

1 Said boards of trustees shall each consist of at least five  
2 persons not objectionable to the Commission and acceptable  
3 to this Court, one of whom may also serve as the chief  
4 operating officer for the companies and the Court does hereby  
5 appoint T. G. Hawkins of Scottsdale, Arizona, as chairman of  
6 said boards and George L. Clements of Carefree, Arizona, ~~—~~  
7 Eugene Tompane of Phoenix, Arizona, and Robert A. Baker of  
8 Santa Monica, California, as Trustees. The fifth trustee to  
9 be appointed by this Court shall be recommended by the four  
10 trustees appointed herein and shall not be objectionable  
11 to the Court and the Commission. The recommendations for the  
12 fifth trustee shall be submitted to the Court on or before  
13 May 2~~7~~, 1976. The boards of trustees appointed pursuant to  
14 this paragraph shall hold office until further order of this  
15 Court upon application on notice to the Commission. Vacancies  
16 on the boards of trustees shall be filled by the vote of the  
17 remaining trustees and must be independent and not objectionable  
18 either to the Commission or to the Court.

19 Each independent trustee appointed by this Court  
20 (1) shall be paid such compensation, fees and expenses by the  
21 companies as shall be allowed by this Court; (2) shall have  
22 the right to consult with counsel; (3) shall have the right  
23 to resign and be discharged of his obligations as independent  
24 trustee upon notice to this Court; and (4) shall have the  
25 right to be indemnified as if a corporate director (including  
26 insurance therefore) in accordance with the applicable laws  
27 of the State of Arizona. The aforementioned boards of  
28 trustees shall have full power and the duty under applicable  
29 corporate law relating to corporate directors to conduct the  
30 affairs of the companies for the protection, amongst others,  
31 of the public depositors and investors in securities of the  
32 companies, aided by the special counsel, to be appointed as