake Elsinore | Master Planned Community | 521 | 2010 |
| Summerly | Lake Elsinore | Master Planned Community | 1,484 | 2010 |
| Cantalena | Menifee | Master Planned Community | 600+ | 2010 |
| iStar Portfolio | Menifee Valley | Portfolio | 1,387 | 2010 |
| Wasson Canyon | Lake Elsinore | Master Planned Community | 521 | 2009 |
| Underwood | Menifee | Master Planned Community | 543 | 2009 |
| Emerald Meadows Ranch | Rubidoux | Master Planned Community | 1,021 | 2007 |
| River Ranch | Perris | Master Planned Community | 700+ | 2007 |
| Boulder Springs | Riverside County | Master Planned Community | 1,178 | 2006 |
| Springbrook Estates | Riverside | Master Planned Community | 650 | 2006 |
| Mission Ranch | Riverside | Multiple Transactions | 1,000+ | 2005 |
| Villages of Lakeview | Riverside County | Multiple Transactions | 1,750 | 2005 |
| Riverwoods | Perris | Master Planned Community | 663 | 2005 |
| Avelina | Perris | Master Planned Community | 496 | 2005 |
| Green Valley Acres | Perris | Master Planned Community | 4,000 | 2004 |
| Spring Mountain Ranch | Riverside | Master Planned Community | 1,461 | 2004 |
| Rosetta Canyon | Lake Elsinore | Master Planned Community | 1,000+ | 2003 |
| The Cove | San Jacinto | Master Planned Community | 554 | 2003 |
| Willow Walk | Hemet | Master Planned Community | 427 | 2003 |
| Spyglass Ranch | Lake Elsinore | Master Planned Community | 1,035 | 2003 |

ABOUT PROVINCE WEST

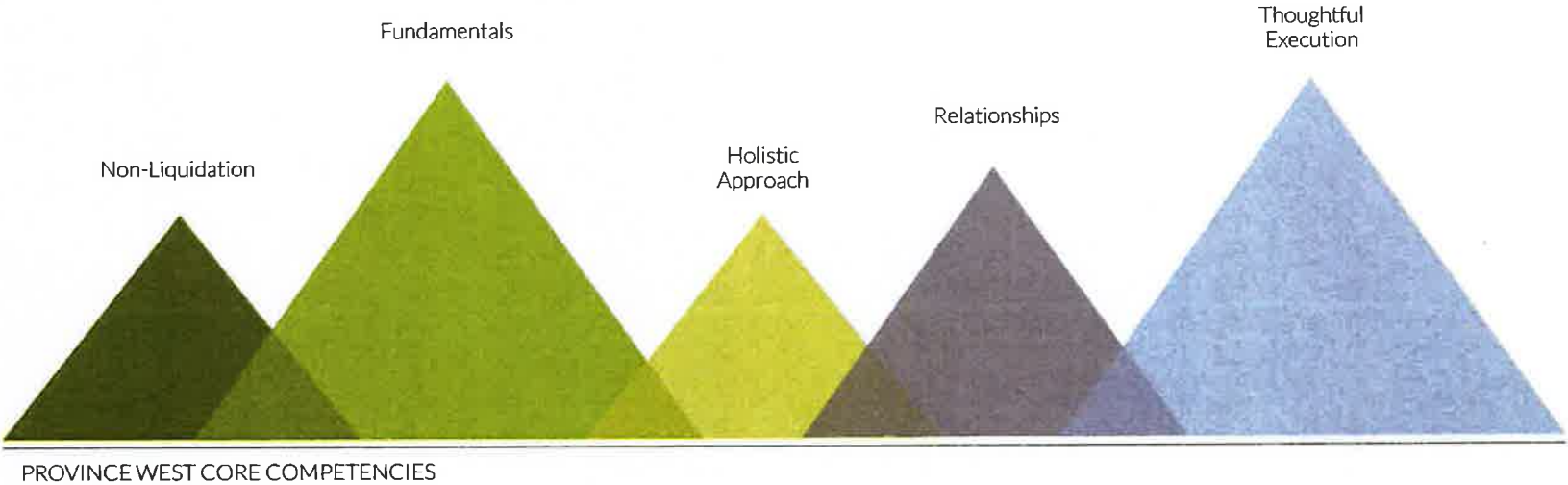
PROVINCE WEST VALUE

The Principals at Province West approach brokerage through the lens of our collective consulting and legal backgrounds. We believe a broker should be more than a marketeer with relationships and market expertise in a given marketplace. We are all of those things as well as consultants and fiduciaries.

In the role of consultant and fiduciary, the Principals at Province West act as coordinator, advisor, and liaison between our clients and the team of third-party subject matter experts that are critical in developing the marketing tools to effectively generate the maximum value for your real estate.

In today's real estate marketplace, technology has commoditized information and market data. Therefore, we believe a broker's value can no longer be as a repository of this market data. The value the Principals at Province West bring to a brokerage assignment is our ability to collect, digest, interpret, and present the relevant data in a manner that allows prospective purchasers to make confident and educated decisions – at the highest possible price.

B-44




January 9, 2017

Prepared and

Submitted by: L. Bonkowski

Approved by: Paul Cook



ACTION CALENDAR

ELECTION OF OFFICERS FOR 2017

SUMMARY:

The Bylaws of the District provide that the President and Vice President shall be elected by the Board from among its members. The term of office of the President and Vice President is one year, or until the election and qualification of their successors. On December 14, 2015, Director Mary Aileen Matheis was elected to the office of President and Director Doug Reinhart was elected to the office of Vice President for calendar year 2016.

While there are no formal election procedures set forth in the Bylaws, it is suggested that the General Manager be appointed temporary Chairman to conduct the election of President. The temporary Chairman would open nominations, accept nominations which need not be seconded, accept a motion to close the nominations, and conduct the balloting by voice vote. The President would then conduct the election of the Vice President in a similar manner.

FISCAL IMPACTS:

None.

ENVIRONMENTAL COMPLIANCE:

Not applicable.

COMMITTEE STATUS:

Not applicable.

RECOMMENDATION:

THAT AN ELECTION BE CONDUCTED OF THE PRESIDENT AND VICE PRESIDENT OF THE BOARD OF DIRECTORS OF THE IRVINE RANCH WATER DISTRICT.

LIST OF EXHIBITS:

None.