

**RESOLUTION OF THE BOARD OF DIRECTORS OF TORO AUXILIARY PARTNERS
APPROVING REVISIONS TO THE CSUDH RETIREMENT PLAN COMMITTEE CHARTER**

- WHEREAS,** Toro Auxiliary Partners (TAP) sponsors the California State University Dominguez Hills Toro Auxiliary Partners 403(b) Defined Contribution Plan (the “Plan”) for eligible employees and is responsible for ensuring that the Plan is administered and invested in compliance with the Employee Retirement Income Security Act of 1974 (ERISA) and other applicable laws; and
- WHEREAS,** TAP has established the CSUDH Retirement Plan Committee (the “Committee”) to serve in a fiduciary capacity for certain investments and administrative functions of the Plan and to support the Plan Sponsor in carrying out its responsibilities; and
- WHEREAS,** the existing Committee Charter, last adopted in June 2021, does not fully reflect TAP’s current governance structure, including the Board’s designation of a Board Approved Designee to act as Plan Sponsor on TAP’s behalf, nor does it clearly distinguish the Committee’s investment fiduciary, administrative fiduciary, and settlor roles; and
- WHEREAS,** the proposed December 2025 revisions to the Committee Charter (a) update references from the Executive Director and “Foundation” to Chief Human Resources Officer and Toro Auxiliary Partners, (b) clarify the composition of the Committee to align with current TAP leadership roles, and (c) refine the description of the Committee’s duties, including monitoring investment options and service providers, overseeing Plan fees and compliance, and providing annual written updates to the Executive Committee and Board; and
- WHEREAS,** the Executive Committee has reviewed the redlined Retirement Plan Committee Charter dated December 2025 and recommends that the Board of Directors approve the revisions as presented;
- THEREFORE, IN CONSIDERATION OF THE FOREGOING, IT IS RESOLVED AS FOLLOWS:**
- RESOLVED,** that the Board of Directors of Toro Auxiliary Partners hereby approves the December 2025 revisions to the CSUDH Retirement Plan Committee Charter as presented; and
- RESOLVED,** that the revised Charter shall supersede and replace any prior versions of the CSUDH Retirement Plan Committee Charter, and, together with this resolution, supersede prior Board actions relating to delegation of duties for the Plan, including the June 2021 resolution regarding the CSUDH 403(b) Defined Contribution Plan, to the extent inconsistent with the revised Charter; and
- RESOLVED,** that the Chief Human Resources Officer is designated as TAP’s primary administrative officer for the Plan and, in that capacity, is authorized and directed to implement the revised Charter, maintain appropriate Committee appointments and meeting records, and ensure that the Committee’s reporting and fiduciary practices remain aligned with ERISA, the Plan document, and TAP’s governance framework; and
- RESOLVED,** that the Chief Human Resources Officer shall assume and carry out the Plan related duties previously delegated to the Executive Director in the June 2021 resolution, including oversight of Plan service providers, delegation and monitoring of Plan duties to qualified employees, ensuring compliance with Charter guidelines for meetings, procedures and Committee decision making, providing annual written updates on the Plan to the Executive Committee and Board, and seeking Board approval for actions that would materially increase TAP costs, and that the Chief Human Resources Officer shall be entitled to indemnification for the good faith performance of such duties as provided under TAP’s governing documents.

Adopted this 18th day of December 2025.

Nicole Harper RAWLINS

Nicole Harper RAWLINS (Jan 6, 2026 13:59:37 PST)

Nicole Harper Rawlins, Chair
CSUDH Toro Auxiliary Partners
Board of Directors

Attest: *Patrick West*

Patrick West (Jan 8, 2026 17:41:16 PST)

Pat West, Vice Chair
CSUDH Toro Auxiliary Partners
Board of Directors