

RANCHO PAUMA MUTUAL WATER COMPANY ("RPMWC")  
MINUTES OF THE  
SPECIAL MEETING OF THE BOARD OF DIRECTORS  
HELD February 2, 2024

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Directors Present: Chuck Bandy, Bruce Knox, Laurie Kariya, Linda Shoaff and Scott Shinner

Directors Absent: None

Also Present: Shareholder Charles Mathews, Adam Thomas of Best, Best and Krieger LLP, Administrative Manager Amber Watkins and Office and Compliance Manager Kim Alvarado.

1. **Call to Order:** Meeting was called to order at 2:00 p.m. by President Bandy. This meeting was held in person and via Zoom.
2. **Shareholder Comments:** None.
3. **Draft 401K Profit Sharing Plan**
  - a. **To be presented by Best, Best & Krieger LLP:** Thomas presented the draft 401K Profit Sharing Plan highlighting the key elements of the document that relate to eligibility for participation, and for employer elective and non-elective deferrals. He explained the Safe Harbor status of the plan as defined under the Internal Revenue Code requiring both a non-discretionary and discretionary employer contribution for each eligible participant. Thomas explained that the plan will need a financial custodian and administrative services. After some discussion, Knox motioned to approve the 401K Profit Sharing Plan as presented, seconded by Kariya, and upon a unanimous vote the 401K Profit Sharing Plan was approved.
4. **Report on next steps necessary to implement the 401K plan:** This topic was discussed in agenda item 3.
5. **Proposal for Retirement Plan Administration Services**
  - a. **Prepared by Best, Best & Krieger LLP:** Thomas outlined the duties associated with the oversight of the retirement plan administration services.
6. **Adjournment**
  - a. Annual Meeting Date at 2:00 pm – Monday, February 26, 2024
  - b. Organizational Meeting at 2:30 pm – Monday, February 26, 2024. With the next meeting dates set and no further business to discuss, Bandy motioned to adjourn the meeting, motion was seconded and upon a unanimous vote the meeting adjourned at 2:57 p.m.

*Kim Alvarado*

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Kim Alvarado, Recording Secretary