

RESOLUTION 12-04

**A RESOLUTION AMENDING AND RESTATING
THE IRONHOUSE SANITARY DISTRICT
DEFERRED COMPENSATION PLAN**

WHEREAS, the Ironhouse Sanitary District (the "Employer") has established the Ironhouse Sanitary District Deferred Compensation Plan (the "Plan") for the benefit of its employees in accordance with section 457 of the Internal Revenue Code (the "Code"); and

WHEREAS, the Employer desires to amend and restate the Plan in accordance with an updated specimen plan document provided by The Hartford, the Plan's record-keeper, entitled "Ironhouse Sanitary District DCP Effective date of this Document November 1, 2011;" and

WHEREAS, The Hartford specimen document incorporates revisions which The Hartford intends to comply with recent legislation governing the Plan; and

WHEREAS, adoption of this amended and restated plan document is intended to comply with the requirements of the Code and the final regulations under section 457, as well as the other laws governing the Plan;

NOW, THEREFORE, BE IT RESOLVED, that the Employer hereby adopts the amended and restated "Ironhouse Sanitary District DCP Effective Date of This Document November 1, 2011," in the form accompanying this Resolution, effective as of November 1, 2011; and

FURTHER RESOLVED, that the General Manager is authorized and directed to certify the above adoption to The Hartford and to take such actions as he deems appropriate to implement the foregoing resolution and the Plan.

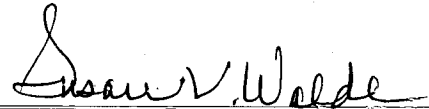
I hereby certify that the foregoing is a full, true and correct copy of a resolution duly passed and adopted by the Sanitary Board of the Ironhouse Sanitary District at a meeting thereof held on the 7th day of February 2012.

AYES, and in favor thereof, Members: D. Contreras, D. Hardcastle, D. Huerta, C. Lauritzen and M. Painter

NOES, Members: None

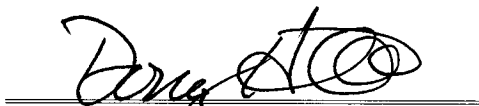
ABSTAIN, Members: None

ABSENT, Members: None



Secretary
(Seal)

ATTEST:


President