

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing requirement of the registrant under any of the following provisions (*see* General Instruction A.2 below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Section 5 - Corporate Governance and Management

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

In February 2007, the company agreed to reimburse Michael George, Executive Vice President of Corporate Development, up to \$2,200 per month for temporary housing in the San Dimas area until February 11, 2008, plus a tax gross-up payment to cover any portion of this reimbursement that would be included in his taxable income. On March 26, 2008, the compensation committee agreed to continue to reimburse Mr. George for these expenses until May 5, 2008.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN STATES WATER COMPANY

Date: March 31, 2008 /s/ Robert J. Sprowls

Robert J. Sprowls

Executive Vice President, Chief Financial

Officer, Corporate Secretary and Treasurer