

**MINUTES OF THE SPECIAL BOARD MEETING
OF THE BOARD OF DIRECTORS OF THE
RAINBOW MUNICIPAL WATER DISTRICT
JANUARY 6, 2026**

1. **CALL TO ORDER** - The Special Meeting of the Board of Directors of the Rainbow Municipal Water District on January 6, 2026, was called to order by President Irvine at 1:00 p.m. in the Board Room of the District, 3707 Old Highway 395, Fallbrook, CA 92028. President Irvine presided.

2. **ROLL CALL:**

Present: Directors Irvine, Hamilton, Mack, Townsend-Smith, Hoffman

Also Present: General Manager Wiley, Administrative Services Manager Harp, Information Technology Manager Khattab, District Secretary Quintanar, Administrative Analyst Weber, Chief Operations Manager Gutierrez, Committee Members Nelson, Johnson, Marnett, Hensley, Smith, Kozak, Stewart, Shute, Wilson

**Also Present in Person,
Via Teleconference or**

Video Conference: Sr. Project Manager Tamimi, Safety and Risk Management Officer Johnson, Administrative Analyst Barrow, Finance Manager Shilkov, Committee Member Gasca, Rick Carey, Duane Urquhart, Pam Moss, and one member of the public.

3. **PLEDGE OF ALLEGIANCE**

4. **ADDITIONS/DELETIONS/AMENDMENTS TO THE AGENDA (Government Code §54954.2)**

There were none.

5. **APPROVAL OF THE AGENDA**

Motion: To approve the Agenda as presented.

Action: Approve, Moved by Director Irvine, Seconded by Director Hamilton

Vote: Motion carried by unanimous vote (summary: Ayes = 5)

Ayes: Directors Hamilton, Mack, Townsend-Smith, Hoffman, and Irvine

6. **PUBLIC COMMENT**

There were no requests to make comments on items not listed on the agenda.

7. **DISCUSS STANDING COMMITTEE ORGANIZATION**

Member Kozak explained his involvement with the Communication and Customer Service Committee (C&CS), noting limited public participation but emphasizing that Board appointments create commitment and buy-in. He stated committees are effective pathways for developing future

Board members and opening communication lines for Board and staff, and concluded the current structure is producing strong results and should remain unchanged.

Duane Urquhart wished everyone a happy new year and did not oppose the current structure, but suggested adding two Board members per committee. He expressed concern over agricultural water policy, referenced a previously distributed handout on agricultural loss, and offered rate structure suggestions. He noted that longstanding issues affecting agricultural users remain unresolved regardless of committee structure.

Miguel Gasca stated Rainbow's committee structure is unique and provides balanced input and strong feedback from ratepayers. He expressed concern that changes could reduce public participation and noted committees help streamline Board action through preliminary review.

Bill Stewart shared his experience and reason for his continued participation, and provided historical context that led to the current committee structure. He expressed that the committee members bring expertise from their respective fields which allows the District to receive input without hiring consultants. He stressed the value of the expertise contributed by committee members, and the thorough vetting of each matter moving forward for Board action, commended Committee Chairs Bill Shute and Flint Nelson, and encouraged maintaining the current committee organization.

Pam Moss explained her professional experience and prior service on committees. She described the committees as vital links to the community, with members relaying information broadly and serving as an important communication channel. She opined that changing the committee structure would be cutting off communication to the public.

Flint Nelson reported receiving emails opposing proposed structural changes. He stated that operational concerns should be addressed with committee chairs and members, affirmed the structure is sound, and emphasized that public attendees are welcomed to speak freely. He expressed support for the current structure, emphasized the process of appointment of committee members as a commitment to the Board to follow through and ask questions. He questioned whether proposed changes include voting by committee members, and noted that ratepayers would want one of their peers, a ratepayer, as a chairperson. He sees no resolution to changing that role to a member of the Board.

Bill Shute, a participant and Chairman of the C&CS for nearly seven years, advocated maintaining the current committee structure as a practical and essential part of the District's success. He stated committees strengthen the Board's ability to govern effectively, enable deeper issue review, provide valuable and meaningful expertise, reduce surprises for the Board, increase ratepayer participation, and build trust.

Rodney Smith stated the current committee structure is overly bureaucratic and inconsistent with best practices, and suggested changing the meetings to workshops with more Board Member participation, as a less-formal way to allow for debate and exchange of ideas.

Julie Johnson explained her prior service and experience, encouraged maintaining the current structure, specifically citing her participation to support student awareness of the water industry. She praised the volunteers, valued ratepayer feedback, expressed appreciation for continued service opportunities, and supported monthly C&CS committee meetings. She expressed concern that disbandment of the committees would no longer allow for the voice of the ratepayers.

Rick Carey clarified that the proposal for committee organization is to enhance, not eliminate, committees. He stated meetings are too formal, supported two Board members serving on committees, recommended listing committee members on the District's website, and suggested the formation of an agriculture committee.

Director Hoffman explained her reasons for running for the Board and noted that current meeting procedures are overly formal and can intimidate ratepayers. Her goal is to make public input more accessible and efficient. She recommended creating a more welcoming, informal environment, including circular table seating; eliminating strict use of Robert's Rules, gavels, and voting; and having two Board members serve as co-chairs who would provide discussion summaries at monthly Board meetings to help streamline consent calendar items. She also encouraged expanded outreach for participation through word of mouth, social media, and other channels, and suggested removing appointed ratepayer members so all participants have equal standing. She expressed appreciation and respect for the knowledge and commitment of committee members, acknowledged their experience is vital to Rainbow's success, thanked them, and encouraged their continued participation.

Director Townsend-Smith relayed that she is content with the current committee structure, and acknowledged the benefit of committee discussion prior to Board consideration. She stated that her alliance is with the ratepayers and meetings in the evening are supported. She was also in support of less formal settings, the addition of an agricultural committee, and adjustment to the time of day of meetings, if it enables more ratepayers to attend.

Director Hamilton expressed appreciation for the ideas shared but raised concerns about maintaining ratepayer participation. He noted that experience from other agencies shows low public involvement, and that the current formal structure ensures consistent input. While opposed to changing the existing structure, he supported reducing formality and making improvements to encourage greater public participation.

Director Mack thanked attendees and committee participants, expressed pride in the District's unique committee structure. He values the input from the committee and emphasized the importance for the board to listen to the ratepayers. He also values committee chair updates. He opposed changing the current structure, supported continued ratepayer leadership, endorsed forming an agriculture committee, and supported greater Board involvement in public events.

President Irvine opined that matters pertaining to agriculture can be addressed through the existing committees. He stated he is not proposing elimination of committees, and supports modifying them to be less formal and more inclusive. He opined that the current structure creates barriers, limits representation, requires excessive staff time, and concentrates participation among few appointed members. He noted appointment and attendance requirements are restrictive, highly selective, and cumbersome, conflict-of-interest rules add burden, and ratepayers should be directly invited to participate. He advocated for elected officials chairing informal meetings and supported restructuring to broaden public engagement and reduce staff workload and attendance obligations.

Director Townsend-Smith stated that the intent was not to eliminate committee meetings and voiced that she was in favor of an agricultural committee and changing the frequency of the standing committee meetings to bi-monthly or quarterly.

General Manager Wiley shared that perhaps meetings may be of shorter duration with a less formal process. However, staff's diligence and efforts to thoroughly prepare for committee

discussion will remain the same. As this is a decision of the Board's discretion, staff awaits direction.

Motion: To amend the Administrative Code to simplify the Standing Committee Meeting process by appointing two Board Members to moderate each of the Standing Committee meetings. And Further, open participation to all ratepayers within our District to participate in the process without approval or restrictions

Action: Approve, Moved by Director Irvine, Seconded by Director Townsend-Smith

Vote: Motion carried by majority vote (summary: Ayes = 3, Mack and Hamilton opposed)

Ayes: Directors Townsend-Smith, Hoffman, Irvine

8. DISCUSS AND DETERMINE REGULAR BOARD MEETING DAY AND TIME

Mr. Wiley explained that the 2026 meeting schedule was discussed at the December 9, 2025 Board meeting, where a change to the time of Board Meetings was proposed. In response, staff prepared alternative schedules for consideration, including the addition of a November Board Meeting. Holding the Board Meetings in the evenings would work best on the third Tuesdays of the month, and staff will also investigate the most feasible schedule for the Committee meetings.

Member Johnson addressed the Board, in regard to potentially holding meetings in the evening, to request consideration of the safety and liability risk to the District in light of the minimal lighting in the parking lot, especially this time of year.

A brief discussion followed which included various considerations, concerns, and public participation.

Motion: To schedule Regular Board Meetings to commence at 1:00 p.m. and direct to staff to provide information pertaining to safety and liability concerns for holding evening meetings.

Action: Approve, Moved by Director Hamilton, Seconded by Director Irvine

Vote: Motion carried by unanimous vote (summary: Ayes = 5)

Ayes: Directors Hamilton, Mack, Townsend-Smith, Hoffman, and Irvine

9. ELECTION OF OFFICERS

President Irvine explained that in light of his extensive travel schedule, it is in the best interest to the District to step down as President of the Board.

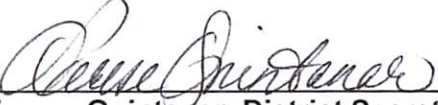
Motion: To nominate Hayden Hamilton to serve as President of the Board for 2026.

Action: Approve, Moved by Director Irvine, Seconded by Director Townsend-Smith

Vote: Motion carried by unanimous vote (summary: Ayes = 5)

Ayes: Directors Hamilton, Mack, Townsend-Smith, Hoffman, and Irvine

10. ADJOURNMENT The meeting was adjourned at 2:28 p.m., to January 27, 2026, at 1:00 p.m.



Terese Quintanar, District Secretary



Hayden Hamilton, Board President