MINUTES OF THE MESA WATER DISTRICT IMPROVEMENT CORPORATION ANNUAL MEETING OF THE BOARD OF DIRECTORS 1965 Placentia Avenue, Costa Mesa, CA 92627 Wednesday, March 8, 2023 at 4:30 p.m.

CALL TO ORDERThe meeting of the Board of Directors was called to order at

4:49 p.m. by MWDIC President Bockmiller.

Directors Present Fred R. Bockmiller, P.E., MWDIC President

James R. Fisler, MWDIC Vice President

Jim Atkinson, MWDIC Director

Marice H. DePasquale, MWDIC Director

Shawn Dewane, MWDIC Director

Directors Absent None

Staff Present Paul E. Shoenberger, P.E., General Manager

Denise Garcia Secretary, Chief Administrative Officer/

MWDIC Secretary

Marwan Khalifa, CPA, MBA, Chief Financial Officer/

MWDIC Treasurer

Tracy Manning, Chief Operating Officer Stacie Sheek, Customer Services Manager

Stacy Taylor, Water Policy Manager Kurt Lind, Business Administrator

Celeste Carrillo, Senior Public Affairs Specialist

Rob Anslow, Partner, Atkinson, Andelson, Loya, Ruud &

Romo

Others Present None

PUBLIC COMMENTS

MWDIC President Bockmiller asked for comments on items not on the agenda.

There were no comments and MWDIC President Bockmiller proceeded with the meeting.

ITEMS TO BE ADDED, REMOVED, OR REORDERED ON THE AGENDA

General Manager Shoenberger reported that there were no items to be added, removed, or reordered on the agenda. There were no objections.

ACTION ITEMS:

A. CONFIRM DIRECTORS OF THE CORPORATION

MWDIC President Bockmiller asked for comments from the public. There were no comments.

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MOTION

Motion by MWDIC Director Atkinson, second by MWDIC Vice President Fisler, to confirm that the Directors of the Corporation Board consist of the Directors of the Mesa Water District Board. Motion passed 5 - 0.

B. APPROVE MINUTES FOR MEETING OF MARCH 9, 2022

MWDIC President Bockmiller asked for comments from the public. There were no comments.

MOTION

Motion by MWDIC Director Dewane, second by MWDIC Director DePasquale, to approve the minutes for the meeting of March 9, 2022. Motion passed 5 - 0.

C. APPROVE MINUTES FOR MEETING OF AUGUST 10, 2022

MWDIC President Bockmiller asked for comments from the public. There were no comments.

MOTION

Motion by MWDIC Director Dewane, second by MWDIC Director DePasquale, to approve the minutes for the meeting of August 10, 2022. Motion passed 5 - 0.

D. ELECTION OF CORPORATION OFFICERS:

MWDIC Secretary Garcia explained the current process followed to elect Officers of the Corporation.

President

MWDIC President Bockmiller asked for comments from the public. There were no comments.

MOTION

Motion by MWDIC Vice President Fisler, second by MWDIC Director DePasquale, to elect MWDIC Director Bockmiller as President. Motion passed 5-0, by the following roll call vote:

AYES: DIRECTORS Atkinson, DePasquale, Dewane, Fisler, Bockmiller

NOES: DIRECTORS None ABSTAIN: DIRECTORS None ABSENT: DIRECTORS None Mesa Water District Improvement Corporation Meeting of March 8, 2023

Vice President

MWDIC President Bockmiller asked for comments from the public. There were no comments.

MOTION

Motion by MWDIC Director Dewane, second by MWDIC President Bockmiller, to elect MWDIC Director Fisler as Vice President. Motion passed 5-0, by the following roll call vote:

AYES: DIRECTORS Atkinson, DePasquale, Dewane, Fisler, Bockmiller

NOES: DIRECTORS None ABSTAIN: DIRECTORS None ABSENT: DIRECTORS None

Appointment of Remaining Directors:

MWDIC President Bockmiller asked for comments from the public. There were no comments.

MOTION

Motion by MWDIC Director Dewane, second by MWDIC Director DePasquale, to appoint the balance of the slate: MWDIC Directors: Atkinson, DePasquale and Dewane. Motion passed 5 – 0.

Appointment of Officers:

MWDIC President Bockmiller asked for comments from the public. There were no comments.

MOTION

Motion by MWDIC Director Dewane, second by MWDIC Director DePasquale, to appoint:

- 1. Denise Garcia as MWDIC Secretary.
- 2. Wendy Duncan as MWDIC Assistant Secretary.
- 3. Marwan Khalifa, CPA, MBA as MWDIC Treasurer.
- 4. Tracy Manning as MWDIC Assistant Treasurer.

Motion passed 5 - 0.

E. UNFINISHED BUSINESS:

None.

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F. NEW BUSINESS:

MWDIC President Bockmiller asked for comments from the public. There were no comments.

MOTION

Motion by MWDIC Director Dewane, second by MWDIC Director Atkinson, to direct the officers to have an annual audit conducted for Fiscal Year 2023. Motion passed 5 - 0.

The meeting was adjourned at 4:54 p.m.

Approved:

-Signed by:

Fred R. Bockmiller, P.E, MWDIC President

—Signed by:

Denise Khalifa

Denise Garcia, MWDIC Secretary

Recording Secretary: Sharon D. Brimer