

0012-19001

Resolution No. W/S 97- 02
Subj: Comprehensive Water and
Sewerage Plan Amendment

Kingston Subdivision

RESOLUTION

WHEREAS section 1.5 of the St. Mary's County Comprehensive Water and Sewerage Plan (CWSP) sets forth the procedures for amending the plan; and

WHEREAS, pursuant to those procedures, certain amendment to the text and maps of the plan described in ATTACHMENT A hereto was considered and recommended for APPROVAL by the Planning Commission following a public hearing held May 27, 1997, having been found to be consistent with section 9-506(a)(3) of the Environment Article of the Annotated Code of Maryland; and

WHEREAS the Board of County Commissioners held public hearing regarding same on August 12, 1997; and

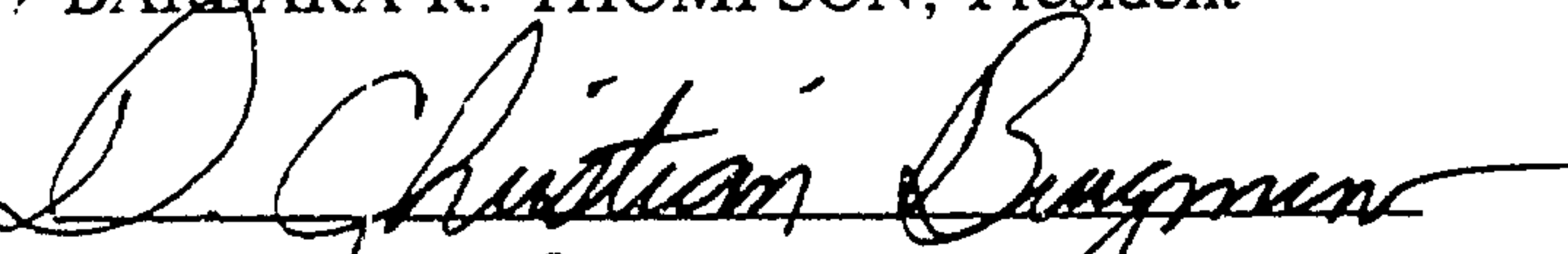
WHEREAS on August 12, 1997 the Board of County Commissioners did concur with said findings by the Planning Commission and did APPROVE said amendment,

NOW THEREFORE BE IT RESOLVED that the St. Mary's County Comprehensive Water and Sewerage Plan be amended as described in ATTACHMENT A hereto.


Date of adoption and effective date: August 12, 1997.


BOARD OF COUNTY COMMISSIONERS OF
ST. MARY'S COUNTY, MARYLAND


BARBARA R. THOMPSON, President

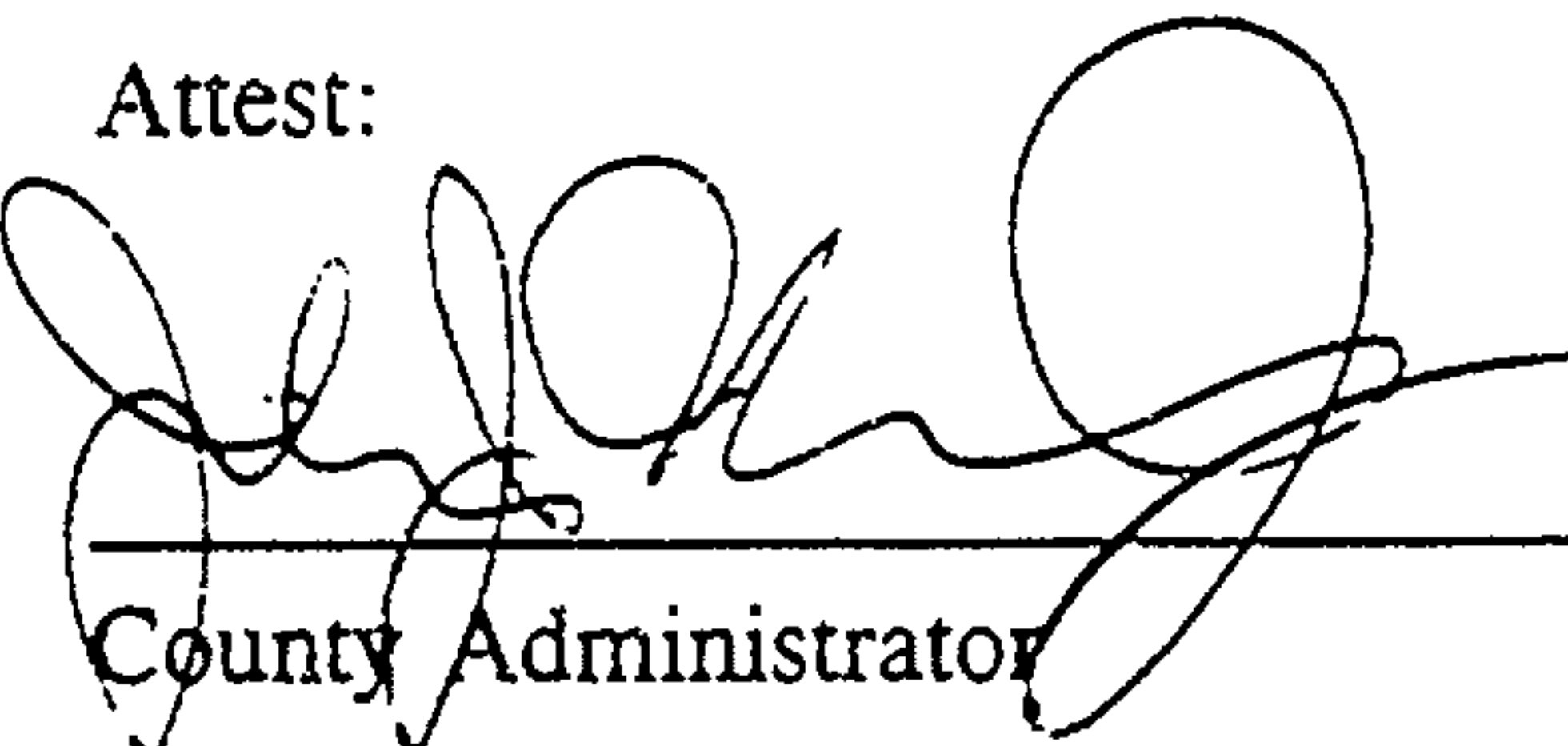

D. CHRISTIAN BRUGMAN, Commissioner


PAUL W. CHESSER, Commissioner


FRANCES P. EAGAN, Commissioner


LAWRENCE D. JARBOE, Commissioner

Attest:


County Administrator

RECORDING FEE 0.00
TOTAL 0.00
Res#SMB3 Ropt#999999
EWA FL BIK#414
Sep 05, 1997 10:27 am

00120002

MAP AMENDMENTS

1. Case CWSP #97-0703 (Kingston Subdivision): Map III-49, change service area category from NPS (no planned service) to RW (rural community water service) for 305 acres described as parcel 78 of grid 7 of tax map 49 in the Medley's Neck area of the 3rd election district in anticipation of providing community water service to 101 dwelling units.

0012:0003

No: 97-34

Subject: Tax Credit for
Agricultural Lands

ORDINANCE

WHEREAS, §9-320 of the Tax-Property Article of the Annotated Code of Maryland authorizes the governing body of St. Mary's County to provide a tax credit for real property that qualifies for an agricultural use assessment and agricultural improvements that are used in connection with an activity that is recognized by the Department of Assessments and Taxation as an approved agriculture activity.

WHEREAS, on May 9, 1995 the Board of County Commissioners approved Resolution #95-19 establishing the St. Mary's County Agricultural Land Preservation Program which was approved by the Maryland Office of Planning in November of 1995.

WHEREAS, in recognition of strong development pressures in the County and the desire to preserve agricultural land and woodland to maintain a viable agricultural industry and high quality of life, the county wishes to create incentives to benefit landowners and thus encourage them to participate in the St. Mary's County Agricultural Land Preservation five (5) year program or the Maryland Agricultural Land Preservation Program.

WHEREAS, this program provides an alternative incentive to preserve agricultural lands for those landowners who do not wish to create long term agricultural districts by offering agricultural easements for sale to the State or County.

WHEREAS, this program would provide St. Mary's County with the security of knowing that land that qualifies under this program would be prohibited from non-agricultural development for the duration of the agreement.

NOW, THEREFORE, BE IT ORDAINED by the Board of County Commissioners of St. Mary's County, Maryland that this Ordinance providing for a 100% tax credit on agriculturally assessed land and up to \$40,000 of assessed value of agricultural improvements excluding residential improvements, as hereinafter set forth is hereby adopted September 2, 1997 and made effective for fiscal year 1998.

REAL PROPERTY TAX CREDIT-AGRICULTURAL LAND.

I. IN GENERAL

(A) Qualifying real property may be eligible for a five (5) year tax credit from St. Mary's County real property taxes levied on agricultural and woodland real property if:

(1) the land is agriculturally assessed by the Maryland Department of Assessments and Taxation;

(2) the agriculturally assessed land contains:

(i) fifty (50) or more acres for an individual agricultural or woodland property; or
(ii) one hundred (100) or more acres for contiguous agricultural or woodland properties;

(3) the landowner has agreed to remain in the district for a five (5) year period during which time the land shall not be subdivided or developed for residential, commercial, or industrial purposes;

(4) property owners who have previously sold their easements to the Maryland Agricultural Land Preservation Foundation (MALPF), the St. Mary's County Agricultural Land Preservation Program, or have recorded any other restrictive easements or covenants for compensation which prohibits development on their property are not entitled to participate in the agricultural tax credit program;

(5) under the Tax Credit program, landowners may participate in the St. Mary's County

RECORDING FEE 0.00
TOTAL 0.00
Res#5803 Rec#4333333
EPA PL BIK#414
Sep 05, 1997 10:28 am

transfer of development rights program (TDR's).

BOOK 0012 PAGE 0004

(B) The tax credit shall be calculated and credited based on:

(1) the total taxable assessment on land that is subject to an agricultural use assessment;
and

(2) up to \$40,000 of the total taxable assessment on all agricultural improvements on the property.

(3) owners of agriculturally assessed property who receive the agricultural tax credit for their land and agricultural buildings would no longer qualify for the tobacco barn tax credit.

(C) Application for the tax credit created by this section shall be filed on or before October 1 of the year the taxes come due. If the application is filed after October 1, the credit shall be disallowed that year, but shall be treated as an application for a tax credit for the next succeeding taxable year.

II. APPLICATION PROCESS

(A) The Department of Economic and Community Development shall:

(1) receive all applications for the Agricultural Tax Credit accompanied by proof that the landowner has entered into a binding agreement with the State or County to retain the landowner's property in a Maryland Agricultural Land Preservation District or the St. Mary's County Agricultural Land Preservation five (5) year program commencing on the year in which the application is made; and

(2) collect all applicable fees from the applicant to cover the land record recording costs.

(B) The Department of Assessment and Taxation shall:

(i) review each application to determine whether the subject property qualifies for the credit; and

(ii) determine the appropriate amount of credit under the ordinance.

(C) The County Treasurer's Office shall:

(1) receive the application from the Department of Economic and Community Development for the Agricultural Tax Credit after the Assessor's Office has verified the application; and

(2) issue the tax credit to the landowner or provide the landowner with a voucher if the subject taxes have already been paid.

(D) The Department of Planning and Zoning shall receive copies of:

(1) the recorded agricultural tax lien; and

(2) all tax credits issued under this program.

III. CONDITIONS AND REQUIREMENTS

(A) If, at the end of the five (5) year period, the landowner elects to remain in the district for an additional five (5) years they must enter into a new binding agreement with the State or County to be eligible to reapply for the tax credit and shall notify the County one year in advance of an intention to terminate or renew the district;

(B) If a landowner or landowners terminates their participation in the Maryland Agricultural Land Preservation District or the St. Mary's County Agricultural Land Preservation District Program before the expiration of any five (5) year period the tax credit beneficiary or beneficiaries shall be responsible for:

(1) all property taxes that would have been payable if the tax credit had not been granted under this section; and

(2) interest on those taxes computed as provided under §14-602 of the Tax-Property Article of the Maryland Annotated Code;

(3) contiguous agricultural districts which fall below the required one hundred (100) acre threshold may still qualify for the tax credit, however, they may not reapply for the agricultural tax credit with less than one hundred (100) acres.

(C) The granting of an easement to the County or Maryland Agricultural Land Preservation Foundation during the term of the agreement does not terminate the tax credit, however, upon the expiration of the five (5) year period the landowner may not reapply for the tax credit if easements have been sold to the County or State reducing the acreage to below fifty (50) acres or one hundred (100) acres for contiguous tracts.

IV. PROGRAM REVIEW

(A) Status reports regarding the progress, effectiveness, and fiscal impact of the program on the County shall be submitted to the Board of County Commissioners annually by the Department of Economic and Community Development.

(B) This Ordinance shall be reviewed for its economic, land use and fiscal impacts in July of the year Two Thousand and Two (2002).

DATE OF ADOPTION: 9/2/97

BOARD OF COUNTY COMMISSIONERS OF
ST. MARY'S COUNTY, MARYLAND

EFFECTIVE DATE: 7/1/98

Barbara R. Thompson
BARBARA R. THOMPSON, President

D. Christian Brugman
D. CHRISTIAN BRUGMAN, Commissioner

Paul W. Chesser
PAUL W. CHESSER, Commissioner

Frances P. Egan
FRANCES P. EGAN, Commissioner

Lawrence D. Jarboe
LAWRENCE D. JARBOE, Commissioner

ATTEST:
John J. Kachmar Jr.
JOHN J. KACHMAR JR.
County Administrator

APPROVED AS TO FORM
AND LEGAL SUFFICIENCY:

Stephen P. Norman
STEPHEN P. NORMAN
Assistant County Attorney

0012 0006

Resolution No. Z-97-05
Subj: Road Name Changes

RESOLUTION

WHEREAS §64.5 of the St. Mary's County Zoning Ordinance establishes an Official Road Name List and provides for changes thereto; and

WHEREAS §4.1 of the St. Mary's County subdivision regulations specifies procedures for the naming and renaming of roads and requires a public hearing; and

WHEREAS County Commissioners Resolution Z-94-15 amends such provisions so as to stipulate that petitions for the renaming of a road will be accepted, and a public hearing scheduled if the homeowners of at least 51% of properties on the road have signed the petition; and

WHEREAS, pursuant to the above named procedures and requirements, requests have been duly made for the following road name changes

- 1A. Change "FOUR LOG LANE" to "HELEN BOHLE DRIVE"
Location: Off Old Horse Landing Road Road, 6th Dist. (ADC 5G8)
- 1B. Change from unnamed to "FOUR LOG LANE" the driveway adjacent to said "HELEN BOHLE DRIVE" and serving Parcel 279 of Tax Map 14
Location: Off Old Horse Landing Road Road, 6th Dist. (ADC 5G8)
- 2. Change "CARROLL MANOR ROAD" to "SUITE LANDING ROAD"
Location: Off Golden Beach Road, 5th Dist. (ADC 1J7)
- 3. Change "EAST RENNELL AVENUE" to "RENNELL AVENUE"
Location: Off South Coral Drive, 8th Dist. (ADC 18K10)
- 4. Change "WEST RENNELL AVENUE" to "RENNELL AVENUE"
Location: Off South Coral Drive, 8th Dist. (ADC 18K10).

and

WHEREAS a public hearing on said requests was held June 3, 1997; and

WHEREAS the requested changes are compatible with public safety objectives of the above cited ordinances and resolutions,

NOW THEREFORE BE IT RESOLVED that the Official Road Name List is hereby amended to incorporate said name changes.

Date of adoption: 9-9-97

Effective date: 9-9-97

| | |
|---------------|------------|
| RECORDING FEE | 0.20 |
| TOTAL | 0.20 |
| Rec#0303 | Rec#030303 |
| Exp. 10/31/97 | |
| SEP 12 1997 | 02:04 PM |

BOARD OF COUNTY COMMISSIONERS
OF ST. MARY'S COUNTY, MARYLAND

Barbara E. Thompson
BARBARA E. THOMPSON, President

D. Christian Brugman
D. CHRISTIAN BRUGMAN, Commissioner

Paul W. Chesser
PAUL W. CHESSEY, Commissioner

Frances P. Eagan
FRANCES P. EAGAN, Commissioner

LAWRENCE D. JARBOE, Commissioner

Attest:

Judith A. Spalding
for County Administrator

0012-0007

COUNTY COMMISSIONERS OF ST. MARY'S COUNTY
RESOLUTION NO. R-97-35

A RESOLUTION APPROVING THE AWARD OF COUNTY COMMISSIONERS OF ST. MARY'S COUNTY CONSOLIDATED PUBLIC IMPROVEMENT PROJECT AND REFUNDING BONDS OF 1997, DETERMINING THE PRINCIPAL AMOUNTS AND INTEREST RATES OF EACH MATURITY THEREOF, AND APPROVING THE FINAL OFFICIAL STATEMENT RELATING THERETO

RECORDING FEE 0.00
TOTAL 0.00
Restored Ref#4999999
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Sep 12/ 1997 02:04 PM

RECITALS

WHEREAS, Chapter 360 of the Laws of Maryland of 1992, Chapter 52 of the Laws of Maryland of 1993, Chapter 439 of the Laws of Maryland of 1996, Section 46-2 of the St. Mary's County Code, as amended, and Sections 2C and 24 of Article 31 of the Annotated Code of Maryland (1997 Replacement Volume, as amended) authorize and empower the County Commissioners of St. Mary's County (the "County") to issue and sell bonds upon its full faith and credit for the purposes enumerated therein; and

WHEREAS, by resolution adopted on August 26, 1997 (the "Authorizing Resolution"), the County has resolved to issue its Consolidated Public Improvement Project and Refunding Bonds of 1997 (the "Bonds") for the purpose of providing funds to finance or refinance certain capital projects, to finance the establishment of a revolving loan fund for certain volunteer fire, ambulance and rescue departments, and to currently refund all outstanding maturities of the County's Public Facilities Refunding Bonds of 1986 (the "Refunded Bonds"), all as more fully described in the Authorizing Resolution;

NOW, THEREFORE, BE IT RESOLVED BY COUNTY COMMISSIONERS OF ST. MARY'S COUNTY:

Section 1. Advertisement having been duly made calling for sealed bids to be received until 11:00 A.M. Eastern Daylight Time, on September 9, 1997, for the Bonds, at which time all bidding was closed and the following bids were found to have been submitted offering to purchase the Bonds and to accord in all respects with the terms of said advertisement, each bid being accompanied by a certified or bank cashier's or treasurer's check upon an incorporated bank or trust company, payable unconditionally to the order of the Commission, or a surety bond, in the amount of \$250,000:

(a) Bid of Legg Mason offering to pay the aggregate sum of \$ 26,397,350.00, 4.78959% (subject to adjustment based on the actual aggregate principal amount of Bonds issued) and accrued interest for the Bonds, and naming for the Bonds the interest rates set forth below in column (1) of the tabulation headed "INTEREST RATES NAMED IN BIDS."

(b) Bid of Ferris Baker Watts, Inc. offering to pay the aggregate sum of \$ 26,397,752.55, 4.796782% (subject to adjustment based on the actual aggregate principal amount of Bonds issued) and accrued interest for the Bonds, and naming for the Bonds the interest rates set forth below in column (2) of the tabulation headed "INTEREST RATES NAMED IN BIDS."

(c) Bid of Interstate/Johnson Lane Corp. offering to pay the aggregate sum of \$ 26,397,350.00, 4.830% (subject to adjustment based on the actual aggregate principal amount of Bonds issued) and accrued interest for the Bonds, and naming for the Bonds the interest rates set forth below in column (3) of the tabulation headed "INTEREST RATES NAMED IN BIDS."

(d) Bid of ABN AMRO Chicago Corporation offering to pay the aggregate sum of \$ 26,419,107.95, 4.7989% (subject to adjustment based on the actual aggregate principal amount of Bonds issued) and accrued interest for the Bonds, and naming for the Bonds the interest rates set forth below in column (4) of the tabulation headed "INTEREST RATES NAMED IN BIDS."

(e) Bid of Merill Lynch & Co. offering to pay the aggregate sum of \$ 26,646,086.65, 4.8699% (subject to adjustment based on the actual aggregate principal amount of Bonds issued) and accrued interest for the Bonds, and naming for the Bonds the interest rates set forth below in column (5) of the tabulation headed "INTEREST RATES NAMED IN BIDS."

(f) Bid of _____ offering to pay the aggregate sum of \$ _____ (subject to adjustment based on the actual aggregate principal amount of Bonds issued) and accrued interest for the Bonds, and naming for the Bonds the interest rates set forth below in column (6) of the tabulation headed "INTEREST RATES NAMED IN BIDS."

(g) Bid of _____ offering to pay the aggregate sum of \$ _____ (subject to adjustment based on the actual aggregate principal amount of Bonds issued) and accrued interest for the Bonds, and naming for the Bonds the interest rates set forth below in column (7) of the tabulation headed "INTEREST RATES NAMED IN BIDS."

(h) Bid of _____ offering to pay the aggregate sum of \$ _____ (subject to adjustment based on the actual aggregate principal amount of Bonds issued) and accrued interest for the Bonds, and naming for the Bonds the interest rates set forth below in column (8) of the tabulation headed "INTEREST RATES NAMED IN BIDS."

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0012 0009

STATED MATURITIES OF BONDS IN EACH YEAR

| <u>Year of Maturity</u> | <u>Principal Amounts</u> |
|-------------------------|--------------------------|
| 1998 | 1,595,000.00 |
| 1999 | 1,710,000.00 |
| 2000 | 1,565,000.00 |
| 2001 | 1,635,000.00 |
| 2002 | 1,705,000.00 |
| 2003 | 1,775,000.00 |
| 2004 | 1,860,000.00 |
| 2005 | 1,940,000.00 |
| 2006 | 1,565,000.00 |
| 2007 | 1,645,000.00 |
| 2008 | 1,725,000.00 |
| 2009 | 1,815,000.00 |
| 2010 | 1,905,000.00 |
| 2011 | 2,005,000.00 |
| 2012 | 2,110,000.00 |

INTEREST RATES NAMED IN BIDS

| <u>Year of Maturity</u> | <u>Interest Rate Columns</u> | | | | | | | |
|-------------------------|------------------------------|------------|------------|------------|------------|------------|------------|------------|
| | <u>(1)</u> | <u>(2)</u> | <u>(3)</u> | <u>(4)</u> | <u>(5)</u> | <u>(6)</u> | <u>(7)</u> | <u>(8)</u> |
| 1998 | 4.50% | 4.35% | 4.50% | 4.50% | 4.75% | | | |
| 1999 | 4.50 | 4.40 | 4.50 | 4.50 | 4.75 | | | |
| 2000 | 4.50 | 4.40 | 4.50 | 4.50 | 4.75 | | | |
| 2001 | 4.50 | 4.40 | 4.50 | 4.50 | 4.75 | | | |
| 2002 | 4.50 | 4.40 | 4.50 | 4.50 | 4.75 | | | |
| 2003 | 4.50 | 4.40 | 4.50 | 4.50 | 4.75 | | | |
| 2004 | 4.60 | 4.50 | 4.55 | 4.50 | 4.75 | | | |
| 2005 | 4.625 | 4.55 | 4.55 | 4.55 | 5.00 | | | |
| 2006 | 4.625 | 4.60 | 4.60 | 4.60 | 5.00 | | | |
| 2007 | 4.625 | 4.65 | 4.65 | 4.65 | 5.00 | | | |
| 2008 | 4.70 | 4.75 | 4.75 | 4.70 | 5.00 | | | |
| 2009 | 4.80 | 4.80 | 4.85 | 4.80 | 5.00 | | | |
| 2010 | 4.875 | 4.90 | 4.95 | 4.90 | 5.00 | | | |
| 2011 | 4.875 | 5.00 | 5.00 | 5.00 | 5.00 | | | |
| 2012 | 4.875 | 5.00 | 5.00 | 5.00 | 5.00 | | | |

Section 2. The bid offering to purchase the Bonds at the lowest interest cost to the County, such cost being determined in accordance with the True Interest Cost (TIC) method by doubling the semi-annual interest rate, compounded semi-annually, necessary to discount the debt service payments from the payment dates to September 1, 1997, and to the bid price, excluding interest accrued to the date of delivery of the Bonds, was the bid of Legg Mason (hereinafter called the "Purchaser") offering to pay the aggregate sum of \$ 26,397,350.00 4.78959% (subject to adjustment based on the actual aggregate principal amount of Bonds issued) for the Bonds and accrued interest from September 1, 1997 to the date of delivery of the Bonds, and naming for the Bonds the interest rates set forth in column (1) of the tabulation in Section 1 above.

Section 3. Said bid of the Purchaser is hereby accepted and said Bonds are hereby awarded to the Purchaser in the principal amounts set forth in the tabulation in Section 1 above headed "STATED MATURITIES OF BONDS IN EACH YEAR," and at the rates of interest named in said bid as set forth in column (1) of the tabulation in Section 1 above headed "INTEREST RATES NAMED IN BIDS", and the Bonds shall be issued in said principal amounts and bearing interest at said rates. It is hereby determined that the principal amounts stated for the Bonds in the tabulation in Section 1 above headed "STATED MATURITIES OF BONDS IN EACH YEAR," are necessary for the purpose of financing or refinancing certain capital projects, financing the establishment of a revolving loan fund for certain volunteer fire, ambulance and rescue departments, and refunding the Refunded Bonds, all as more fully described in the Authorizing Resolution. It is hereby further determined that the interest rates set forth in column (1) of the tabulation in Section 1 above headed "INTEREST RATES NAMED IN BIDS" are advantageous to the County and are otherwise in the public interest.

Section 4. The checks of the unsuccessful bidders shall be returned immediately.

Section 5. The Final Official Statement respecting the Bonds and other matters is hereby approved, subject to its being prepared in form and substance substantially similar to the Preliminary Official Statement dated August 28, 1997 (which Preliminary Official Statement is hereby approved and ratified), and with such changes, insertions and omissions as shall be approved by the Director of Finance of the County.

Section 6. Counterparts of said Final Official Statement, signed as herein provided, shall be filed as part of the official records of the County and be delivered by the Director of Finance of the County to the successful bidder and purchasers and prospective purchasers of the Bonds, and copies of such Final Official Statement shall be made available for inclusion in the bond transcript for the Bonds.

Section 7. This Resolution shall take effect from the date of its adoption.

Adopted this 9th day of September, 1997.

(SEAL)
ATTEST:

COUNTY COMMISSIONER OF
ST. MARY'S COUNTY

for Judith A. Spalding
John J. Kachmar, Jr.
County Administrator

By: Barbara R. Thompson
Barbara R. Thompson, President

D. Christian Brugman
D. Christian Brugman

Paul W. Chesser
Paul W. Chesser

Frances P. Eagan
Frances P. Eagan

Lawrence D. Jarboe
Lawrence D. Jarboe

NO: 97-36

SUBJECT: Recision of the St. Mary's County
Sewer Use Ordinance
enacted on May 25, 1977

0012-0012

ORDINANCE

An Ordinance to repeal the St. Mary's County Sewer Use Ordinance to avoid duplication with proposed St. Mary's County Metropolitan Commission Sewer Use Regulations regarding the use of public and private sewers and drains, private sewage disposal, the installation and connections of building sewers, and the discharge of waters and wastes into the public sewer systems, and providing penalties for violations thereof in the Sanitary Districts of the County of St. Mary's, Maryland.

Recitals

WHEREAS, the Board of County Commissioners enacted a Sewer Use Ordinance on May 25, 1977 pursuant to 1977 Laws of Maryland, Chapter 618 which has been codified as Section 26-14 of Article 19 of the Code of Public Local Laws of Maryland (St. Mary's County Code §26-14) in order to regulate the use of public and private sewers and drains, private sewage disposal, the installation and connection of building sewers, and the discharge of waters and wastes into the public sewer systems, and to provide penalties for violations thereof in the Sanitary Districts of the County of St. Mary's, Maryland.

WHEREAS, the St. Mary's County Metropolitan Commission, in accordance with recent changes in federal statutes, specifically General Pretreatment Regulations for Existing and New Sources of Pollution, as set forth in 40 Code of Federal Regulations 403, must amend the current Sewer Use Ordinance to incorporate a pretreatment requirement and such amended Sewer Use Ordinance must be submitted to the Maryland Department of the Environment for approval.

WHEREAS, the St. Mary's County Metropolitan Commission is also authorized to enact regulations to govern the use of public sewer systems by virtue of Section 113-11 of Article 19 of the Code of Public Local Laws of Maryland (St. Mary's County Code §113-11).

WHEREAS, the Board of County Commissioners does not wish to impede the St. Mary's County Metropolitan Commission's autonomy in the creation and revision of regulations required by State and Federal law now and in the future pertaining to the use of the public sewer system owned and operated by the St. Mary's County Metropolitan Commission.

WHEREAS, a public hearing was held on August 19, 1997 which was advertised on August 1, 1997, August 8, 1997 and August 15, 1997 in the local newspaper in accordance with Article 25, Section 3(r) of the Annotated Code of Maryland and Section 113-11 of Article 19 of the Code of Public Local Laws of Maryland.

NOW, THEREFORE, BE IT ORDAINED by the Board of County Commissioners of St. Mary's County, Maryland, that the St. Mary's County Sewer Use Ordinance adopted on May 25, 1977 is hereby repealed so as to avoid duplication with proposed St. Mary's County Metropolitan Commission Sewer Use Regulations applicable in St. Mary's County.

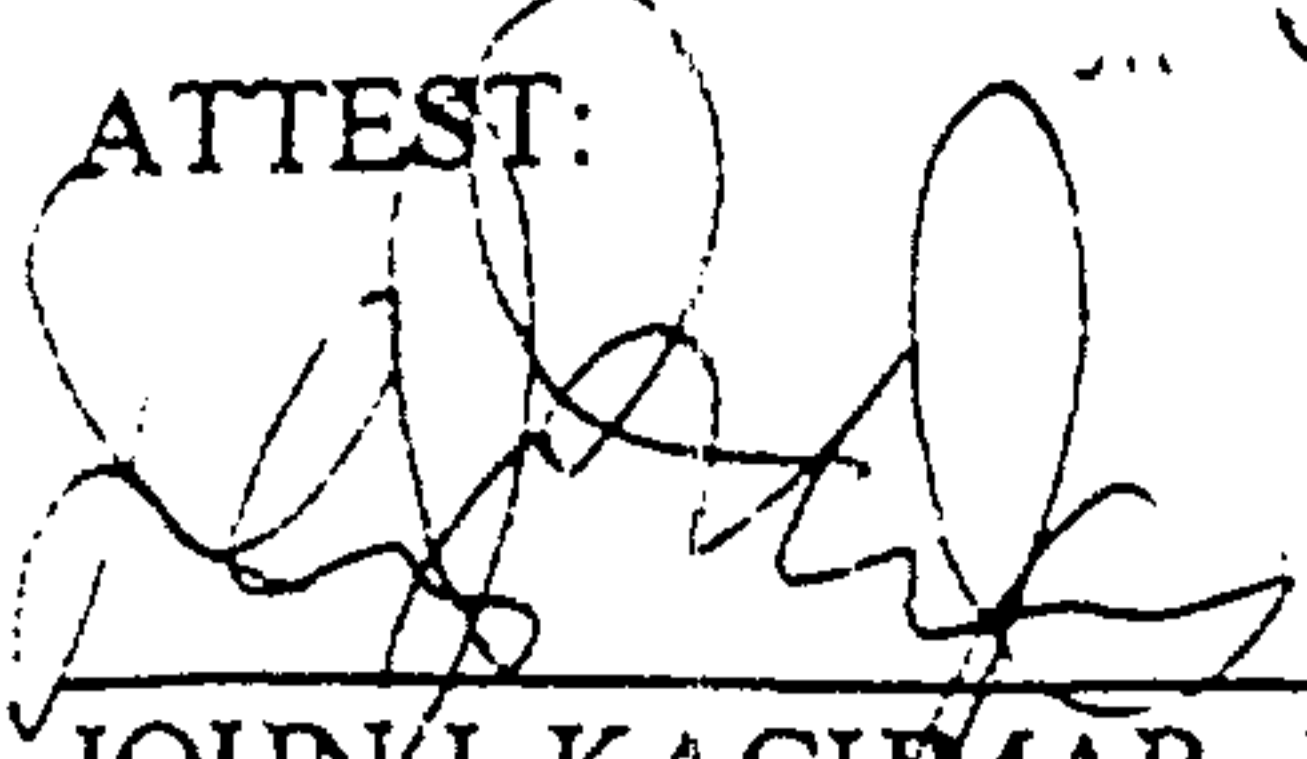
DATE OF ADOPTION: Sept. 16, 1997

EFFECTIVE DATE: 1 OCTOBER 1997

RECORDING FEE 0.00
TOTAL 0.00
REC-11399999
EWA M BHM:26
SEP 18 1997 12:49 PM



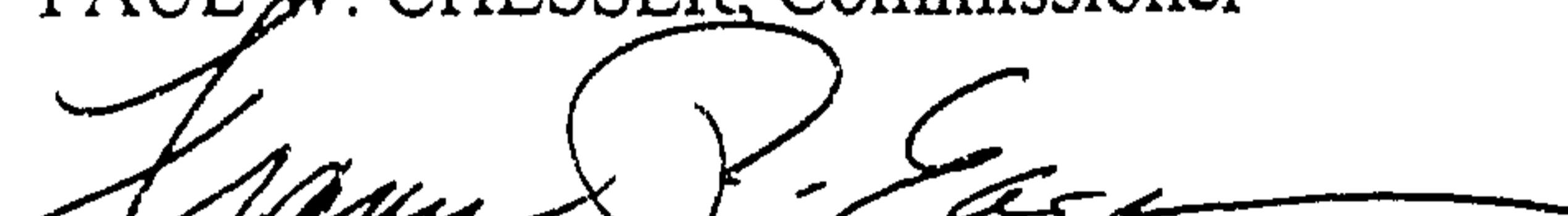
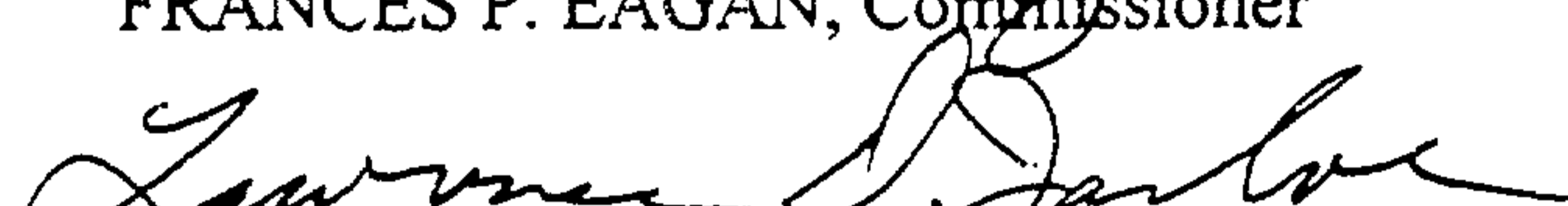
0012-0013

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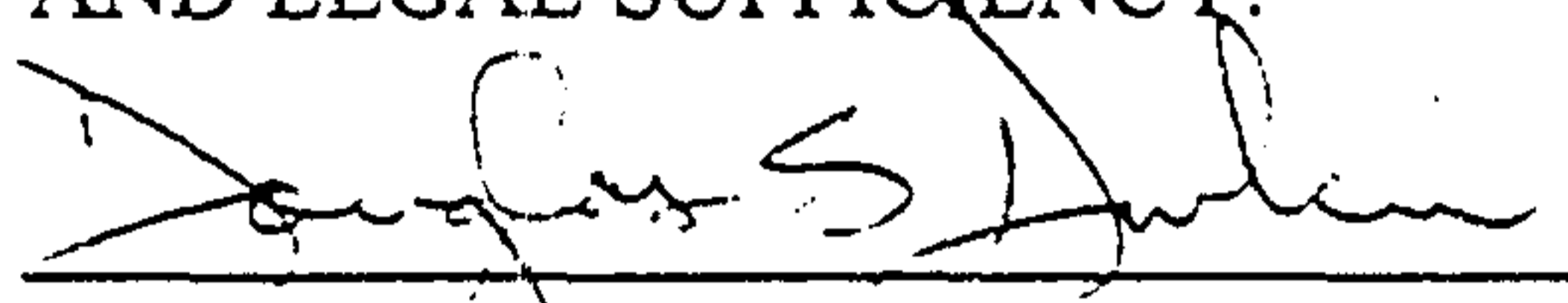


JOHN J. KACHMAR, JR.
County Administrator

BOARD OF COUNTY COMMISSIONERS
OF ST. MARY'S COUNTY, MARYLAND


BARBARA R. THOMPSON, President
D. CHRISTIAN BRUGMAN, Commissioner
PAUL W. CHESSER, Commissioner
FRANCES P. EAGAN, Commissioner
LAWRENCE D. JARBOE, Commissioner

APPROVED AS TO FORM
AND LEGAL SUFFICIENCY:



DOUGLAS S. DURKIN 9-16-97
County Attorney

U:\DATA\LAWDAT\L\JOB\COCCSEWERUSE.ORD

NO: 97-37

SUBJ: FY 1998 SUPPLEMENTAL
APPROPRIATIONS
Office of Aging

0012 0014

ORDINANCE

WHEREAS, the Board of County Commissioners believe it is in the best interest of the County to amend the Fiscal Year 1998 General Fund Operating Budget to increase the appropriation for the Office of Aging for St. Mary's County, and

WHEREAS, the St. Mary's County Director of Finance has certified in writing that such funds in the amount of \$79,430.00 are estimated to be available from user charges from the Navy-Contractor Transportation program.

NOW, THEREFORE, BE IT ORDAINED that the Board of County Commissioners after due notice conducted a public hearing on August 26, 1997 to present and explain the requirements to increase the Fiscal Year 1998 Budget in the amount of \$79,430.00 (Seventy Nine Thousand Four Hundred Thirty Dollars) and such increase is hereby approved this 16th day of September 1997 by the Board of County Commissioners of St. Mary's County, Maryland.

Date of Adoption: Sept 16 1997

Effective Date: Sept 16 1997

BOARD OF COUNTY COMMISSIONERS
OF ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
Barbara R. Thompson, President

OPPOSED
D. Christian Brugman, Commissioner

Paul W. Chesser
Paul W. Chesser, Commissioner

Frances P. Eagan
Frances P. Eagan, Commissioner

Lawrence D. Jarboe
Lawrence D. Jarboe, Commissioner

ATTEST:
John J. Kachmar Jr.
John J. Kachmar Jr.
County Administrator

RECORDING FEE 0.50
TOTAL 0.50
RECORDED REPT# 999999
EHA PL BIR# 1326
Sep 18, 1997 12:49 PM

APPROVED AS TO FORM AND LEGAL SUFFICIENCY:

Douglas S. Durkin
Douglas S. Durkin
County Attorney
9-15-97

NO: 97-38

SUBJ: FY 1998 SUPPLEMENTAL
APPROPRIATIONS
Department of Planning &
Zoning

BOOK 0012 PAGE 0015

ORDINANCE

WHEREAS, the Board of County Commissioners believe it is in the best interest of the County to amend the Fiscal Year 1998 General Fund Operating Budget to increase the appropriation for the Department of Planning and Zoning for St. Mary's County, and

WHEREAS, the St. Mary's County Director of Finance has certified in writing that such funds in the amount of \$3,000.00 are available in the form of State grant funds administered under the Technology Toolbox program for the purpose of obtaining State-produced GIS data products.

NOW, THEREFORE, BE IT ORDAINED that the Board of County Commissioners after due notice conducted a public hearing on August 26, 1997 to present and explain the requirements to increase the Fiscal Year 1998 Budget in the amount of \$3,000.00 (Three Thousand Dollars) and such increase is hereby approved this 16th day of September 1997 by the Board of County Commissioners of St. Mary's County, Maryland.

Date of Adoption: Sept 16 1997

Effective Date: Sept 16 1997

BOARD OF COUNTY COMMISSIONERS
OF ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
Barbara R. Thompson, President

D. Christian Brugman
D. Christian Brugman, Commissioner

Paul W. Chesser
Paul W. Chesser, Commissioner

Frances P. Eagan
Frances P. Eagan, Commissioner

Lawrence D. Jarboe
Lawrence D. Jarboe, Commissioner

ATTEST:

John J. Kachmar Jr.
John J. Kachmar Jr.
County Administrator

APPROVED AS TO FORM AND LEGAL SUFFICIENCY:

Douglas S. Durkin
Douglas S. Durkin
County Attorney

9-15-97

RECORDING FEE 0.00
TOTAL 0.00
Res#0003 Rept#000000
EHA PL 01/1326
Sep 18, 1997 12:50 PM

BOOK 0012 PAGE 0016

NO.: 97-39

Subject: FY 1998 Supplemental Appropriation
Office of the County Administrator
(MCI Systemhouse)

ORDINANCE

WHEREAS, the Board of County Commissioners believes it is in the best interest of the County to amend the Fiscal Year 1998 General Fund Operating Budget to increase the appropriation for the Office of the County Administrator for St. Mary's County, and

WHEREAS, the St. Mary's County Director of Finance has certified in writing that such funds in the amount of \$250,000 are available from the county's undesignated general fund balance for the purpose of funding a comprehensive assessment of the County's emergency communications requirements by MCI Systemhouse. This assessment will include specific recommendations regarding the upgrade and consolidation of St. Mary's emergency communications facilities as well as upgrade or replacement of existing equipment.

NOW, THEREFORE, BE IT ORDAINED that the Board of County Commissioners after due notice conducted a public hearing on September 9, 1997 to present and explain the requirements to increase the Fiscal Year 1998 Budget in the amount of \$250,000.00 (Two Hundred Fifty Thousand Dollars) and such increase is hereby approved this 30th day of September, 1997 by the Board of County Commissioners of St. Mary's County, Maryland.

Date of Adoption: 9-30-97
Effective Date: 9-30-97

BOARD OF COUNTY COMMISSIONERS
OF ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
Barbara R. Thompson, President

D. Christian Brugman
D. Christian Brugman, Commissioner

Paul W. Chesser
Paul W. Chesser, Commissioner

Frances P. Eagan
Frances P. Eagan, Commissioner

Lawrence D. Jarboe
Lawrence D. Jarboe, Commissioner

ATTEST

John J. Kachmar Jr.
County Administrator

Steven E. Welkos
Steven E. Welkos
Director of Finance

RECORDING FEE 0.00
TOTAL 0.00
Res#003 Rec#4999999
EWA LP Bk#358
Oct 06, 1997 10:23 am

APPROVED AS TO FORM AND LEGAL SUFFICIENCY:

Douglas S. Durkin
Douglas S. Durkin
County Attorney

9-23-97

001200017

Resolution 97-40
Amending Resolution No. 96-05

ABATEMENT OF BUILDING PERMIT FEES

WHEREAS, the Board of County Commissioners does from time to time receive requests from various organizations for the abatement of certain required building permit fees,

WHEREAS, the Board of County Commissioners does recognize the very valuable services performed in the general public interest by certain non-profit organizations,

WHEREAS, the Board of County Commissioners, on behalf of the general public, encourage and support such public service,

RECORDING FEE 0.00
TOTAL 0.00

BE IT THEREFORE RESOLVED, by the Board of County Commissioners that the following organizations and/or projects shall be eligible for exemption from paying County building permit fees:

REC-182 RCP-1999999
EMA FG 814283

1. Chartered County volunteer fire departments and rescue squads;
2. Public school buildings;
3. Buildings toward which the County government contributes construction funds;
4. Non-profit organizations which are in receipt of U.S. Internal Revenue tax exempt status, provided that such abatement of any building permit fees shall be only for buildings to be used exclusively for religious, educational, charitable or other non-profit purpose.
5. Replacement of structures damaged or destroyed by accident or disaster, to the extent that such construction is not in excess of the area of the original structure.

Oct 08, 1997 03:49 PM

BE IT FURTHER RESOLVED THAT the exemption from paying building permit fees shall not be on a blanket basis, but individual requests shall in each case be made to the Department of Planning & Zoning for its consideration and determination that the applicant qualifies for exemption per the requisites set forth herein. Furthermore, any exemption of building permit fees shall not be construed as exemption from obtaining other necessary permits incidental to construction. All required permits shall be obtained and appropriate inspections shall be made in all cases for which the building permit fee is abated.

Effective this date:
10/7/97

BOARD OF COUNTY COMMISSIONERS
ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
Barbara R. Thompson, President

D. Christian Brugman
D. Christian Brugman, Commissioner

Paul W. Chesser
Paul W. Chesser, Commissioner

Frances P. Egan
Frances P. Egan, Commissioner

Lawrence D. Jarboe
Lawrence D. Jarboe, Commissioner

Attest:
John J. Wachmar Jr.
John J. Wachmar Jr.
County Administrator

0012 PAGE 018

Subj: Realignment of Breton Beach Road
(County Route 30237) and Extension of
Camp Maria Road (Private)

RESOLUTION

RECORDING FEE 0.00
TOTAL 0.00
Res#SNE2 Rcpt#999999

WHEREAS, the Board of County Commissioners of St. Mary's County, Maryland, is authorized to open, alter or close certain public roads within St. Mary's County, Maryland, pursuant to Article 25, §136 of the Annotated Code of Maryland.

EMA FG BIK#283

WHEREAS, the Board of County Commissioners, following the procedures set forth in Article 25, §136, is proposing that Breton Beach Road (also known as County Route 30237) be realigned for a length of approximately 1144 feet, and Camp Maria Road (a private road) be extended for a length of approximately 300 feet in conjunction with the County's Capital Improvement Program, as shown on the attached Exhibit "A" and in accordance with road construction plans entitled "Road Realignment Plans - Breton Beach Road/Camp Maria Road" dated May 7, 1997.

Oct 07 1997 03:51 PM

WHEREAS, the Board of County Commissioners conducted a public hearing on said realignment and upgrading on September 23, 1997, following due notice of such hearing.

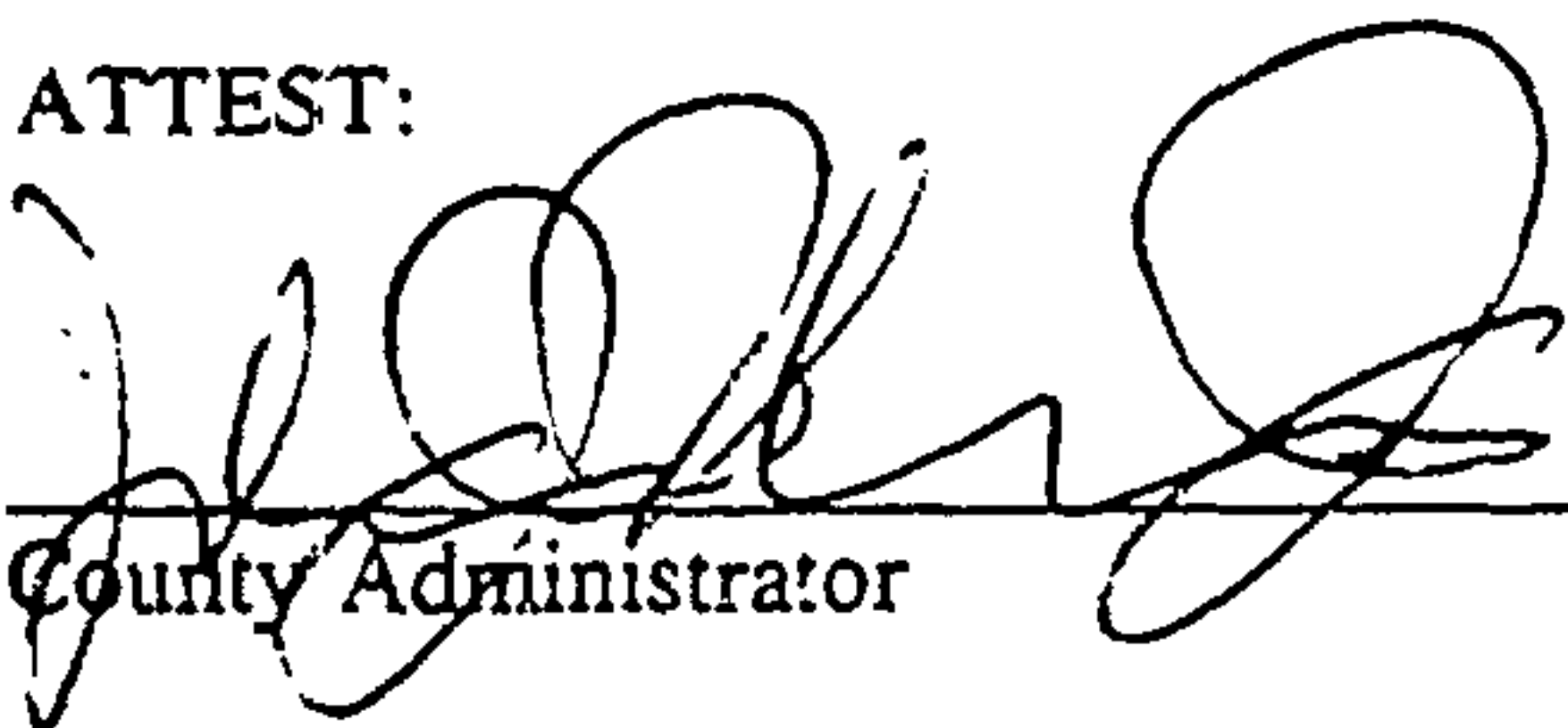
WHEREAS, after the consideration of all public comments, information and documentation pertaining to the aforesaid realignment of Breton Beach Road and extension of the aforesaid Camp Maria Road, located in the Third (3rd) Election District, the Board of St. Mary's County Commissioners have determined that the public interest will best be served by granting such action.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of St. Mary's County, Maryland, that 1144 feet of Breton Beach Road be realigned and 300 feet of Camp Maria Road be extended.


This Resolution shall take effect immediately.

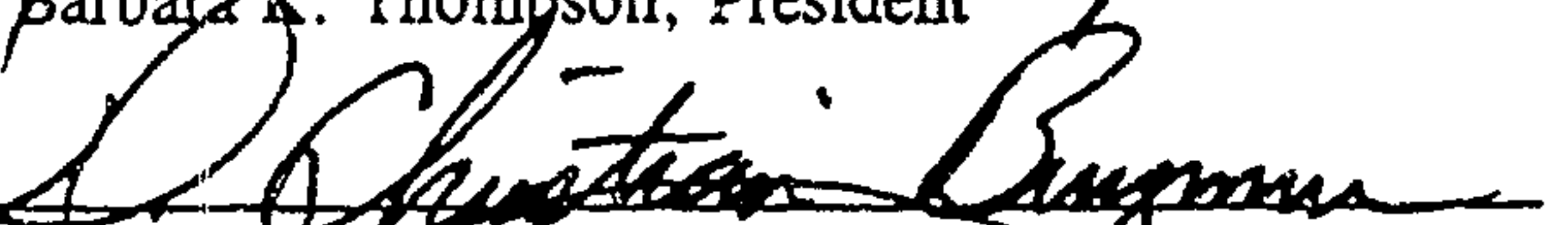
Witness our signatures this 7TH day of October, 1997.

ATTEST:

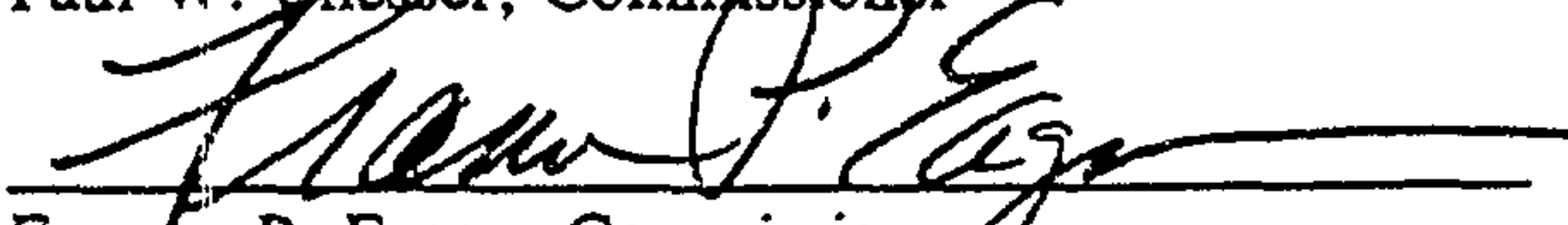

County Administrator


BOARD OF ST. MARY'S COUNTY
COMMISSIONERS


Barbara R. Thompson, President



D. Christian Bragman, Commissioner


Paul W. Chesser, Commissioner


Frances P. Eagan, Commissioner

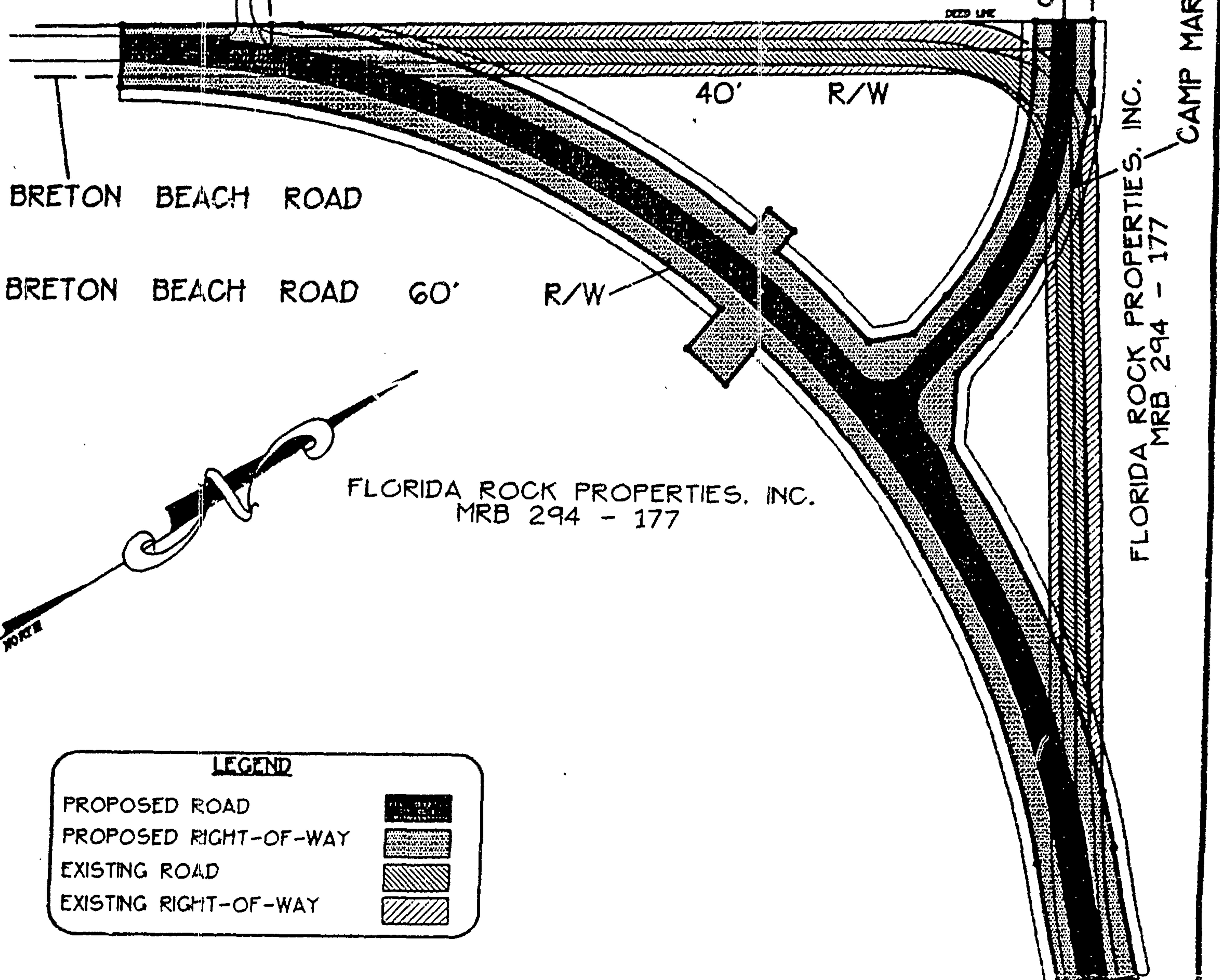

Lawrence D. Jarboe, Commissioner

APPROVED AS TO LEGAL FORM & SUFFICIENCY:


Douglas S. Durkin
County Attorney

N/F
WILLIAM ALECK LOKER. ET UX
CBG 015 - 315

N/F
MERRILL I. GOUGH
CBG 024 - 337



THE NAZARETH LITERARY AND
BENEVOLENT INSTITUTION JMM 001 - 500

FLORIDA ROCK PROPERTIES, INC.
MRB 294 - 177

LEGEND

| | |
|-----------------------|--|
| PROPOSED ROAD | |
| PROPOSED RIGHT-OF-WAY | |
| EXISTING ROAD | |
| EXISTING RIGHT-OF-WAY | |

EXHIBIT A
BRETON BEACH ROAD
3rd ELECTION DISTRICT
ST. MARY'S COUNTY, MARYLAND

| | | | | | | | |
|-----------|--|-------|--|----------|---------------|-------|-----------|
| | DH Steffens Co[®] | | ENGINEERS LAND SURVEYORS LAND PLANNERS | | | | |
| | 917 CHARLES STREET • LA PLATA, MD 20646 • 834-2921 • 870-3263 100 EXPLORATION DR, SUITE 1020 • LEXINGTON PARK, MD 20653 • 862-2228 • 1-800-331-6968 | | | | | | |
| PLAT BOOK | MRB | LIBER | 294 | DATE | 07/17/97 | SCALE | 1" = 120' |
| PLAT NO. | - | FOLIO | 177 | FILE NO. | SM03-4800-000 | | |

BOOK 0012 PAGE 020

RESOLUTION

WHEREAS §64.5 of the St. Mary's County Zoning Ordinance establishes an Official Road Name List and provides for changes thereto; and

WHEREAS §4.1 of the St. Mary's County subdivision regulations specifies procedures for the naming and renaming of roads and requires a public hearing; and

WHEREAS County Commissioners Resolution Z-94-15 amends such provisions so as to stipulate that petitions for the renaming of a road will be accepted, and a public hearing scheduled if the homeowners of at least 51% of properties on the road have signed the petition; and

WHEREAS, pursuant to the above named procedures and requirements, request has been duly made for the following road name change:

1. Change "T KOHUT LANE" to "RED CEDAR LANE"
Location: Off Bauer Road south of St. Mary's City, 1st election district (ADC29-D1)

and

WHEREAS a public hearing on said requests was held October 7, 1997; and

WHEREAS the requested changes are compatible with public safety objectives of the above cited ordinances and resolutions,

NOW THEREFORE BE IT RESOLVED that the Official Road Name List is hereby amended to incorporate said name change.

Date of adoption: 10-21-97

Effective date: 10-21-97

BOARD OF COUNTY COMMISSIONERS
OF ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
BARBARA R. THOMPSON, President

D. Christian Bregman
D. CHRISTIAN BREGMAN, Commissioner

Paul W. Chesser
PAUL W. CHESSER, Commissioner

Frances P. Egan
FRANCES P. EAGAN, Commissioner

Lawrence D. Jarboe
LAWRENCE D. JARBOE, Commissioner

Attest: [Signature]
County Administrator

RECORDING FEE 8.00
TOTAL 8.00
RESOURCES REPORT#999999
EMD FL BIK#1645
Oct 24, 1997 10:15 am

BOOK 0012 PAGE 0021

NO.: 97-42

SUBJECT: Erosion and Sediment Control Plan Review Fees

ORDINANCE

WHEREAS, The Environment Article, Section 4-103(c) of the Annotated Code of Maryland authorizes local governing bodies within the State of Maryland to enact a fee system to cover the cost of reviewing erosion and sediment control plans; and

WHEREAS, The St. Mary's Soil Conservation District recommended, and the Board of County Commissioners enacted, such a fee system in 1989 to cover the Soil Conservation District costs of reviewing erosion and sediment control plans; and

WHEREAS, The St. Mary's Soil Conservation District, having evaluated current costs incurred in reviewing erosion and sediment control plans and finding the current fees inadequate to support the services, has recommended an updated fee schedule; and

WHEREAS, The Board of County Commissioners for St. Mary's County conducted a public hearing on October 7, 1997 to consider adopting revised fees for review of erosion and sediment control plans by the St. Mary's county Soil Conservation District; and

WHEREAS, The Board of County Commissioners deliberated on the proposed plans review fee revisions;

NOW, THEREFORE, BE IT ORDAINED, by the Board of County Commissioners of St. Mary's County, Maryland that the following fee schedule is hereby adopted for the review of erosion and sediment control plans by the St. Mary's County Soil Conservation District and it supercedes all previous soil conservation district fee schedules which are hereby rescinded:

SOIL CONSERVATION RATE SCHEDULE

| | <u>Application Fee</u> | <u>Review Fee</u> |
|--------------------------|------------------------|--|
| Review of Standard Plans | \$ 20.00 | N/A |
| Review of Other Plans | \$100.00 | \$125 per acre for first ten acres & \$ 50 per acre for each additional acre over ten. |

BE IT FURTHER ORDAINED that the fee schedule adopted herein shall apply to all erosion and sediment control plans received by the Soil Conservation District on or after the effective date of this resolution.

DATE OF ADOPTION: 10/28/97

EFFECTIVE DATE: November 3, 1997

BOARD OF COMMISSIONERS
ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
Barbara R. Thompson, President

ABSENT
D. Christian Brugman

Paul W. Chesser
Paul W. Chesser

Frances P. Eagan
Frances P. Eagan

Lawrence D. Jarboe
Lawrence D. Jarboe

ATTEST:
John J. Kachmar, Jr.
John J. Kachmar, Jr.
County Administrator

APPROVED AS TO FORM
AND LEGAL SUFFICIENCY:
Stephen P. Norman
Stephen P. Norman
Assistant County Attorney

RECORDING FEE 0.00
TOTAL 0.00
Reps#383 RCP#4993999
EMA PL BIK#2118
Oct 30, 1997 12:29 PM

0012 PAGE 022

NO: 97-43

SUBJ: **FY 1998 SUPPLEMENTAL
APPROPRIATIONS**
Office on Aging

ORDINANCE

WHEREAS, the Board of County Commissioners believes it is in the best interest of the County to amend the Fiscal Year 1998 General Fund Operating Budget to increase the appropriation for the Office on Aging for St. Mary's County, and

WHEREAS, the St. Mary's County Director of Finance has certified in writing that such funds in the amount of \$21,600.00 are estimated to be available from the Medical Assistance revenues and client fees to the Office on Aging to provide for Saturday openings for the Medical Adult Day Services program.

NOW, THEREFORE, BE IT ORDAINED that the Board of County Commissioners after due notice conducted a public hearing on October 14, 1997 to present and explain the requirements to increase the Fiscal Year 1998 Budget in the amount of \$21,600.00 (Twenty-One Thousand Six Hundred Dollars) and such increase is hereby approved this 28TH day of October, 1997 by the Board of County Commissioners of St. Mary's County, Maryland.

Date of Adoption: 10-28-97

Effective Date: 10-28-97

BOARD OF COUNTY COMMISSIONERS
OF ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
Barbara R. Thompson, President

ABSENT
D. Christian Brugman, Commissioner

Paul W. Chesser
Paul W. Chesser, Commissioner

Frances P. Eagan
Frances P. Eagan, Commissioner

Lawrence D. Jarboe
Lawrence D. Jarboe, Commissioner

ATTEST

John J. Kachmar Jr.
County Administrator

Steven E. Welkos
Director of Finance

APPROVED AS TO FORM AND LEGAL SUFFICIENCY:

Douglas S. Durkin
County Attorney

9-26-97

RECORDING FEE 0.00
TOTAL 0.00
Reps: 3/83 Rcp: 1/99 9999
EWA PL BIK#2118
Oct 30, 1997 12:29 PM

Subject: **Homestead Tax Credit
Percentage for St. Mary's
County Property Taxes**

0012PKC023

RESOLUTION

WHEREAS, Section 9-105 of the Tax Property Article of the Annotated Code of Maryland as amended via 1991 Laws of Maryland, Chapter 12, provides that for the fiscal year beginning with July 1, 1991, the County Commissioners shall establish and determine, for County tax purposes, the limit of the increases in taxable assessments of certain owner occupied dwellings.

WHEREAS, following deliberation, the Board of County Commissioners of St. Mary's County, Maryland have concluded it is in the best interest of the citizens of St. Mary's County to establish the Homestead Tax Credit percentage at one hundred five (105 %) percent.

NOW, THEREFORE, BE IT RESOLVED this 28th day of October, 1997, by the Board of County Commissioners of St. Mary's County that a Homestead Tax Credit percentage for property owners as described and provided for in Section 9-105 of the Tax Property Article, Annotated Code of Maryland, as aforesaid, of one hundred five (105 %) percent is hereby established. Such Homestead Tax Credit shall be applicable for the tax year beginning July 1, 1998 and any subsequent year, provided that on or before November 15, 1997 and any year thereafter, the Board of County Commissioners of St. Mary's County may alter by law, the Homestead Tax Credit percentage for the taxable year beginning the following July 1, and any subsequent year, provided that the Homestead Tax Credit herein provided for may not exceed the maximum provided by State law. Such Homestead Tax Credit shall be subject to all provisions, restrictions and conditions provided from time to time by State law. The Homestead Property Tax Credit provided for in this Resolution shall apply to County taxes and the municipal taxes of municipalities in St. Mary's County only if the municipal corporation has not established a Homestead Property Tax Credit of its own. The Homestead Tax Credit shall apply only to such taxes as may become due after June 30, 1998.

Date of Adoption: 10/28/97
Effective Date: July 1, 1998

BOARD OF COUNTY COMMISSIONERS OF
ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
Barbara R. Thompson, President

ABSENT
D. Christian Brugman, Commissioner

Paul W. Chesser
Paul W. Chesser, Commissioner

Frances P. Eagan
Frances P. Eagan, Commissioner

Lawrence D. Jarboe (no)
Lawrence D. Jarboe, Commissioner

ATTEST
John J. Kachmar, Jr.
John J. Kachmar, Jr.
County Administrator

APPROVED AS TO LEGAL FORM AND SUFFICIENCY:

Douglas S. Durkin
Douglas S. Durkin
County Attorney
10-28-97

RECORDING FEE 8.88
TOTAL 8.88
RES#3063 Rpt#19999999
EMA PL R142118
Oct 30, 1997 12:31 PM

BOOK 0012 PAGE 0024

No. Z 97-07
Subj: ZPUD # 97-0727
Patuxent Radio
Partners PUD

ORDINANCE

WHEREAS, the above-referenced project as contained in the Patuxent Radio Partners Development Plan Report dated August 1997, accompanying maps and exhibits, meets all submission requirements for a Planned Unit Development; and

RECORDING FEE 8.00

WHEREAS, the Board of County Commissioners has concluded that the application fulfills the purposes and requirements of Section 38.5 of the Zoning Ordinance, including but not limited to providing for the safety, convenience and amenity of the current and future residents of the neighborhood; and

TOTAL 8.00

WHEREAS, the Board of County Commissioners has incorporated specific requirements as recommended by the Planning Commission for the proposed development as a condition of approval and in order to be compatible with and buffered from adjoining properties as appropriate to their setting; and

RESUB 2 RPT#999999

WHEREAS, the Board of County Commissioners has required, through the review process, certain physical improvements to be provided at necessary intervals by the developer, his successors and assigns to provide for adequate, efficient and safe pedestrian, vehicular and other circulation and transportation systems within and adjoining the proposed development; and

EMA PL Blk#130

WHEREAS, the Board of County Commissioners has reviewed and approves the governing documents relating to the establishment of architectural and site development criteria and maintenance of dedicated open space; and

Nov 05, 1997 04:14 PM

WHEREAS, the Board of County Commissioners has determined that these governing documents will, upon approval, be sufficient and adequate for their intended purposes; and

WHEREAS, the Board of County Commissioners has determined that applicable essential community facilities and services for the proposed development shall be reasonably accessible to the future users of the development as provided for in the developer's proffers for physical improvements, including road and intersection improvements as required by traffic impact analysis performed as part of the Development Plan Report; and

WHEREAS, the Board of County Commissioners has determined that dedication of land to be conveyed to the St. Mary's County Commissioners is necessary to meet local needs; and

WHEREAS, the Board of County Commissioners has determined that an analysis and specific finding of the adequacy of transportation, water supply and sewerage disposal, stormwater management, and the suppression of fire hazards that may be associated with the development shall be required prior to any subsequent requests for subdivision plat approval and or site development plan approval from the Planning Commission; and

WHEREAS, the Board of County Commissioners has determined that the market analysis and buildout schedule are consistent with the economic demands of the County for the project development period; and

WHEREAS, the Planning Commission conducted a public hearing on August 25, 1997 and recommended approval subject to the foregoing stipulations; and

WHEREAS, the Board of County Commissioners conducted a public hearing and received testimony on this application on October 21, 1997.

BOOK 0012 P. 0025

No. Z 97-07
Subj: ZPUD # 97-0727
Patuxent Radio
Partners PUD


NOW, THEREFORE BE IT HEREBY ORDAINED that the Board of County Commissioners APPROVES the application and Development Plan Report for the Patuxent Radio Partners Planned Unit Development, Application # ZPUD 97-0727, with all of its stipulations as conditions of approval, incorporated herein by reference as if set out in full.


AND BE IT FURTHER ORDAINED that the Development Plan incorporates the following specific provisions as conditions of approval:

- (1) The applicant shall provide a monument sign for the project, to be visible from Route 4 as proffered; and
- (2) The applicant shall dedicate up to a 25 ft. transportation buffer along MD Route 4 to allow future widening of the road to a 4-lane highway, as proffered.

Date of Adoption: November 4, 1997


BOARD OF COUNTY COMMISSIONERS
ST. MARY'S COUNTY, MARYLAND


Barbara R. Thompson, President

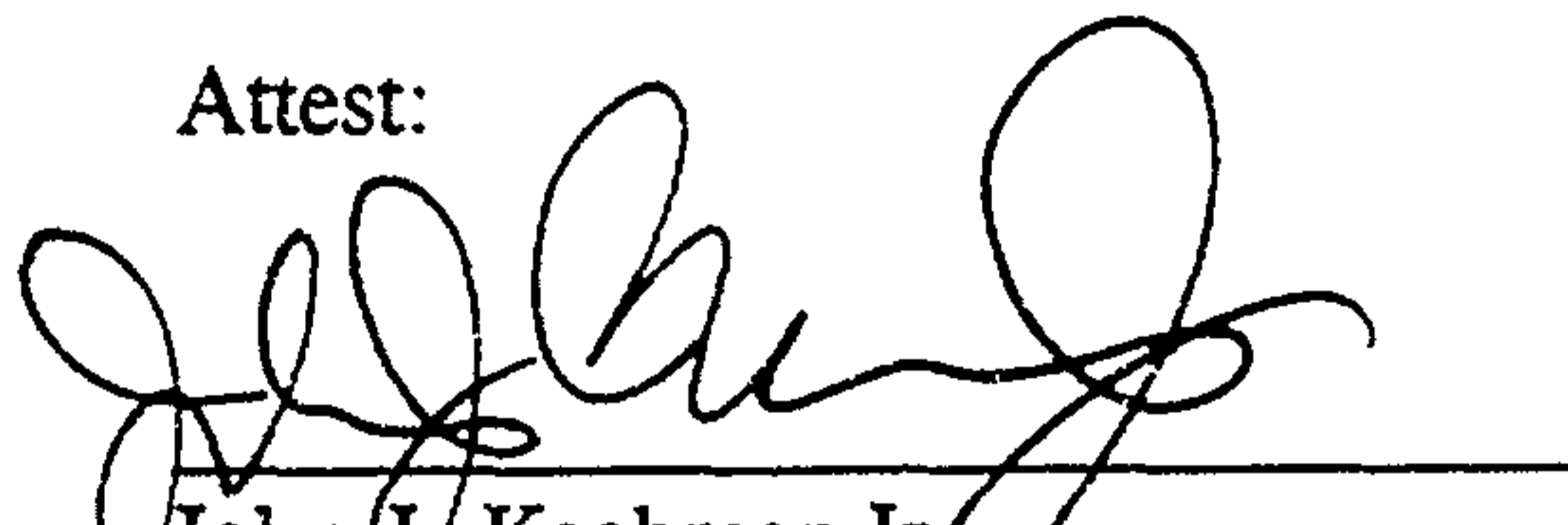

D. Christian Brugman, Commissioner


Paul W. Chesser, Commissioner

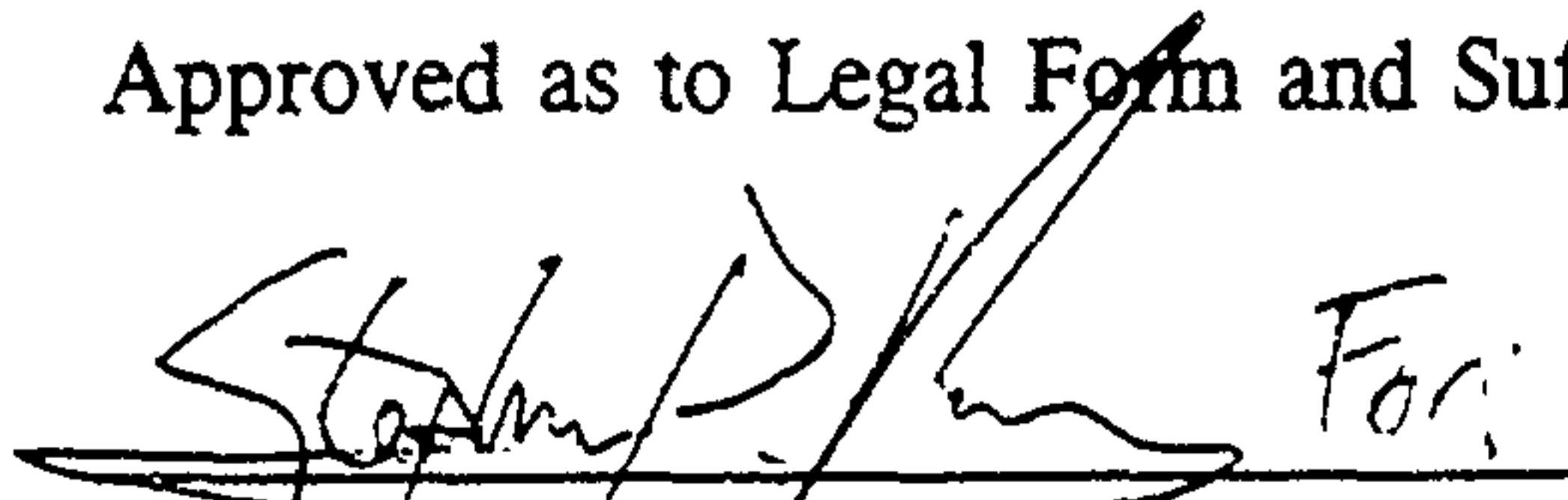

Frances P. Eagan, Commissioner


Lawrence D. Jarboe, Commissioner

Attest:


John J. Kachmar Jr.
County Administrator

Approved as to Legal Form and Sufficiency:


Douglas S. Durkin
County Attorney

ORDINANCE

WHEREAS, the applicant requests that the sale of new and used recreational vehicles be declared a permissible use in the I-1 zoning district; and


WHEREAS, on August 25, 1997, the Planning Commission conducted a public hearing on this application. On September 22, 1997, having reviewed the information provided at the public hearing, the Commission determined that the proposed sale of recreational vehicles *does* reflect the nature of the uses permitted within the I-1 zoning district and that there is *no appreciable difference* in the quality, character or degree of the unspecified use and recommended approval to the County Commissioners; and

WHEREAS, the Board of County Commissioners conducted a public hearing on October 21, 1997 and received public testimony on the request.

NOW, THEREFORE BE IT HEREBY ORDAINED that the Board of County Commissioners concurs with the Planning Commission findings that the proposed sale of recreational vehicles *does* reflect the nature of the uses permitted within the I-1 zoning district and that there is *no appreciable difference* in the quality, character or degree of the unspecified use, and therefore, APPROVES a zoning text amendment to permit recreational vehicle sales, new and used, within the I-1 zoning district, and further, that Table 2.2 of the Zoning Ordinance is hereby amended to add this unspecified use.

Date of Adoption: November 4, 1997

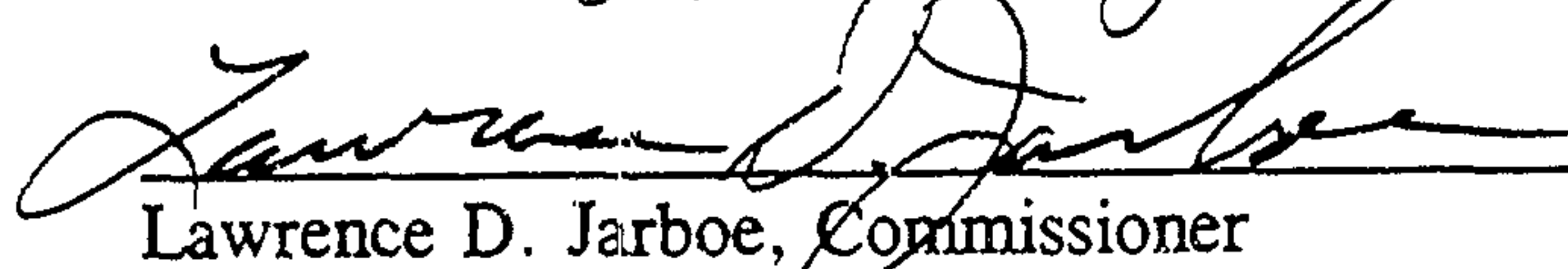
BOARD OF COUNTY COMMISSIONERS
ST. MARY'S COUNTY, MARYLAND

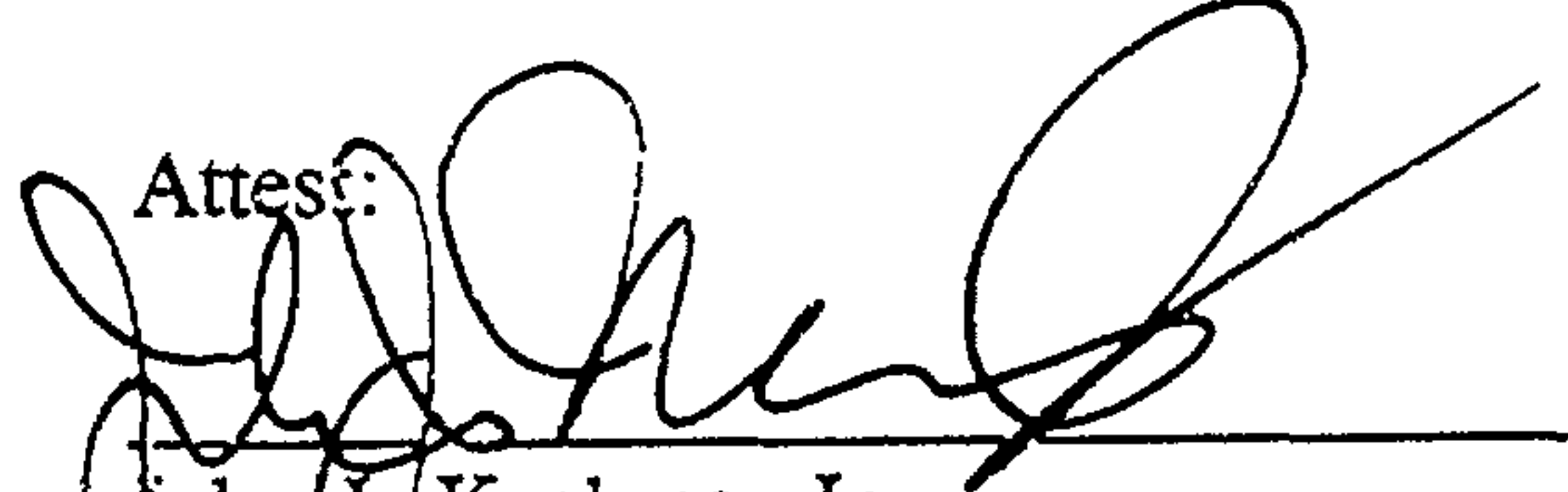

Barbara R. Thompson, President

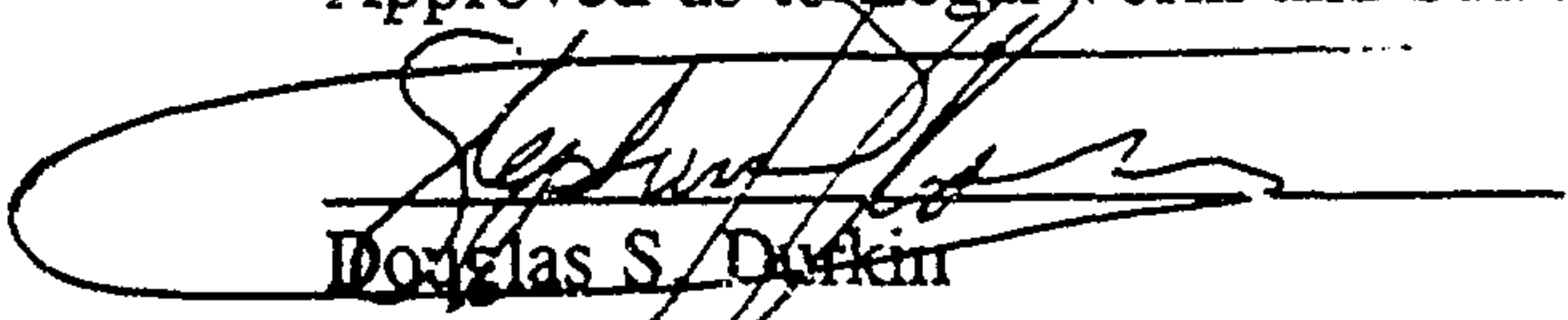

D. Christian Brugman, Commissioner


Paul W. Chesser, Commissioner


Frances P. Eagan, Commissioner


Lawrence D. Jarboe, Commissioner

Attest:

John J. Kachmar Jr.
County Administrator

Approved as to Legal Form and Sufficiency:

Douglas S. Duffin
County Attorney

RECORDING FEE 0.00
TOTAL 0.00
Res#982 Rcpt#999999
EWA PL BIK#130
Nov 05, 1997 04:15 PM

RESOLUTION NO. 97-45

Subject: Abandonment of a Portion of Millstone Landing Road (County Route 30269)

0012-0027

RESOLUTION

WHEREAS, the Board of County Commissioners of St. Mary's County, Maryland, is authorized to open, alter or close certain public roads within St. Mary's County, Maryland, pursuant to Article 25, §136 of the Annotated Code of Maryland.

WHEREAS, the Board of County Commissioners of St. Mary's County, Maryland, following the procedures set forth in Article 25, §136, is proposing that approximately .58 miles of Millstone Landing Road, located in the Eighth (8th) Election District, be abandoned, from approximately .50 miles easterly of the Green Holly Road intersection to the end of the road at Patuxent River Naval Air Station as shown on the attached Exhibit "A".

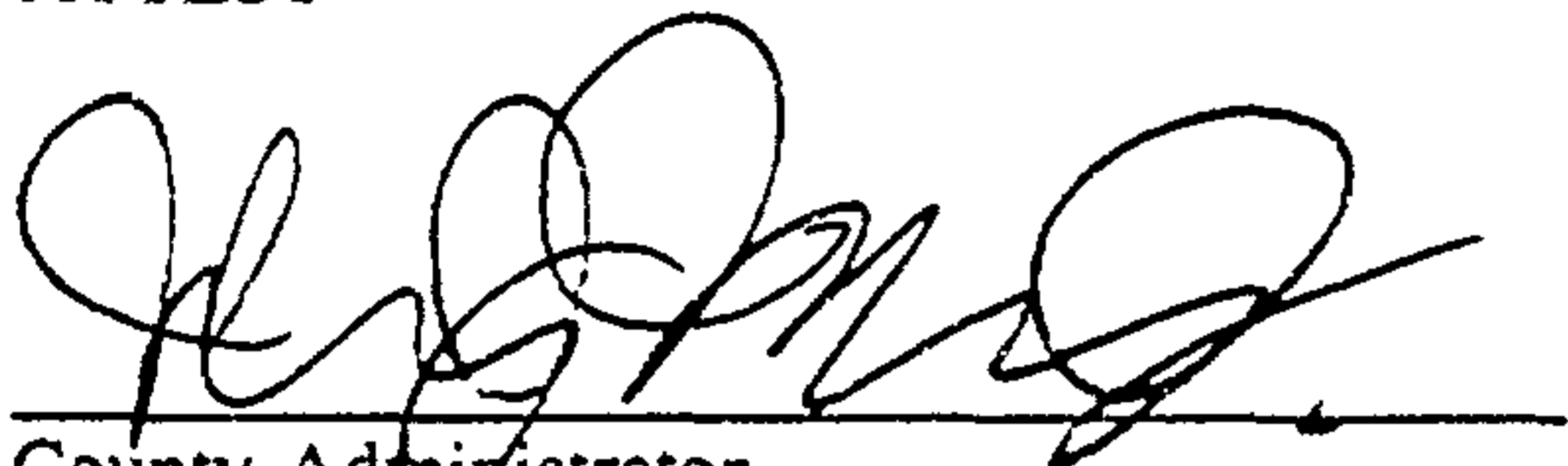
WHEREAS, the Board of County Commissioners of St. Mary's County, Maryland, conducted a public hearing on the request to abandon the aforesaid public road on September 23, 1997, following due notice of such hearing.

WHEREAS, after the consideration of all public comments, information and documentation pertaining to the abandonment of the aforesaid public road, County Route 30269, and bridge, located in Lexington Park in the Eighth (8th) Election District, the Board of County Commissioners of St. Mary's County have determined that the public interest will best be served by granting such action.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of St. Mary's County, Maryland that the aforesaid .58 miles of Millstone Landing Road, from approximately .50 miles easterly of the Green Holly Road to the end of the road at Patuxent River Naval Air Station is hereby abandoned, and the Board's interest therein is hereby granted unto those persons, or entities, owning land which binds upon said abandoned road to the centerline of said road throughout the length of each parcel that binds upon said road.

Witness our signatures this 18th day of November, 1997.


ATTEST

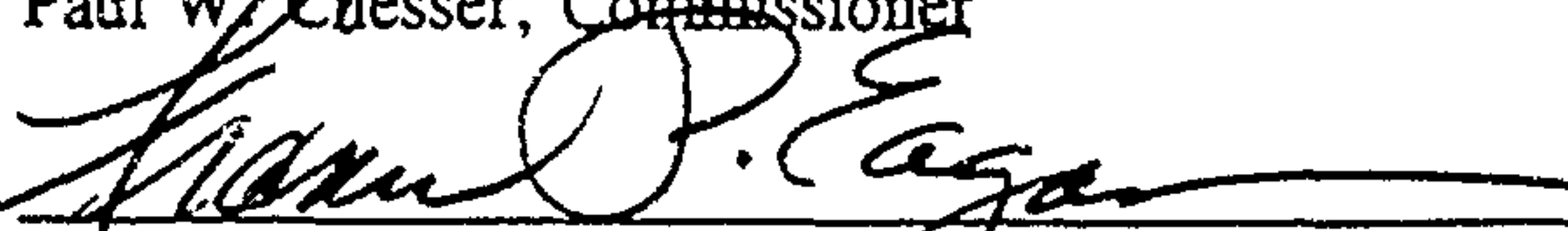

County Administrator

BOARD OF COUNTY COMMISSIONERS OF ST. MARY'S COUNTY, MARYLAND


Barbara R. Thompson, President

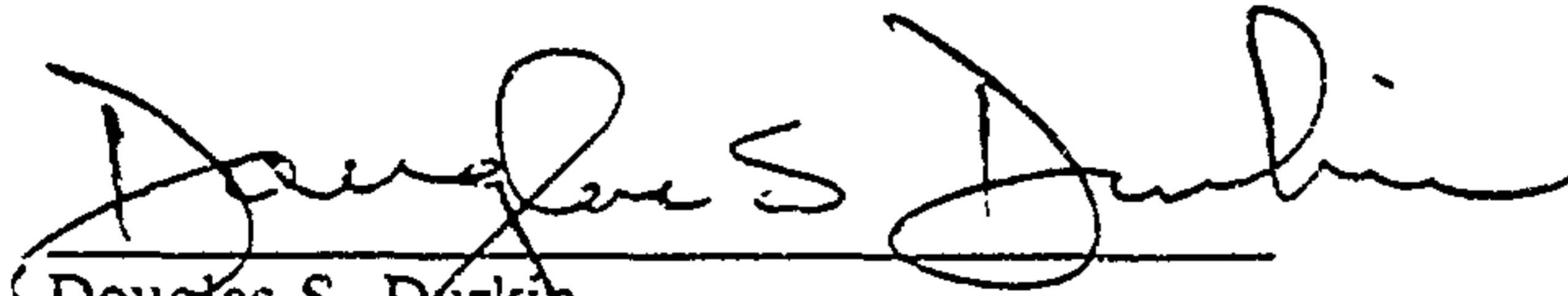

D. Christian Brueman, Commissioners


Paul W. Chesser, Commissioner


Frances P. Eagan, Commissioner


Lawrence D. Jarboe, Commissioner

APPROVED AS TO LEGAL FORM AND SUFFICIENCY:


Douglas S. Durkin
County Attorney

RECORDING FEE 8.00
TOTAL 8.00
Res#SM83 Rcft#999999
EHA MAB Blk#1132
Nov 28, 1997 09:53 am

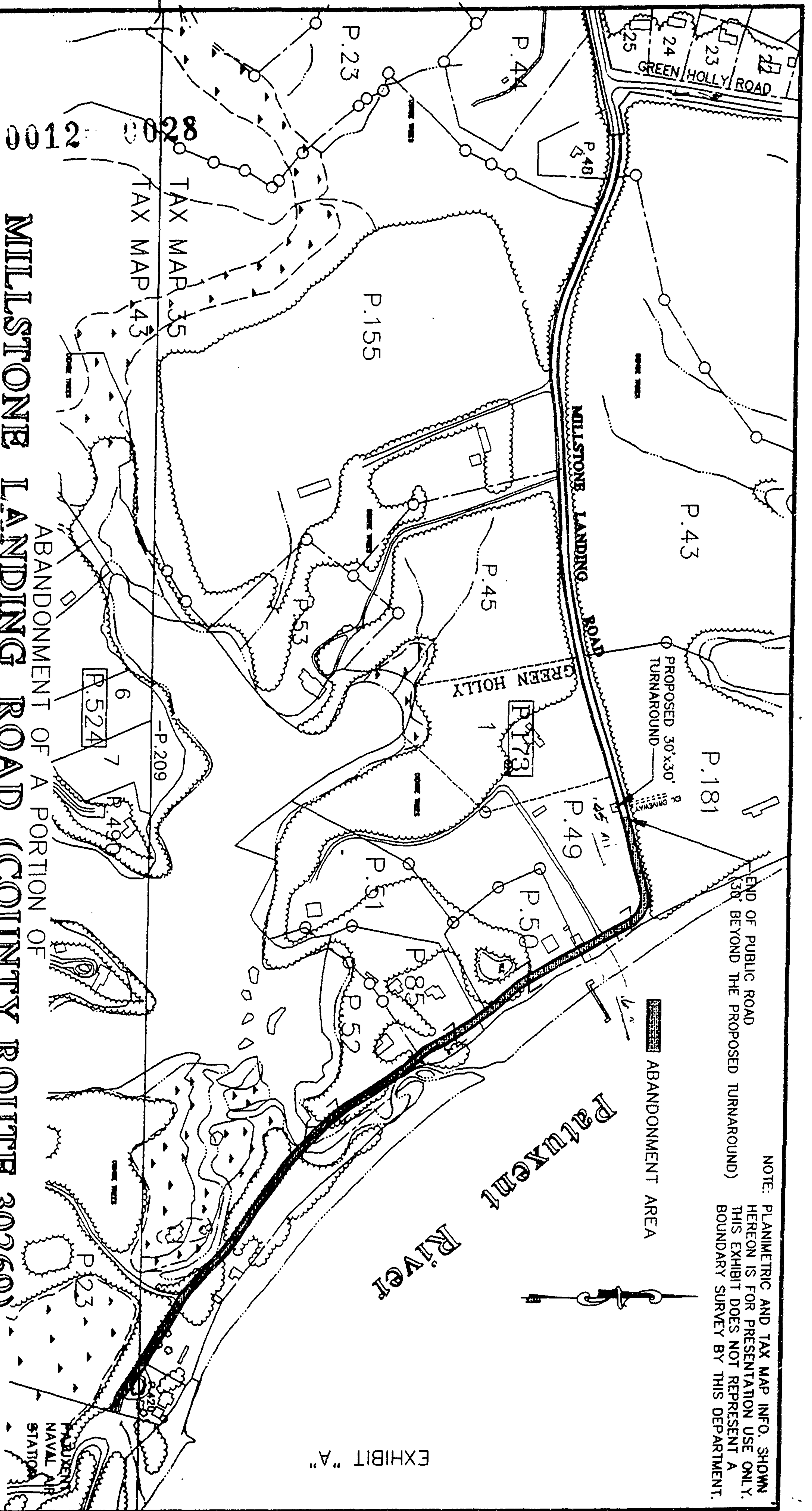
NOTE: PLANIMETRIC AND TAX MAP INFO. SHOWN
HEREON IS FOR PRESENTATION USE ONLY.
THIS EXHIBIT DOES NOT REPRESENT A
BOUNDARY SURVEY BY THIS DEPARTMENT.

END OF PUBLIC ROAD
(30' BEYOND THE PROPOSED TURNAROUND)

ABANDONMENT AREA



EXHIBIT "A"



MILLSTONE LANDING ROAD (COUNTY ROUTE 30269)

ABANDONMENT OF A PORTION OF
8th ELECTION DISTRICT
ST. MARY'S COUNTY, MARYLAND

DATE: SEPT. 23, 1997

SCALE: 1" = 400'

BY: ST. MARY'S COUNTY DEPARTMENT OF PUBLIC WORKS

0012-0028

BOOK 0012 PAGE 0029

Resolution No. 97-46

RE: Authorization for the County Attorney to provide incorporation legal services to the Local Management Board of St. Mary's County, Inc.

RECORDING FEE 8.00
TOTAL 8.00
Res: NSMB3 Rcpt: 1999999
EMA TLC B1k4221
Dec 83, 1997 18:15 am

RESOLUTION

WHEREAS, on November 4, 1997 the Board of County Commissioners authorized individual employees to create the Local Management Board for the purpose of establishing a non-profit corporation in order to become the recipient and subrecipient for State and federal funds respectively and to fulfill all the purposes authorized by the Annotated Code of Maryland, Article 49D, relative to local management boards;

WHEREAS, the Local Management Board of St. Mary's County, Inc. was formed by those three County employees acting as individuals and as incorporators exclusively as a non-profit, non-stock issuing, and tax exempt corporation for the administering of charitable and social welfare purposes within the meaning of Internal Revenue Service Code, Chapter 26, Section 501(c)(4), (1954);

WHEREAS, the Board of County Commissioners for St. Mary's County, Maryland acting on November 4, 1997, the Collaborative Structures and Service Partnerships prepared by the Maryland Department of Social Services relevant to services currently provided through public agencies and private providers, to children, youth and families in St. Mary's County, for family services, health, currently provided child advocacy and crisis intervention, and the proposed draft of the Memorandum of Understanding between the State of Maryland and the Local Management Board of St. Mary's County, Inc. have all identified the need to create a broad-based non-profit corporation as a working tool to seek federal, foundation and state grant funds needed to assist our government in implementing the strategies, goals and objectives and achieve the mission to help the children, youth, families, and citizens in St. Mary's County;

WHEREAS, the Board of Directors of the Local Management Board of St. Mary's County, Inc. have expressed an interest and desire to activate the non-profit corporation for purposes of implementing programs as may be permitted by the corporation's Articles of Incorporation and by the Annotated Code of Maryland, Article 49D;

WHEREAS, the Local Management Board of St. Mary's County, Inc. is currently without legal counsel, or funding available to retain such professional services;

WHEREAS, the Board of County Commissioners are desirous of lending aid and assistance to the Local Management Board of St. Mary's County, Inc. so as to facilitate the efforts of its Board of Directors to activate that corporation for public and civic purposes;

WHEREAS, the *Code of Public Local Laws of Maryland*, Article 19, Section 26-19 authorizes the Board of County Commissioners to make appropriations to non-profit corporations for public and civic purposes designed to benefit the public, health, welfare and safety;

NOW THEREFORE BE IT RESOLVED, by the Board of County Commissioners of St. Mary's County, Maryland, that the County Attorney and his staff are hereby authorized to provide incorporation legal counsel and services to the Local Management Board of St. Mary's County, Inc., an independent, non-profit, Maryland corporation until incorporation has been completed, on the condition that in the event a conflict of interest arises that cannot be resolved by disclosure and consent of both the Board of County Commissioners and the corporate Board of Directors, that the County Attorney shall in that event withdrawal from representing the Local Management Board of St. Mary's County, Inc. but shall continue to represent the Board of County Commissioners. It is the intent of the Board of County Commissioners that the County Attorney's services shall terminate

BOOK 001275E0030

Resolution No. 97-46

RE: Authorization for the County Attorney to provide legal services to the Local Management Board for St. Mary's County, Inc.

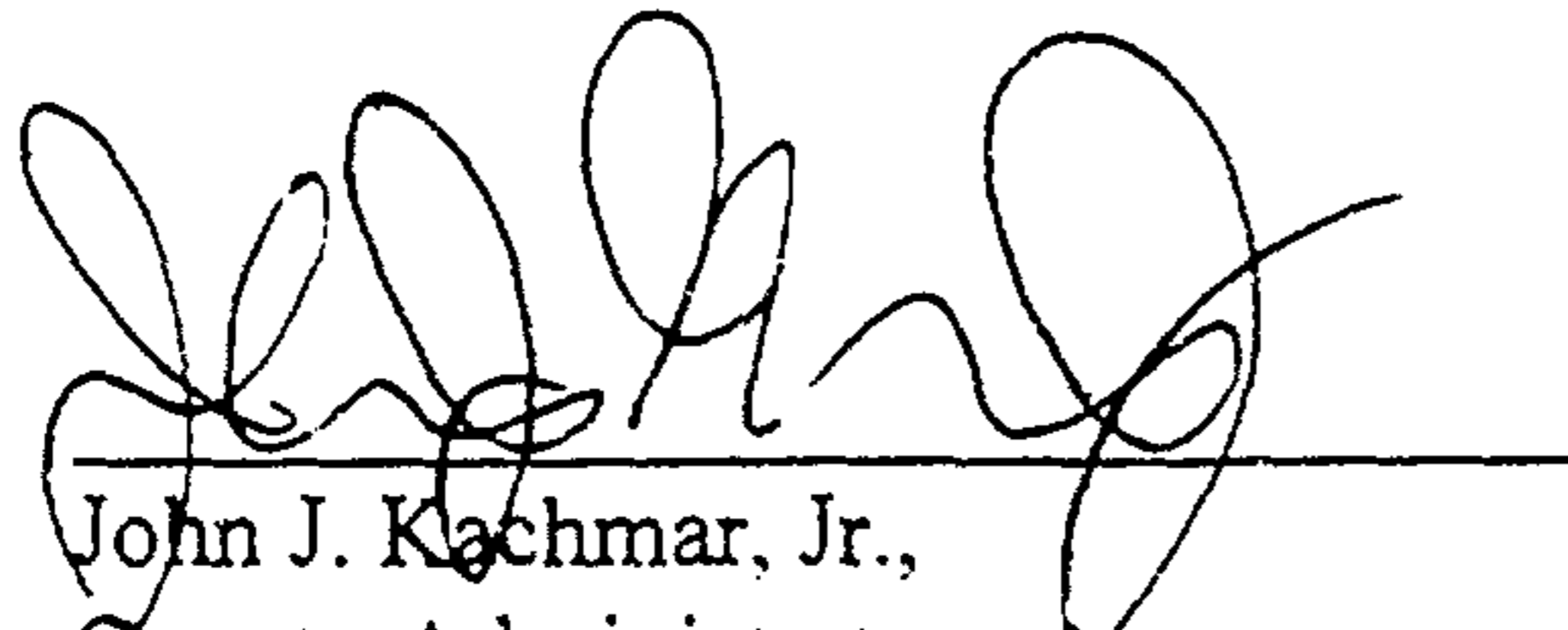
Page Two

once incorporation has been completed. This action of the Board of County Commissioners is intended as a temporary measure designed to facilitate the activation of this valuable public service corporation for the reasons set forth herein above.

EFFECTIVE DATE: November 4, 1997

ADOPTION DATE: 11/25/97

ATTEST:

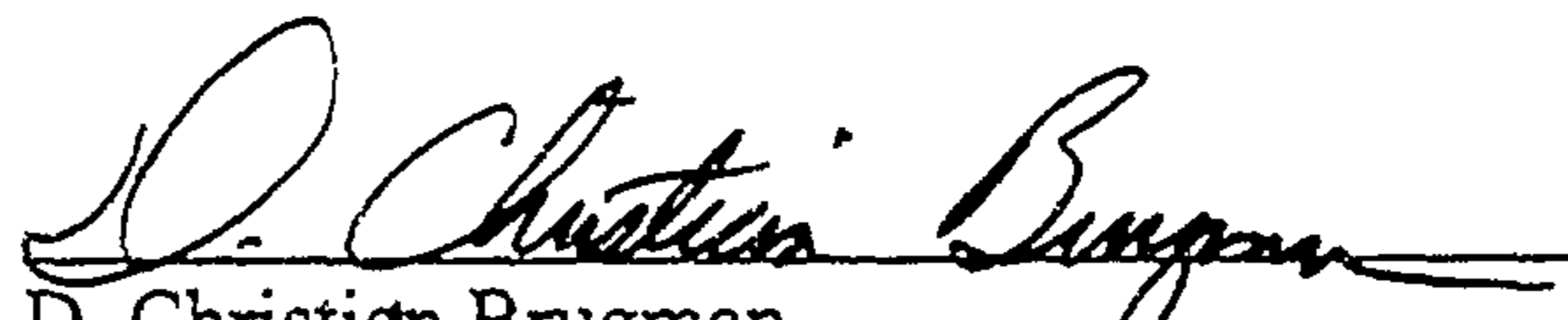

John J. Kachmar, Jr.,
County Administrator

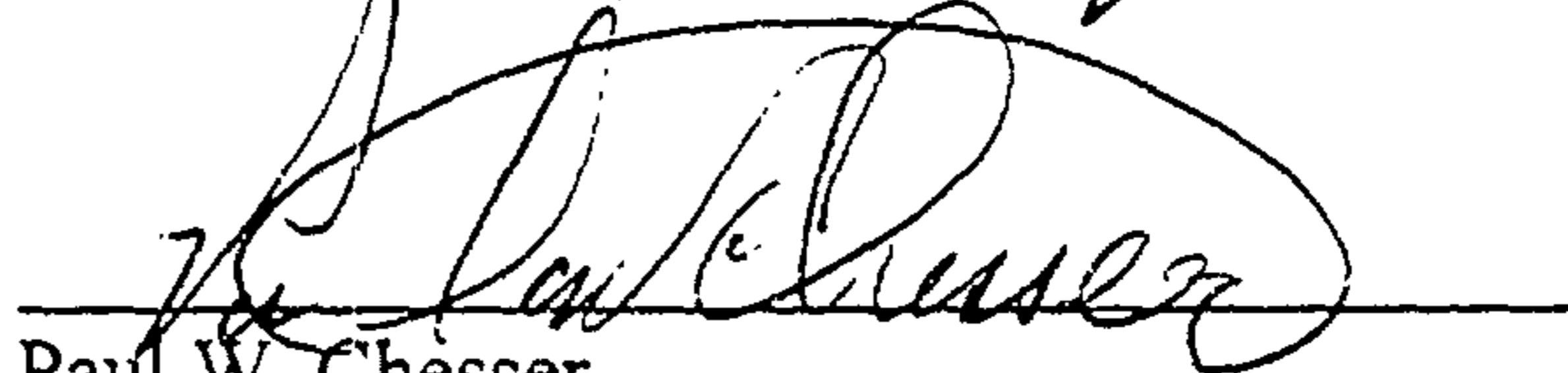
APPROVED AS TO FORM
AND LEGAL SUFFICIENCY:



Douglas S. Durkin, County Attorney
11-25-97

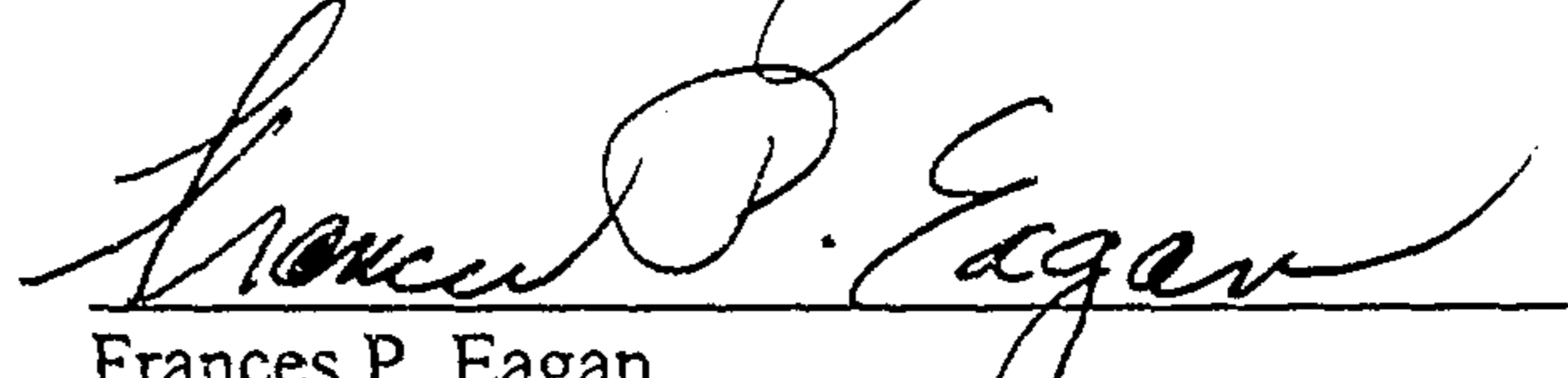
BOARD OF COUNTY COMMISSIONERS
FOR ST. MARY'S COUNTY, MARYLAND


Barbara R. Thompson, President


D. Christian Brugman


Paul W. Chesser


Lawrence D. Jarboe


Frances P. Eagan

NO: 97-48
SUBJ: AGRICULTURE, SEAFOOD
AND FORESTRY COMMISSION

RESOLUTION

WHEREAS, the agriculture, seafood and forestry communities of St. Mary's County have traditionally been principal parts of the local economy, contributing revenues, employment and economic well being; and

WHEREAS, agriculture in St. Mary's County by its very nature improves the landscape, adds to the beauty and rural tranquility of the community and provides an aesthetic benefit to the people of St. Mary's County; and

WHEREAS, the interests of agriculture, seafood and forestry in St. Mary's County deserve to be protected and supported; and

WHEREAS, it is deemed advisable that there be permanently established a forum for the discussion of public policy issues relating to concerns of agriculture, seafood and forestry in St. Mary's County; and

WHEREAS, the Board of County Commissioners welcomes the advice and recommendations of those countians engaged in agribusiness, seafood and forestry operations;

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners that there is established in St. Mary's County an Agriculture, Seafood and Forestry Commission under the following conditions:

- (a) Composition of Commission - The Agriculture, Seafood and Forestry Commission shall have members who represent, at a minimum, the following commodities, agencies, professions and interest groups associated with agriculture, seafood and forestry. Additional members may be appointed at the recommendation of the Commission.

The Agriculture, Seafood and Forestry Commission shall have members who represent the tobacco industry, the livestock industry, the field crops industry, the nursery/horticulture industry, the aquaculture industry, the forestry industry, the Cooperative Extension Service of the University of Maryland, the Maryland Department of Agriculture, and the Farm Bureau. Staff from the St. Mary's County Soil Conservation District and the St. Mary's County Department of Economic and Community Development shall provide technical support.

- (b) Tenure - The term of membership is limited to no more than two consecutive three-year terms for any one individual member. Initial appointments shall be staggered so that an equal number of members shall be appointed to one-year terms, two-year terms and three-year terms. New appointments shall be made from nominees of the industry, agency, profession or interest group represented by the member whose term is expiring.
- (c) Officers - The Commission may elect from among its appointed members a chairman, vice-chairman, secretary and other officers it deems appropriate. The officers have the duties and responsibilities usually incumbent upon these officers.

RECORDING FEE 0.00
TOTAL 0.00
Res#5103 Rct#333399
EWA NB Bk#974
Dec 11, 1997 02:52 PM

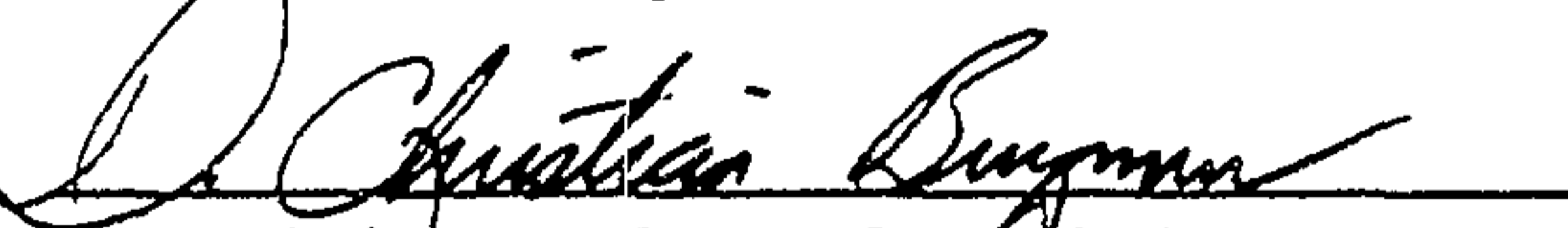
- (d) Meetings - The Commission shall meet regularly at least quarterly within a calendar year. Additional meetings may be scheduled by the Chairman, and/or as a result of a majority vote of the members.
- (e) Staff Support - It is the intention of the County Commissioners that projects and activities determined by the Agriculture, Seafood and Forestry Commission to be in the best interests of the County, if approved by the Board of County Commissioners, be carried out by the appropriate staff of the County's Department of Economic and Community Development.

BE IT FURTHER RESOLVED that Resolution No. 86-23 is hereby amended to include the Seafood and Forestry industries in the title making the name of the Commission the AGRICULTURE, SEAFOOD AND FORESTRY COMMISSION.

Date of Adoption: 12-9-97
Effective Date: 12-9-97

BOARD OF COUNTY COMMISSIONERS
ST. MARY'S COUNTY, MARYLAND

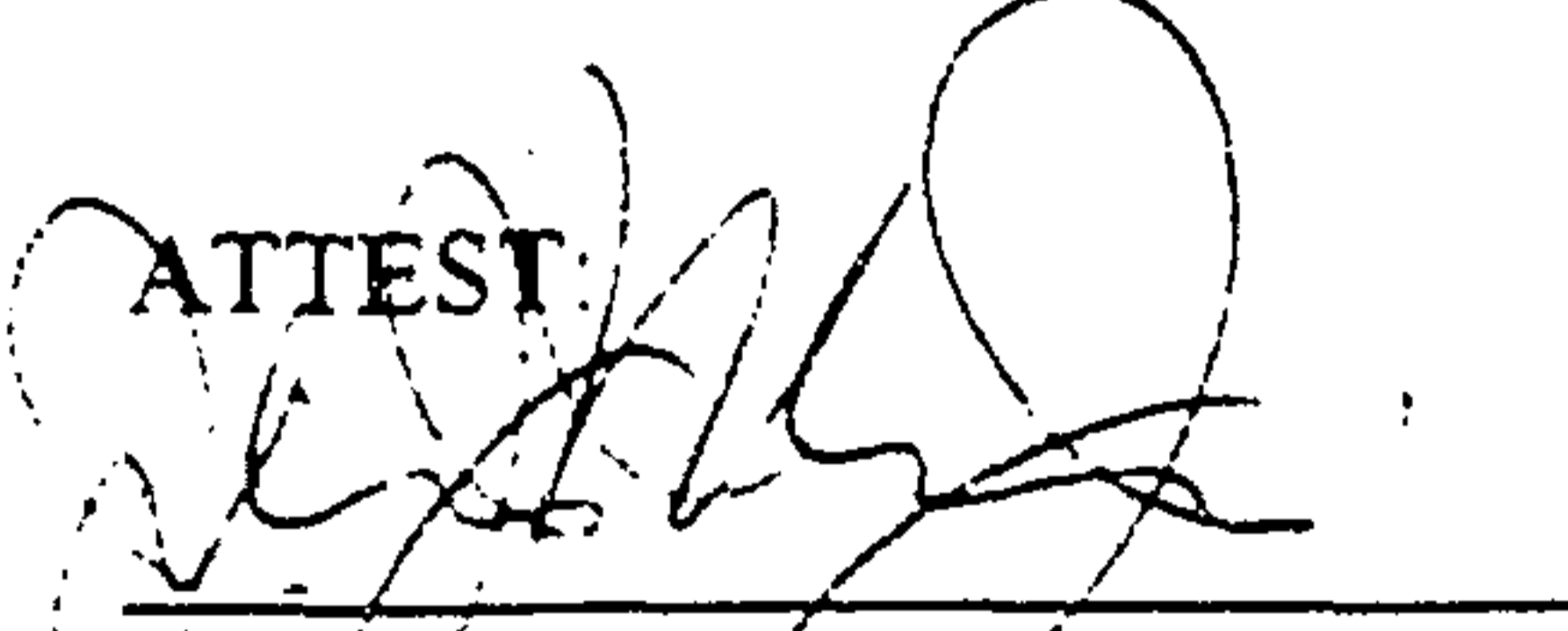

Barbara R. Thompson, President


D. Christian Brughman, Commissioner


Paul W. Chesser, Commissioner


Frances P. Eagan, Commissioner


Lawrence D. Jarboe, Commissioner

ATTEST:

John J. Kachmar, Jr.
County Administrator

NO: 97-47
SUBJ: UNITED CEREBRAL PALSY
OF SO. MD., INC.

RESOLUTION

WHEREAS, United Cerebral Palsy of Southern Maryland, Inc. a nonprofit organization, proposes to undertake a project to provide "Home Health Aid" training and placement services in Lexington Park, Maryland to individuals with limited income; and

WHEREAS, United Cerebral Palsy of Southern Maryland, Inc. has applied to Department of Housing and Community Development of the State of Maryland; and

WHEREAS, the project is intended to serve an area that has been declared a "designated neighborhood" by the local jurisdiction with the concurrence of the Secretary of the Department;

BE IT FURTHER RESOLVED that St. Mary's County hereby express their approval for the project described.

RECORDING FEE 0.00
TOTAL 0.00
Res#1303 Rcpt#999999
EWA NB RL#974
Dec 11, 1997 02:53 PM

Date of Adoption: 12-9-97
Effective Date: 12-9-97

BOARD OF COUNTY COMMISSIONERS
ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
Barbara R. Thompson, President

D. Christian Brugman
D. Christian Brugman, Commissioner

Paul W. Chesser
Paul W. Chesser, Commissioner

Frances P. Eagan
Frances P. Eagan, Commissioner

Lawrence D. Jarboe
Lawrence D. Jarboe, Commissioner

ATTEST
[Signature]

John J. Kachmar, Jr.
County Administrator

0012 0034

No. Z97-09

SUBJ: Zoning Text Amendment regarding "Animal Shelters".

ZONING ORDINANCE AMENDMENT

AN ORDINANCE AMENDING THE ZONING ORDINANCE TABLE OF USES 2.5, SECTION 53.27 AND ARTICLE 8, DEFINITIONS.

WHEREAS, the Board of County Commissioners directed the Zoning Ordinance be amended to address concerns raised by the St. Mary's County Animal Welfare League to authorize animal shelters under the ordinance; and

WHEREAS, the St. Mary's County Planning Commission on October 6, 1997 conducted a public hearing and recommends the referenced amendment be adopted; and


WHEREAS, the St. Mary's County Board of County Commissioners on November 18, 1997 conducted a public hearing on referenced amendment; and

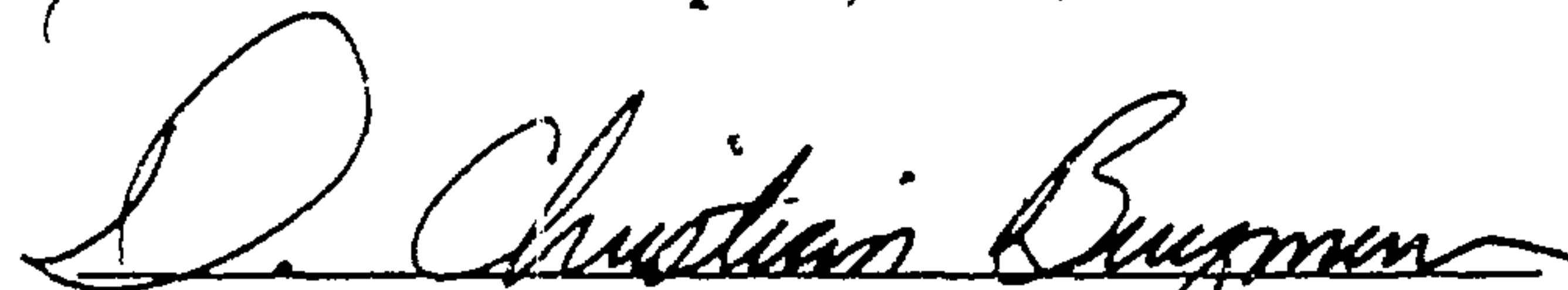
WHEREAS, the St. Mary's County Board of County Commissioners on December 9, 1997 voted unanimously to approve referenced amendment.


NOW, THEREFORE BE IT ORDAINED, by the Board of County Commissioners of St. Mary's County, Maryland that the St. Mary's County Zoning Ordinance 90-11, as amended, is hereby amended as shown in Attachment A (2.5 Table of Uses), Attachment B (§53.27) and Attachment C (Article 8).

16th AND, BE IT FURTHER ORDAINED that these amendments shall be effective this day of December 1997.

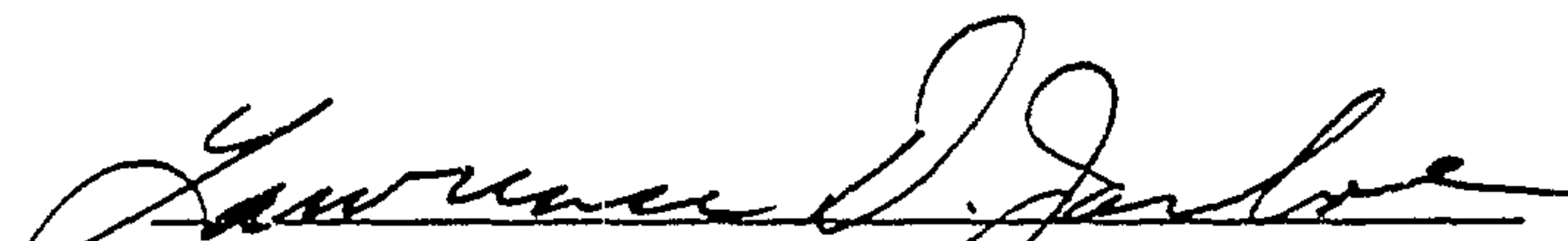
BOARD OF COUNTY COMMISSIONERS
ST. MARY'S COUNTY, MARYLAND


Barbara R. Thompson, President

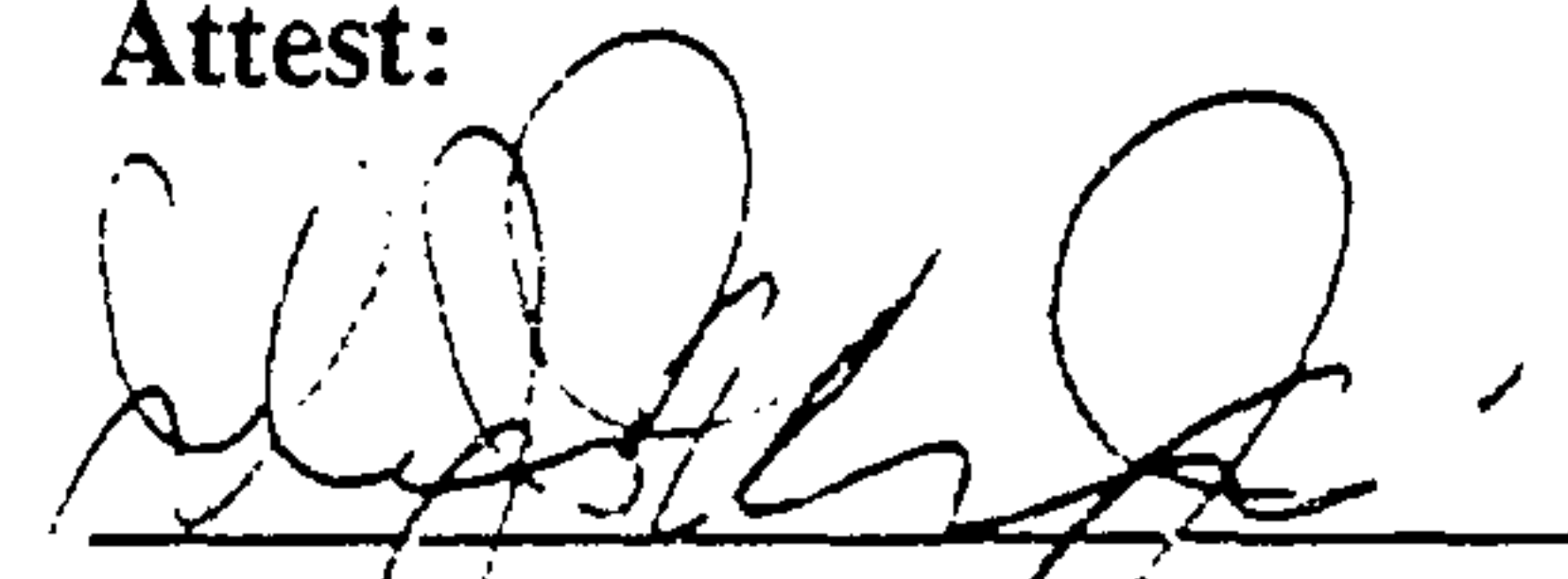

D. Christian Brugman, Commissioner


Paul W. Chesser, Commissioner

NOT PRESENT
Frances P. Eagan, Commissioner


Lawrence D. Jarboe, Commissioner

Attest:


John J. Kachmar Jr.
County Administrator

RECORDING FEE 0.00
TOTAL 0.00
Res#SMB2 Rcpt#999999
EMA MAB B1k#712
Dec 18, 1997 04:04 PM

Attachment A

TABLE 2.5 -TABLE OF USES

V. RESOURCE PRODUCTION AND EXTRACTION

12-9-97

| | RPD | RNC | RVC | RTC | RL | RH | CL | CVC | C | CM | I |
|---|------------------|-----|-----|-----|-----|----|----|-----|----|----|----|
| Agriculture, Forestry, Fisheries ¹ | P | - | P | P | P | P | - | P5 | P5 | - | P5 |
| Animal Hospital/Veterinary Clinics, Provided Animal Confinement Areas are not Located Closer Than 200 Ft. to any Property Line | CU5 ² | - | CU5 | CU5 | CU5 | - | - | P5 | P5 | - | P5 |
| Animal Shelter | CU5 | - | CU5 | CU5 | CU5 | - | - | - | P5 | - | P5 |
| Commercial Kennels (Only on Parcels No Less Than 20 Acres in Size When Located At Least 600 Ft. From All Property Lines) | CU5 | - | - | - | - | - | - | - | - | - | - |
| Extraction of Natural Resources Involving Less Than Five (5) Acres of Land | P5 | - | P5 | P5 | P5 | - | - | - | - | - | - |
| Extraction of Natural Resources Involving Greater Than Five (5) Acres of Land | CU5 | - | - | - | - | - | - | - | - | - | - |
| Livestock Auction Market (Not Located On A Farm) | CU5 | - | - | - | - | - | - | - | - | - | - |
| Stables and Area of Animal Confinement | P5 | - | - | - | - | - | - | - | - | - | - |
| ¹ There are Standards in Article 5 for Agricultural Uses and Fisheries ² Article 5 Standards May Apply to other Districts where this Use is Listed | | | | | | | | | | | |

P = Permitted Use
 P5 = Permitted, Subject to Meeting Article 5 Standards
 CU = Conditional Use Requiring Board of Appeals Approval
 - = Not Permitted

ATTACHMENT B:

12-9-97

53.27 ANIMAL SHELTERS

1. Animal Shelters shall be located on a minimum tract size of six (6) acres in the RPD, RTC, RVC and RL zoning districts and a minimum of two acres in the C and I-1 zoning districts.
2. A "D" bufferyard shall be required along the side and rear property lines for a shelter proposed within the RPD, RTC, RVC and RL zoning districts, or where a C or an I-1 zoned property abuts one of the above districts.
3. No Animal Shelter structure shall be located closer than 200 feet to any residential lot line or residential zoning boundary.
4. Outdoor animal runs or kennels within the RPD, RTC, RVC and RL zoning districts shall be located at least 200 feet from property lines and shall be effectively screened from adjoining properties when located in the C or I-1 zoning district. All runoff from cleaning outdoor animal confinement areas must be contained on site and in accordance with Health Department regulations.
5. All waste disposal facilities (i.e. dumpsters, waste traps) shall be screened from view and located a minimum of 200 feet from residential zone boundaries or residential property lines.
6. Refrigeration facilities for the purposes of storing dead animals must be self contained within the principal shelter structure.
7. Any Animal Shelter must be adequately soundproof and constructed so that there will be no emission of odor, chemicals or noise detrimental to any neighboring property. (See design guidelines provided by the Humane Society of the United States regarding parking needs, noise and odor controls).
8. All Animal Shelter operations shall comply with the Animal Control regulations of the St. Mary's County Code. Where this ORDINANCE conflicts with other codes, the most restrictive regulation shall apply.

ATTACHMENT C:

ARTICLE VIII

80.00 DEFINITIONS

ANIMAL SHELTERS a facility open to the public for the rescue, short term boarding, rehabilitation and adoption of injured, lost, or surrendered domesticated animals.

No. : 97- 49

Subj: Wire Bank Traps Ban Support

RESOLUTION

WHEREAS, the Code of Maryland Regulation, Title 08.02.03.01.H, of the Maryland Department of Natural Resources Article allows for the use of wire bank traps subject to certain limitations in tidal waters of Maryland, including St. Mary's County waters; and

WHEREAS, some waterman have failed to comply with the state bank trap regulations (there were 208 observed violations spread over 167 traps), including insufficient air space; inadequate accessory chambers; littering of abandoned traps; and

WHEREAS, the Department of Natural Resources has been unable to adequately enforce the bank traps regulations (through 1997 season only four warnings had been written for improperly set bank traps); and

WHEREAS, the issue of bank traps has created a controversy between waterfront property owners and the watermen in St. Mary's County, with the property owners feeling that the traps have prevented them from catching crabs from their own property; and

WHEREAS, improperly set bank traps are a hazard to a variety of marine life; and

WHEREAS, the Board of County Commissioners has concerns regarding the declining crab population.

NOW, THEREFORE, The Board of County Commissioners of St. Mary's County hereby resolves to support the ban of bank traps from the tidal waters of St. Mary's County, with the exception of acceptable traps that have tops removed and provide adequate escape for wildlife.

Approval Date: 12-16-97

Enforcement Date: 12-16-97

ATTEST:

John J. Kachmar Jr.
County Administrator

BOARD OF COUNTY COMMISSIONERS
ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson, President
D. Christian Brugman, Commissioner
Paul W. Chesser, Commissioner

NOT PRESENT
Frances P. Eagan, Commissioner

Lawrence D. Jarboe, Commissioner

RECORDING FEE 0.00
TOTAL 0.00
Res#5402 Acct#999999
EMA MAB BIK#712
Dec 18, 1997 04:05 PM

NO: 97-50
Subject: FY 1998 Supplemental Appropriation
Office of the Sheriff
(Bureau of Justice Assistance)

ORDINANCE

WHEREAS, the Board of County Commissioners believe it is in the best interest of the County to amend the Fiscal Year 1998 General Fund Operating Budget to increase the appropriation for the Office of the Sheriff for St. Mary's County, and

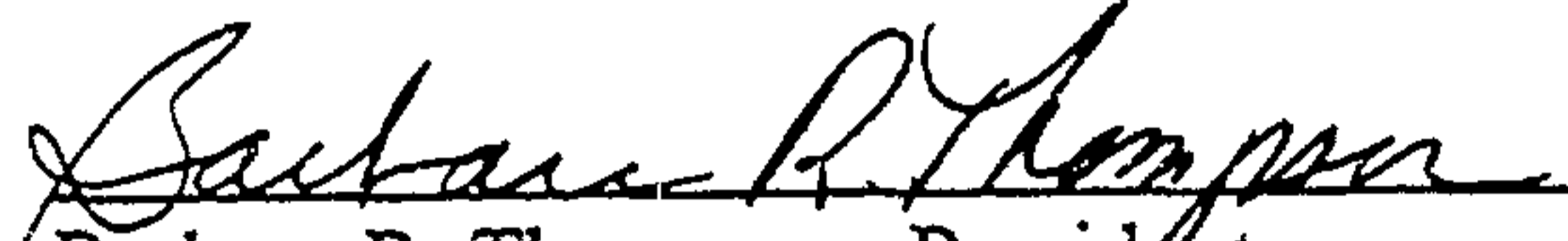
WHEREAS, the St. Mary's County Director of Finance has certified in writing that federal funds in the amount of \$62,816.00 from the United States Department of Justice, Bureau of Justice Assistance to the Office of the Sheriff has been awarded for the purpose of reducing crime and improving public safety, under the Local Law Enforcement Block Grants Program for St. Mary's County.

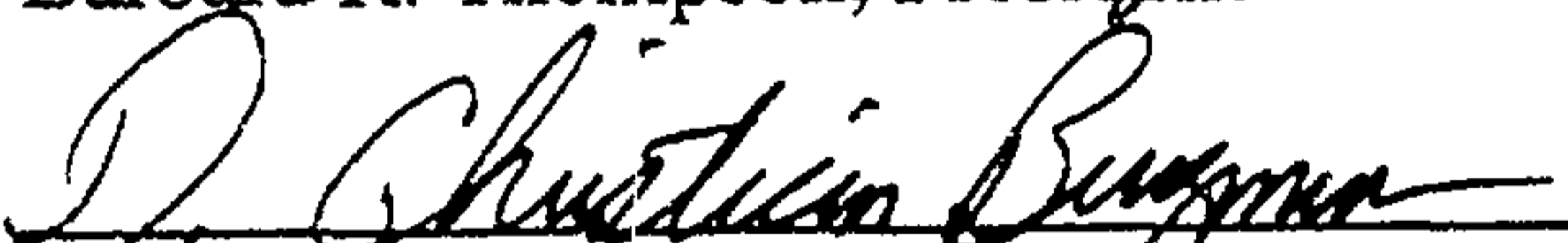
NOW, THEREFORE, BE IT ORDAINED that the Board of County Commissioners after due notice conducted a public hearing on Tuesday, December 9, 1997 to present and explain the requirements to increase the Fiscal Year 1998 Budget in the amount of \$62,816.00 (Sixty-Two Thousand Eight Hundred Sixteen Dollars), and such increase is hereby approved this 23rd day of December, 1997 by the Board of County Commissioners of St. Mary's County, Maryland.

Date of Adoption: 12/23/97

Effective Date: 12/23/97

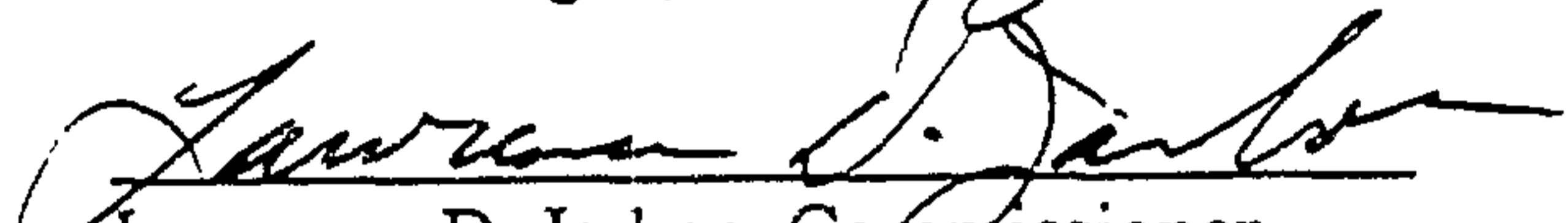
BOARD OF COUNTY COMMISSIONERS
FOR ST. MARY'S COUNTY, MARYLAND



Barbara R. Thompson, President


D. Christian Brugman, Commissioner



Paul W. Chesser, Commissioner


Frances P. Eagan, Commissioner


Lawrence D. Jarboe, Commissioner

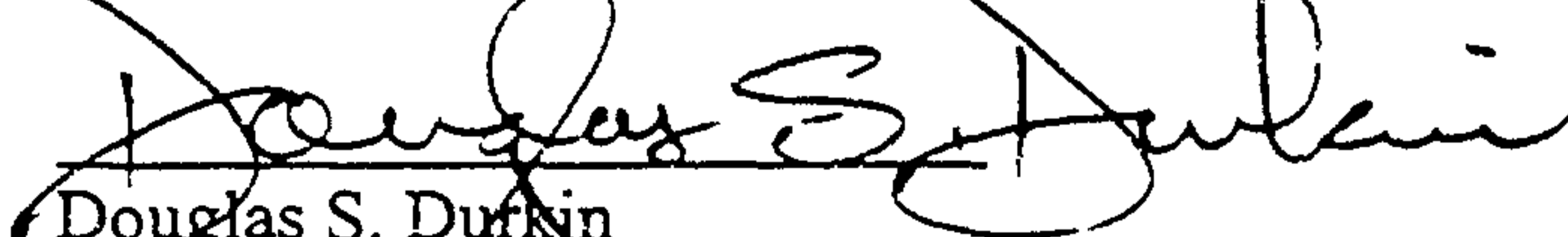
ATTEST:


John J. Kachmar Jr.
County Administrator


Steven E. Welkos
Director of Finance

RECORDING FEE 8.00
TOTAL 8.00
Res#5483 Rec#4999999
EMA MAB BIK#2155
Dec 30, 1997 02:51 PM

APPROVED AS TO FORM AND LEGAL SUFFICIENCY:


Douglas S. Durkin
County Attorney
11-24-97

NO: 97-51

Subject: FY 1998 Supplemental Appropriation
Office of Community Services
(Governor's Office of Crime Control
& Prevention)

ORDINANCE

WHEREAS, the Board of County Commissioners believe it is in the best interest of the County to amend the Fiscal Year 1998 General Fund Operating Budget to increase the appropriation for the Office of Community Services for St. Mary's County, and

WHEREAS, the St. Mary's County Director of Finance has certified in writing that such funds in the amount of \$28,000.00 from the Governor's Office of Crime Control & Prevention to the Office of Community Services has been awarded as follows:

HotSpot - Youth Prevention Byrne Grant Award in the amount of \$23,000.00 for the purpose of providing an after school prevention program at Spring Ridge Middle School and an after school program at the Chancellor's Run Regional Park Teen Center.

HotSpot Mobilization Grant Award in the amount of \$5,000 for the purpose of outfitting Community Action Teams Patrols and providing incentives for community organization in HotSpot neighborhoods.

NOW, THEREFORE, BE IT ORDAINED that the Board of County Commissioners after due notice conducted a public hearing on Tuesday, December 9, 1997 to present and explain the requirements to increase the Fiscal Year 1998 Budget in the amount of \$28,000.00 (Twenty-Eight Thousand Dollars), and such increase is hereby approved this 23rd day of December, 1997 by the Board of County Commissioners of St. Mary's County, Maryland.

Date of Adoption: 12/23/97

Effective Date: 12/23/97

BOARD OF COUNTY COMMISSIONERS
FOR ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
Barbara R. Thompson, President

D. Christian Brugman
D. Christian Brugman, Commissioner

Paul W. Chesser
Paul W. Chesser, Commissioner

Frances P. Eagan
Frances P. Eagan, Commissioner

Lawrence D. Jarboe
Lawrence D. Jarboe, Commissioner

ATTEST:

John J. Kachmar Jr.
County Administrator

Steven E. Welkos
Director of Finance

RECORDING FEE 0.00
TOTAL 0.00
Reg#3403 Rec#4999999
EWA MAB BIK#2155
Dec 30, 1997 02:52 PM

APPROVED AS TO FORM AND LEGAL SUFFICIENCY:

Douglas S. Durkin
Douglas S. Durkin
County Attorney

11-24-97

ORDINANCE

FOR THE PURPOSE OF ADOPTING THE 1996 NATIONAL ELECTRICAL CODE (NEC 1996) ALONG WITH AMENDED LOCAL PROVISIONS OF THE ST. MARY'S COUNTY ELECTRICAL CODE; PROVIDING REGULATIONS GOVERNING THE INSTALLATION AND MAINTENANCE OF WIRING AND APPARATUS IN ST. MARY'S COUNTY; PROVIDING THAT THE 1993 NATIONAL ELECTRIC CODE (NEC 1993) IS RESCINDED AS THE APPLICABLE ELECTRIC CODE IN ST. MARY'S COUNTY; AND PROVIDING FOR THE BOARD OF ELECTRICAL EXAMINERS OF ST. MARY'S COUNTY AS THE AUTHORITY FOR INTERPRETING THE ST. MARY'S COUNTY ELECTRICAL CODE.

RECITALS

RECORDING FEE 8.00
TOTAL 8.00
Res#SM03 Rcr#1999999

WHEREAS, pursuant to the Public Local Laws of Maryland codified in Section 38-1 of the St. Mary's County Code; and Section 217 of the St. Mary's County Code the Board of County Commissioners for St. Mary's County may adopt and amend the Electrical Code for St. Mary's County; and

EWA PL 81k4792

WHEREAS, the Board of County Commissioners desires to amend the existing Electrical Code of St. Mary's County; and

Jan 13, 1998 12:54 PM

WHEREAS, the Board of County Commissioners published notice of this proposed ordinance amending the St. Mary's County Electrical Code on November 28, 1997 and December 5, 1997 in the Enterprise and a public hearing was held on December 16, 1997 as required by the Annotated Code of Maryland, Article 25, Section 3(r); and

WHEREAS, implementation of an effective Electrical Code promotes the health, safety, and welfare of the citizens of St. Mary's County; and

WHEREAS, the provision of minimum standards for the protection of consumers and electricians provides a benefit to all citizens of the County; and

WHEREAS, a national model electrical code provides for greater universality of standards with neighboring jurisdictions and adopts methods that have been proven effective on a nationwide basis; and

WHEREAS, providing for specific exceptions to the national code allows St. Mary's County to customize certain provisions of the national standards to its own specific needs to address circumstances peculiar to the County; and

WHEREAS, the Electrical Code of St. Mary's County currently recognizes the 1993 National Electrical Code (NEC 1993) as the Electrical Code of the County; and

WHEREAS, the St. Mary's County Board of Electrical Examiners after thorough review and discussion recommends that the Board of County Commissioners adopt the 1996 National Electrical Code (NEC 1996) in its entirety along with certain local special provisions to replace NEC 1993.

SECTION 1. NOW THEREFORE, BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. MARY'S COUNTY, MARYLAND, that §217 of the St. Mary's County Code is hereby repealed and readopted as set forth to adopt the 1996 National Electric Code (NEC 1996) in its entirety along with certain local special provisions to replace NEC 1993 as the Electric Code for St. Mary's County, Maryland.

St. Mary's County - Electrical Code

A. Administration of NEC 1996.

- (1) The Board of Electrical Examiners is hereby recognized as the interpreting authority of NEC 1996.
- (2) The Board of Electrical Examiners is the authority having jurisdiction regarding the enforcement of the Electrical Code as defined in §90-4 of NEC 1996.
- (3) The adoption of NEC 1996 along with special locally adopted provisions in the Electrical Code shall supersede all other County ordinances or resolutions applicable to electrical work, including the County's most recent adoption of the Council of American Building Official's (CABO) and the Building Officials and Code Administrators (BOCA) National Codes.

B. A permit is not required to perform electrical work, however:

void

| | |
|--------------------------|-----------------|
| RECORDING FEE | 8.00 |
| TOTAL | 8.00 |

- (1) Electrical work performed on an unpermitted structure is subject to a stop work order; and
- (2) May be subject to civil violation and/or citation enforcement pursuant to the County Municipal Infraction System.

~~Rest 12000~~ ~~Rest 1200000~~

C. Electrical Inspections:

~~EWA PL 811-752~~
~~Jan 13, 1998 12:57 PM~~

- (1) All electrical work shall be required to be inspected subject to the following exemptions.
- (2) The following work is exempted from the inspection requirement of NEC 1996:
 - a. Optical Fiber Cable and Raceways as required by Article 770 of NEC 96.
 - b. Radio and Television Equipment as required by Article 810 of NEC 96.
 - c. Community Antenna Television and Radio Distribution Systems as required by Article 820 of NEC 96.
- (3) Electrical Inspections shall be performed by an approved inspection agency as authorized by the Board of County Commissioners.
- (4) Violations verified by the approved inspection agency shall be reported to the Board of Electrical Examiners and subject to:
 - a. The Rules and Regulations of the Board of Electrical Examiners; and
 - b. Civil violation and/or citation enforcement pursuant to the County Municipal Infraction System.
- (5) The provisions of the 1996 National Electric Code shall not apply to electrical work for which an application for inspection has been accepted by the approved inspection agency prior to the effective date of this Ordinance.

SECTION 2. SEVERABILITY: In the event any portion of this ordinance is found to be unconstitutional, illegal, null or void, by a court of competent jurisdiction, it is the intent of the Board of County Commissioners to sever only the invalid portion or provision, and that the remainder of the ordinance shall be enforceable and valid, unless deletion of the invalid portion would defeat the clear purpose of the ordinance, or unless deletion of the invalid portion would produce a result inconsistent with the purpose and intent of the Board of County Commissioners in enacting this ordinance.

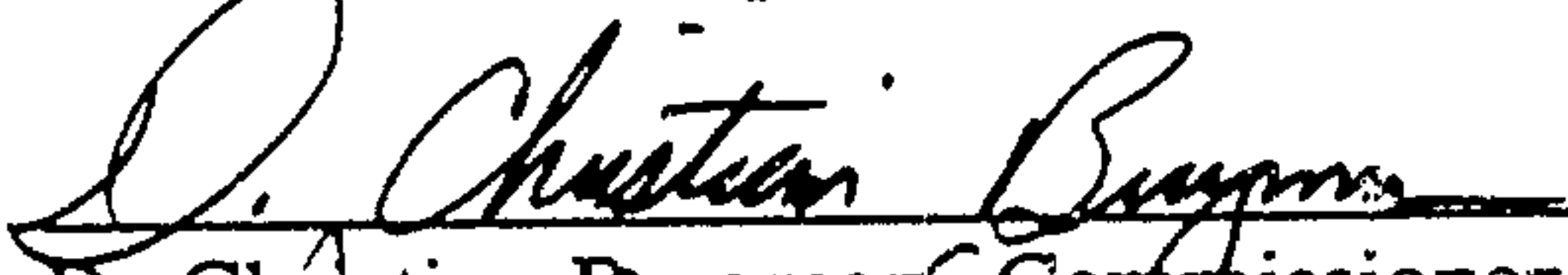
SECTION 3. AND BE IT FURTHER ENACTED, that this Ordinance shall take effect 1/6/98.

DATE OF ADOPTION:

1/6/98

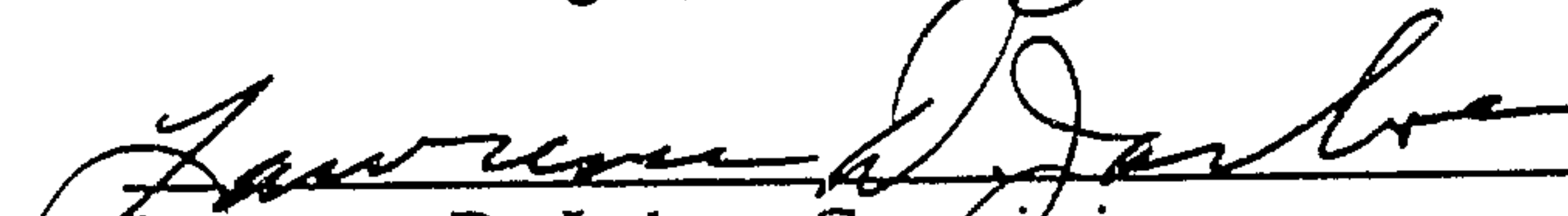
BOARD OF COUNTY COMMISSIONERS
ST. MARY'S COUNTY, MARYLAND


Barbara R. Thompson, President

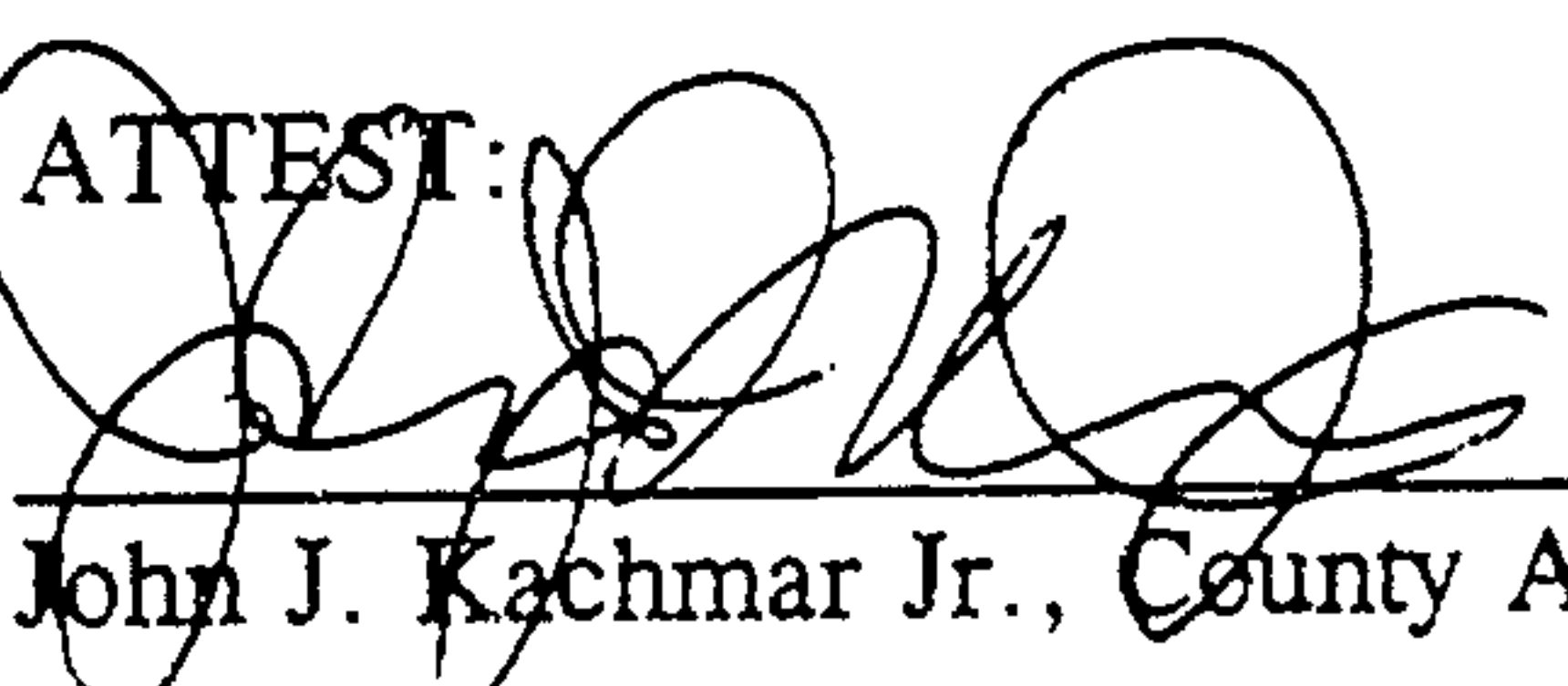

D. Christian Brugman, Commissioner


Paul W. Chesser, Commissioner

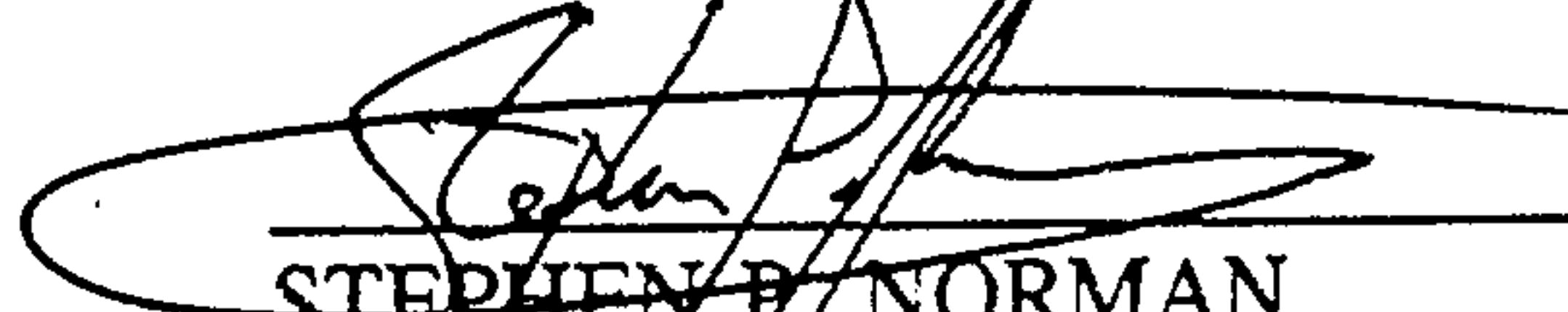

Frances P. Eagan, Commissioner


Lawrence D. Jarboe, Commissioner

ATTEST:


John J. Kachmar Jr., County Administrator

APPROVED AS TO FORM AND LEGAL SUFFICIENCY:


STEPHEN P. NORMAN
Assistant County Attorney

RESOLUTION

WHEREAS, the Board of County Commissioners has determined that it is prudent, in some, but not all, real estate transactions to require title searches and the purchase of title insurance;

WHEREAS, the Board of County Commissioners has determined that it is inappropriate to request any member of the County Attorney's Office to enter into an agency relationship with a private insurance corporation for purposes of selling and providing title insurance to the Board of County Commissioners because any member of the County Attorney's Office cannot reasonably represent, in the same transaction, both a for-profit private insurance company and the Board of County Commissioners, and because such an outside agency relationship would require members of the County Attorney's office to purchase legal malpractice insurance and to maintain such insurance beyond the term of their employment with the County government;

WHEREAS, the Board of County Commissioners desires title searches to be done as a general rule in all real estate transactions, excepting only minor transactions involving insignificant parcels of real estate;

WHEREAS, it is the desire of the Board of County Commissioners to delegate to staff the authority to make decisions as to when title searches shall not be required and to determine when title insurance shall be purchased;

SECTION 1. NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. MARY'S COUNTY, MARYLAND, that:

1. Unless otherwise provided by statute, ordinance or other law, authority is hereby delegated to a committee of staff which shall be composed of at least three of the following persons: County Administrator, County Attorney, Finance Director, Public Works Director, Risk Manager, Manager of Central Services, and/or Recreation and Parks Director, to determine when it is prudent to purchase title insurance and when it is prudent to forgo acquisition of a title search and title insurance for real estate transactions involving the Board of County Commissioners.
2. However, in all transactions in which the Board of County Commissioners is purchasing real property for which compensation is paid by the Board of County Commissioners in an amount of \$10,000.00 or more, title insurance shall be purchased for all such transactions. The Department seeking the conveyance and incurring the cost, not the Department of Law, shall fund this expense.
3. It is the intent of the Board of County Commissioners that title searches shall be conducted in all real estate transactions, excepting only those limited situations where the size of property is less than 1,000 square feet.
4. The County Attorney or the responsible department head shall be responsible for arranging, in accordance with County Procurement Policy and Procedure, for the acquisition of title searches and/or title insurance from private attorneys and/or title abstractors.

SECTION 2. SEVERABILITY: In the event any portion of this resolution is found to be unconstitutional, illegal, null or void, by a court of competent jurisdiction, it is the intent of the Board of County Commissioners to sever only the invalid portion or provision, and that the remainder of the resolution shall be enforceable and valid, unless deletion of the invalid portion would defeat the clear purpose of the resolution, or unless deletion of the invalid portion would produce a result which is inconsistent with the purpose and intent of the Board of County Commissioners in enacting this resolution.

SECTION 3. AND BE IT FURTHER ENACTED, That this Ordinance shall take effect

1-6-98

DATE OF ADOPTION: 1-6-98

BOARD OF COUNTY COMMISSIONERS
OF ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
BARBARA R. THOMPSON, President

D. Christian Brugman
D. CHRISTIAN BRUGMAN, Commissioner

Paul M. Chesser
PAUL M. CHESSER, Commissioner

Frances P. Eagan
FRANCES P. EAGAN, Commissioner

Lawrence D. Jarboe
LAWRENCE D. JARBOE, Commissioner

ATTEST:

John J. Kachmar, Jr.
John J. Kachmar, Jr.
County Administrator

APPROVED AS TO FORM AND LEGAL SUFFICIENCY:

Douglas S. Durkin
DOUGLAS S. DURKIN
County Attorney

U:\DATA\LAWDAT\LO\BOCC\TITLEINS.RES

RECORDING FEE 0.00
TOTAL 0.00
Reps#SWB3 Rc#14999999
EMA PL BIL#792
Jan 13, 1998 12:58 PM

RESOLUTION

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF ST. MARY'S COUNTY for the purpose of supplementing the Resolution of the County adopted on August 26, 1997 authorizing the issuance of general obligation bonds of the County by designating certain new projects as additional projects authorized to be financed with the proceeds from the sale of such bonds.

RECORDING FEE 0.00
TOTAL 0.00
Res#5483 Rpt#399999
EMA TLC Bk#1177
Jan 16, 1998 10:00 AM

RECITALS

On August 26, 1997, the County Commissioners of St. Mary's County (the "County") adopted its Resolution (the "Authorizing Resolution") authorizing the issuance and sale of \$26,555,000 County Commissioners of St. Mary's County Public Facilities Bonds of 1997 dated September 1, 1997 (the "Bonds"), a portion of the proceeds of which were to be used to finance the construction, improvement or development of certain capital projects described in such Authorizing Resolution (the "Original Projects").

Section 1 of the Authorizing Resolution provides that the proceeds of the Bonds shall be applied to the payment of the cost of the projects described in Resolution No. 97-33, unless the County by resolution authorizes the application of the proceeds of the Bonds to other capital projects of the County, and any unexpended proceeds of the Bonds shall otherwise be applied as provided in Resolution No. 97-33.

The County has determined that a portion of the proceeds of the sale of the Bonds originally designated to be used to finance the costs of the Original Projects is no longer required for such purpose.

The County has determined that it is in its best interest to use \$136,978 of the proceeds of the Bonds to finance all or a portion of the costs of certain projects listed on Schedule A attached hereto.

The County has further determined that the projects being financed by the proceeds of the Bonds and listed on Schedule A attached hereto have been authorized by Chapter 360 of the Laws of Maryland of 1992, as amended, Chapter 52 of the Laws of Maryland of 1993, as amended, Chapter 439 of the Laws of Maryland of 1996, as amended, Section 46-2 of the St. Mary's County Code, as amended, and Sections 2C and 24 of Article 31 of the Annotated Code of Maryland, as amended, and have been approved by St. Mary's County Board of County Commissioners Approved Budget.

BE IT RESOLVED BY COUNTY COMMISSIONERS OF ST. MARY'S COUNTY:

Section 1: The authorizing resolution adopted by the County Commissioners of St. Mary's County on August 26, 1997 (the "Authorizing Resolution") authorizing the issuance and sale of \$26,555,000 aggregate principal amount of County Commissioners of St. Mary's County Public Facilities Bonds of 1997, dated September 1, 1997 (the "Bonds") is hereby supplemented for the sole purpose of designating the projects described in Section 2 below as additional projects the costs of which are authorized to be financed with the proceeds of the sale of the Bonds.

Section 2: The County hereby finds and determines that a portion of the proceeds from the sale of the Bonds designated to finance the construction, improvement or development of certain capital projects approved by the Authorizing Resolution is no longer required for such purpose. The County hereby designates \$136,978 from the proceeds of the sale of the Bonds

RESOLUTION NO.: 98-03

SUBJ: **Public Facilities Bonds of 1997**
Airport Commuter Service
Page 2 of 3

BOOK **0012** PAGE **0046**

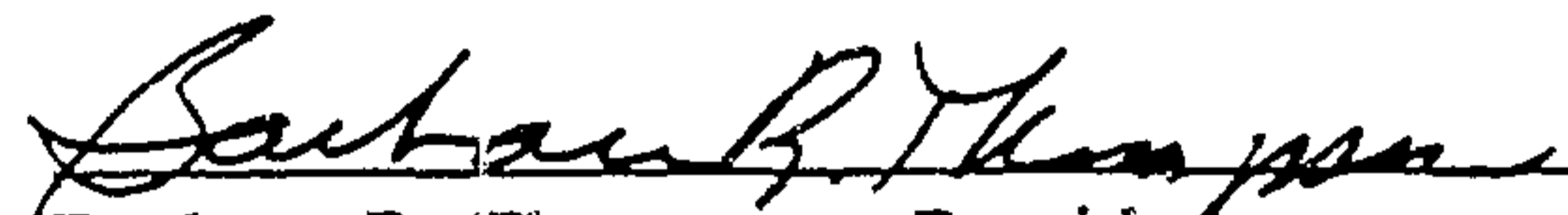
to be used to finance the construction, improvement or development of the projects in the County set forth in Schedule A attached to and made a part of this Resolution. The designation of such additional projects authorized to be financed from the proceeds of the sale of the Bonds shall in no way limit the County from designating such further additional projects as permitted under the Authorizing Resolution and shall in no way modify, amend or rescind any other provisions of the Authorizing Resolution.

Section 3: This Supplement Resolution shall become effective immediately upon its passage.


Date of Adoption: 1-13-98


Effective Date: 1-13-98

BOARD OF COUNTY COMMISSIONERS OF
ST. MARY'S COUNTY, MARYLAND


Barbara R. Thompson, President


ABSENT
D. Christian Brugman, Commissioner



Paul W. Chesser, Commissioner


Frances P. Eagan, Commissioner



Lawrence D. Jarboe, Commissioner

ATTEST:


John J. Kachmar Jr.
County Administrator


Steven E. Welkos
Director of Finance

APPROVED AS TO FORM AND LEGAL SUFFICIENCY:


Douglas S. Durkin
County Attorney

Description of Additional Projects Authorized to be Financed with
the Proceeds of the County Commissioners of St. Mary's County
Public Facilities Bonds of 1997.

Airport Commuter Service

\$136,978

RESOLUTION NO.: 98-04

BOOK 0012 PAGE 0048

SUBJ: Public Facilities Bonds of 1991
Airport Commuter Service
Page 1 of 3

RESOLUTION

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF ST. MARY'S COUNTY for the purpose of supplementing the Resolution of the County adopted on December 10, 1991 authorizing the issuance of general obligation bonds of the County by designating certain new projects as additional projects authorized to be financed with the proceeds from the sale of such bonds.

RECORDING FEE 8.00
TOTAL 8.06
Res#15403 Rec#999993
EWA TLC Blk#1177
Jan 16, 1998 10:00 am

RECITALS

On December 10, 1991, the County Commissioners of St. Mary's County (the "County") adopted its Resolution (the "Authorizing Resolution") authorizing the issuance and sale of \$6,020,000 County Commissioners of St. Mary's County Public Facilities Bonds of 1991 dated November 27, 1991 (the "Bonds"), a portion of the proceeds of which were to be used to finance the construction, improvement or development of certain capital projects described in such Authorizing Resolution (the "Original Projects").

Section 5 of the Authorizing Resolution provides that the proceeds of the Bonds shall be applied to the payment of the cost of the projects described in Resolution No. 91-42, unless the County by resolution authorizes the application of the proceeds of the Bonds to other capital projects of the County, and any unexpended proceeds of the Bonds shall otherwise be applied as provided in Resolution No. 91-42.

The County has determined that a portion of the proceeds of the sale of the Bonds originally designated to be used to finance the costs of the Original Projects is no longer required for such purpose.

The County has determined that it is in its best interest to use \$ 120,627 of the proceeds of the Bonds to finance all or a portion of the costs of certain projects listed on Schedule A attached hereto.

The County has further determined that the projects being financed by the proceeds of the Bonds and listed on Schedule A attached hereto have been authorized by Chapter 705 of the Laws of Maryland of 1981 and have been approved by St. Mary's County Board of County Commissioners Approved Budget.

BE IT RESOLVED BY COUNTY COMMISSIONERS OF ST. MARY'S COUNTY:

Section 1: The authorizing resolution adopted by the County Commissioners of St. Mary's County on December 10, 1991 (the "Authorizing Resolution") authorizing the issuance and sale of \$6,020,000 aggregate principal amount of County Commissioners of St. Mary's County Public Facilities Bonds of 1991, dated November 27, 1991 (the "Bonds") is hereby supplemented for the sole purpose of designating the projects described in Section 2 below as additional projects the costs of which are authorized to be financed with the proceeds of the sale of the Bonds.

Section 2: The County hereby finds and determines that a portion of the proceeds from the sale of the Bonds designated to finance the construction, improvement or development of certain capital projects approved by the Authorizing Resolution is no longer required for such purpose. The County hereby designates \$ 120,627 from the proceeds of the sale of the Bonds to be used to finance the construction, improvement or development of the projects in the County set forth in Schedule A attached to and made a part of this Resolution. The designation of such

SUBJ: Public Facilities Bonds of 1991
Airport Commuter Service
Page 2 of 3

additional projects authorized to be financed from the proceeds of the sale of the Bonds shall in no way limit the County from designating such further additional projects as permitted under the Authorizing Resolution and shall in no way modify, amend or rescind any other provisions of the Authorizing Resolution.

Section 3: This Supplement Resolution shall become effective immediately upon its passage.

Date of Adoption: 1-13-98

Effective Date: 1-13-98

BOARD OF COUNTY COMMISSIONERS OF
ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
Barbara R. Thompson, President

ABSENT
D. Christian Brugman, Commissioner

Paul W. Chesser
Paul W. Chesser, Commissioner

Frances P. Eagan
Frances P. Eagan, Commissioner

Lawrence D. Jarboe
Lawrence D. Jarboe, Commissioner

ATTEST:

John J. Kachmar Jr.
John J. Kachmar Jr.
County Administrator

Steven E. Welkos
Steven E. Welkos
Director of Finance

APPROVED AS TO FORM AND LEGAL SUFFICIENCY:

Douglas S. Durkin For DSD
Douglas S. Durkin
County Attorney

Description of Additional Projects Authorized to be Financed with
the Proceeds of the County Commissioners of St. Mary's County
Public Facilities Bonds of 1991.

| | |
|--------------------------|-----------|
| Airport Commuter Service | \$120,627 |
|--------------------------|-----------|

RESOLUTION

WHEREAS, the Code of Maryland Regulation, Title 08.02.03.01.H, of the Maryland Department of Natural Resources Article allows for the use of wire bank traps subject to certain limitations in tidal waters of Maryland, including St. Mary's County waters; and

WHEREAS, some waterman have failed to comply with the state bank trap regulations (there were 208 observed violations spread over 167 traps), including insufficient air space; inadequate accessory chambers; littering of abandoned traps; and

WHEREAS, the Department of Natural Resources has been unable to adequately enforce the bank traps regulations (through 1997 season only four warnings had been written for improperly set bank traps); and

WHEREAS, the issue of bank traps has created a controversy between waterfront property owners and the watermen in St. Mary's County, with the property owners feeling that the traps have prevented them from catching crabs from their own property; and

WHEREAS, improperly set bank traps are a hazard to a variety of marine life; and

WHEREAS, the Board of County Commissioners has concerns regarding the declining crab population.

NOW, THEREFORE, The Board of County Commissioners of St. Mary's County hereby resolves to support the ban of bank traps from the tidal waters of St. Mary's County.

Approval Date: 1-13-98

Enforcement Date: 1-13-98

ATTEST:

John J. Kachmar Jr.
County Administrator

BOARD OF COUNTY COMMISSIONERS
ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson, President

ABSENT
D. Christian Brugman, Commissioner

Paul W. Chesser, Commissioner
Frances P. Eagan, Commissioner
Lawrence D. Jarboe, Commissioner

RECORDING FEE 0.00
TOTAL 0.00
Res#5403 Ropt#999999
EWA TLC BIK#1177
Jan 16, 1998 10:01 am

SUBJ: Upgrading and Realigning an existing 30 foot private driveway in Hatton's Rest Subdivision and opening as a Public County Road

ORDINANCE

WHEREAS, the Board of County Commissioners for St. Mary's County, Maryland, is authorized pursuant to the Annotated Code of Maryland, Article 25, § § 135 and 136 to open, alter or close certain private roads and create and establish public county roads within St. Mary's County in accordance with the Code of Public Local Laws of Maryland, Article 19, §109-2B;

WHEREAS, the Board of County Commissioners following the procedures set forth in the Annotated Code of Maryland, Article 25, §§135, 136 and the Code of Public Local Laws of Maryland, Article 19, §109-2B has been approached and petitioned to upgrade to a public county road, a 30 foot private driveway in Hatton's Rest Subdivision, which will be known as Park Glen Court with a distance of approximately 860 feet as depicted on the attached Exhibit "A."

WHEREAS, this project is located in the Eighth (8th) Election District of St. Mary's County. The work being done is in conjunction with the proposed twelve (12) lot residential development known as Park Hall Glen Subdivision.

WHEREAS, the Board of County Commissioners in accordance with the Annotated Code of Maryland Article 25, § 3(r) conducted a public hearing on said opening and realigning of the 30 foot private driveway as a public county road on January 6, 1998, following due notice of such hearing.

WHEREAS, after the consideration of all public comments, information and documentation pertaining to the upgrading of the aforesaid private driveway to a public county road, the Board of County Commissioners have determined that the public interest will best be served by granting such action.

NOW, THEREFORE BE IT ORDAINED, by the Board of County Commissioners for St. Mary's County, Maryland, that the 30 foot private driveway in the Hatton's Rest Subdivision for a distance of approximately 860 feet shall be closed as a private road, but re-opened, upgraded, and realigned as a public county road to be known as Park Glen Court.

This Ordinance shall take effect immediately but the road shall not be accepted into the County road system for maintenance until so accepted by separate resolution of the Board of County Commissioners.

Witness our signatures this 20th day of January, 1998.

RECORDING FEE 0.00
TOTAL 0.00
Rest#5N03 Rcpt#999999
ENA MAB BIK#1784
Jan 22, 1998 11:35 am

Adoption Date: 1-20-98

Effective Date: 1-20-98

Those voting Aye: Commissioners Thompson, Chesser, Eagan

Those voting Nay: Commissioners Brugman, Jarboe

Those Absent: _____

BOARD OF COUNTY COMMISSIONERS
OF ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
Barbara R. Thompson, President

D. Christian Brugman
D. Christian Brugman, Commissioner

Paul W. Chesser
Paul W. Chesser, Commissioner

Frances P. Eagan
Frances P. Eagan, Commissioner

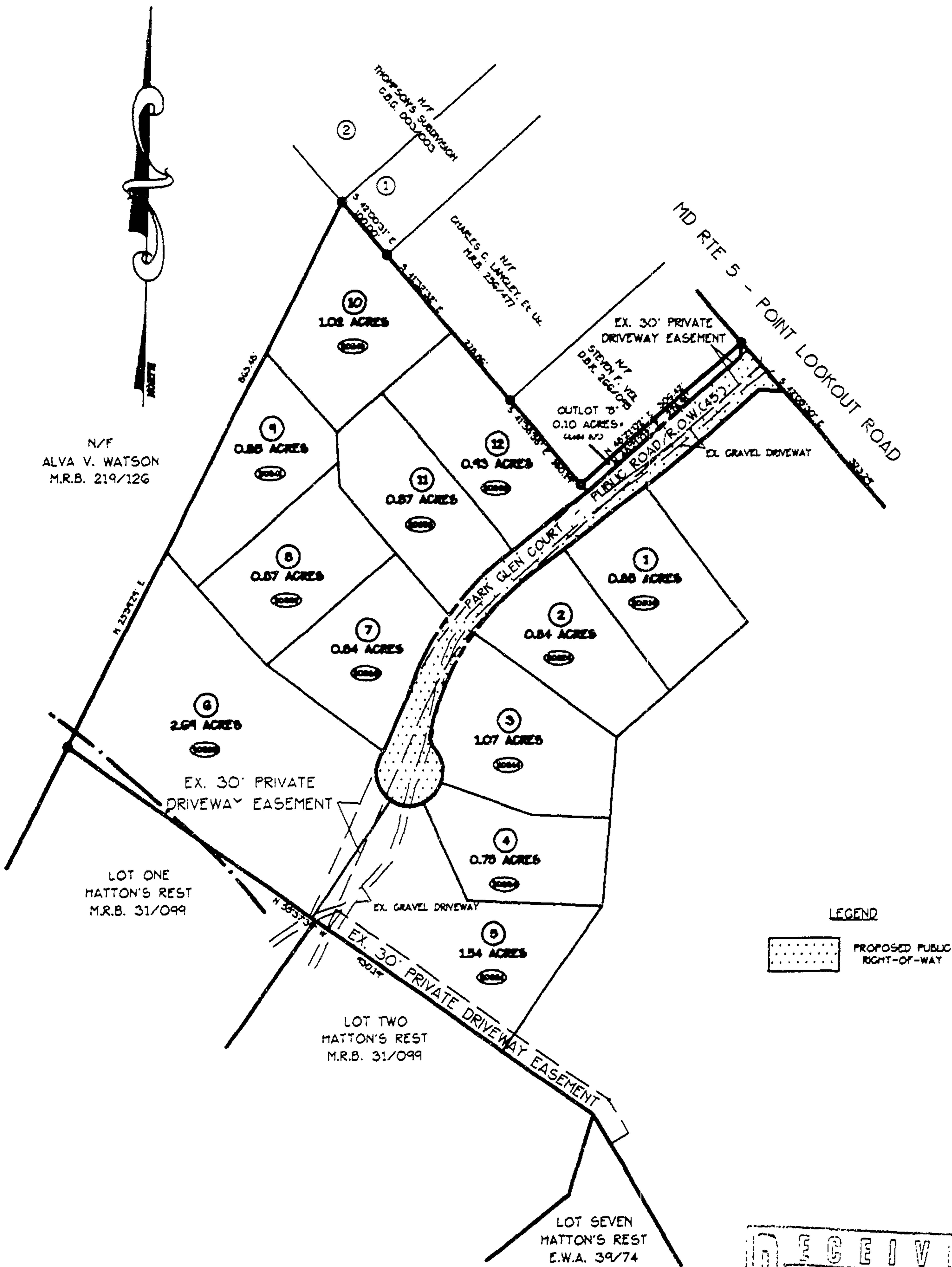
Lawrence D. Jarboe
Lawrence D. Jarboe, Commissioner

ATTEST:

John J. Kadmar, Jr.
John J. Kadmar, Jr., County Administrator

APPROVED AS TO LEGAL FORM
AND SUFFICIENCY:

Douglas S. Durkin
Douglas S. Durkin, County Attorney



LEGEND

 PROPOSED PUBLIC RIGHT-OF-WAY

RECEIVED
 JAN 15 1998
 ST. MARY'S COUNTY
 DEPT. OF PUBLIC WORKS

EXHIBIT "A"
 PROPOSED PARY GLEN COURT +
 PARY HALL GLEN SUBDIVISION



Robert J. Steffens 01-14-98

DH Steffens Co. ENGINEERS
 LAND SURVEYORS
 LAND PLANNERS

317 CHARLES STREET • LA PLATA, MD 20646 • 934-2921 • 570-3263
 22336 EXPLORATION DR, SUITE 1020 • LEXINGTON PARK, MD 20663 • 862-2226 • 1-800-331-1668

| | | | |
|-----------|---------|---------------|-----------|
| PLAT BOOK | LIBER | DATE | SCALE |
| | EWA 964 | 01/12/98 | 1" = 200' |
| PLAT NO. | FOLIO | FILE NO. | |
| | 142 | SM08-5803-022 | |

No. Z97-09

SUBJ: Zoning Text Amendment regarding "Animal Shelters".

BOOK 0012 PAGE 0055

ZONING ORDINANCE AMENDMENT

AN ORDINANCE AMENDING THE ZONING ORDINANCE TABLE OF USES 2.5, SECTION 53.27 AND ARTICLE 8, DEFINITIONS.

WHEREAS, the Board of County Commissioners directed the Zoning Ordinance be amended to address concerns raised by the St. Mary's County Animal Welfare League to authorize animal shelters under the ordinance; and

WHEREAS, the St. Mary's County Planning Commission on October 6, 1997 conducted a public hearing and recommends the referenced amendment be adopted; and

WHEREAS, the St. Mary's County Board of County Commissioners on November 18, 1997 conducted a public hearing on referenced amendment; and

WHEREAS, the St. Mary's County Board of County Commissioners on December 9, 1997 voted unanimously to approve referenced amendment.

NOW, THEREFORE BE IT ORDAINED, by the Board of County Commissioners of St. Mary's County, Maryland that the St. Mary's County Zoning Ordinance 90-11, as amended, is hereby amended as shown in Attachment A (2.5 Table of Uses), Attachment B (§53.27) and Attachment C (Article 8).

16th AND, BE IT FURTHER ORDAINED that these amendments shall be effective this day of December 1997.

BOARD OF COUNTY COMMISSIONERS
ST. MARY'S COUNTY, MARYLAND

Barbara R. Thompson
Barbara R. Thompson, President

D. Christian Brugman
D. Christian Brugman, Commissioner

Paul W. Chesser
Paul W. Chesser, Commissioner

NOT PRESENT
Frances P. Eagan, Commissioner

Lawrence D. Jarboe
Lawrence D. Jarboe, Commissioner

Attest:

John J. Kachmar Jr.
John J. Kachmar Jr.
County Administrator

RECORDING FEE 0.00
TOTAL 0.00
Res#SMB2 Rct#999999
EWA MAB BIK#712
Dec 18, 1997 04:04 PM

Please re-record due to a typing error on Attachment A.

JJK

RECORDED
TOTAL 0.00
RECORDING FEE 0.00
Res#SMB2 Rct#999999
EWA MAB BIK#712
Dec 18, 1997 11:54 AM

TABLE 2.5 -TABLE OF USES

V. RESOURCE PRODUCTION AND EXTRACTION

12-9-97

| | RPD | RNC | RVC | RTC | RL | RH | CL | CVC | C | CM | I |
|---|------------------|-----|-----|-----|-----|----|----|-----|----|----|----|
| Agriculture, Forestry, Fisheries ¹ | P | - | P | P | P | P | - | P5 | P5 | - | P5 |
| Animal Hospital/Veterinary Clinics, Provided Animal Confinement Areas are not Located Closer Than 200 Ft. to any Property Line | CU5 ² | - | CU5 | CU5 | CU5 | - | - | P5 | P5 | - | P5 |
| Animal Shelter | CU5 | - | CU5 | CU5 | CU5 | - | - | - | P5 | - | P5 |
| Commercial Kennels (Only on Parcels No Less Than 20 Acres in Size When Located At Least 600 Ft. From All Property Lines) | CU5 | - | - | - | - | - | - | - | - | - | - |
| Extraction of Natural Resources Involving Less Than Five (5) Acres of Land | P5 | - | P5 | P5 | P5 | - | - | - | - | - | - |
| Extraction of Natural Resources Involving Greater Than Five (5) Acres of Land | CU5 | - | CU5 | CU5 | CU5 | - | - | - | - | - | - |
| Livestock Auction Market (Not Located On A Farm) | CU5 | - | - | - | - | - | - | - | - | - | - |
| Stables and Area of Animal Confinement | P5 | - | - | - | - | - | - | - | - | - | - |
| ¹ There are Standards in Article 5 for Agricultural Uses and Fisheries ² Article 5 Standards May Apply to other Districts where this Use is Listed | | | | | | | | | | | |

| | | |
|----|---|---|
| P | = | Permitted Use |
| P5 | = | Permitted, Subject to Meeting Article 5 Standards |
| CU | = | Conditional Use Requiring Board of Appeals Approval |
| - | = | Not Permitted |

ATTACHMENT B:

12-9-97

53.27 ANIMAL SHELTERS

1. Animal Shelters shall be located on a minimum tract size of six (6) acres in the RPD, RTC, RVC and RL zoning districts and a minimum of two acres in the C and I-1 zoning districts.
2. A "D" bufferyard shall be required along the side and rear property lines for a shelter proposed within the RPD, RTC, RVC and RL zoning districts, or where a C or an I-1 zoned property abuts one of the above districts.
3. No Animal Shelter structure shall be located closer than 200 feet to any residential lot line or residential zoning boundary.
4. Outdoor animal runs or kennels within the RPD, RTC, RVC and RL zoning districts shall be located at least 200 feet from property lines and shall be effectively screened from adjoining properties when located in the C or I-1 zoning district. All runoff from cleaning outdoor animal confinement areas must be contained on site and in accordance with Health Department regulations.
5. All waste disposal facilities (i.e. dumpsters, waste traps) shall be screened from view and located a minimum of 200 feet from residential zone boundaries or residential property lines.
6. Refrigeration facilities for the purposes of storing dead animals must be self contained within the principal shelter structure.
7. Any Animal Shelter must be adequately soundproof and constructed so that there will be no emission of odor, chemicals or noise detrimental to any neighboring property. (See design guidelines provided by the Humane Society of the United States regarding parking needs, noise and odor controls).
8. All Animal Shelter operations shall comply with the Animal Control regulations of the St. Mary's County Code. Where this ORDINANCE conflicts with other codes, the most restrictive regulation shall apply.

ATTACHMENT C:

ARTICLE VIII

BOOK 0012 PAGE 0058

80.00 DEFINITIONS

ANIMAL SHELTERS a facility open to the public for the rescue, short term boarding, rehabilitation and adoption of injured, lost, or surrendered domesticated animals.

No. Z 98-01

Subject: **ZO Text Amendment**
(§38.2.18.C(1)(a))

BOOK 0012 PAGE 0059

ORDINANCE

WHEREAS, on August 9, 1996, an application was submitted by James Lacey requesting approval of 1.5 acres of growth allocation under the single-lot subdivision category, pursuant to §38.2.18 of the St. Mary's County Zoning Ordinance; and

WHEREAS, on November 12, 1996, the St. Mary's County Planning Commission held a public hearing as required under §38.2.18.C, and continued the hearing to November 21, 1996, at which time a favorable recommendation was forwarded to the Board of County Commissioners for approval of the growth allocation award conditioned upon the removal of §38.2.18.C(1)(a), which requires a minimum six (6) acre tract size in the single-lot category; and

WHEREAS, on February 18, 1997, the County Commissioners held a public hearing on the Lacey application as required under §38.2.18.C, and continued the hearing to March 11, 1997, at which time the growth allocation was approved conditioned upon the removal of §38.2.18.C(1)(a) and a request forwarded to the Chesapeake Bay Critical Area Commission for validation of such award; and

WHEREAS, the Chesapeake Bay Critical Area Commission, by letter dated April 3, 1997, indicated approval of the growth allocation award conditioned upon the removal of §38.2.18.C(1)(a); and

WHEREAS, after a public hearing and recommendation for approval by the Planning Commission and a public hearing held by the Board of County Commissioners on January 20, 1998, to consider the Zoning Ordinance text amendment to remove §38.2.18.C(1)(a).

NOW, THEREFORE, BE IT ORDAINED, that Section 38.2.18.C(1)(a) of the Zoning Ordinance be, and it hereby is rescinded.

This date: February 3, 1998

Effective date: February 3, 1998

RECORDING FEE 0.00
TOTAL 0.00
Res#3403 Acct#333333
EWA MAB BIK#338
Feb 05, 1998 02:50 PM

BOARD OF COUNTY COMMISSIONERS
OF ST. MARY'S COUNTY, MARYLAND

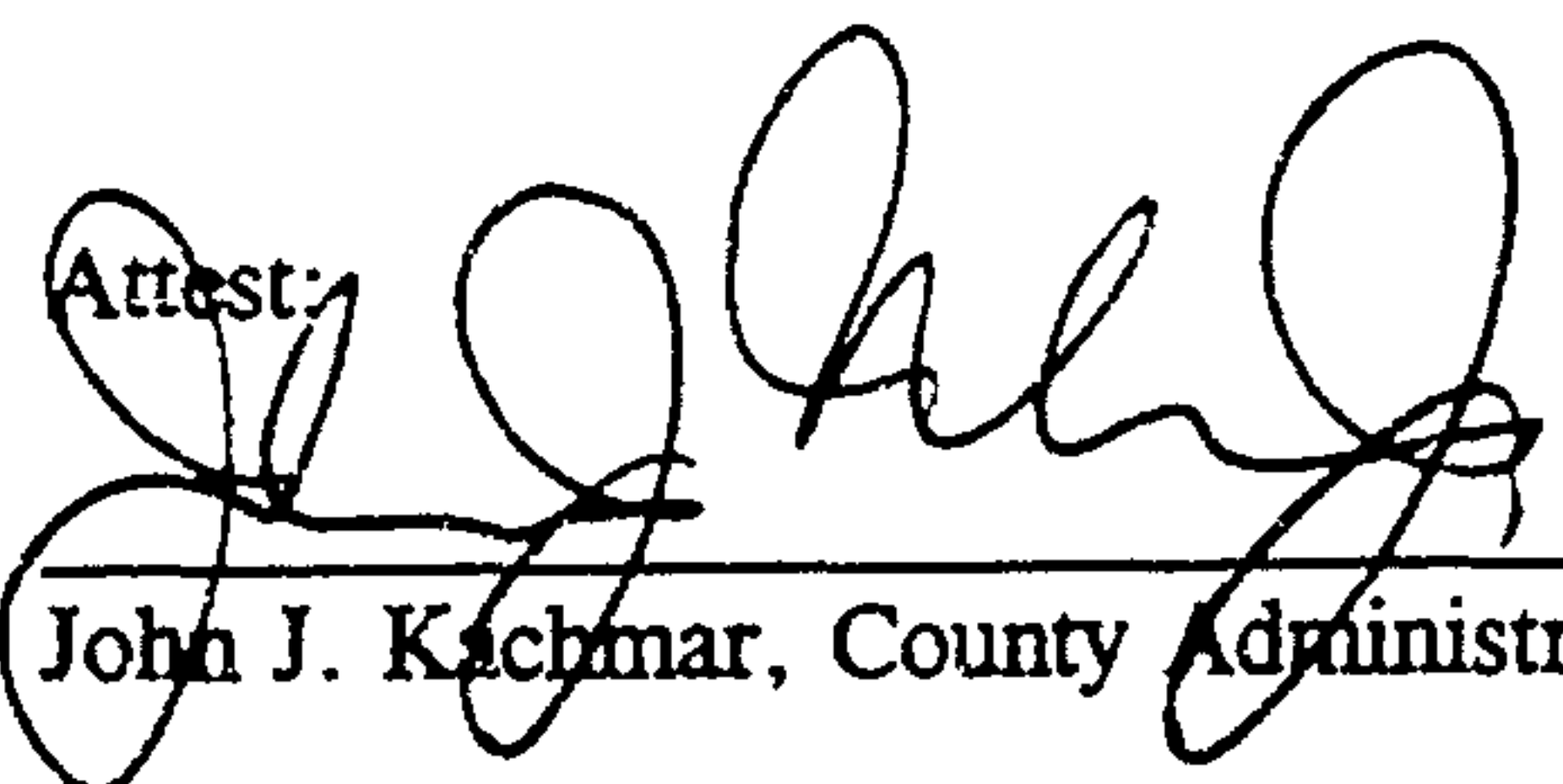

Barbara R. Thompson, President


D. Christian Brugman, Commissioner


Paul W. Chesser, Commissioner


Frances P. Eagan, Commissioner


Lawrence D. Jarboe, Commissioner

Attest: 
John J. Kachmar, County Administrator

RESOLUTION NO. 98-07

SUBJECT: Ratification and Approval of Certain Actions
Taken by the Board of Directors of the St.
Mary's Nursing Center in Connection with the
Pension Plan for Employees of the St. Mary's
Nursing Center

BOOK 0012 PAGE 0060

RECORDING FEE 0.00
TOTAL 0.00
Res#3403 Rcpt#999999
EMA LP BIK#585
Feb 18, 1998 10:38 am

RESOLUTION

WHEREAS, the St. Mary's Nursing Center (the "Center"), formerly known as the St. Mary's Nursing Home, is and always has been a department or agency of the County Commissioners of St. Mary's County, Maryland (the "County"); and

WHEREAS, prior to July 1, 1995, employees of the Center participated in the State Retirement and Pension System (the "State System"); and

WHEREAS, in 1995, the Board of Directors of the St. Mary's Nursing Home (the "Board of Directors") elected to withdraw the Center's employees from the State System and to establish a new pension plan for the Center's employees; and

WHEREAS, effective June 30, 1995, the employees of the Center who so elected were withdrawn from the State System; and

WHEREAS, the withdrawal was effected pursuant to a Final Agreement and Release dated January 17, 1996, between the State of Maryland and the Center, a copy of which is attached hereto as Exhibit A (the "Final Agreement"), which Final Agreement was approved by the Board of Directors and executed on behalf of the Center by the Chairman of the Board of Directors; and

WHEREAS, effective July 1, 1995, the Board of Directors established the St. Mary's Nursing Center Money Purchase Pension Plan, a copy of which is attached hereto as Exhibit B (the "Plan") for the withdrawing employees and all employees of the Center employed on and after July 1, 1995; and

WHEREAS, the Board of Directors approved the Plan and the Plan was executed on behalf of the Center by the Administrator of the Center; and

WHEREAS, the Board of Directors did not obtain the approval of the Board of County Commissioners of St. Mary's County, Maryland (the "Board of County Commissioners") for any of its actions described above and neither the Final Agreement nor the Plan has been approved by the Board of County Commissioners; and

WHEREAS, because the Center is a department or agency of the County, the establishment and modification of employee benefits for the Center's employees must be approved by the Board of County Commissioners and therefore, the actions by the Board of Directors described above were ultra vires and unlawful; and

WHEREAS, the Board of County Commissioners has reviewed the Final Agreement and the Plan with their legal and financial advisors and has determined that it is in the best interests of the County and the Center to (1) ratify, approve and confirm the actions of the Board of Directors and the Center's Administrator described above, and (2) ratify and approve the Final Agreement and the Plan.

NOW, THEREFORE, BE IT HEREBY RESOLVED, that the Board of County Commissioners of St. Mary's County, Maryland (the "Board of County Commissioners"), hereby ratifies, approves and confirms (1) the Board of Directors' approval of the withdrawal of the Center's employees from the State System and (2) the Board of Directors' approval of the Final Agreement

and the execution of the Final Agreement by the Chairman of the Board of Directors, and the Board of County Commissioners hereby ratifies and approves the Final Agreement attached hereto as Exhibit A;

AND FURTHER, BE IT RESOLVED, that the Board of County Commissioners hereby ratifies, approves and confirms (1) the Board of Directors' approval and adoption of the Plan and (2) the execution of the Plan by the Center's Administrator, and the Board of County Commissioners hereby ratifies, approves and adopts the Plan attached hereto as Exhibit B; provided that the County Administrator is hereby authorized to amend the Plan to allow part-time employees of the Center who were hired on or before July 1, 1995 to participate in the Plan;

AND FURTHER, BE IT RESOLVED, that this Resolution shall under no circumstances be construed as an alteration of any obligation of the County or the Center pursuant to the terms of the Final Agreement and the Plan, except as specifically set forth in this resolution, and such documents shall continue in full force and effect as if this resolution had been adopted prior to the execution of the Final Agreement and the Plan by the Board of Directors.

Date of Adoption: 2-3, 1998

Effective Date: Immediately

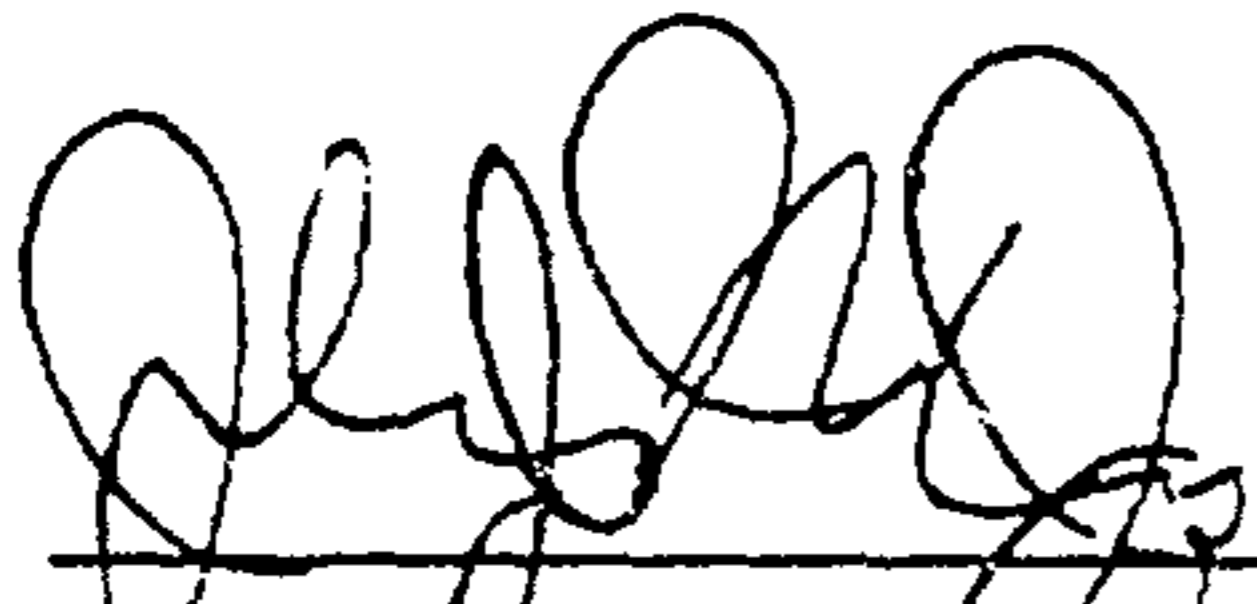
Those voting aye: BARBARA R. Thompson, Paul W. Chesser, Frances P. Eagan

Those voting nay: -

Those abstaining or absent: D. Christian Brugman, Lawrence D. Jarboe

ATTEST:


BOARD OF COUNTY COMMISSIONERS FOR
ST. MARY'S COUNTY, MARYLAND



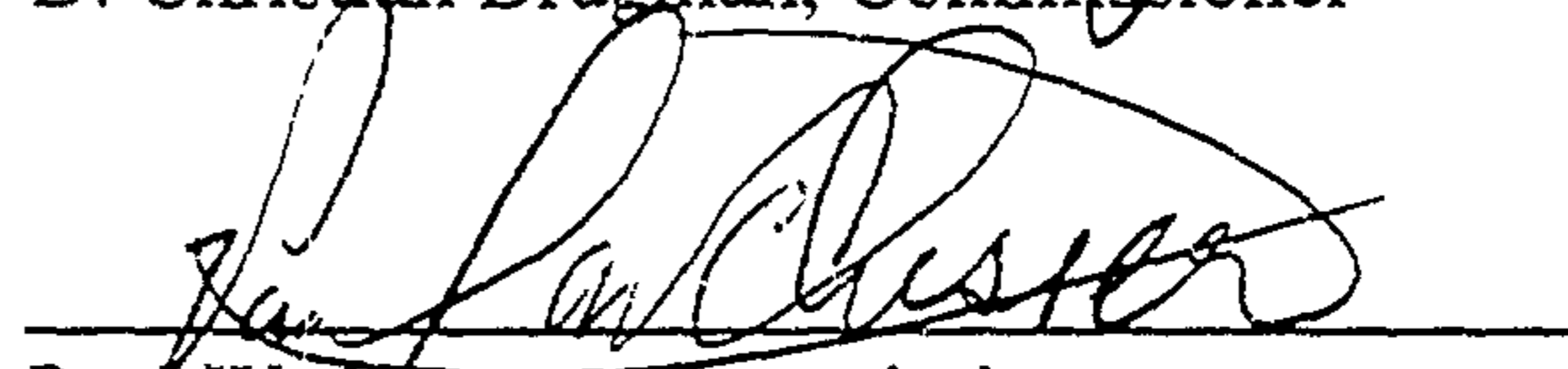
John J. Kachmar, Jr., County
Administrator




Barbara R. Thompson, President



D. Christian Brugman, Commissioner



Paul W. Chesser, Commissioner



Frances P. Eagan, Commissioner



Lawrence D. Jarboe, Commissioner

APPROVED AS TO FORM AND
LEGAL SUFFICIENCY



Douglas D. Durkin, County Attorney

X 1/17/96

FINAL AGREEMENT AND RELEASE

This FINAL AGREEMENT AND RELEASE (the "Final Agreement") is made this 17 day of January, 1996 by and between the STATE RETIREMENT AND PENSION SYSTEM (the "System") and the ST. MARY'S COUNTY NURSING CENTER (the "Center"), a participating governmental unit under State Personnel and Pensions ("SPP") Article, §31-102(2)(xvii), Annotated Code of Md.

In consideration of the premises, the transfer of funds and the mutual covenants and warranties set forth herein, the System and Center agree as follows.

1. Definitions. In this Final Agreement, the following words have the meanings indicated.

(a) "Actuarial Valuation" means the valuation of the assets and liabilities of the funds of the System performed by the Actuary as of June 30 of each year on the basis of actuarial assumptions adopted by the Board of Trustees in accordance with §21-125(b) of the Pension Article.

(b) "Actuary" means the System's consulting actuary, currently Milliman & Robertson, Inc.

(c) "Election Form" means the form provided by the Center to an officer or employee of the Center to enable the individual to consent to the withdrawal and transfer from the System.

(d) "Unfunded Liability" means the present value of the projected benefits at retirement of the Center's officers and employees who do not elect to withdraw from the System, the existing retirees who retired from the service of the Center and

the designated beneficiaries of those retirees, and the existing former members of the System eligible for a vested allowance whose service was terminated while employed by the Center that are not discharged by the value as of the effective date of withdrawal of future member contributions and the allocable portion of the reserve attributable to officers and employees of the Center who are members of the System and who do not consent to the withdrawal. The Unfunded Liability includes the future normal contributions and future member contributions which would otherwise be due and payable by the Center to the accumulation fund of the System with respect to the officers and employees of the Center who are members of the System and who do not consent to the withdrawal.

(e) "Withdrawing Employees" means the officers and employees of the Center who:

(1) Are members of the System; and

(2) Consent to the withdrawal and transfer to the

Center's retirement system.

2. Effective Date; Final Transfer of Assets

(a) The effective date of the withdrawal and transfer is 11:59 p.m., June 30, 1995.

(b) The System and the Center agree that the date of transfer of assets from the System to the Center under section 3 is the date of this Final Agreement.

3. Actuarial Determination; Transfer of Assets by the System

(a) The Center has provided the System with copies of the Election Forms completed by the employees of the Center and other demographic and employment data requested by the System to complete a valuation as of June 30, 1995.

(b) Based on the Actuarial Valuation as of June 30, 1995, the Actuary finally determined the total reserves in the System resulting from the previous contributions of the Center and the amount of the reserves allocable to the Withdrawing Employees on a market value basis, in letters dated November 3, 1995, and November 6, 1995, copies of which are attached hereto, made a part hereof, and marked as Exhibit A.

(c) On execution of this Agreement, the System shall pay the Center the sum of \$139,306, being the amount of the reserves allocable to the Withdrawing Employees on a market value basis as determined by the Actuary, together with interest thereon at the rate of 7.5% compounded annually from July 1, 1995, to the date of payment.

(d) The funds shall be paid by check.

4. Future Contributions toward Remaining Liability

(a) Based on the Actuarial Valuation as of June 30, 1995, the Actuary determined that the Unfunded Liability for the employees and officers of the Center who elected to remain in the System amounts to \$712,012. The basis for the Actuary's calculation is as set forth in Exhibit A.

(b) The Center agrees to pay the Unfunded Liability over a 25 year term by payment of annual amortization payments that increase by 5% each year. The first amortization payment in the amount of \$38,839 shall be due and payable on January 31, 1996, and each subsequent payment, increased by 5% per annum, shall be due and payable on January 31, of each year thereafter.

(c) On December 31 of each year, the System shall send an invoice to the Center reflecting the Center's obligation to make the annual installment payment due and payable on January 31. If the Center fails to pay the invoice when and as due, then the Center may be liable for payment of a penalty and shall be liable for payment of interest on the amount due as provided in SPP §21-309(d) with respect to any amount which is not paid when due by a participating governmental unit.

(d) This section of the Agreement shall survive closing.

5. Center Employees

(a) The Center certifies that the schedule which is attached hereto and marked as Exhibit B with the names of the Withdrawing Employees and names of the Center's employees who remain members of the System is true and correct. Further, as respects the employees who remain members of the System, the Center represents and warrants that the enrollment date and payroll data is true and correct. In addition, as respects the employees who remain members of the System, the Center represents

and warrants that the demographic information is true and correct to the best of its knowledge, information and belief.

(b) If the System determines that all or any portion of the data on Exhibit B is not correct, then, on the request of the System and at the Center's expense:

(i) The Center shall provide corrected records and certify as to the accuracy of the corrected records;

(ii) The Actuary, using the same assumptions and methodology set forth in Exhibit A and the corrected records, shall recalculate the amount of the total reserves to be transferred to the Center and the Unfunded Liability as provided in Sections 3 and 4 of this Agreement;

(iii) The parties shall be liable for payment of the amounts as recalculated within 30 days of the date of the invoice, together with interest thereon at the rate of 7.5% compounded annually; and

(iv) The Center shall be liable for payment of the Actuary's fees relating to the recalculation provided for in this subsection (b).

(c) Within a reasonable period after the date of this Final Agreement, the System shall transfer the service records of the Withdrawing Employees to the Center.

(d) Upon execution of the Final Agreement (and except as provided in sections 4 and 5(b) hereof), the Center shall have no further responsibility to pay employer contributions or administrative costs on behalf of officers and employees of the

Center who have not consented to the transfer or former officers and employees who retired, died or terminated employment with Center prior to 11:59 p.m., June 30, 1995.

6. Representations and Warranties by Center. The Center certifies to the System that as of the date of the Final Agreement, the following representations and warranties are true and correct:

a. Pursuant to SPP §31-302, it has elected to withdraw certain officers and employees who consent to such withdrawal from the System and to transfer its Withdrawing Employees to a local retirement system which it has lawfully created; and

b. All funds the Center receives from the System in connection with the transfer and the withdrawal of its employees shall be paid to the administrative board of the local retirement system of the Center, known as the St. Mary's Nursing Center Money Purchase Plan and being a tax qualified plan, to be held in trust to provide retirement benefits for the Withdrawing Employees.

c. All persons who become officers or employees of the Center after 11:59 p.m., June 30, 1995, shall be entitled to retirement benefits exclusively from the Center and not from the System.

d. The Center understands that the System shall rely on the continuing truth and accuracy of the representations and warranties by the Center upon execution of the Final Agreement

and that these representations and warranties shall survive closing under the Final Agreement.

7. System Responsibility. The System shall be required to pay benefits to former officers and employees of the Center who retired, died, or terminated employment with the Center prior to 11:59 p.m. June 30, 1995 and to active officers and employees of the Center who have elected to remain in the System in accordance with Maryland law and the rules and regulations of the System, and not in accordance with any laws, ordinances, rules and regulations of the Center.

8. Full payment; Release; Indemnification

(a) The System and Center hereby agree that the System's payment of the amount determined under section 3 hereof upon execution of this Agreement is in full payment and satisfaction by the System of the amounts due the Center pursuant to the provisions of SPP §31-305.

(b) In consideration of the aforesaid payments, the Center hereby releases and forever discharges the System and its successors in interest and assigns, and the past, present, and future trustees, agents, attorneys, servants, and employees of the System (the "Releasees") of and from all and every manner of action, causes of action, suits, judgements, damages, claims for damages, losses, compensation, attorney's fees, costs and expenses of suits, and any and all claims, demands or liabilities whatsoever of every name and nature, in law, equity or otherwise which the Center ever had, now has or hereafter can, shall or may

have against the Releasees, in the past and up to the date of this Release, including but not limited to any claim or action which the Center ever had, now has or hereafter can have against the Releasees, jointly, individually, severally, collectively or otherwise, arising out of, as a consequence of, for or by reason of, or relating in any way to the withdrawal by the Center and its withdrawing employees from the System.

(c) The Center agrees that this release is a material part of this Final Agreement.

IN WITNESS WHEREOF ST MARY'S COUNTY NURSING CENTER has executed this Final Agreement and Release by affixing the hands and seals of those duly authorized and IN WITNESS WHEREOF the STATE RETIREMENT AND PENSION SYSTEM has caused those presents to be signed by its Executive Director..

ATTEST:

ST. MARY'S COUNTY NURSING CENTER

Steven M. Kelly

J. Wilmer Bowles
J. Wilmer Bowles
Chairman of the Board

ATTEST:

STATE RETIREMENT AND PENSION SYSTEM

Rick Harrison
Rick Harrison
Chief Financial Officer

Peter Vaughn
Peter Vaughn
Executive Director

Approved as to form and legal sufficiency

Harriet B. Granet
Harriet B. Granet
Assistant Attorney General

Date: 1/23/96



EXHIBIT A

MILLIMAN & ROBERTSON, INC.
Actuaries & Consultants

Internationally WOODROW MILLIMAN BOOK 0012 PAGE 0070

Suite 1000, 8000 Towers Crescent Drive, Vienna, VA 22182-2700
Telephone: 703/917-0143
Fax: 703/827-9266

November 3, 1995

VIA OVERNIGHT DELIVERY

CONFIDENTIAL

Mr. William R. Selvage, Jr.
Director, Control Division
State Retirement Agency of Maryland
301 West Preston Street
Baltimore, Maryland 21201-2363

Re: St. Mary's Nursing Home Withdrawal

Dear Bill:

When a municipality withdraws from the pool we are required to make two calculations:

1. a calculation of what assets are to be transferred to the follow-on plan of the withdrawing employer, and
2. a calculation of future required contributions to fund the liability of those electing to remain in the State Retirement and Pension System (SRPS).

Asset Transfer at Market Value

| | |
|--|-------------------|
| Assets Attributable to the SRPS | \$ 3,887,506 |
| Assets Attributable to St. Mary's Nursing Home | \$ <u>139,306</u> |
| Total Asset | \$ 4,026,812 |

The detailed calculation of these amounts can be found in Enclosure I.

Future Contributions Toward Remaining Liability

Since (i) future hires of St. Mary's Nursing Home will only be eligible to participate in its new defined contribution plan and not in the State System, and (ii) not all current employees elected

Albany, Atlanta, Boston, Chicago, Dallas, Denver, Hartford, Houston, Indianapolis, Irvine, Los Angeles, Milwaukee, Minneapolis, New York, Omaha, Philadelphia, Phoenix, Portland, ME, Portland, OR, St. Louis, Salt Lake City, San Diego, San Francisco, Seattle, Tampa, Washington, D.C., Bermuda, Tokyo

WOODROW MILLIMAN Member Firms in Principal Cities Worldwide

Mr. William R. Selvage, Jr.
November 3, 1995
Page 2

BOOK 0012 PAGE 0071

to participate in the new St. Mary's Nursing Home plan for future contribution purposes, St. Mary's Nursing Home will be treated in a manner comparable to the special group of previously withdrawn Municipal Corporations who are not enrolling new employees in the SRPS, but who continue to have liabilities remaining in the State System. This means that St. Mary's Nursing Home's annual contribution will be the payments necessary to amortize all future unfunded projected liabilities (i.e., the excess of the present value of future benefits of the current employees over the sum of the assets remaining with the State System and any expected employee contributions).

| | |
|----------------------------------|------------|
| The Remaining Unfunded Liability | \$ 712,012 |
| Annual Amortization Payment | \$ 38,605 |

The detailed calculation of this amount can be found in Enclosure II.

The liability calculations are based on the entry age normal method of funding and a June 30, 1995 actuarial valuation using the St. Mary's Nursing Home active and inactive data as of the valuation date specifically provided to us by the Retirement Agency for this project. The data for members in payment status was previously provided to us for the annual actuarial valuation. The actuarial assumption used for the calculation are the same as those adopted for the June 30, 1995 actuarial valuation of the SRPS.

It should be noted that any non-active participant was deemed to remain in the State System.

MILLIMAN & ROBERTSON, INC.

Mr. William R. Selvage, Jr.
November 3, 1995
Page 3

BOOK 0012 PAGE 0072

A summary of the data used can be found on Enclosure III.

If there are any questions, please do not hesitate to contact us.

Sincerely,

MILLIMAN & ROBERTSON, INC.

Robert
Robert S. Dezube, F.S.A.
Consulting Actuary

Enclosures

cc: Eugene M. Kalwarski
Margaret A. Bury
Harvey Raitzyk
William Legg
Peter Vaughn
Ricky L. Harrison, CPA
Harriet Granet, Esq.
(w/enclosures)

RSD/SST/MMC/32

MILLIMAN & ROBERTSON, INC.

BOOK 0012 PAGE 0073
Asset Transfer at Withdrawal

Enclosure I

(all values as of June 30, 1995 valuation)

| | | |
|----|--|-------------|
| 1. | Liabilities attributable to members currently in pay status and other non-active members | \$854,587 |
| 2. | Actuarial liabilities attributable to withdrawing active members | \$91,384 |
| 3. | Actuarial liabilities attributable to active members remaining in the System | \$1,967,667 |
| 4. | Total assets attributable to St. Mary's Nursing Home at actuarial value | \$3,875,324 |
| 5. | Allocation of assets | |
| | a. Assets attributable to members currently in pay status and other non-active members: lesser of (1) and (4) | \$854,587 |
| | b. Assets allocated to active members: (4) - (5a) | \$3,020,737 |
| | c. Portion of active assets attributable to withdrawing active members at actuarial value: $(5b) \times (2) / [(2) + (3)]$ | \$134,065 |
| | d. Portion of active assets attributable to active members remaining in the System at actuarial value: (b) - (c) | \$2,886,672 |
| 6. | Total assets attributable to St. Mary's Nursing Home at market value | \$4,026,812 |
| 7. | Gross assets to be transferred to the St. Mary's Nursing Home on a market value basis $(6) \times (5c) / (4)$ | \$139,306 |

November 3, 1995

MILLIMAN & ROBERTSON, INC.

**Remaining Unfunded Liability
and Annual Amortization Payment**

(all values based on June 30, 1995 valuation)

| | |
|--|--------------|
| 1. Actuarial liabilities attributable to active members remaining in the System: Enclosure I, item (3) | \$ 1,967,667 |
| 2. Additional projected liabilities attributable to active members remaining in the System | \$ 1,686,557 |
| 3. Total: (1) + (2) | \$ 3,654,224 |
| 4. Present value future employee contributions attributable to active members remaining in the System | \$ 55,540 |
| 5. Assets attributable to active members remaining in the System: Enclosure I, item (5d) | \$ 2,886,672 |
| 6. Remaining unfunded liability: (3) - (4) - (5) | \$ 712,012 |
| 7. Annual Amortization Payment as of December 31, 1995. Future payments will increase by 5% per annum and assumed to be billed and paid as of each December 31 for 24 subsequent years | \$ 38,605 |

November 3, 1995

MILLIMAN & ROBERTSON, INC.

Data Summary
St. Mary's Nursing Home

BOOK 0012 PAGE 0075

| | <u>Retirement System</u> | <u>Pension System</u> | <u>Total</u> |
|--|--------------------------|-----------------------|--------------|
| Retirees | 13 | 2 | 15 |
| Other Non-Actives | | | |
| Electing to remain with the SRPS | 1 | 17 | 18 |
| Elections to withdraw voided due to non-active status ^{1/} | 0 | 1 | 1 |
| Actives | | | |
| Electing Nursing Home Plan | 0 | 31 | 31 |
| Electing to remain with the SRPS | <u>9</u> | <u>199</u> | <u>208</u> |
| Total Active | 9 | 230 | 239 |
| Total Non-Retired | 10 | 248 | 258 |
| Total Participants | 23 | 250 | 273 |

^{1/} Non-active participants were deemed to remain in the SRPS.

November 3, 1995

MILLIMAN & ROBERTSON, INC.



EXHIBIT A

MILLIMAN & ROBERTSON, INC.
Actuaries & Consultants

Internationally WOODROW MILLIMAN BOOK 0012 PAGE 0076

Suite 1000, 8000 Towers Crescent Drive, Vienna, VA 22182-2700
Telephone: 703/917-0143
Fax: 703/827-9266
November 6, 1995

VIA OVERNIGHT DELIVERY

CONFIDENTIAL

Mr. William R. Selvage, Jr.
Director, Control Division
State Retirement Agency of Maryland
301 West Preston Street
Baltimore, Maryland 21201-2363

Re: St. Mary's Nursing Home Annual Amortization Payment

Dear Bill:

We have recalculated the annual amortization payment for St. Mary's Nursing Home based on a January 31, 1996 payment date. In our November 3rd letter, we calculated the initial amortization payment to be \$38,605 when paid on December 31, 1995. If instead the initial amortization payment will be paid on January 31, 1996, the amount increases to \$38,839. Future payments will increase by 5% per annum and are assumed to be billed and paid as of each January 31 for 24 subsequent years.

If there are any questions, please do not hesitate to contact us.

Sincerely,

MILLIMAN & ROBERTSON, INC.

Robert S. Dezube, F.S.A.
Consulting Actuary

cc: Eugene M. Kalwarski
Margaret A. Bury
Ricky L. Harrison, CPA
Harriet Granet, Esq.
Harvey Raitzyk
William Legg
Peter Vaughn

RSD/SST/MMC/32

Albany, Atlanta, Boston, Chicago, Dallas, Denver, Hartford, Houston, Indianapolis, Irvine, Los Angeles, Milwaukee, Minneapolis, New York, Omaha, Philadelphia, Phoenix, Portland, ME, Portland, OR, St. Louis, Salt Lake City, San Diego, San Francisco, Seattle, Tampa, Washington, D.C., Bermuda, Tokyo

WOODROW MILLIMAN Member Firms in Principal Cities Worldwide

Employees Withdrawing to St. Mary's:

| LNAME | FNAME | SSN | ST | SYS | LOCATION | DOB | DOE | SALARY | CRED BAL | STDT | PL | RATE | SX | PCT | ELIG | COUNT |
|--------------|-----------|-------------|----|-----|----------|----------|----------|--------|----------|------|----------|------|----|-----|------|-------|
| BRYANI | KRISTINA | 213-19-6928 | A | 7 | 83250000 | 71-05-06 | 94-02-01 | 10,764 | 17 | 0.00 | 94-02-16 | 5.00 | F | 90 | 24 | 1 |
| DUESSEL | MARILYN | 097-48-8203 | A | 7 | 83250000 | 55-02-25 | 95-08-01 | 8,368 | 1 | 0.00 | 95-09-07 | 5.00 | F | 62 | 2 | 1 |
| THOMPSON | SHARON | 217-74-9970 | AE | 7 | 83250000 | 57-12-18 | 84-08-01 | 14,562 | 10 | 0.00 | 94-08-03 | 5.00 | F | 92 | 12 | 1 |
| O'BRIEN | DANIEL | 215-68-9126 | A | 7 | 83250000 | 55-06-05 | 92-11-01 | 31,304 | 32 | 0.00 | 94-12-07 | 5.00 | M | 0 | 36 | 1 |
| HELWIG | STEVEN | 214-58-4934 | AE | 7 | 83250000 | 52-03-30 | 95-05-01 | 54,018 | 2 | 0.00 | 95-05-24 | 5.00 | M | 0 | 5 | 1 |
| HOLT | SHINLEY | 220-78-7009 | A | 7 | 83250000 | 62-04-18 | 88-11-01 | 14,040 | 80 | 0.00 | 94-12-07 | 5.00 | F | 0 | 84 | 1 |
| HICKS | MARGARET | 215-74-5285 | A | 7 | 83250000 | 55-09-08 | 87-07-01 | 27,518 | 96 | 0.00 | 94-12-07 | 5.00 | F | 0 | 96 | 1 |
| ORR | MARILYN | 586-68-7517 | A | 7 | 83250000 | 47-02-10 | 88-08-01 | 22,672 | 83 | 0.00 | 94-12-07 | 5.00 | F | 0 | 84 | 1 |
| HOLT JR | PHILIP | 212-04-6344 | A | 7 | 83250000 | 71-03-12 | 93-10-01 | 10,530 | 18 | 0.00 | 94-12-07 | 5.00 | M | 84 | 24 | 1 |
| MEBUS | KATHERINE | 213-58-6990 | A | 7 | 83250000 | 50-00-27 | 93-10-01 | 16,053 | 20 | 0.00 | 94-12-07 | 5.00 | F | 85 | 24 | 1 |
| HUFFMAN | LENEISA | 219-31-2065 | A | 7 | 03250000 | 68-07-21 | 93-11-01 | 15,000 | 20 | 0.00 | 93-11-24 | 5.00 | F | 0 | 24 | 1 |
| HEATHIER | JEANNE | 005-24-5629 | A | 7 | 83250000 | 30-02-25 | 94-06-01 | 31,990 | 13 | 0.00 | 94-06-08 | 5.00 | F | 0 | 14 | 1 |
| THOMAS | GENYA | 216-02-9910 | A | 7 | 83250000 | 75-01-25 | 94-02-01 | 13,075 | 13 | 0.00 | 94-02-02 | 5.00 | F | 93 | 24 | 1 |
| JENNINGS | BRUCE | 216-74-0013 | A | 7 | 83250000 | 56-07-12 | 89-11-01 | 3,218 | 66 | 0.00 | 94-12-07 | 5.00 | M | 7 | 72 | 1 |
| JENNINGS | BRUCE | 228-78-1279 | A | 7 | 83250000 | 50-11-20 | 94-05-01 | 40,997 | 14 | 0.00 | 94-05-25 | 5.00 | F | 0 | 16 | 1 |
| POINT | PATRICIA | 217-68-6830 | A | 7 | 83250000 | 64-08-30 | 94-05-01 | 16,640 | 14 | 0.00 | 94-05-25 | 5.00 | F | 0 | 16 | 1 |
| ELY | KELLI | 216-13-3982 | A | 7 | 83250000 | 74-03-12 | 95-05-01 | 10,298 | 2 | 0.00 | 95-05-10 | 5.00 | F | 90 | 5 | 1 |
| DELANEY | JOSEPH | 212-98-3737 | A | 7 | 83250000 | 73-05-18 | 90-08-01 | 12,168 | 47 | 0.00 | 94-12-07 | 5.00 | M | 0 | 61 | 1 |
| GOLDSBOROUGH | MARISIE | 578-98-9790 | AE | 7 | 83250000 | 01-01-98 | 95-08-01 | 7,408 | 1 | 0.00 | 95-08-07 | 5.00 | 9 | 82 | 2 | 1 |
| STAMM | SHERYL | 577-84-7303 | A | 7 | 83250000 | 55-07-25 | 91-08-01 | 12,588 | 24 | 0.00 | 91-08-12 | 5.00 | F | 37 | 49 | 1 |
| HALL | KENNETH | 219-80-5712 | A | 7 | 83250000 | 73-06-11 | 94-04-01 | 11,586 | 15 | 0.00 | 94-05-11 | 5.00 | M | 0 | 19 | 1 |
| SUITE | SHINLEY | 219-48-8124 | A | 7 | 83250000 | 38-11-09 | 94-11-01 | 9,603 | 7 | 0.00 | 94-11-23 | 5.00 | F | 90 | 12 | 1 |
| SWIFT | SUSANA | 608-10-3785 | A | 7 | 83250000 | 59-05-18 | 94-02-01 | 12,272 | 17 | 0.00 | 94-02-02 | 5.00 | F | 0 | 24 | 1 |
| HALL | SHERONDA | 215-80-3536 | A | 7 | 83250000 | 73-06-11 | 93-03-01 | 12,584 | 23 | 0.00 | 94-12-07 | 5.00 | F | 0 | 30 | 1 |
| MCQUAHAGAN | PEGGY | 217-62-9832 | A | 7 | 83250000 | 55-01-04 | 94-08-01 | 40,997 | 13 | 0.00 | 94-06-08 | 5.00 | F | 0 | 14 | 1 |
| ROBINSON | ROSE | 212-66-5344 | A | 7 | 83250000 | 58-03-13 | 93-03-01 | 14,123 | 26 | 0.00 | 94-12-07 | 5.00 | F | 0 | 31 | 1 |
| MARVEL | DORIS | 215-58-9758 | A | 7 | 83250000 | 48-06-17 | 95-03-01 | 25,235 | 4 | 0.00 | 95-03-01 | 5.00 | F | 90 | 10 | 1 |
| BAKER | JENNIFER | 209-64-4876 | A | 7 | 83250000 | 68-08-14 | 93-12-01 | 32,989 | 19 | 0.00 | 93-12-22 | 5.00 | F | 0 | 24 | 1 |
| WRIGHT | MARIAN | 217-60-9431 | A | 7 | 83250000 | 55-02-28 | 95-01-01 | 55,018 | 8 | 0.00 | 95-01-18 | 5.00 | F | 0 | 12 | 1 |
| BALMACEIDA | DAISY | 220-04-9822 | A | 7 | 83250000 | 58-09-12 | 93-09-01 | 28,874 | 18 | 0.00 | 94-12-07 | 5.00 | F | 80 | 24 | 1 |
| LLOYD | JEFFREY | 030-40-0982 | A | 7 | 83250000 | 53-03-13 | 93-08-01 | 61,027 | 23 | 0.00 | 94-12-07 | 5.00 | M | 0 | 24 | 1 |
| Total | | | | | | | | | | | | | | | | |
| 31 | | | | | | | | | | | | | | | | |

Employees Remaining with SMA:

| LNAME | FNAME | SSN | ST | SYS | LOCATION | DOB | DOE | SALARY | CRED BAL | STDT | PL | RATE | SX | PCT | ELIG | COUNT | |
|-----------|----------|-------------|----|-----|----------|----------|----------|--------|----------|-----------|----------|------|----|-----|------|-------|---|
| PRKNEY | MARY | 220-34-7858 | A | 7 | 83250000 | 37-05-11 | 89-09-01 | 11,135 | 65 | 0.00 | 94-12-07 | 5.00 | F | 83 | 72 | 1 | |
| PETAWAY | QUONIA | 377-44-4582 | A | 7 | 83250000 | 44-10-15 | 82-09-01 | 19,590 | 119 | 0.00 | 94-12-07 | 5.00 | F | 63 | 144 | 1 | |
| LEWIS | SUSAN | 190-30-2521 | A | 7 | 03250000 | 53-10-08 | 00-10-01 | 31,003 | 07 | 0.00 | 93-10-10 | 5.00 | F | 0 | 82 | 1 | |
| LEPER | ANN | 218-11-0181 | AE | 7 | 83250000 | 01-01-98 | 95-05-01 | 1,352 | 1 | 0.00 | 95-05-24 | 5.00 | 9 | 10 | 1 | 1 | |
| MAYLE | WILLMA | 236-98-5125 | A | 7 | 03250000 | 57-10-29 | 93-10-01 | 5,504 | 0 | 0.00 | 94-09-14 | 5.00 | F | 21 | 0 | 1 | 1 |
| PELLETIER | AGNES | 213-88-9395 | A | 7 | 83250000 | 61-01-03 | 94-08-01 | 15,600 | 11 | 0.00 | 94-08-03 | 5.00 | F | 0 | 12 | 1 | 1 |
| PERRINE | CYNTHIA | 282-98-6839 | A | 7 | 83250000 | 47-09-13 | 92-09-01 | 8,839 | 27 | 0.00 | 94-12-07 | 5.00 | F | 60 | 36 | 1 | 1 |
| PROCTOR | SUSAN | 212-92-2416 | A | 7 | 83250000 | 63-12-31 | 87-11-01 | 14,248 | 92 | 0.00 | 94-12-07 | 5.00 | F | 0 | 98 | 1 | 1 |
| LOPEZ | RAUL | 217-00-4468 | A | 7 | 83250000 | 73-03-20 | 94-02-01 | 4,784 | 13 | 0.00 | 95-05-17 | 5.00 | M | 40 | 24 | 1 | 1 |
| FATISON | TENEISA | 218-15-5867 | A | 7 | 83250000 | 72-04-02 | 95-05-01 | 10,298 | 2 | 0.00 | 95-05-10 | 5.00 | F | 90 | 4 | 1 | 1 |
| LUCAS | LILLIE | 230-34-2148 | A | 2 | 83250000 | 32-11-11 | 77-09-01 | 28,600 | 260 | 28,417.05 | 94-12-07 | 7.00 | F | 0 | 0 | 1 | 1 |
| PASIK | IDA | 217-36-8715 | DR | 2 | 83250000 | 38-08-30 | 77-09-01 | 15,142 | 232 | 7,651.58 | 84-05-17 | 5.00 | F | 0 | 0 | 1 | 1 |
| PARRISH | KIMBERLY | 215-74-1274 | A | 7 | 83250000 | 63-04-30 | 92-11-01 | 13,978 | 32 | 0.00 | 94-12-07 | 5.00 | F | 0 | 36 | 1 | 1 |
| PRICE | FLOLINE | 205-50-0336 | A | 7 | 83250000 | 59-03-04 | 94-05-01 | 1,317 | 9 | 0.00 | 95-05-17 | 5.00 | F | 10 | 17 | 1 | 1 |
| PUMPHREY | NICOLE | 217-44-2575 | A | 7 | 83250000 | 46-03-11 | 88-10-01 | 20,178 | 81 | 0.00 | 94-12-07 | 5.00 | F | 0 | 84 | 1 | 1 |
| PROFFIT | LAURA | 218-88-4589 | A | 7 | 83250000 | 63-07-19 | 92-09-01 | 27,518 | 31 | 0.00 | 94-12-07 | 5.00 | F | 0 | 36 | 1 | 1 |
| OUJEN | GLADYS | 215-80-3535 | T | 7 | 83250000 | 01-01-98 | 94-07-01 | 1,035 | 3 | 0.00 | 95-04-10 | 5.00 | 9 | 6 | 6 | 1 | 1 |
| REINZELL | THERESA | 218-54-6302 | A | 7 | 83250000 | 50-09-21 | 86-02-01 | 15,579 | 112 | 0.00 | 94-12-07 | 5.00 | F | 0 | 118 | 1 | 1 |
| REARDON | MARIAN | 218-82-7340 | A | 7 | 83250000 | 64-09-20 | 95-05-01 | 6,864 | 2 | 0.00 | 95-05-10 | 5.00 | F | 60 | 4 | 1 | 1 |

Total
31

EXHIBIT B

| LNAME | FNAME | SSN | ST | SYS | LOCATION | DOB | DOE | SALARY | CRED BAL | STDT | PL | RATE | SX | PCT | ELIG | COUNT |
|------------|----------|-------------|----|-----|----------|----------|----------|--------|----------|-----------|----------|------|----|-----|------|-------|
| LAWRENCE | PHYLLIS | 214-68-9764 | A | 7 | 83250000 | 57-02-08 | 87-03-01 | 11,781 | 90 | 0.00 | 94-12-07 | 5.00 | F | 80 | 105 | 1 |
| LAWYON | JANE | 191-34-5311 | A | 7 | 83250000 | 42-11-23 | 89-02-01 | 29,120 | 57 | 0.00 | 94-12-07 | 5.00 | F | 0 | 77 | 1 |
| RAWLINGS | TRACEY | 219-90-8241 | AE | 7 | 83250000 | 68-02-03 | 94-09-01 | 11,440 | 9 | 0.00 | 94-09-14 | 5.00 | F | 0 | 12 | 1 |
| RAUFOND | KATHERIN | 215-64-5748 | A | 7 | 83250000 | 55-08-12 | 89-05-01 | 2,492 | 0 | 0.00 | 92-04-29 | 5.00 | F | 10 | 0 | 1 |
| QUEEN | GENEVIEV | 214-36-2878 | A | 7 | 83250000 | 38-04-16 | 85-01-01 | 17,328 | 113 | 0.00 | 94-12-07 | 5.00 | F | 0 | 130 | 1 |
| LAYMAN | NKOLE | 219-72-3771 | AE | 7 | 83250000 | 01-01-98 | 85-08-01 | 30,680 | 1 | 0.00 | 95-06-07 | 5.00 | F | 0 | 3 | 1 |
| LYLE | BENNETTE | 213-98-0007 | A | 7 | 83250000 | 67-01-12 | 94-09-01 | 2,592 | 4 | 0.00 | 95-05-17 | 5.00 | M | 10 | 10 | 1 |
| OUADE | JOSEPHIN | 218-34-5308 | A | 7 | 83250000 | 35-03-27 | 87-02-01 | 14,123 | 101 | 0.00 | 94-12-07 | 5.00 | F | 0 | 108 | 1 |
| OUADE | ANGELA | 212-68-2719 | A | 7 | 83250000 | 55-08-17 | 87-11-01 | 13,728 | 92 | 0.00 | 94-12-07 | 5.00 | F | 0 | 98 | 1 |
| OUADE | MELISSA | 220-92-9342 | A | 7 | 83250000 | 72-03-21 | 91-07-01 | 7,606 | 0 | 0.00 | 94-11-23 | 5.00 | F | 62 | 0 | 1 |
| OUADE | MARGARET | 213-74-8798 | A | 7 | 83250000 | 54-06-12 | 92-03-01 | 2,448 | 0 | 0.00 | 94-08-17 | 5.00 | F | 20 | 0 | 1 |
| OUADE | MARGARET | 217-64-9438 | A | 2 | 83250000 | 37-02-04 | 77-09-01 | 19,302 | 300 | 0.00 | 94-12-07 | 7.00 | F | 0 | 0 | 1 |
| OUADE | RACHAEL | 218-25-3533 | A | 7 | 83250000 | 64-09-19 | 93-12-01 | 10,001 | 18 | 0.00 | 93-12-08 | 5.00 | F | 89 | 0 | 1 |
| LUITZ | DEIII | 188-64-7144 | A | 7 | 83250000 | 73-08-25 | 93-03-01 | 11,440 | 18 | 0.00 | 94-12-07 | 5.00 | F | 0 | 32 | 1 |
| OWENS | CATHERIN | 212-78-1348 | A | 7 | 83250000 | 58-04-04 | 81-01-01 | 12,293 | 53 | 0.00 | 94-12-07 | 5.00 | F | 0 | 60 | 1 |
| LYON | MELINDA | 212-78-9898 | A | 7 | 83250000 | 60-02-26 | 88-10-01 | 19,760 | 81 | 0.00 | 94-12-07 | 5.00 | F | 0 | 84 | 1 |
| PANETTA | CHRISTIN | 217-74-8923 | A | 7 | 83250000 | 60-10-01 | 84-08-01 | 1,317 | 0 | 0.00 | 95-05-16 | 5.00 | F | 10 | 0 | 1 |
| MILES | MARY | 216-50-9242 | A | 7 | 83250000 | 44-12-15 | 80-07-01 | 17,742 | 159 | 0.00 | 94-12-07 | 5.00 | F | 0 | 180 | 1 |
| MITCHELL | JENNIFER | 218-17-9890 | A | 7 | 83250000 | 78-11-17 | 83-08-01 | 9,568 | 13 | 0.00 | 94-12-07 | 5.00 | F | 80 | 24 | 1 |
| MILLER | WANDA | 218-82-1439 | A | 7 | 83250000 | 62-02-15 | 91-10-01 | 514 | 0 | 0.00 | 95-05-24 | 5.00 | F | 4 | 0 | 1 |
| MILES | SHELISHA | 212-13-1588 | A | 7 | 83250000 | 67-08-20 | 94-06-01 | 9,152 | 11 | 0.00 | 95-05-16 | 5.00 | F | 80 | 14 | 1 |
| MASON | GEORGE | 218-28-8032 | A | 7 | 83250000 | 27-03-07 | 94-05-01 | 11,375 | 0 | 0.00 | 94-08-08 | 5.00 | F | 0 | 0 | 1 |
| MASON | CATHERIN | 212-04-5309 | A | 7 | 83250000 | 67-07-19 | 94-06-01 | 10,298 | 0 | 0.00 | 95-05-16 | 5.00 | F | 90 | 0 | 1 |
| MNES | DAVID | 220-96-3277 | A | 7 | 83250000 | 77-12-02 | 04-04-01 | 404 | 0 | 0.00 | 95-03-01 | 5.00 | M | 5 | 0 | 1 |
| MITZINSKI | GOLDEN | 220-60-7013 | AE | 7 | 83250000 | 01-01-90 | 95-05-01 | 5,250 | 1 | 0.00 | 95-05-24 | 5.00 | F | 50 | 0 | 1 |
| MILBURN | RUBY | 312-02-8167 | AE | 7 | 83250000 | 74-08-05 | 94-10-01 | 5,483 | 5 | 0.00 | 94-10-12 | 5.00 | F | 40 | 12 | 1 |
| MOORE | GAIL | 559-58-3986 | A | 7 | 83250000 | 43-01-15 | 81-07-01 | 2,288 | 117 | 0.00 | 94-07-20 | 5.00 | F | 20 | 131 | 1 |
| MERZ | DONNA | 212-92-5676 | A | 7 | 83250000 | 69-07-21 | 84-02-01 | 4,576 | 0 | 0.00 | 95-05-16 | 5.00 | F | 40 | 0 | 1 |
| MASON | CAROL | 576-39-3721 | AE | 7 | 83250000 | 49-03-05 | 88-02-01 | 13,707 | 88 | 0.00 | 94-12-07 | 5.00 | F | 0 | 96 | 1 |
| MASSEY | JENNIFER | 215-54-3721 | A | 7 | 83250000 | 74-12-10 | 95-03-01 | 2,431 | 1 | 0.00 | 95-03-15 | 5.00 | F | 21 | 1 | 1 |
| MC KOY | TERRILEN | 215-78-8811 | A | 7 | 83250000 | 01-01-98 | 94-09-01 | 4,576 | 2 | 0.00 | 95-04-10 | 5.00 | F | 40 | 5 | 1 |
| MONTGOMERY | ELIZABET | 217-68-9349 | A | 7 | 83250000 | 56-02-29 | 93-01-01 | 32,198 | 23 | 0.00 | 94-12-07 | 5.00 | F | 0 | 35 | 1 |
| MORGAN | MARY | 213-88-9154 | A | 2 | 83250000 | 76-10-13 | 94-09-01 | 2,145 | 3 | 0.00 | 95-05-17 | 5.00 | F | 19 | 6 | 1 |
| MASON | CATHERIN | 214-52-3986 | A | 7 | 83250000 | 47-09-24 | 77-09-01 | 19,074 | 247 | 18,648.12 | 94-12-07 | 7.00 | F | 0 | 0 | 1 |
| PALMER | JUDY | 180-58-8074 | A | 7 | 83250000 | 62-06-07 | 94-02-01 | 7,888 | 9 | 0.00 | 95-05-17 | 5.00 | F | 48 | 24 | 1 |
| OLIVER | JULIA | 218-70-8559 | AE | 7 | 83250000 | 57-07-19 | 94-08-01 | 11,440 | 9 | 0.00 | 94-08-03 | 5.00 | F | 0 | 12 | 1 |
| MC GONIGLE | NAOMI | 215-15-3570 | A | 7 | 83250000 | 76-03-17 | 94-12-01 | 6,793 | 5 | 0.00 | 94-12-21 | 5.00 | F | 0 | 12 | 1 |
| OWENS | SYLVIA | 133-58-3532 | A | 7 | 83250000 | 65-07-26 | 94-05-01 | 7,178 | 14 | 0.00 | 94-05-11 | 5.00 | F | 59 | 12 | 1 |
| MADDOX | DENA | 230-43-1518 | AE | 7 | 83250000 | 72-12-26 | 85-03-01 | 5,720 | 2 | 0.00 | 95-03-15 | 5.00 | F | 60 | 18 | 1 |
| MARTIN | TRACY | 068-50-5886 | A | 7 | 83250000 | 63-08-16 | 91-10-01 | 14,706 | 44 | 0.00 | 94-12-07 | 5.00 | F | 0 | 4 | 1 |
| OLIVER JR | DORINE | 213-06-9542 | A | 7 | 83250000 | 68-10-21 | 94-05-01 | 11,440 | 14 | 0.00 | 94-05-11 | 5.00 | F | 0 | 17 | 1 |
| ODELL | CAROLYN | 235-60-0056 | A | 7 | 83250000 | 40-05-13 | 85-09-01 | 29,869 | 74 | 0.00 | 92-04-15 | 5.00 | F | 0 | 84 | 1 |
| MARTIN | FLORENTI | 135-72-9427 | AE | 7 | 83250000 | 01-01-98 | 95-06-01 | 7,634 | 1 | 0.00 | 95-06-07 | 5.00 | F | 84 | 2 | 1 |
| MURNAY | DENNIS | 215-70-9875 | A | 7 | 83250000 | 64-03-13 | 91-10-01 | 16,515 | 45 | 0.00 | 94-12-07 | 5.00 | M | 0 | 48 | 1 |
| NOLAN | HELEN | 220-78-1197 | A | 7 | 83250000 | 60-02-10 | 94-07-01 | 4,576 | 3 | 0.00 | 95-05-17 | 5.00 | F | 40 | 7 | 1 |
| NELSON | AGNES | 212-68-5972 | A | 7 | 83250000 | 50-09-20 | 94-11-01 | 9,289 | 5 | 0.00 | 94-11-23 | 5.00 | F | 60 | 11 | 1 |
| MASON | ALFREDIA | 214-82-9392 | A | 7 | 83250000 | 58-10-25 | 90-11-01 | 9,289 | 49 | 0.00 | 94-12-07 | 5.00 | F | 73 | 80 | 1 |
| NELSON | CHARLES | 217-34-2219 | A | 7 | 83250000 | 37-04-09 | 81-12-01 | 31,450 | 183 | 0.00 | 94-12-07 | 5.00 | M | 0 | 168 | 1 |
| MASON | DOROTHY | 102-48-4550 | A | 7 | 83250000 | 63-05-19 | 84-08-01 | 8,898 | 2 | 0.00 | 95-05-17 | 5.00 | F | 58 | 5 | 1 |
| MURNAY | FRANCES | 219-48-7059 | A | 7 | 83250000 | 48-03-15 | 91-04-01 | 8,608 | 43 | 0.00 | 94-12-07 | 5.00 | F | 71 | 56 | 1 |
| ABELL | SARAH | 220-62-7474 | A | 7 | 83250000 | 43-09-12 | 78-10-01 | 15,413 | 202 | 0.00 | 94-12-07 | 5.00 | F | 0 | 202 | 1 |
| SCRIBER | MARIE | 508-52-3561 | A | 7 | 83250000 | 44-03-28 | 95-05-01 | 3,273 | 1 | 0.00 | 95-08-01 | 5.00 | F | 10 | 1 | 1 |
| RESNICK | SANITA | 087-59-8778 | A | 7 | 83250000 | 65-07-18 | 94-02-01 | 4,576 | 0 | 0.00 | 95-05-16 | 5.00 | F | 40 | 0 | 1 |
| SANTAGO | CLARENCE | 212-70-7221 | A | 7 | 83250000 | 57-10-24 | 92-05-01 | 9,518 | 0 | 0.00 | 94-07-06 | 5.00 | M | 80 | 0 | 1 |
| WHITE | SIEPIANI | 578-70-5104 | A | 7 | 83250000 | 57-09-17 | 94-05-01 | 5,312 | 7 | 0.00 | 95-02-15 | 5.00 | F | 0 | 17 | 1 |
| WHEELER | SHELLA | 135-52-2723 | AE | 7 | 83250000 | 01-01-98 | 95-06-01 | 5,312 | 1 | 0.00 | 95-06-07 | 5.00 | F | 0 | 2 | 1 |
| WHITE | SHANNON | 217-08-9468 | T | 7 | 83250000 | 01-01-98 | 94-09-01 | 3,289 | 2 | 0.00 | 95-04-10 | 5.00 | F | 29 | 5 | 1 |
| WILDER | CAROLYN | 451-53-0097 | AE | 7 | 83250000 | 67-08-13 | 95-03-01 | 7,937 | 2 | 0.00 | 95-03-15 | 5.00 | F | 69 | 4 | 1 |
| WHITE | DOROTHY | 219-78-7417 | A | 7 | 83250000 | 48-07-05 | 94-08-01 | 5,598 | 3 | 0.00 | 95-05-17 | 5.00 | F | 43 | 7 | 1 |
| WILLIAMS | DOANNA | 212-80-1480 | A | 7 | 83250000 | 70-07-15 | 95-02-01 | 6,435 | 2 | 0.00 | 95-05-17 | 5.00 | F | 56 | 4 | 1 |

| LNAME | FNAME | SSN | ST | SYS | LOCATION | DOB | DOE | SALARY | CRED BAL | STDT | PL | RATE | SX | PCT | ELIG | COUNT |
|---------------|----------|-------------|----|-----|----------|----------|----------|--------|----------|------|----------|------|----|-----|------|-------|
| WILLIAMS | EMMA | 220 68 8855 | 1 | 7 | 83250000 | 54-09-28 | 93-12-01 | 4,004 | 13 | 0.00 | 95-05-17 | 5.00 | F | 35 | 24 | 1 |
| WEBER | BETTY | 213 84 0832 | 1 | 7 | 83250000 | 60-12-16 | 95-01-01 | 10,296 | 6 | 0.00 | 95-01-18 | 5.00 | F | 90 | 12 | 1 |
| WATHEN | VIOLA | 401-04-1429 | 1 | 7 | 83250000 | 70-12-29 | 94-05-01 | 6,292 | 0 | 0.00 | 95-05-16 | 5.00 | F | 55 | 0 | 1 |
| WINDSOR | BRENDA | 219-74-1794 | 1 | 7 | 83250000 | 62-08-29 | 92-10-01 | 12,648 | 33 | 0.00 | 94-12-07 | 5.00 | F | 0 | 36 | 1 |
| VOJIK | DALE | 215 60 5010 | 1 | 2 | 83250000 | 50-12-30 | 77-09-01 | 0 | 0 | 0.00 | 94-12-07 | 5.00 | F | 0 | 0 | 1 |
| VERBIC | TERRI | 212 80 2278 | 1 | 7 | 83250000 | 59-09-01 | 92-04-01 | 42,744 | 0 | 0.00 | 94-05-25 | 5.00 | F | 0 | 0 | 1 |
| WETTER | RICHARD | 213-15-6130 | 1 | 7 | 83250000 | 01-01-98 | 94-07-01 | 2,633 | 2 | 0.00 | 95-04-10 | 5.00 | F | 28 | 3 | 1 |
| WALLER | WAYNE | 258-21-5002 | 1 | 7 | 83250000 | 60-03-19 | 84-09-01 | 8,549 | 8 | 0.00 | 94-09-14 | 5.00 | M | 60 | 12 | 1 |
| WADE | GLORIA | 578-76-5054 | 1 | 7 | 83250000 | 55-05-20 | 88-09-01 | 18,762 | 82 | 0.00 | 94-12-07 | 5.00 | F | 0 | 84 | 1 |
| WATHEN | DEBORAH | 217-72-6256 | 1 | 7 | 83250000 | 68-09-13 | 93-04-01 | 565 | 0 | 0.00 | 94-09-14 | 5.00 | F | 5 | 0 | 1 |
| WALTON | KEVIN | 591-09-4786 | 1 | 7 | 83250000 | 77-08-06 | 94-10-01 | 4,638 | 3 | 0.00 | 94-10-12 | 5.00 | M | 50 | 8 | 1 |
| WILLIAMSON | BEIINICE | 216-70 8133 | 1 | 7 | 83250000 | 58-02-12 | 89-01-01 | 12,584 | 78 | 0.00 | 94-12-07 | 5.00 | F | 0 | 84 | 1 |
| WISE | AGNES | 212 54 0917 | 1 | 2 | 03250000 | 30 06 10 | 77 09 01 | 0 | 0 | 0.00 | 77 09 01 | 5.00 | F | 0 | 0 | 1 |
| VALLANDINGHAM | KATHLEEN | 213 80 2127 | 1 | 7 | 83250000 | 59-08-12 | 08-01-01 | 33,775 | 83 | 0.00 | 95-02-15 | 5.00 | F | 99 | 98 | 1 |
| YOUNG | KIMBERLY | 214-17-9985 | 1 | 7 | 83250000 | 74-11-30 | 94-09-01 | 14,248 | 10 | 0.00 | 94-09-14 | 5.00 | F | 0 | 12 | 1 |
| YOUNG | AGNES | 217-68-7727 | 1 | 7 | 83250000 | 42-08-09 | 95-05-01 | 15,184 | 181 | 0.00 | 94-12-07 | 5.00 | F | 0 | 170 | 1 |
| YOUNG | JACQUELI | 235-11-5640 | 1 | 7 | 83250000 | 01-01-98 | 95-05-01 | 2,801 | 1 | 0.00 | 95-05-24 | 5.00 | F | 24 | 0 | 1 |
| YOUNG | MARY | 214-52-3912 | 1 | 7 | 83250000 | 45-07-05 | 87-12-01 | 14,789 | 81 | 0.00 | 94-12-07 | 5.00 | F | 0 | 96 | 1 |
| YOUNG | AGNES | 217-78-1477 | 1 | 7 | 83250000 | 58-09-17 | 95-01-01 | 9,048 | 8 | 0.00 | 95-01-18 | 5.00 | F | 0 | 12 | 1 |
| YOUNG | BELINDA | 218-82-6412 | 1 | 7 | 83250000 | 59-07-31 | 94-09-01 | 11,228 | 6 | 0.00 | 94-09-14 | 5.00 | F | 88 | 12 | 1 |
| YOUNG | MARY | 215-64-8255 | 1 | 7 | 83250000 | 53-11-13 | 84-05-01 | 10,607 | 13 | 0.00 | 94-05-11 | 5.00 | F | 78 | 17 | 1 |
| YOUNG | MARY | 218-58-1281 | 1 | 2 | 83250000 | 31-10-31 | 77-09-01 | 16,840 | 300 | 0.00 | 94-12-07 | 7.00 | F | 0 | 0 | 1 |
| ZASTAWNEY | MELISSA | 188-68-3554 | 1 | 7 | 83250000 | 70-11-23 | 94-09-01 | 3,068 | 3 | 0.00 | 95-05-17 | 5.00 | F | 10 | 7 | 1 |
| YOUNG | SHARON | 213-76-2005 | 1 | 7 | 83250000 | 59-02-07 | 84-08-01 | 15,316 | 10 | 0.00 | 94-08-17 | 5.00 | F | 99 | 12 | 1 |
| YOUNG | LUCTORIC | 212-82-3935 | 1 | 7 | 83250000 | 75-03-19 | 94-02-01 | 12,426 | 10 | 0.00 | 94-02-02 | 5.00 | F | 84 | 22 | 1 |
| WOOD | MARY | 212-66-2725 | 1 | 7 | 83250000 | 54-10-04 | 84-08-01 | 8,270 | 9 | 0.00 | 94-08-31 | 5.00 | F | 78 | 12 | 1 |
| VAIES | KATINA | 579-94-4349 | 1 | 7 | 83250000 | 71-09-30 | 95-01-01 | 9,048 | 6 | 0.00 | 95-01-18 | 5.00 | F | 0 | 12 | 1 |
| WOODARD | ANN | 220-78-5379 | 1 | 7 | 83250000 | 71-04-04 | 83-03-01 | 12,851 | 1 | 0.00 | 94-08-17 | 5.00 | F | 94 | 0 | 1 |
| WYANT | DEBRA | 217-78-0588 | 1 | 7 | 83250000 | 01-01-98 | 85-06-01 | 6,136 | 0 | 0.00 | 95-06-21 | 5.00 | F | 20 | 1 | 1 |
| YOUNG | INGRID | 220-78-0859 | 1 | 7 | 83250000 | 71-01-02 | 85-02-01 | 9,048 | 4 | 0.00 | 95-02-15 | 5.00 | F | 0 | 10 | 1 |
| YOE | CATHRYN | 217-13-8856 | 1 | 7 | 83250000 | 72-08-19 | 95-03-01 | 10,868 | 4 | 0.00 | 95-03-29 | 5.00 | F | 95 | 9 | 1 |
| YOUNG | ANGELA | 214-92-2971 | 1 | 7 | 83250000 | 72-02-10 | 94-02-01 | 7,475 | 18 | 0.00 | 94-02-17 | 5.00 | F | 63 | 24 | 1 |
| YOUNG | CHEMYL | 220-78-3439 | 1 | 7 | 83250000 | 65-08-15 | 94-08-01 | 12,834 | 3 | 0.00 | 95-05-17 | 5.00 | F | 0 | 9 | 1 |
| YOUNG | DELORES | 212 62 2085 | 1 | 7 | 83250000 | 01-01-08 | 84-06-01 | 14,227 | 13 | 0.00 | 84-08-22 | 5.00 | F | 0 | 13 | 1 |
| VAN METER | TERRI | 215-96-5588 | 1 | 7 | 83250000 | 64-10-16 | 93-10-01 | 8,340 | 18 | 0.00 | 84-12-07 | 5.00 | F | 29 | 24 | 1 |
| TOOD | CHRISTOP | 217-76-4184 | 1 | 7 | 83250000 | 73-03-12 | 94-05-01 | 5,720 | 3 | 0.00 | 85-03-15 | 5.00 | M | 50 | 6 | 1 |
| SANTORA | PAMELA | 220-78-2952 | 1 | 7 | 83250000 | 72-07-18 | 84-05-01 | 6,912 | 0 | 0.00 | 85-05-18 | 5.00 | F | 53 | 0 | 1 |
| SOMERVILLE | SUZANNE | 212-98-1897 | 1 | 7 | 83250000 | 42-09-29 | 88-03-01 | 22,610 | 64 | 0.00 | 85-06-09 | 5.00 | F | 0 | 70 | 1 |
| SOMERVILLE | BERNADET | 171-28-7692 | 1 | 7 | 83250000 | 01-01-98 | 85-05-01 | 5,259 | 1 | 0.00 | 95-05-24 | 5.00 | F | 58 | 1 | 1 |
| SOLLARS | GEORGE | 255-29-5297 | 1 | 7 | 83250000 | 83-12-30 | 85-01-01 | 54,287 | 149 | 0.00 | 93-07-02 | 5.00 | M | 0 | 156 | 1 |
| SOMERVILLE | CHEMYL | 213-80-6480 | 1 | 7 | 83250000 | 61-11-09 | 88-11-01 | 6,334 | 5 | 0.00 | 95-01-18 | 5.00 | F | 70 | 11 | 1 |
| SOMERVILLE | TRACI | 224-31-5641 | 1 | 7 | 83250000 | 71-02-02 | 94-04-01 | 30,992 | 15 | 0.00 | 82-08-05 | 5.00 | F | 0 | 18 | 1 |
| SMITH | JENNIFER | 214-98-5415 | 1 | 7 | 83250000 | 77-05-06 | 95-06-01 | 0 | 0 | 0.00 | 94-05-11 | 5.00 | F | 0 | 0 | 1 |
| SPAK | CATHERIN | 219-78-0995 | 1 | 2 | 83250000 | 58-08-08 | 88-06-01 | 0 | 0 | 0.00 | 95-08-01 | 5.00 | F | 0 | 0 | 1 |
| SPALDING | BONNIE | 400-48-3858 | 1 | 7 | 83250000 | 37-04-19 | 88-06-01 | 5,248 | 59 | 0.00 | 77-09-01 | 5.00 | F | 0 | 0 | 1 |
| SMITH | DALE | 236-19-4814 | 1 | 7 | 83250000 | 87-01-23 | 95-01-01 | 4,791 | 2 | 0.00 | 83-07-21 | 5.00 | F | 30 | 61 | 1 |
| SMITH | JENNIFER | 214-98-5414 | 1 | 7 | 83250000 | 77-05-06 | 95-03-01 | 7,089 | 3 | 0.00 | 95-05-17 | 5.00 | M | 42 | 4 | 1 |
| STEPHENS | GENEUDSA | 039-50-7740 | 1 | 7 | 83250000 | 59-11-08 | 94-02-01 | 16,698 | 17 | 0.00 | 94-02-16 | 5.00 | F | 66 | 6 | 1 |
| LAWRENCE | LINDA | 215-68-8853 | 1 | 7 | 83250000 | 57-02-03 | 89-04-01 | 0 | 0 | 0.00 | 92-04-15 | 5.00 | F | 90 | 24 | 1 |
| SCHUCHART | MARY | 090-42-2585 | 1 | 2 | 83250000 | 50-03-15 | 77-09-01 | 12,270 | 0 | 0.00 | 92-04-15 | 5.00 | F | 89 | 0 | 1 |
| SCIAARRA | MARIE | 191-30-9539 | 1 | 7 | 83250000 | 38-01-14 | 88-05-01 | 5,878 | 0 | 0.00 | 92-04-01 | 5.00 | F | 0 | 0 | 1 |
| SHEARD | ANTHONY | 078-62-8648 | 1 | 7 | 83250000 | 63-08-03 | 95-05-01 | 2,432 | 1 | 0.00 | 95-05-10 | 5.00 | M | 27 | 2 | 1 |
| SEBINGO | DONNA | 215-82-3021 | 1 | 7 | 83250000 | 01-01-98 | 95-06-01 | 12,788 | 1 | 0.00 | 95-08-07 | 5.00 | F | 36 | 1 | 1 |
| SMITH | BAIRIANA | 200-00-9901 | 1 | 7 | 83250000 | 75-12-15 | 83-12-01 | 0,437 | 1 | 0.00 | 95-03-01 | 5.00 | F | 74 | 2 | 1 |
| SHORT | SILINLEY | 213-46-7186 | 1 | 7 | 83250000 | 45-03-11 | 83-12-01 | 14,542 | 117 | 0.00 | 94-02-02 | 5.00 | F | 74 | 132 | 1 |
| SIMMONS | AUDNEY | 215-32-7319 | 1 | 7 | 83250000 | 34-10-09 | 84-09-01 | 9,747 | 34 | 0.00 | 94-12-07 | 5.00 | F | 60 | 72 | 1 |
| STAGUS | THERESA | 285-72-9893 | 1 | 7 | 83250000 | 84-04-16 | 94-08-01 | 5,795 | 1 | 0.00 | 95-05-17 | 5.00 | F | 20 | 2 | 1 |
| STEVENSON | BARBARA | 415-82-8770 | 1 | 7 | 83250000 | 01-01-98 | 95-06-01 | 23,348 | 1 | 0.00 | 95-06-07 | 5.00 | F | 82 | 3 | 1 |
| TIPPETT | KAREN | 217-88-9148 | 1 | 7 | 83250000 | 73-04-24 | 90-09-01 | 12,547 | 48 | 0.00 | 94-12-07 | 5.00 | F | 99 | 60 | 1 |

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| LN | LN | FN | SS | ST | SYS | LOC | DOB | DOE | SAL | CR | BAL | STDT | PL | RT | SX | PCT | ELIG | COUNT |
|-------------|-----------|-------------|----|----|----------|----------|----------|--------|-----|-----------|----------|------|----|----|-----|-----|------|-------|
| THOMPSON | ERKA | 220-78-2205 | A | 7 | 83250000 | 71-05-27 | 94-02-01 | 15,558 | 16 | 0.00 | 94-02-02 | 5.00 | F | 0 | 21 | 1 | | |
| THOMAS | AGNES | 212-74-0085 | A | 7 | 83250000 | 53-07-03 | 77-09-01 | 15,184 | 289 | 0.00 | 94-12-07 | 5.00 | F | 0 | 291 | 1 | | |
| THOMPSON | VIRGINIA | 242-44-0560 | A | 2 | 83250000 | 31-10-21 | 77-09-01 | 27,708 | 357 | 24,409.47 | 94-12-07 | 7.00 | F | 0 | 0 | 1 | | |
| THOMPSON | SHARON | 220-62-8852 | A | 7 | 83250000 | 53-03-23 | 77-09-01 | 29,890 | 247 | 0.00 | 94-12-07 | 5.00 | F | 0 | 249 | 1 | | |
| THOMPSON | ELIZABET | 220-84-8980 | A | 7 | 83250000 | 84-02-22 | 84-04-01 | 13,348 | 0 | 0.00 | 95-05-16 | 5.00 | F | 0 | 0 | 1 | | |
| THOMAS | GNAGE | 213-84-5621 | AE | 7 | 83250000 | 75-06-07 | 95-03-01 | 5,649 | 1 | 0.00 | 95-03-15 | 5.00 | F | 0 | 1 | 1 | | |
| THORP | DENISE | 579-88-0621 | AE | 7 | 83250000 | 63-10-22 | 95-03-01 | 4,382 | 1 | 0.00 | 95-03-15 | 5.00 | F | 0 | 2 | 1 | | |
| THRUICKEY | ISABEL | 498-86-6879 | AE | 7 | 83250000 | 47-01-08 | 84-07-01 | 13,770 | 12 | 0.00 | 94-07-20 | 5.00 | F | 0 | 12 | 1 | | |
| THOMAS | MARY | 220-50-5633 | A | 2 | 83250000 | 39-09-21 | 77-09-01 | 17,722 | 352 | 18,444.75 | 94-12-07 | 7.00 | F | 0 | 0 | 1 | | |
| THOMAS | MARY | 215-86-5008 | AE | 7 | 83250000 | 78-09-07 | 85-03-01 | 10,298 | 2 | 0.00 | 95-03-15 | 5.00 | F | 0 | 5 | 1 | | |
| STEWART | FELICIA | 577-64-5628 | AE | 7 | 83250000 | 01-01-98 | 95-06-01 | 4,004 | 1 | 0.00 | 95-06-07 | 5.00 | F | 0 | 1 | 1 | | |
| SUMMERS | RUTH | 234-11-1805 | AE | 7 | 83250000 | 60-08-23 | 93-03-01 | 1,317 | 0 | 0.00 | 93-11-24 | 5.00 | F | 0 | 0 | 1 | | |
| STEWART | JAMIE | 577-11-2451 | I | 7 | 83250000 | 09-07-31 | 05-03-01 | 1,216 | 1 | 0.00 | 95-04-01 | 5.00 | F | 0 | 0 | 1 | | |
| STONE | YOLONDA | 220-86-1952 | I | 7 | 83250000 | 73-03-22 | 94-07-01 | 2,067 | 2 | 0.00 | 95-05-17 | 5.00 | F | 0 | 5 | 1 | | |
| TANGLAO | SHIELLY | 564-55-0103 | AE | 7 | 83250000 | 68-01-30 | 85-01-01 | 905 | 5 | 0.00 | 95-01-18 | 5.00 | F | 0 | 12 | 1 | | |
| SWALES | IMELDA | 215-70-8028 | AE | 7 | 83250000 | 58-05-17 | 95-01-01 | 905 | 3 | 0.00 | 95-05-10 | 5.00 | F | 0 | 7 | 1 | | |
| TAYLOR | ANN | 218-06-3384 | AE | 7 | 83250000 | 01-01-98 | 95-06-01 | 7,295 | 3 | 0.00 | 95-06-07 | 5.00 | F | 0 | 2 | 1 | | |
| TAYLOR | LAURIE | 215-82-2241 | I | 7 | 83250000 | 67-04-22 | 94-08-01 | 28,111 | 4 | 0.00 | 95-05-17 | 5.00 | F | 0 | 9 | 1 | | |
| TAYLOR | SALLY | 220-78-2199 | I | 7 | 83250000 | 42-04-23 | 86-12-01 | 13,632 | 93 | 0.00 | 94-12-07 | 5.00 | F | 0 | 105 | 1 | | |
| LAWRENCE | BARBARA | 217-42-1280 | A | 7 | 83250000 | 40-12-25 | 90-09-01 | 27,018 | 49 | 0.00 | 94-12-07 | 5.00 | F | 0 | 60 | 1 | | |
| KELLY | STACY | 285-68-3134 | AE | 7 | 83250000 | 01-01-98 | 95-08-01 | 1,728 | 1 | 0.00 | 95-06-07 | 5.00 | F | 0 | 1 | 1 | | |
| LAWRENCE | THERESA | 212-54-8615 | DR | 7 | 83250000 | 47-11-29 | 80-07-01 | 9,443 | 57 | 0.00 | 90-06-30 | 5.00 | F | 0 | 60 | 1 | | |
| BUSH JR | JOHN | 219-17-9298 | A | 7 | 83250000 | 74-03-17 | 94-11-01 | 6,714 | 5 | 0.00 | 94-11-23 | 5.00 | M | 0 | 12 | 1 | | |
| CAMPBELL | MILDRED | 216-80-2350 | A | 7 | 83250000 | 59-05-11 | 88-11-01 | 25,186 | 73 | 0.00 | 94-12-07 | 5.00 | F | 0 | 84 | 1 | | |
| CAMPBELL | BANBARA | 214-68-8450 | NE | 2 | 83250000 | 57-04-23 | 77-09-01 | 0 | 0 | 0.00 | 77-09-01 | 5.00 | F | 0 | 0 | 1 | | |
| BUTLER | JAMISON | 216-94-2982 | AE | 7 | 83250000 | 76-01-08 | 95-03-01 | 650 | 1 | 0.00 | 95-03-29 | 5.00 | F | 0 | 2 | 1 | | |
| BUTLER | SYLVIA | 219-98-5371 | A | 7 | 83250000 | 68-03-20 | 95-02-01 | 9,048 | 5 | 0.00 | 95-02-15 | 5.00 | F | 0 | 12 | 1 | | |
| BUTLER | MARY | 220-40-2610 | A | 7 | 83250000 | 42-11-28 | 77-09-01 | 15,228 | 240 | 0.00 | 94-12-07 | 5.00 | F | 0 | 240 | 1 | | |
| BUTLER | KELLIE | 017-48-1122 | AE | 7 | 83250000 | 01-01-98 | 85-08-01 | 9,048 | 1 | 0.00 | 94-12-07 | 5.00 | F | 0 | 2 | 1 | | |
| BUSSARD | JENNIFER | 215-17-3845 | A | 7 | 83250000 | 76-02-23 | 94-12-01 | 11,440 | 7 | 0.00 | 94-12-07 | 5.00 | F | 0 | 12 | 1 | | |
| BUSH | BETTY | 257-21-0834 | I | 7 | 83250000 | 69-07-22 | 82-03-01 | 2,238 | 22 | 0.00 | 95-03-29 | 5.00 | F | 0 | 34 | 1 | | |
| BUSH | JENNIFER | 214-15-5785 | I | 7 | 83250000 | 89-09-06 | 95-03-01 | 10,296 | 4 | 0.00 | 95-03-15 | 5.00 | F | 0 | 10 | 1 | | |
| CARROLL | KATHLEEN | 080-66-7247 | AE | 7 | 83250000 | 65-01-08 | 84-08-01 | 30,488 | 11 | 0.00 | 94-08-17 | 5.00 | F | 0 | 12 | 1 | | |
| BUSH | MELISSA | 216-74-8484 | A | 7 | 83250000 | 66-05-13 | 87-12-01 | 13,938 | 91 | 0.00 | 94-12-07 | 5.00 | F | 0 | 98 | 1 | | |
| BURNS | MARY | 218-30-4045 | A | 7 | 83250000 | 33-04-10 | 77-09-01 | 17,014 | 229 | 0.00 | 94-12-07 | 5.00 | F | 0 | 229 | 1 | | |
| BURNS | CHRISTIN | 145-42-2365 | DR | 7 | 83250000 | 52-06-18 | 84-02-01 | 18,469 | 65 | 0.00 | 94-08-30 | 5.00 | F | 0 | 72 | 1 | | |
| BURGH | JANIS | 215-62-0559 | A | 2 | 83250000 | 50-06-13 | 77-09-01 | 15,638 | 305 | 15,317.45 | 94-12-07 | 7.00 | F | 0 | 0 | 1 | | |
| BUCKLER | DAWN | 212-96-7848 | A | 7 | 83250000 | 64-07-27 | 90-08-01 | 15,000 | 36 | 0.00 | 94-12-07 | 5.00 | F | 0 | 36 | 1 | | |
| BUCK | BARBARA | 217-88-7863 | I | 7 | 83250000 | 63-12-12 | 89-12-01 | 11,981 | 0 | 0.00 | 94-08-17 | 5.00 | F | 0 | 0 | 1 | | |
| BROWN | MARIANNE | 230-15-4235 | I | 7 | 83250000 | 72-05-12 | 95-02-01 | 1,470 | 1 | 0.00 | 95-05-17 | 5.00 | F | 0 | 0 | 1 | | |
| CANTER | ELIZABET | 213-78-5864 | I | 7 | 83250000 | 58-09-25 | 88-05-01 | 10,521 | 74 | 0.00 | 94-07-06 | 5.00 | F | 0 | 78 | 1 | | |
| CANTER | CHERYL | 216-74-5803 | I | 7 | 83250000 | 60-04-30 | 93-05-01 | 5,475 | 19 | 0.00 | 94-12-21 | 5.00 | F | 0 | 27 | 1 | | |
| CANTEN | SIJAWN | 210-80-0465 | A | 7 | 83250000 | 74-08-24 | 92-10-01 | 11,310 | 27 | 0.00 | 95-02-15 | 5.00 | F | 0 | 36 | 1 | | |
| BOOKS | DOHIANE | 135-50-0530 | AE | 7 | 83250000 | 01-01-90 | 95-06-01 | 7,230 | 1 | 0.00 | 95-06-07 | 5.00 | F | 0 | 2 | 1 | | |
| COMSTOCK | JEAN | 217-70-9902 | I | 7 | 83250000 | 01-05-31 | 92-12-01 | 9,070 | 0 | 0.00 | 93-11-10 | 5.00 | F | 0 | 0 | 1 | | |
| DAVIS | FRANSCEES | 261-55-3393 | I | 7 | 83250000 | 73-08-02 | 95-05-01 | 25,917 | 2 | 0.00 | 95-06-01 | 5.00 | F | 0 | 4 | 1 | | |
| DALBENZIO | NICOLA | 060-46-1538 | I | 7 | 83250000 | 52-01-07 | 94-07-01 | 24,544 | 8 | 0.00 | 95-03-29 | 5.00 | F | 0 | 4 | 1 | | |
| CUTCHEMBER | LATISHA | 220-84-9841 | I | 7 | 83250000 | 73-05-10 | 91-05-01 | 2,787 | 0 | 0.00 | 93-03-17 | 5.00 | F | 0 | 12 | 1 | | |
| COURTIS | CAROLYN | 217-42-0698 | A | 7 | 83250000 | 40-02-25 | 77-09-01 | 9,048 | 8 | 0.00 | 93-03-17 | 5.00 | F | 0 | 0 | 1 | | |
| COURTNEY | MARY | 215-62-7532 | A | 2 | 83250000 | 52-09-21 | 77-09-01 | 19,157 | 170 | 19,326.92 | 94-12-07 | 7.00 | F | 0 | 179 | 1 | | |
| COMBIN | SEBASTIN | 245-13-7558 | AE | 7 | 83250000 | 72-01-24 | 84-09-01 | 11,440 | 8 | 0.00 | 94-09-14 | 5.00 | F | 0 | 0 | 1 | | |
| CONSTANTINE | JANVA | 459-53-5679 | AE | 7 | 83250000 | 01-01-98 | 95-05-01 | 2,288 | 2 | 0.00 | 95-05-10 | 5.00 | F | 0 | 3 | 1 | | |
| CHILDRESS | GAIL | 082-44-0688 | I | 7 | 83250000 | 52-02-07 | 84-08-01 | 8,008 | 7 | 0.00 | 95-05-17 | 5.00 | F | 0 | 12 | 1 | | |
| COLFLOWER | MAINGARET | 219-42-3183 | I | 7 | 83250000 | 44-05-01 | 87-07-01 | 36,192 | 68 | 0.00 | 94-12-07 | 5.00 | F | 0 | 96 | 1 | | |
| CARTER | CATHLEEN | 217-88-9222 | A | 7 | 83250000 | 71-09-26 | 95-03-01 | 9,081 | 3 | 0.00 | 95-04-01 | 5.00 | F | 0 | 9 | 1 | | |
| CHICK | KRISTINA | 264-31-8098 | I | 7 | 83250000 | 68-02-28 | 94-10-01 | 1,639 | 2 | 0.00 | 95-04-12 | 5.00 | F | 0 | 4 | 1 | | |
| CHASE | TWANDA | 212-86-1860 | A | 7 | 83250000 | 75-03-24 | 95-05-01 | 2,601 | 1 | 0.00 | 95-05-10 | 5.00 | F | 0 | 2 | 1 | | |
| CHASE | ANNETTE | 220-78-5132 | I | 7 | 83250000 | 63-05-16 | 84-09-01 | 2,603 | 3 | 0.00 | 95-05-17 | 5.00 | F | 0 | 22 | 1 | | |
| CASCINO | AGNES | 217-31-9539 | I | 7 | 83250000 | 60-03-29 | 92-01-01 | 7,228 | 0 | 0.00 | 93-10-27 | 5.00 | F | 0 | 6 | 1 | | |
| CARVER | CYNTHIA | 217-88-0894 | I | 7 | 83250000 | 58-01-16 | 94-02-01 | 748 | 14 | 0.00 | 95-03-29 | 5.00 | F | 0 | 0 | 1 | | |

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| LNAME | FNNAME | SSN | ST | SYS | LOCATION | DOB | DOE | SALARY | CRED BAL | STDT | PL | RATE | SX | PCT | ELIG | COUNT |
|-----------|----------|-------------|----|-----|----------|----------|----------|--------|----------|------|----------|------|----|-----|------|-------|
| CARTER | LISA | 212-06-2188 | A | 7 | 83250000 | 05-03-09 | 86-02-01 | 15,330 | 107 | 0.00 | 94-12-07 | 5.00 | F | 0 | 116 | 1 |
| CARTER | CLAUDIA | 215-31-8751 | AE | 7 | 83250000 | 54-05-26 | 95-01-01 | 3,450 | 3 | 0.00 | 95-01-18 | 5.00 | F | 38 | 8 | 1 |
| BROWN | CHRISTIN | 258-56-2642 | A | 7 | 83250000 | 35-07-21 | 91-06-01 | 10,827 | 33 | 0.00 | 94-12-07 | 5.00 | F | 71 | 50 | 1 |
| BOWMAN | DOROTHY | 217-60-6530 | A | 7 | 83250000 | 52-12-01 | 86-03-01 | 18,304 | 112 | 0.00 | 94-12-07 | 5.00 | F | 0 | 118 | 1 |
| BOYD | SHELIA | 249-11-1001 | A | 7 | 83250000 | 58-12-11 | 94-05-01 | 15,662 | 14 | 0.00 | 94-05-11 | 5.00 | F | 0 | 17 | 1 |
| DAVIS | CAROLYN | 093-42-7275 | A | 7 | 83250000 | 50-07-26 | 94-11-01 | 33,415 | 7 | 0.00 | 94-11-23 | 5.00 | F | 90 | 12 | 1 |
| ARNOLD | KATHRYN | 215-62-7414 | A | 7 | 83250000 | 65-01-09 | 83-06-01 | 5,858 | 116 | 0.00 | 94-12-07 | 5.00 | F | 40 | 146 | 1 |
| BARNES | THOMAS | 212-60-4919 | A | 7 | 83250000 | 55-11-24 | 88-01-01 | 36,005 | 54 | 0.00 | 94-12-07 | 5.00 | M | 0 | 60 | 1 |
| BARNES | SARAH | 218-06-4453 | AE | 7 | 83250000 | 01-01-98 | 95-06-01 | 9,048 | 1 | 0.00 | 95-06-07 | 5.00 | 9 | 0 | 2 | 1 |
| BARNES | AGNES | 213-56-1535 | A | 7 | 83250000 | 48-06-30 | 77-09-01 | 16,970 | 218 | 0.00 | 94-12-07 | 5.00 | F | 0 | 218 | 1 |
| BANNISTER | TOMIKA | 218-90-1093 | AE | 7 | 83250000 | 75-03-15 | 95-03-01 | 9,724 | 4 | 0.00 | 95-03-15 | 5.00 | F | 85 | 10 | 1 |
| BALL | UNSUULA | 219-90-1093 | AE | 7 | 83250000 | 72-06-18 | 95-02-01 | 9,048 | 5 | 0.00 | 95-02-15 | 5.00 | F | 0 | 12 | 1 |
| BAKER | ANNIE | 220-34-3153 | A | 7 | 83250000 | 35-11-21 | 92-02-01 | 0,013 | 30 | 0.00 | 95-02-15 | 5.00 | F | 76 | 36 | 1 |
| AVELLA | KATHLEEN | 146-44-5427 | I | 7 | 83250000 | 51-09-22 | 94-00-01 | 34,199 | 11 | 0.00 | 94-12-07 | 5.00 | F | 0 | 13 | 1 |
| ANDERSON | GERALDIN | 207-26-7160 | A | 7 | 83250000 | 34-06-02 | 86-01-01 | 31,450 | 101 | 0.00 | 94-12-07 | 5.00 | F | 0 | 108 | 1 |
| APPLEBY | DOROTHY | 229-80-3188 | A | 7 | 83250000 | 51-08-05 | 95-03-01 | 26,919 | 3 | 0.00 | 95-03-01 | 5.00 | F | 90 | 9 | 1 |
| BARNES | LEONA | 214-72-4484 | A | 7 | 83250000 | 60-01-14 | 90-02-01 | 10,024 | 52 | 0.00 | 94-12-07 | 5.00 | F | 76 | 72 | 1 |
| ANDERSON | SUSAN | 417-82-0018 | A | 7 | 83250000 | 59-12-04 | 95-03-01 | 20,937 | 3 | 0.00 | 95-04-01 | 5.00 | F | 70 | 7 | 1 |
| ALVEY | PENNY | 219-86-7567 | AE | 7 | 83250000 | 01-01-98 | 95-06-01 | 7,691 | 1 | 0.00 | 95-06-07 | 5.00 | 9 | 85 | 2 | 1 |
| ALLEN | JOHN | 214-86-1196 | A | 7 | 83250000 | 68-01-05 | 92-08-01 | 19,906 | 31 | 0.00 | 94-12-07 | 5.00 | M | 0 | 36 | 1 |
| ALLARD | DEBRA | 217-80-0777 | A | 7 | 83250000 | 54-01-15 | 93-03-01 | 25,203 | 7 | 0.00 | 94-10-12 | 5.00 | F | 70 | 12 | 1 |
| ALDERMAN | VONDA | 228-25-3896 | A | 7 | 83250000 | 70-06-06 | 93-03-01 | 23,296 | 0 | 0.00 | 95-05-24 | 5.00 | F | 70 | 0 | 1 |
| AKERS | BEVERLY | 579-50-9358 | A | 7 | 83250000 | 40-09-26 | 92-09-01 | 10,439 | 34 | 0.00 | 94-12-07 | 5.00 | F | 0 | 36 | 1 |
| ACHILLEIK | DEBORAH | 217-78-1066 | A | 7 | 83250000 | 60-04-09 | 80-10-01 | 21,112 | 57 | 0.00 | 94-12-07 | 5.00 | F | 70 | 84 | 1 |
| BARNES | LISA | 212-06-5949 | A | 7 | 83250000 | 69-05-05 | 94-06-01 | 10,439 | 9 | 0.00 | 94-08-17 | 5.00 | F | 91 | 12 | 1 |
| BARNES | MARGARET | 218-34-6897 | DR | 7 | 83250000 | 40-11-28 | 77-03-01 | 8,502 | 65 | 0.00 | 86-04-30 | 5.00 | F | 0 | 88 | 1 |
| BARNETT | ANNE | 555-86-3978 | I | 7 | 83250000 | 52-05-03 | 92-08-01 | 26,458 | 0 | 0.00 | 95-05-17 | 5.00 | F | 80 | 0 | 1 |
| BOWMAN | MARY | 220-94-2133 | A | 7 | 83250000 | 47-07-28 | 88-07-01 | 14,477 | 105 | 0.00 | 94-12-07 | 5.00 | F | 0 | 108 | 1 |
| BOSWELL | TRACY | 212-86-1788 | I | 7 | 83250000 | 74-03-06 | 94-02-01 | 4,147 | 10 | 0.00 | 94-12-07 | 5.00 | F | 36 | 23 | 1 |
| BOWMAN | MONICA | 220-88-5585 | A | 7 | 83250000 | 69-04-09 | 84-03-01 | 12,223 | 12 | 0.00 | 94-05-25 | 5.00 | F | 89 | 16 | 1 |
| BOWMAN | DONNA | 218-11-9804 | A | 7 | 83250000 | 71-12-12 | 93-03-01 | 3,526 | 26 | 0.00 | 95-08-21 | 5.00 | F | 30 | 34 | 1 |
| BOWLES | MARY | 215-40-7037 | I | 7 | 83250000 | 43-03-23 | 77-09-01 | 13,104 | 158 | 0.00 | 91-05-15 | 5.00 | F | 0 | 187 | 1 |
| BOWERS | JULIA | 215-70-8389 | A | 7 | 83250000 | 39-05-28 | 80-04-01 | 8,761 | 62 | 0.00 | 95-01-04 | 5.00 | F | 60 | 69 | 1 |
| BOURNE | VICKIE | 287-15-8468 | I | 7 | 83250000 | 53-06-18 | 94-10-01 | 1,585 | 5 | 0.00 | 95-01-28 | 5.00 | F | 10 | 12 | 1 |
| BOUNDS | PATRICIA | 479-38-3039 | A | 7 | 83250000 | 36-03-17 | 93-12-01 | 36,795 | 19 | 0.00 | 95-03-29 | 5.00 | F | 10 | 24 | 1 |
| BONDS | MARGARET | 236-56-4800 | I | 7 | 83250000 | 37-08-20 | 93-02-01 | 20,041 | 24 | 0.00 | 95-04-26 | 5.00 | F | 59 | 36 | 1 |
| BONDS | ANTHONY | 219-72-4577 | A | 7 | 83250000 | 57-08-22 | 94-12-01 | 3,388 | 2 | 0.00 | 94-12-21 | 5.00 | M | 30 | 5 | 1 |
| BEAN | REGINA | 218-80-7868 | A | 7 | 83250000 | 63-05-30 | 95-05-01 | 10,296 | 2 | 0.00 | 95-06-01 | 5.00 | F | 90 | 4 | 1 |
| BEAN | MARGARET | 212-62-0190 | A | 7 | 83250000 | 47-07-31 | 88-11-01 | 25,646 | 55 | 0.00 | 94-12-07 | 5.00 | F | 0 | 84 | 1 |
| BOND | DOROTHY | 215-56-8985 | A | 7 | 83250000 | 42-06-08 | 77-09-01 | 16,744 | 217 | 0.00 | 94-12-07 | 5.00 | F | 0 | 218 | 1 |
| BOND | ELIZABET | 214-82-6706 | A | 7 | 83250000 | 64-04-13 | 92-09-01 | 13,956 | 33 | 0.00 | 94-12-07 | 5.00 | F | 69 | 36 | 1 |
| BISCOE | PENNY | 217-90-5249 | AE | 7 | 83250000 | 01-01-98 | 95-06-01 | 1,979 | 33 | 0.00 | 95-06-07 | 5.00 | F | 22 | 1 | 1 |
| BENEFIELD | ALICE | 220-78-0582 | I | 7 | 83250000 | 63-08-02 | 84-01-01 | 4,339 | 60 | 0.00 | 95-01-04 | 5.00 | F | 35 | 91 | 1 |
| BELL | LISA | 187-04-3370 | I | 7 | 83250000 | 67-05-30 | 94-02-01 | 10,968 | 0 | 0.00 | 95-05-18 | 5.00 | F | 80 | 0 | 1 |
| BELANGER | PATRICIA | 220-74-4655 | A | 7 | 83250000 | 56-11-03 | 80-07-01 | 23,712 | 179 | 0.00 | 94-12-07 | 5.00 | F | 80 | 180 | 1 |
| BEAN | LAURA | 220-74-8554 | A | 7 | 83250000 | 57-01-16 | 95-03-01 | 38,002 | 4 | 0.00 | 95-03-29 | 5.00 | F | 0 | 9 | 1 |
| DAVIS | VALENTIE | 214-08-8194 | AE | 7 | 83250000 | 01-01-98 | 95-06-01 | 21,476 | 1 | 0.00 | 95-06-07 | 5.00 | F | 70 | 2 | 1 |
| DAVE | PATRICIA | 220-15-0093 | I | 7 | 83250000 | 73-12-05 | 84-08-01 | 4,648 | 7 | 0.00 | 95-05-17 | 5.00 | F | 41 | 12 | 1 |
| LASH | SHARON | 215-54-7579 | NE | 2 | 83250000 | 50-03-10 | 77-09-01 | 0 | 0 | 0.00 | 77-09-01 | 5.00 | F | 0 | 0 | 1 |
| LASH | CRYSTAL | 212-04-7403 | A | 7 | 83250000 | 68-02-12 | 93-03-01 | 1,317 | 3 | 0.00 | 94-12-07 | 5.00 | F | 97 | 34 | 1 |
| JACKSON | JOYCE | 151-66-1796 | I | 7 | 83250000 | 51-03-15 | 92-06-01 | 14,248 | 37 | 0.00 | 94-12-07 | 5.00 | F | 0 | 37 | 1 |
| ISMAIL | JEANNE | 219-25-6366 | A | 7 | 83250000 | 60-04-17 | 95-03-01 | 12,508 | 3 | 0.00 | 95-03-15 | 5.00 | F | 91 | 8 | 1 |
| HOPEWELL | CATHERIN | 218-76-2522 | AE | 7 | 83250000 | 50-02-06 | 92-06-01 | 12,696 | 37 | 0.00 | 94-12-07 | 5.00 | F | 0 | 37 | 1 |
| HOLT | BARBARA | 215-51-7206 | A | 7 | 83250000 | 61-01-03 | 84-12-01 | 27,997 | 127 | 0.00 | 94-12-07 | 5.00 | F | 0 | 132 | 1 |
| HOLT | LAURA | 219-86-8040 | A | 7 | 83250000 | 61-01-03 | 84-12-01 | 15,122 | 84 | 0.00 | 94-12-07 | 5.00 | F | 0 | 84 | 1 |
| HOLT | EVANGELI | 216-70-8654 | A | 7 | 83250000 | 53-11-10 | 88-07-01 | 2,319 | 2 | 0.00 | 95-03-29 | 5.00 | F | 25 | 3 | 1 |
| HOLLIS | KANEN | 212-19-7844 | A | 7 | 83250000 | 75-03-08 | 95-03-01 | 17,727 | 16 | 0.00 | 95-01-18 | 5.00 | F | 87 | 28 | 1 |
| HOLLIS | CAROL | 427-86-9931 | A | 7 | 83250000 | 44-05-12 | 93-05-01 | 17,727 | 16 | 0.00 | 94-12-07 | 5.00 | F | 0 | 94 | 1 |
| HOLT | SHEENA | 212-76-4599 | A | 7 | 83250000 | 57-12-29 | 88-04-01 | 17,722 | 87 | 0.00 | 94-12-07 | 5.00 | F | 0 | 94 | 1 |
| JOHNSON | JOSEPH | 215-78-5906 | AE | 7 | 83250000 | 60-03-17 | 95-03-01 | 9,974 | 2 | 0.00 | 95-03-15 | 5.00 | M | 70 | 4 | 1 |

| LNAME | FNAME | SSN | ST | SYS | LOCATION | DOB | DOE | SALARY | CHED BAL | STDT | PL | RATE | SX | PCT | ELIG | COUNT |
|------------|----------|-------------|----|-----|----------|----------|----------|--------|----------|------|----------|------|----|-----|------|-------|
| HINES | SUSAN | 513.84.8513 | A | 7 | 83250000 | 70-06-16 | 94-03-01 | 31,970 | 16 | 0.00 | 94-03-16 | 5.00 | F | 0 | 24 | 1 |
| HILL | SHERRY | 219.94.1861 | A | 7 | 83250000 | 77-10-12 | 94-12-01 | 11,440 | 8 | 0.00 | 94-12-07 | 5.00 | F | 0 | 12 | 1 |
| HIGGS | TIMOTHY | 220.78.3685 | A | 7 | 83250000 | 63-05-09 | 85-06-01 | 15,787 | 125 | 0.00 | 94-12-07 | 5.00 | M | 0 | 132 | 1 |
| HERBERT | SHIRLEY | 220.78.1329 | A | 7 | 83250000 | 63-03-11 | 94-04-01 | 10,071 | 14 | 0.00 | 94-04-13 | 5.00 | F | 0 | 20 | 1 |
| HERBERT | DEINICK | 218.86.4348 | A | 7 | 83250000 | 75-09-17 | 94-04-01 | 2,658 | 1 | 0.00 | 95-04-26 | 5.00 | M | 25 | 2 | 1 |
| HERBERT | TAMSEY | 215.76.4036 | A | 7 | 83250000 | 59-12-06 | 93-12-01 | 10,071 | 18 | 0.00 | 93-12-08 | 5.00 | F | 90 | 24 | 1 |
| HERBERT | GAHERIN | 220.62.7208 | A | 7 | 83250000 | 49-09-23 | 85-06-01 | 15,302 | 119 | 0.00 | 94-12-07 | 5.00 | F | 99 | 120 | 1 |
| JAGER | DEBORAH | 215.62.8987 | A | 7 | 83250000 | 54-12-27 | 91-05-01 | 13,682 | 0 | 0.00 | 93-06-09 | 5.00 | F | 59 | 0 | 1 |
| JOHNSON | TERRY | 214.06.5721 | A | 7 | 83250000 | 67-11-16 | 94-02-01 | 3,744 | 15 | 0.00 | 94-02-16 | 5.00 | F | 10 | 24 | 1 |
| JOHNSON | MARY | 220.62.6706 | NE | 2 | 83250000 | 54-02-14 | 77-09-01 | 0 | 0 | 0.00 | 77-09-01 | 5.00 | F | 0 | 0 | 1 |
| JOHNSON | MATILDA | 214.42.4252 | A | 7 | 83250000 | 41-05-04 | 77-09-01 | 18,928 | 290 | 0.00 | 84-12-07 | 5.00 | F | 0 | 290 | 1 |
| JOHNSON | ELIZABET | 215.02.0611 | A | 7 | 83250000 | 53-06-11 | 82-11-01 | 12,730 | 28 | 0.00 | 84-12-07 | 5.00 | F | 0 | 36 | 1 |
| JOHNSON | MATILDA | 215.02.0611 | A | 7 | 83250000 | 50-11-30 | 81-02-01 | 10,440 | 173 | 0.00 | 84-12-07 | 5.00 | M | 0 | 180 | 1 |
| JOHNSON | JAMES | 217.70.3410 | A | 7 | 83250000 | 72-06-09 | 95-03-01 | 7,937 | 3 | 0.00 | 95-03-15 | 5.00 | F | 69 | 7 | 1 |
| KUNIGTZ | LOUIE | 219.15.5840 | AE | 7 | 83250000 | 65-03-30 | 89-10-01 | 12,542 | 68 | 0.00 | 84-12-07 | 5.00 | F | 0 | 72 | 1 |
| KORANEK | COLLEEN | 215.02.2610 | A | 7 | 83250000 | 34-08-04 | 94-12-01 | 3,376 | 3 | 0.00 | 95-05-17 | 5.00 | F | 10 | 9 | 1 |
| KOLDEWYN | MARTHA | 528.44.0483 | AE | 7 | 83250000 | 74-07-03 | 95-02-01 | 9,048 | 5 | 0.00 | 95-02-15 | 5.00 | F | 0 | 12 | 1 |
| KNOTT | DEANNA | 219.02.4666 | A | 7 | 83250000 | 62-09-05 | 94-10-01 | 2,795 | 9 | 0.00 | 94-10-28 | 5.00 | F | 0 | 12 | 1 |
| KINDER | RHONDA | 217.90.8243 | A | 7 | 83250000 | 74-09-19 | 94-03-01 | 13,000 | 0 | 0.00 | 95-05-17 | 5.00 | F | 27 | 0 | 1 |
| KETCHAM | MARGARET | 219.92.7557 | A | 7 | 83250000 | 66-07-16 | 87-11-01 | 13,582 | 92 | 0.00 | 94-12-07 | 5.00 | M | 0 | 24 | 1 |
| KEATON | JOHN | 204.40.0250 | A | 7 | 83250000 | 48-08-29 | 93-10-01 | 31,200 | 21 | 0.00 | 94-12-07 | 5.00 | F | 0 | 24 | 1 |
| KECK | MICHELLE | 216.84.2396 | A | 7 | 83250000 | 54-08-18 | 95-03-01 | 8,328 | 4 | 0.00 | 95-03-01 | 5.00 | F | 70 | 11 | 1 |
| JOHNSON | ELIZABET | 544.70.1102 | A | 7 | 83250000 | 72-07-07 | 93-03-01 | 1,144 | 0 | 0.00 | 94-04-27 | 5.00 | F | 10 | 0 | 1 |
| KAISER | REBECCA | 218.58.1255 | I | 7 | 83250000 | 52-10-22 | 94-02-01 | 12,318 | 15 | 0.00 | 95-04-12 | 5.00 | F | 0 | 24 | 1 |
| JOY | PAISY | 212.88.2709 | I | 7 | 83250000 | 01-01-98 | 94-09-01 | 1,144 | 2 | 0.00 | 94-04-13 | 5.00 | F | 10 | 3 | 1 |
| JOY | BJIAN | 212.88.2709 | T | 7 | 83250000 | 01-01-98 | 91-10-01 | 1,306 | 0 | 0.00 | 84-12-07 | 5.00 | F | 10 | 0 | 1 |
| JORDAN | CHRISTIN | 220.74.7818 | I | 7 | 83250000 | 54-05-17 | 85-06-01 | 13,187 | 118 | 0.00 | 84-12-07 | 5.00 | F | 0 | 123 | 1 |
| JORDAN | BLANCHE | 217.64.8507 | A | 7 | 83250000 | 53-04-09 | 93-11-01 | 13,208 | 19 | 0.00 | 93-11-10 | 5.00 | F | 0 | 24 | 1 |
| JONES | PHYLLIS | 225.88.6847 | AE | 7 | 83250000 | 57-07-09 | 94-05-01 | 11,960 | 14 | 0.00 | 94-05-25 | 5.00 | F | 0 | 15 | 1 |
| JOHNSON | EUNICE | 215.70.2014 | A | 7 | 83250000 | 59-09-14 | 93-01-01 | 15,288 | 30 | 0.00 | 85-05-17 | 5.00 | F | 0 | 15 | 1 |
| HERBERT | CHERYL | 220.74.2146 | A | 7 | 83250000 | 64-11-27 | 93-10-01 | 3,917 | 13 | 0.00 | 85-05-10 | 5.00 | F | 0 | 36 | 1 |
| HEBB | SONJA | 216.92.2734 | I | 7 | 83250000 | 37-12-14 | 94-10-01 | 11,315 | 9 | 0.00 | 85-05-10 | 5.00 | F | 35 | 21 | 1 |
| HEBB SR | FRANCIS | 215.36.5509 | A | 7 | 83250000 | 42-11-27 | 72-12-01 | 14,789 | 155 | 0.00 | 83-04-28 | 5.00 | M | 0 | 112 | 1 |
| DENNISON | ETHEL | 370.44.6558 | A | 7 | 83250000 | 44-09-24 | 77-09-01 | 0 | 0 | 0.00 | 77-09-01 | 5.00 | F | 0 | 169 | 1 |
| EICHENBERG | BONNIE | 174.34.0320 | NE | 2 | 83250000 | 68-01-26 | 88-02-01 | 12,591 | 79 | 0.00 | 94-12-07 | 5.00 | F | 0 | 96 | 1 |
| FORBES | SHARON | 212.99.6133 | A | 7 | 83250000 | 42-11-14 | 80-05-01 | 29,328 | 0 | 0.00 | 84-02-16 | 5.00 | F | 0 | 0 | 1 |
| FINO | JOYCE | 524.54.8918 | I | 7 | 83250000 | 58-12-20 | 84-10-01 | 7,796 | 3 | 0.00 | 85-05-17 | 5.00 | F | 0 | 5 | 1 |
| FENWICK | BRENDA | 217.74.4873 | I | 7 | 83250000 | 37-07-19 | 88-12-01 | 15,587 | 48 | 0.00 | 92-12-09 | 5.00 | F | 64 | 80 | 1 |
| FENMELL | MARTHA | 535.34.5931 | I | 7 | 83250000 | 50-03-10 | 80-07-01 | 15,288 | 66 | 0.00 | 81-02-26 | 5.00 | F | 0 | 72 | 1 |
| FEDDERS | SHARON | 215.54.7579 | DR | 7 | 83250000 | 59-12-11 | 91-05-01 | 14,768 | 40 | 0.00 | 85-05-24 | 5.00 | F | 50 | 52 | 1 |
| FAW | COLLEEN | 103.58.4484 | I | 7 | 83250000 | 51-02-15 | 88-02-01 | 14,290 | 89 | 0.00 | 94-12-07 | 5.00 | F | 0 | 96 | 1 |
| ENGLISH | CHRISTIN | 577.70.0829 | I | 7 | 83250000 | 69-08-02 | 95-04-01 | 10,010 | 2 | 0.00 | 85-05-24 | 5.00 | M | 0 | 5 | 1 |
| DYSON | COREY | 220.78.3391 | I | 7 | 83250000 | 58-02-25 | 89-11-01 | 18,868 | 88 | 0.00 | 94-12-07 | 5.00 | F | 0 | 72 | 1 |
| FURBEE | DEBORAH | 212.66.6684 | A | 7 | 83250000 | 54-07-01 | 94-02-01 | 11,310 | 17 | 0.00 | 94-02-02 | 5.00 | F | 0 | 24 | 1 |
| DOWNES | WILLIAM | 171.46.3406 | A | 7 | 83250000 | 70-10-20 | 84-10-01 | 4,638 | 4 | 0.00 | 94-10-12 | 5.00 | M | 50 | 10 | 1 |
| DONTSCH | NEFECCA | 219.94.3613 | AE | 7 | 83250000 | 47-04-30 | 95-01-01 | 35,272 | 5 | 0.00 | 85-01-18 | 5.00 | F | 95 | 12 | 1 |
| DONOVAN | HELEN | 549.99.3542 | A | 7 | 83250000 | 63-01-28 | 88-02-01 | 23,254 | 0 | 0.00 | 82-08-02 | 5.00 | F | 0 | 0 | 1 |
| DONALDSON | ADRIENNE | 187.38.6241 | A | 7 | 83250000 | 45-09-08 | 94-02-01 | 44,304 | 17 | 0.00 | 84-02-16 | 5.00 | F | 0 | 24 | 1 |
| DICUS | PATRICIA | 220.74.4655 | NE | 2 | 83250000 | 56-11-03 | 77-02-01 | 0 | 0 | 0.00 | 77-09-01 | 5.00 | F | 0 | 0 | 1 |
| DICKERSON | SHEILA | 578.70.6280 | AE | 7 | 83250000 | 53-05-30 | 88-09-01 | 5,691 | 15 | 0.00 | 84-02-16 | 5.00 | F | 90 | 23 | 1 |
| DEINCKOTE | HANNY | 215.96.7582 | I | 7 | 83250000 | 87-05-01 | 88-09-01 | 12,318 | 0 | 0.00 | 94-02-16 | 5.00 | M | 40 | 0 | 1 |
| FURBEE | BOBBYD | 209.56.1594 | A | 7 | 83250000 | 76-09-20 | 93-11-01 | 13,686 | 16 | 0.00 | 84-07-20 | 5.00 | F | 0 | 23 | 1 |
| GATTON | MARY | 216.40.6319 | A | 2 | 83250000 | 43-04-03 | 77-09-01 | 19,490 | 249 | 0.00 | 93-11-10 | 5.00 | F | 0 | 0 | 1 |
| GATTON | SUSAN | 219.21.0910 | I | 7 | 83250000 | 76-06-11 | 94-09-01 | 5,720 | 2 | 0.00 | 95-05-17 | 5.00 | F | 0 | 0 | 1 |
| HEBB | SHARON | 216.98.4467 | I | 7 | 83250000 | 59-12-10 | 84-11-01 | 8,135 | 4 | 0.00 | 94-11-23 | 5.00 | F | 58 | 9 | 1 |
| GUY | KAHILEEN | 225.88.9521 | I | 7 | 83250000 | 54-12-07 | 94-06-01 | 51,002 | 7 | 0.00 | 95-05-17 | 5.00 | F | 0 | 15 | 1 |
| HEBB | MARY | 217.36.7078 | A | 7 | 83250000 | 39-10-28 | 87-09-01 | 14,914 | 94 | 0.00 | 84-12-07 | 5.00 | F | 0 | 96 | 1 |
| HAYDEN | AKONKA | 220.02.6391 | I | 7 | 83250000 | 71-03-15 | 94-06-01 | 9,294 | 12 | 0.00 | 95-05-10 | 5.00 | F | 30 | 14 | 1 |
| HAWKINS | VOILA | 219.04.7545 | I | 7 | 83250000 | 68-03-09 | 92-08-01 | 2,288 | 0 | 0.00 | 84-12-21 | 5.00 | F | 20 | 0 | 1 |
| HARRIS | IDA | 577.56.9508 | DR | 7 | 83250000 | 39-10-16 | 82-06-01 | 10,421 | 62 | 0.00 | 93-06-30 | 5.00 | F | 0 | 74 | 1 |

| LNAME | FNAME | SSN | ST | SYS | LOCATION | DOB | DOE | SALARY | CHRD BAL | STDT | PL | RATE | SX | PCT | ELIG | COUNT |
|--------------|----------|-------------|----|-----|----------|----------|----------|--------|----------|------|----------|------|----|-----|------|-------|
| HARDISON | DENETRA | 460-23-2282 | A | 7 | 83250000 | 68-03-05 | 95-05-01 | 12,508 | 2 | 0.00 | 95-06-01 | 5.00 | F | 91 | 4 | 1 |
| HAMMETT | MICHAEL | 214-48-9243 | NE | 2 | 83250000 | 28-09-27 | 77-09-01 | 0 | 0 | 0.00 | 77-09-01 | 5.00 | M | 0 | 0 | 1 |
| GWILT | HEIDIE | 021-62-6069 | A | 7 | 83250000 | 69-05-15 | 94-02-01 | 15,392 | 17 | 0.00 | 94-02-02 | 5.00 | F | 0 | 24 | 1 |
| GRIMES | BEVERLY | 218-84-1742 | A | 7 | 83250000 | 63-04-10 | 94-10-01 | 5,267 | 2 | 0.00 | 95-05-17 | 5.00 | F | 40 | 3 | 1 |
| GUY | LOIS | 212-86-5577 | A | 7 | 83250000 | 54-02-13 | 81-06-01 | 15,371 | 184 | 0.00 | 94-12-07 | 5.00 | F | 0 | 171 | 1 |
| GIBSON | KIMBERLY | 214-82-0169 | A | 7 | 83250000 | 61-01-29 | 95-02-01 | 9,048 | 5 | 0.00 | 95-02-15 | 5.00 | F | 0 | 12 | 1 |
| GREEN | TERESSA | 247-08-1402 | NE | 2 | 83250000 | 55-03-08 | 77-09-01 | 0 | 0 | 0.00 | 77-09-01 | 5.00 | F | 0 | 0 | 1 |
| GRAY | TRACY | 218-08-3207 | A | 7 | 83250000 | 70-07-15 | 89-08-01 | 18,200 | 63 | 0.00 | 95-05-10 | 5.00 | F | 0 | 73 | 1 |
| GOODWIN | MDA | 216-70-9188 | A | 7 | 83250000 | 55-07-05 | 94-06-01 | 8,224 | 6 | 0.00 | 94-06-22 | 5.00 | F | 60 | 13 | 1 |
| GOLDSBOROUGH | TAMMY | 216-88-6540 | A | 7 | 83250000 | 74-11-15 | 94-06-01 | 7,469 | 9 | 0.00 | 94-08-17 | 5.00 | F | 70 | 12 | 1 |
| GOLDRING | CHERYL | 579-88-8097 | AE | 7 | 83250000 | 69-10-01 | 94-09-01 | 9,939 | 8 | 0.00 | 94-09-14 | 5.00 | F | 87 | 12 | 1 |
| GLENN | MANN | 215-02-8356 | A | 7 | 83250000 | 53-04-28 | 94-07-01 | 8,470 | 2 | 0.00 | 95-05-17 | 5.00 | F | 79 | 4 | 1 |
| GILL | KAITEN | 219-90-1145 | AE | 7 | 03250000 | 09-01-20 | 05-01-01 | 7,000 | 3 | 0.00 | 95-01-18 | 5.00 | F | 60 | 7 | 1 |
| ZIVANOWSKI | ANGELA | 210-40-7015 | A | 7 | 83250000 | 47-03-10 | 00-09-01 | 12,013 | 58 | 0.00 | 04-12-07 | 5.00 | F | 0 | 00 | 1 |
| Total | | | | | | | | | | | | | | | | |
| 333 | | | | | | | | | | | | | | | | |

GRAND TOTAL: 364

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ICMA RETIREMENT CORPORATION

PROTOTYPE MONEY PURCHASE
PLAN & TRUST
EMPLOYER RETAIN BOOKLET

RC
PERFORMANCE
PLAN

001-94

ICMA Retirement Corporation
Prototype Money Purchase
Plan & Trust
Adoption Agreement

9395

ICMA RETIREMENT CORPORATION
 PROTOTYPE MONEY PURCHASE PLAN & TRUST
 ADOPTION AGREEMENT
 #001

Account Number 109395

The Employer hereby establishes a Money Purchase Plan and Trust to be known as ST. MARY'S NURSING CENTER MONEY PURCHASE PENSION PLAN

(the "Plan") in the form of the ICMA Retirement Corporation Prototype Money Purchase Plan and Trust.

This Plan is an amendment and restatement of an existing defined contribution money purchase plan.

Yes No

If yes, please specify the name of the defined contribution money purchase plan which this Plan hereby amends and restates:

I. Employer: ST. MARY'S NURSING CENTER

II. Prototype Sponsor:

Name: ICMA Retirement Corporation

Address: 777 N. Capitol Street, N.E.
 Washington, D.C. 20002-4240

Telephone Number: (202) 962-4600

III. The Effective Date of the Plan shall be the first day of the Plan Year during which the Employer adopts the Plan, unless an alternate Effective Date is hereby specified: 07/01/95

IV. Plan Year will mean:

- The twelve (12) consecutive month period which coincides with the limitation year. (See Section 6.05(i) of the Plan.)
- The twelve (12) consecutive month period commencing on 07/01 and each anniversary thereof.

V. Normal Retirement Age shall be age 62.0 (not to exceed age 65).

VI. ELIGIBILITY REQUIREMENTS:

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1. The following group or groups of Employees are eligible to participate in the Plan:

- All Employees
- All Full-Time Employees
- Salaried Employees
- Non-union Employees
- Management Employees
- Public Safety Employees
- General Employees
- Other (specify below)

ALL EE'S HIRED BEFORE 7/1/95 WHO ARE NOT PARTICIPANTS IN THE MARYLAND STATE RETIREMENT OR PENSION SYSTEMS AND ALL FULL-TIME (REGULARLY SCHEDULED TO WORK 40 OR MORE HOURS PER WEEK) EE'S FIRST HIRED ON OR AFTER 7/1/95.

The group specified must correspond to a group of the same designation that is defined in the statutes, ordinances, rules, regulations, personal manuals or other material in effect in the state or locality of the Employer.

2. The Employer hereby waives or reduces the requirement of a twelve (12) month Period of Service for participation. The required Period of Service shall be N/A FOR EE'S HIRED BEFORE 7/1/95 AND 12 MONTHS FOR EE'S HIRED ON OR AFTER SUCH DATE. (write N/A if an Employee is eligible to participate upon employment).

If this waiver or reduction is elected, it shall apply to all Employees within the Covered Employment Classification.

3. A minimum age requirement is hereby specified for eligibility to participate. The minimum age requirement is N/A (not to exceed age 21. Write N/A if no minimum age is declared.)

VII. CONTRIBUTION PROVISIONS

1. The Employer shall contribute as follows (choose one, if applicable):

- Fixed Employer Contributions With or Without Mandatory Participant Contributions.

The Employer shall contribute on behalf of each Participant 5.00 % of Earnings or \$ 0 for the Plan Year (subject to the limitations of Article VI of the Plan). Each Participant is required to contribute 0.00 % of Earnings or \$ 0 for the Plan Year as a condition of participation in the Plan. (Write "0" if no contribution is required.) If Participant Contributions are required under this option, a

Participant shall not have the right to discontinue or vary the rate of such contributions after becoming a Plan Participant.

The Employer hereby elects to "pick up" the Mandatory/Required Participant Contribution.

Yes No

[Note to Employer: Neither an opinion letter issued by the Internal Revenue Service with respect to the Prototype Plan, nor a determination letter issued to an adopting Employer is a ruling by the Internal Revenue Service that Participant contributions that are picked up by the Employer are not includable in the Participant's gross income for federal income tax purposes. The Employer may seek such a ruling.

Picked up contributions are excludable from the Participant's gross income under section 414(h)(2) of the Internal Revenue Code of 1986 only if they meet the requirements of Rev. Rul. 81-35, 1981-1 C.B. 255. Those requirements are (1) that the Employer must specify that the contributions, although designated as employee contributions, are being paid by the Employer in lieu of contributions by the employee; and (2) the employee must not have the option of receiving the contributed amounts directly instead of having them paid by the Employer to the plan.]

Fixed Employer Match of Participant Contributions.

The Employer shall contribute on behalf of each Participant ___% of Earnings for the Plan Year (subject to the limitations of Articles V and VI of the Plan) for each Plan Year that such Participant has contributed ___% of Earnings or \$____. Under this option, there is a single, fixed rate of Employer contributions, but a Participant may decline to make the required Participant contributions in any Plan Year, in which case no Employer contribution will be made on the Participant's behalf in that Plan Year.

Variable Employer Match of Participant Contributions.

The Employer shall contribute on behalf of each Participant an amount determined as follows (subject to the limitations of Articles V and VI of the Plan):

___% of the Participant contributions made by the Participant for the Plan Year (not including Participant contributions exceeding ___ of Earnings or \$ ___);

PLUS ___% of the contributions made by the Participant for the Plan Year in excess of those included in the above paragraph (but not including Participant contributions exceeding in the aggregate ___% of Earnings or \$ ___).

Employer Contributions on behalf of a Participant for a Plan Year shall not exceed \$ ___ or ___% of Earnings, whichever is more or less.

2. Each Participant may make voluntary (unmatched), after-tax contribution, subject to the limitations of Section 4.05 and Articles V and VI of the Plan.
 Yes No

3. Employer contributions and Participant contributions shall be contributed to the Trust in accordance with the following payment schedule:
ANNUALLY OR MORE FREQUENTLY, AS DETERMINED BY EMPLOYER

VIII. EARNINGS

Earnings, as defined under Section 2.09 of the Plan, shall include:

- (a) Overtime Yes No
 (b) Bonuses Yes No

IX. LIMITATION ON ALLOCATIONS

If the Employer (i) maintains or ever maintained another qualified plan in which any Participant in this Plan is (or was) a participant or could possibly become a participant, and/or (ii) maintains a welfare benefit fund (as defined in section 419(e) of the Code) or an individual medical account (as defined in section 415(1)(2) of the Code, under which amounts are treated as Annual Additions with respect to any Participant in this Plan) the Employer hereby agrees to limit contributions to all such plans as provided herein, if necessary in order to avoid excess contributions (as described in Sections 6.03 and 6.04 of the Plan).

1. If the Participant is covered under another qualified defined contribution plan maintained by the Employer, other than a Regional Prototype Plan, the provisions of Section 6.02(a) through (f) of the Plan will apply as if the other plan were a Master Prototype Plan, unless another method has been indicated below.

- Other Method. (Provide the method under which the plans will limit total Annual Additions to the Maximum Permissible Amount, and will properly reduce any excess amounts, in a manner that precludes Employer discretion.)
-
-

2. If the Participant is or has ever been a participant in a defined benefit plan maintained by the Employer, and if the limitation in Section 6.04 of the Plan would be exceeded, then the Participant's Projected Annual Benefit under the defined benefit plan shall be reduced in accordance with the terms thereof to the extent necessary to satisfy such limitation. If such plan does not provide for such reduction, or if the limitation is still exceeded after the reduction, annual additions shall be reduced to the extent necessary in the manner described in Sections 6.01 through 6.03. The methods of avoiding the limitation described in this paragraph will not apply if the Employer indicates another method below.

Other Method. (Note to Employer: Provide below language which will satisfy the 1.0 limitation of section 415(e) of the Code. Such language must preclude Employer discretion. See section 1.415-1 of the Regulations for guidance.)

3. The limitation year is the following 12-consecutive month period: 7/1 - 6/30

X. VESTING PROVISIONS

The Employer hereby specifies the following vesting schedule, subject to (1) the minimum vesting requirements as noted and (2) the concurrence of the Plan Administrator.

| Years of Service Completed | Specified Percent Vesting | Minimum Vesting Requirements** |
|----------------------------|---------------------------|--------------------------------|
| Zero | <u>0</u> % | No minimum |
| One | <u>0</u> % | No minimum |
| Two | <u>0</u> % | No minimum |
| Three | <u>100</u> % | Not less than 20% |
| Four | <u>100</u> % | Not less than 40% |
| Five | <u>100</u> % | Not less than 60% |
| Six | <u>100</u> % | Not less than 80% |
| Seven, or more | <u>100</u> % | Must equal 100% |

(**These minimum vesting requirements conform to the Code's three to seven year vesting schedule. If the employee becomes 100% vested by the completion of five years of service, there is no minimum for years three and four.)

XI. Loans are permitted under the Plan, as provided in Article XIV:

Yes No

XII. The Employer hereby attests that it is a unit of state or local government or an agency or instrumentality of one or more units of state or local government.

XIII. The Prototype Sponsor hereby agrees to inform the Employer of any amendments to the Plan made pursuant to Section 15.05 of the Plan or of the discontinuance or abandonment of the Plan.

XIV. The Employer hereby appoints the Prototype Sponsor as the Plan Administrator pursuant to the terms and conditions of the ICMA RETIREMENT CORPORATION PROTOTYPE MONEY PURCHASE PLAN & TRUST.

The Employer hereby agrees to the provisions of the Plan and Trust.

XV. The Employer hereby acknowledges it understands that failure to properly fill out this Adoption Agreement may result in disqualification of the Plan.

XVI. An adopting Employer may not rely on a notification letter issued by the National or District Office of the Internal Revenue Service as evidence that the Plan is qualified under section 401 of the Internal Revenue Code. In order to obtain reliance with respect to plan qualification, the Employer must apply to the appropriate key district office for a determination letter.

This Adoption Agreement may be used only in conjunction with basic Plan document number 001.

In Witness Whereof, the Employer hereby causes this Agreement to be executed on this 23 day of June, 1995.

EMPLOYER

Accepted: ICMA RETIREMENT CORPORATION

By: [Signature]

By: Stephen W. Neelitt

Title: Administrator

Title: Corporate Secretary

Attest: [Signature]

Attest: A. E. Dunston

PROTOTYPE MONEY PURCHASE
PLAN & TRUST
BASIC DOCUMENT 001

*Prepared by
ICMA following
1-1-94*

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Prototype Money Purchase Plan & Trust Basic Document 001

I. PURPOSE

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The Employer hereby adopts this Plan and Trust to provide funds for its Employees' retirement, and to provide funds for their Beneficiaries in the event of death. The benefits provided in this Plan shall be paid from the Trust. The Plan and the Trust forming a part hereof are adopted and shall be maintained for the exclusive benefit of eligible Employees and their Beneficiaries. Except as provided in Sections 4.09 and 15.03, no part of the corpus or income of the Trust shall revert to the Employer or be used for or diverted to purposes other than the exclusive benefit of Participants and their Beneficiaries.

II. DEFINITIONS

- 2.01 Account. A separate record which shall be established and maintained under the Trust for each Participant, and which shall include all Participant subaccounts created pursuant to Article IV, plus any Participant Loan Account created pursuant to Section 14.03. Each subaccount created pursuant to Article IV shall include any earnings of the Trust and adjustments for withdrawals, and realized and unrealized gains and losses allocable thereto. The term "Account" may also refer to any of such separate subaccounts.
- 2.02 Accounting Date. The last business day of each calendar month that the New York Stock Exchange is open for trading, and such other dates as may be determined by the Plan Administrator, as provided in Section 7.06 for valuing the Trust's assets.
- 2.03 Adoption Agreement. The separate agreement executed by the Employer and the Prototype Sponsor through which the Employer adopts the Plan and elects among the various alternatives provided thereunder, and which upon execution, becomes an integral part of the Plan.
- 2.04 Beneficiary. The person or persons designated by the Participant who, subject to the requirements of Article XIII, shall receive any benefits payable hereunder in the event of the Participant's death. The designation of such Beneficiary shall be in writing to the Plan Administrator. A Participant may designate primary and contingent Beneficiaries. Where no designated Beneficiary survives the Participant, the Participant's Beneficiary shall be his/her surviving spouse or, if none, his/her estate.
- 2.05 Break in Service. A Period of Severance of at least twelve (12) consecutive months.

In the case of an individual who is absent from work for maternity or paternity reasons, the twelve (12) consecutive month period beginning on the first anniversary of the first date of such absence shall not constitute a Break in Service. For purposes of this paragraph, an absence from work for maternity or paternity reasons means an absence (1) by reason of the pregnancy of the individual, (2) by reason of the birth of a child of the individual, (3) by reason of the placement of a child with the individual in connection with the adoption of such child by such individual, or (4) for purposes of caring for such child for a period beginning immediately following such birth or placement.

- 2.06 Code. The Internal Revenue Code of 1986, as amended from time to time.
- 2.07 Covered Employment Classification. The group or groups of Employees eligible to make and/or have contributions to this Plan made on their behalf, as specified by the Employer in the Adoption Agreement.
- 2.08 Disability. A physical or mental impairment which is of such permanence and degree that a Participant is unable because of such impairment to perform any substantial gainful activity for which he/she is suited by virtue of his/her experience, training, or education and that has lasted, or can be expected to last, for a continuous period of not less than twelve (12) months, or can be expected to result in death. The permanence and degree of such impairment shall be supported by medical evidence.
- 2.09 Earnings.
- (a) General Rule. Earnings, which form the basis for computing Employer Contributions, are all of each Participant's W-2 earnings which are actually paid to the Participant during the Plan Year, plus any contributions made pursuant to a salary reduction agreement which are not includible in the gross income of the Employee under section 125, 402(e)(3), 402(h)(1)(B), 403(b), 414(h)(2), or 457(b) of the Code. Unless the Employer elects otherwise in the Adoption Agreement, Earnings shall exclude overtime compensation and bonuses. Earnings, in the case of a self-employed individual, shall mean earned income.
- (b) Limitation on Earnings. Notwithstanding the foregoing, effective as of the first Plan Year beginning on or after January 1, 1989, and before January 1, 1994, the annual Earnings of each Participant taken into account for determining all benefits provided under the Plan for any Plan Year shall not exceed \$200,000. This limitation shall be adjusted by the Secretary of the Treasury at the same time and in the same manner as under section 415(d) of the Code, except that the dollar increase in effect on January 1 of any calendar year is effective for years beginning in such calendar year and the first adjustment to the \$200,000 limitation is effective on January 1, 1990.

For Plan Years beginning on or after January 1, 1994, the annual Earnings of each Participant taken into account for determining all benefits provided under the Plan for any Plan Year shall not exceed \$150,000, as adjusted for increases in the cost-of-living in accordance with section 401(a)(17)(B) of the Code. The cost-of-living adjustment in effect for a calendar year applies to any determination period beginning in such calendar year.

If a determination period consists of fewer than twelve (12) months, the annual Earnings limit is an amount equal to the otherwise applicable annual Earnings limit multiplied by a fraction, the numerator of which is the number of months in the short determination period, and the denominator of which is twelve (12).

In determining the Earnings of a Participant for purposes of this limitation, the rules of section 414(q)(6) of the Code shall apply, except in applying such rules, the term "family" shall include only the spouse of the Participant and any lineal descendants of the Participant who have not attained age nineteen (19) before the close of the year. If, as a result of the application of such rules the adjusted annual Earnings limitation is exceeded, then the limitation shall be prorated among the affected individuals in proportion to each such individual's Earnings as determined under this Section prior to the application of this limitation.

If Earnings for any prior determination period are taken into account in determining a Participant's allocations for the current Plan Year, the Earnings for such prior determination period are subject to the applicable annual Earnings limit in effect for that prior year. For this purpose, for years beginning on or after January 1, 1989, the applicable annual Earnings limit is \$200,000. In addition, in determining allocations in Plan Years beginning on or after January 1, 1994, the annual Earnings limit in effect for determination periods beginning before that date is \$150,000.

- (c) **Limitations for Governmental Plans.** In the case of an eligible participant in a governmental plan (within the meaning of section 414(d) of the Code), the dollar limitation shall not apply to the extent the Earnings which are allowed to be taken into account under the Plan would be reduced below the amount which was allowed to be taken into account under the Plan as in effect on July 1, 1993. For purposes of this Section, an eligible participant is an individual who first became a Participant in the Plan during a Plan Year beginning before the first Plan Year beginning after December 31, 1993.

- 2.10 **Effective Date.** The first day of the Plan Year during which the Employer adopts the Plan, unless the Employer elects in the Adoption Agreement an alternate date as the Effective Date of the Plan.
- 2.11 **Employee.** Any individual who performs services for the Employer or for any other employer required to be aggregated with the Employer under sections 414(b), (c), (m) or (o) of the Code. Notwithstanding the foregoing, however, no individual who is a "self-employed individual" within the meaning of section 401(c)(1)(B) of the Code, or an "owner-employee" within the meaning of section 401(c)(3) of the Code shall be an Employee hereunder. A leased employee shall be an Employee in accordance with the provisions of Section 17.12.
- 2.12 **Employer.** The unit of state or local government or an agency or instrumentality of one (1) or more states or local governments that executes the Adoption Agreement.
- 2.13 **Highly Compensated Employee.** Any highly compensated active Employee or highly compensated former Employee.

A highly compensated active Employee includes any Employee who performs service for the Employer during the determination year and who, during the look-back year: (i) received compensation from the Employer in excess of \$75,000 (as adjusted pursuant

to section 415(d) of the Code); (ii) received compensation from the Employer in excess of \$50,000 (as adjusted pursuant to section 415(d) of the Code) and was a member of the top paid group for such year; or (iii) was an officer of the Employer and received compensation during such year that is greater than fifty percent (50%) of the dollar limitation in effect under section 415(b)(1)(A) of the Code. The term "Highly Compensated Employee" also includes (i) any Employee who is both described in the preceding sentence if the term "determination year" is substituted for the term "look-back year" and one (1) of the one hundred (100) Employees who received the most compensation from the Employer during the Plan Year; and (ii) any Employee who is a five percent (5%) owner at any time during the look-back year or determination year.

If no officer has satisfied the compensation requirement of (iii) above during either a determination year or a look-back year, the highest paid officer for such year shall be treated as a Highly Compensated Employee.

For the purposes of determining who is a "Highly Compensated Employee," the "determination year" shall be the Plan Year, and the "look-back year" shall be the twelve (12) month period immediately preceding the determination year.

A highly compensated former Employee includes any Employee who separated from service (or was deemed to have separated) prior to the determination year, performs no service for the Employer during the determination year, and was a highly compensated active Employee for either the separation year or any determination year ending on or after the Employee's fifty-fifth (55th) birthday.

If an Employee is, during a determination year or look-back year, a family member of either a five percent (5%) owner who is an active or former Employee or a Highly Compensated Employee who is one (1) of the ten (10) most Highly Compensated Employees ranked on the basis of compensation paid by the Employer during such year, then the family member and the five percent (5%) owner or top ten (10) Highly Compensated Employee shall be aggregated. In such case, the family member and five percent (5%) owner or top ten (10) Highly Compensated Employee shall be treated as a single Employee receiving compensation and Plan contributions or benefits equal to the sum of such compensation and contributions or benefits of the family member and five percent (5%) owner or top ten (10) Highly Compensated Employee. For purposes of this Section, family member includes the spouse, lineal ascendants and descendants of the Employee or former Employee and the spouses of such lineal ascendants and descendants.

The determination of who is a Highly Compensated Employee, including the determinations of the number and identity of Employees in the top-paid group, the top one hundred (100) Employees, the number of Employees treated as officers and the compensation that is considered, will be made in accordance with section 414(q) of the Code and the regulations thereunder.

- 2.14 Hour of Service. Each hour for which an Employee is paid or entitled to payment for the performance of duties for the Employer.

- 2.15 Non-highly Compensated Employee. Any Employee who is not a Highly Compensated Employee.
- 2.16 Nonforfeitable Interest. The interest of the Participant or his/her Beneficiary (whichever is applicable) in that percentage of his/her Employer Contribution Account balance which has vested pursuant to Article VIII. A Participant shall, at all times, have a one hundred percent (100%) Nonforfeitable Interest in his/her Participant Contribution, Portable Benefits, and Voluntary Contribution Accounts.
- 2.17 Normal Retirement Age. The age which the Employer specifies in the Adoption Agreement. If the Employer enforces a mandatory retirement age, the Normal Retirement Age is the lesser of that mandatory age or the age specified in the Adoption Agreement.
- 2.18 Participant. An Employee or former Employee for whom contributions have been made under the Plan and who has not yet received all of the payments of benefits to which he/she is entitled under the Plan. A Participant is treated as benefiting under the Plan for any Plan Year during which the Participant received or is deemed to receive an allocation in accordance with Treas. Reg. section 1.410(b)-(3)(a).
- 2.19 Period of Service. For purposes of determining an Employee's initial or continued eligibility to participate in the Plan or the Nonforfeitable Interest in the Participant's Account balance derived from Employer Contributions, an Employee will receive credit for the aggregate of all time period(s) commencing with the Employee's first day of employment or reemployment and ending on the date a Break in Service begins. The first day of employment or reemployment is the first day the Employee performs an Hour of Service. An Employee will also receive credit for any Period of Severance of less than twelve (12) consecutive months. Fractional periods of a year will be expressed in terms of days.

If the Employer is a member of an affiliated service group (under section 414(m) of the Code), a controlled group of corporations (under section 414(b) of the Code), or a group of trades or businesses under common control (under section 414(c) of the Code), or any other entity required to be aggregated with the Employer pursuant to section 414(o) of the Code and the regulations thereunder, service will be credited for any employment for any period of time for any other member of such group. Service will also be credited for any individual required under section 414(n) of the Code or 414(o) of the Code and the regulations thereunder to be considered an Employee of any Employer aggregated under section 414(b), (c), or (m) of the Code.

Notwithstanding anything to the contrary herein, if the Plan is an amendment and re-statement of a plan that previously calculated service under the hours of service method, service shall be credited in a manner that is at least as generous as that provided under Treas. Regs. section 1.410(a)-7(g).

- 2.20 Period of Severance. A continuous period of time during which the Employee is not employed by the Employer. Such period begins on the date the Employee retires, quits or is discharged, or if earlier, the twelve (12) month anniversary of the date on which the Employee was otherwise first absent from service.

- 2.21 Plan. This Prototype Plan, as established by the Employer, including any elected provisions pursuant to the Adoption Agreement.
- 2.22 Plan Administrator. The Prototype Sponsor or any successor Plan Administrator.
- 2.23 Plan Year. The twelve (12) consecutive month period designated by the Employer in the Adoption Agreement.
- 2.24 Prototype Plan. The ICMA Retirement Corporation Prototype Money Purchase Plan.
- 2.25 Prototype Sponsor. The ICMA Retirement Corporation.
- 2.26 Trust. The Trust created under Article VII of the Plan which shall consist of all of the assets of the Plan derived from Employer and Participant contributions under the Plan, plus any income and gains thereon, less any losses, expenses and distributions to Participants and Beneficiaries.

I. ELIGIBILITY

- 3.01 Service. Except as provided in Sections 3.02 and 3.03 of the Plan, an Employee within the Covered Employment Classification who has completed a twelve (12) month Period of Service shall be eligible to participate in the Plan at the beginning of the payroll period next commencing thereafter. The Employer may elect in the Adoption Agreement to waive or reduce the twelve (12) month Period of Service.

If the Employer maintains the plan of a predecessor employer, service with such employer shall be treated a Service for the Employer.

- 3.02 Age. The Employer may designate a minimum age requirement, not to exceed age twenty-one (21), for participation. Such age, if any, shall be declared in the Adoption Agreement.
- 3.03 Return to Covered Employment Classification. In the event a Participant is no longer a member of Covered Employment Classification and becomes ineligible to make contributions and/or have contributions made on his/her behalf, such Employee will become eligible for contributions immediately upon returning to a Covered Employment Classification. If such Participant incurs a Break in Service, eligibility will be determined under the Break in Service rules of the Plan.

In the event an Employee who is not a member of a Covered Employment Classification becomes a member, such Employee will be eligible to participate immediately if such Employee has satisfied the minimum age and service requirements and would have otherwise previously become a Participant.

- 3.04 Service Before a Break in Service. All Periods of Service with the Employer are counted toward eligibility, including Periods of Service before a Break in Service.

IV. CONTRIBUTIONS

BOOK 9012 PAGE 0404

- 4.01 Employer Contributions. For each Plan Year, the Employer will contribute to the Trust an amount as specified in the Adoption Agreement. The Employer's full contribution for any Plan Year shall be due and paid not later than thirty (30) working days after the close of the Plan Year. Each Participant will share in Employer Contributions for the period beginning on the date the Participant commences participation under the Plan and ending on the date on which such Employee severs employment with the Employer or is no longer a member of a Covered Employment Classification, and such contributions shall be accounted for separately in his/her Employer Contribution Account. Notwithstanding anything to the contrary herein, if so elected by the Employer in the Adoption Agreement, an Employee shall be required to make contributions as provided pursuant to Section 4.03 or 4.04 in order to be eligible for Employer Contributions to be made on his/her behalf to the Plan.
- 4.02 Forfeitures. All amounts forfeited by terminated Participants, pursuant to Section 8.06, shall be allocated to a suspense account and used to reduce dollar for dollar Employer Contributions otherwise required under the Plan for the current Plan Year and succeeding Plan Years, if necessary. Forfeitures may first be used to pay the reasonable administrative expenses of the Plan, with any remainder being applied to reduce Employer Contributions.
- 4.03 Mandatory Participant Contributions. If the Employer so elects in the Adoption Agreement, each eligible Employee shall make contributions at a prescribed rate as a requirement for his/her participation in the Plan. Once such an eligible Employee becomes a Participant hereunder, he/she shall not thereafter have the right to discontinue or vary the rate of such Mandatory Participant Contributions. Such contributions shall be accounted for separately in the Participant Contribution Account. Such Account shall be at all times nonforfeitable by the Participant.
- 4.04 Matched Participant Contributions. If the Employer so elects in the Adoption Agreement, Employer Contributions shall be made on behalf of an eligible Employee for a Plan Year only if the Employee agrees to make Matched Participant Contributions for that Plan Year. The rate of Employer Contributions shall, to the extent specified in the Adoption Agreement, be based upon the rate at which Matched Participant Contributions are made for that Plan Year. Matched Participant Contributions shall be accounted for separately in the Participant Contribution Account. Such Account shall be at all times nonforfeitable by the Participant.
- 4.05 Voluntary Participant Contributions. If the Employer so elects in the Adoption Agreement, an eligible Employee may make voluntary (unmatched) contributions under the Plan for any Plan Year in any amount up to ten percent (10%) of his/her Earnings for such Plan Year. Such contributions shall be accounted for separately in the Participant's Voluntary Contribution Account. Such Account shall be at all times nonforfeitable by the Participant.

- 4.06 Deductible Employee Contributions. The Plan will not accept deductible employee contributions which are made for a taxable year beginning after December 1986. Contributions made prior to that date will be maintained in a Deductible Employee Contribution Account. The Account will share in the gains and losses under the Plan in the same manner as described in Section 7.06 of the Plan. Such Account shall be at all times nonforfeitable by the Participant.
- 4.07 Changes in Participant Election. A Participant may elect to change his/her rate of Matched Participant Contributions or Voluntary Participant Contributions at anytime or during an election period as designated by the Employer. A Participant may discontinue such contributions at any time or during an election period as designated by the Employer.
- 4.08 Portability of Benefits.
- (a) An Employee within the Covered Employment Classification, whether or not he/she has satisfied the minimum age and service requirements of Article III, may transfer or roll over his/her interest in a plan qualified under section 401(a) or 403(a) of the Code to this Plan, provided:
- (1) The distribution is on account of termination or discontinuance of the plan or the distribution becomes payable on account of the Employee's separation from service, death, disability or after the Employee attains age fifty-nine and one-half (59-1/2); and the form and nature of the distribution from the other plan satisfies the applicable requirements under the Code to make the transfer or rollover a nontaxable transaction to the Employee;
 - (2) The amount distributed from the plan is transferred to this Plan no later than the sixtieth (60th) day after distribution was made from the plan; and
 - (3) In the case of a rollover, the amount transferred to this Plan does not exceed the amount of the distribution reduced by the Employee contributions (if any) to the plan (other than accumulated deductible voluntary contributions).

Such transfer or rollover may also be through an Individual Retirement Plan qualified under section 408 of the Code where the Individual Retirement Plan was used as a conduit from the prior plan and the transfer is made in accordance with the rules provided at (a) through (c) of this paragraph and the transfer does not include any personal contributions or earnings thereon the Participant may have made to the Individual Retirement Plan.

The amount transferred shall be deposited in the Trust and shall be credited to a Portable Benefits Account. Such Account shall be one hundred percent (100%) vested in the Employee.

The Plan will accept accumulated Deductible Employee Contributions as defined in section 72(o)(5) of the Code that were distributed from a qualified retirement plan and transferred (rolled over) pursuant to section 402(a)(5), 402(a)(7), 403(a)(4), or 408(d)(3) of the Code. Notwithstanding the above, this transferred (rolled over) amount shall be deposited to the Trust and shall be credited to a Deductible Employee Contribution Account. Such Account shall be one hundred percent (100%) vested in the Employee.

- (b) An Employee within the Covered Employment Classification, whether or not he/she has satisfied the minimum age and service requirement of Article III, may, upon approval by the Employer and the Plan Administrator, transfer his/her interest in another plan maintained by the Employer that is qualified under section 401(a) of the Code to this Plan, provided the transfer is effected through a one-time irrevocable written election made by the Participant. The amount transferred shall be deposited in the Trust and shall be credited to sources that maintain the same attributes as the plan from which they are transferred. Such transfer shall not reduce the accrued years or service credited to the Participant for purposes of vesting or eligibility for any Plan benefits or features.

- 4.09 Return of Employer Contributions. Any contribution made by the Employer because of a mistake of fact must be returned to the Employer within one year of the date of contribution.

V. SPECIAL LIMITATIONS ON EMPLOYEE CONTRIBUTIONS AND MATCHING CONTRIBUTIONS

- 5.01 Applicability. The special limitations of this Article are applicable only to Employee Contributions and Matching Contributions that are subject to the special limitation of section 401(m) of the Code.

- 5.02 Limitations on Employee Contributions and Employer Matching Contributions.

- (a) The Average Contribution Percentage (hereinafter "ACP") for Participants who are Highly Compensated Employees for each Plan Year and the ACP for Participants who are Non-highly Compensated Employees for the same Plan Year must satisfy one (1) of the following tests:

- (1) The ACP for Participants who are Highly Compensated Employees for the Plan Year shall not exceed the ACP for Participants who are Non-highly Compensated Employees for the same Plan Year multiplied by 1.25; or
- (2) The ACP for Participants who are Highly Compensated Employees for the Plan Year shall not exceed the ACP for Participants who are Non-highly Compensated Employees for the same Plan Year multiplied by two (2), provided that the ACP for Participants who are Highly Compensated Employees does not exceed the ACP for Participants who are Non-highly Compensated Employees by more than two (2) percentage points.

- (1) Multiple Use: If one (1) or more Highly Compensated Employees participate in both a CODA and a plan subject to the ACP test maintained by the Employer, and the sum of the actual deferral percentage under the CODA ("ADP") and ACP of those Highly Compensated Employees subject to either or both tests exceeds the Aggregate Limit, then the ACP of those Highly Compensated Employees who also participate in a CODA will be reduced (beginning with such Highly Compensated Employee whose ACP is the highest) so that the limit is not exceeded. The amount by which each Highly Compensated Employee's Contribution Percentage Amounts is reduced shall be treated as an Excess Aggregate Contribution. The ADP and ACP of the Highly Compensated Employees are determined after any corrections required to meet the ADP and ACP tests. Multiple use does not occur if both the ADP and ACP of the Highly Compensated Employees does not exceed 1.25 multiplied by the ADP and ACP of the Non-highly Compensated Employees.
- (2) For purposes of this Section, the Contribution Percentage for any Participant who is a Highly Compensated Employee and who is eligible to have Contribution Percentage Amounts allocated to his/her account under two (2) or more plans described in section 401(a) of the Code, or arrangements described in section 401(k) of the Code that are maintained by the Employer, shall be determined as if the total of such Contribution Percentage Amounts was made under each plan. If a Highly Compensated Employee participates in two (2) or more cash or deferred arrangements that have different plan years, all cash or deferred arrangements ending with or within the same calendar year shall be treated as a single arrangement. Notwithstanding the foregoing, certain plans shall be treated as separate if mandatorily disaggregated under regulations under section 401(m) of the Code.
- (3) In the event that this Plan satisfies the requirements of sections 401(m), 401(a)(4) or 410(b) of the Code only if aggregated with one (1) or more other plans, or if one (1) or more other plans satisfy the requirements of such sections of the Code only if aggregated with this Plan, then this Section shall be applied by determining the Contribution Percentage of Employees as if all such plans were a single plan. For plan years beginning after December 31, 1989, plans may be aggregated in order to satisfy section 401(m) of the Code only if they have the same plan year.
- (4) For purposes of determining the Contribution Percentage of a Participant who is a five percent (5%) owner or one (1) of the ten (10) most highly paid Highly Compensated Employees, the Contribution Percentage Amounts and Earnings of such Participant shall include the Contribution Percentage Amounts and Earnings for the Plan Year of family members (as defined in section 414(q)(6) of the Code). Family members, with respect to Highly Compensated Employees, shall be disregarded as separate Employees in determining the Contribution Percentage both for Participants who are Non-highly Compensated Employees and for Participants who are Highly Compensated Employees.

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- (5) For purposes of applying the ACP test, Employee Contributions are considered to have been made in the Plan Year in which contributed to the Trust. Matching Contributions will be considered made for a Plan Year if made no later than the end of the twelve (12) month period beginning on the day after the close of the Plan Year.
- (6) The Employer shall maintain records sufficient to demonstrate satisfaction of the ACP test.
- (7) The determination and treatment of the Contribution Percentage of any Participant shall satisfy such other requirements as may be prescribed by the Secretary of the Treasury.

5.03 Avoidance of Excess Aggregate Contributions. In the event that the Employer determines that the Plan may be unable to meet the ACP test, and notwithstanding anything to the contrary herein, the Employer may reject any Participant election under Article IV or reduce the amount of contributions elected, even if such election has already become effective, to assure that contributions on behalf of Highly Compensated Employees meet the limitations of such test. Any rejections of elections and any reduction of amounts elected shall be made by the Employer on a reasonable and nondiscriminatory basis.

5.04 Correction of Excess Aggregate Contributions.

- (a) General Rule. In the event that the Plan does not meet the ACP test, and notwithstanding any other provisions of the Plan, Excess Aggregate Contributions, plus any income and minus any loss allocable thereto, shall be forfeited, if forfeitable, or if not forfeitable, distributed no later than the last day of each Plan Year to Participants to whose Accounts such Excess Aggregate Contributions were allocated for the preceding Plan Year. Excess Aggregate Contributions shall be allocated to Participants who are subject to the family member aggregation rules in proportion to the Employee and Matching Contributions (or amounts treated as Matching Contributions) of each family member that is combined to determine the combined ACP. If such Excess Aggregate Contributions are distributed more than two and one-half (2-1/2) months after the last day of the Plan Year in which such excess amounts arose, a ten percent (10%) excise tax will be imposed on the Employer maintaining the Plan with respect to those amounts. Excess Aggregate Contributions shall be treated as Annual Additions, as defined under Section 6.05.
- (b) Determination of Allocable Income or Loss. Excess Aggregate Contributions shall be adjusted for any income or loss up to the date of distribution. The income or loss allocable to Excess Aggregate Contributions is the sum of: (1) income or loss allocable to the Participant's Employee Contribution Account, Employer Contribution Account (if the Employer Contributions are Matching Contributions) for the Plan Year multiplied by a fraction, the numerator of which is such Participant's Excess Aggregate Contributions for the year and the denominator is the Participant's Account balance(s) attributable to Contribution Percentage Amounts without regard to any income or loss occurring during such Plan Year; and (2) ten percent (10%) of

the amount determined under (1) multiplied by the number of whole calendar months between the end of the Plan Year and the date of distribution, counting the month of distribution if distribution occurs after the fifteenth (15th) of such month.

- (c) Forfeiture or Distribution of Excess Aggregate Contributions. Excess Aggregate Contributions shall be forfeited, if forfeitable, or distributed on a pro-rata basis from the Participant's Employee Contribution Account or Employer Contribution Account (if Employer Contributions are Matching Contributions). Forfeitures of Excess Aggregate Contributions will be applied to reduce Employer Contributions.

5.05 Definitions. For the purposes of this Article, the following definitions shall apply:

- (a) Aggregate Limit. The sum of (i) 125 percent of the greater of the ADP of the Non-highly Compensated Employees under the CODA for the Plan Year or the ACP of Non-highly Compensated Employees under the Plan subject to Code section 401(m) for the Plan Year beginning with or within the Plan Year of the CODA and (ii) the lesser of 200% or two (2) plus the lesser of such ADP or ACP. "Lesser" is substituted for "greater" in (i), above, and "greater" is substituted for "lesser" after "two plus the " in (ii) if it would result in a larger Aggregate Limit.
- (b) Average Contribution Percentage. The average of the Contribution Percentages of the Eligible Participants in a group.
- (c) CODA. A cash or deferred arrangement pursuant to section 401(k) of the Code.
- (d) Contribution Percentage. The ratio (expressed as a percentage) of the Participant's Contribution Percentage Amounts to the Participant's Earnings for the Plan Year (whether or not the Employee was a Participant for the entire Plan Year).
- (e) Contribution Percentage Amounts. The sum of the Employee Contributions and Matching Contributions made under the Plan on behalf of the Participant for the Plan Year. Such Contribution Percentage Amounts shall not include Matching Contributions that are forfeited either to correct Excess Aggregate Contributions or because the contributions to which they relate are Excess Deferrals, Excess Contributions, or Excess Aggregate Contributions.
- (f) Eligible Participant. Any Employee who is eligible to make an Employee Contribution or to receive a Matching Contribution (including forfeitures). If an Employee Contribution is required as a condition of participation in the Plan, any Employee who would be a Participant in the Plan if such Employee made such a contribution shall be treated as an Eligible Participant on behalf of whom no Employee Contributions are made.
- (g) Employee Contribution. Any contribution made to the Plan by or on behalf of a Participant that is included in the Participant's gross income in the year in which made and that is maintained under a separate account to which earnings and losses are allocated.

- (h) Excess Aggregate Contributions. With respect to any Plan Year, the excess of:
- (1) The aggregate Contribution Percentage Amounts taken into account in computing the numerator of the Contribution Percentage actually made on behalf of Highly Compensated Employees for such Plan Year, over
 - (2) The maximum Contribution Percentage Amounts permitted by the ACP test (determined by reducing contributions made on behalf of Highly Compensated Employees in order of their Contribution Percentages beginning with the highest of such percentages).
- (i) Matching Contribution. An Employer Contribution made to this or any other defined contribution plan on behalf of a Participant on account of an Employee Contribution made by such Participant, or on account of a Participant's elective deferral, under a plan maintained by the Employer.

VI. LIMITATION ON ALLOCATIONS

6.01 Participants Only in This Plan.

- (a) If the Participant does not participate in, and has never participated in another qualified plan or a welfare benefit fund, as defined in section 419(e) of the Code, maintained by the Employer, or an individual medical account, as defined by section 415(1)(2) of the Code, maintained by the Employer, which provides an Annual Addition, the amount of Annual Additions which may be credited to the Participant's Account for any Limitation Year will not exceed the lesser of the Maximum Permissible Amount or any other limitation contained in this Plan. If the Employer Contribution that would otherwise be contributed or allocated to the Participant's Account would cause the Annual Additions for the Limitation Year to exceed the Maximum Permissible Amount, the amount contributed or allocated will be reduced so that the Annual Additions for the Limitation Year will equal the Maximum Permissible Amount.
- (b) Prior to determining the Participant's actual Compensation for the Limitation Year, the Employer may determine the Maximum Permissible Amount for a Participant on the basis of a reasonable estimation of the Participant's Compensation for the Limitation Year, uniformly determined for all Participants similarly situated.
- (c) As soon as is administratively feasible after the end of the Limitation Year, the Maximum Permissible Amount for the Limitation Year will be determined on the basis of the Participant's actual Compensation for the Limitation Year.

- (d) If, pursuant to Subsection (c) or as a result of the allocation of forfeitures, there is an Excess Amount, the excess will be disposed of as follows:
- (1) Any Voluntary Participant Contributions, to the extent they would reduce the Excess Amount, will be returned to the Participant;
 - (2) If after the application of paragraph (1) an Excess Amount still exists, and the Participant is covered by the Plan at the end of the Limitation Year, the Excess Amount in the Participant's Account will be used to reduce Employer Contributions (including any allocation of forfeitures) for such Participant in the next Limitation Year, and each succeeding Limitation Year if necessary;
 - (3) If after the application of paragraph (1) an Excess Amount still exists, and the Participant is not covered by the Plan at the end of the Limitation Year, the Excess Amount will be held unallocated in a suspense account. The suspense account will be applied to reduce future Employer Contributions (including allocation of any forfeitures) for all remaining Participants in the next Limitation Year, and each succeeding Limitation Year if necessary;
 - (4) If a suspense account is in existence at any time during a particular Limitation Year, all amounts in the suspense account must be allocated and reallocated to Participants' accounts before any Employer or any Employee contributions may be made to the Plan for that Limitation Year. Excess Amounts in a suspense account may not be distributed to Participants or former Participants.

6.02 Participants in More than One Plan.

- (a) This Section applies if, in addition to this Plan, the Participant is covered under another qualified Regional Prototype defined contribution Plan maintained by the Employer, or a welfare benefit fund, as defined in section 419(e) of the Code, maintained by the Employer, or an individual medical account, as defined by section 415(l)(2) of the Code, maintained by the Employer, which provides an Annual Addition, during any Limitation Year. The Annual Additions which may be credited to a Participant's Account under this Plan for any such Limitation Year will not exceed the Maximum Permissible Amount reduced by the Annual Additions credited to a Participant's Account under the other plans and welfare benefit funds for the same Limitation Year. If the Annual Additions with respect to the Participant under other defined contribution plans and welfare benefit funds maintained by the Employer are less than the Maximum Permissible Amount and the Employer contribution that would otherwise be contributed or allocated to the Participant's Account under this Plan would cause the Annual Additions for the Limitation Year to exceed this limitation, the amount contributed or allocated will be reduced so that the Annual Additions under all such plans and funds for the Limitation Year will equal the Maximum Permissible Amount. If the Annual Additions with respect to the Participant under such other defined contribution plans and welfare benefit funds in the aggregate are equal to or greater than the Maximum Permissible Amount, no amount will be contributed or allocated to the Participant's Account under this Plan for the Limitation Year.

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- (b) Prior to determining the Participant's actual Compensation for the Limitation Year, the Employer may determine the Maximum Permissible Amount for a Participant in the manner described in Section 6.01(b).
- (c) As soon as is administratively feasible after the end of the Limitation Year, the Maximum Permissible Amount for the Limitation Year will be determined on the basis of the Participant's actual Compensation for the Limitation Year.
- (d) If, pursuant to Subsection (c) or as a result of the allocation of forfeitures, a Participant's Annual Additions under this Plan and such other plans would result in an Excess Amount for a Limitation Year, the Excess Amount will be deemed to consist of the Annual Additions last allocated, except that Annual Additions attributable to a welfare benefit fund or individual medical account will be deemed to have been allocated first regardless of the actual allocation date.
- (e) If an Excess Amount was allocated to a Participant on an allocation date of this Plan which coincides with an allocation date of another plan, the Excess Amount attributed to this Plan will be the product of,
 - (1) The total Excess Amount allocated as of such date, multiplied by
 - (2) The ratio of (i) the Annual Additions allocated to the Participant for the Limitation Year as of such date under this Plan to (ii) the total Annual Additions allocated to the Participant for the Limitation Year as of such date under this and all the other qualified Regional Prototype defined contribution Plans.
- (f) Any Excess Amount attributed to this Plan will be disposed in the manner described in Section 6.01(d).

6.03 Participant in Another Defined Contribution Plan. If the Participant is covered under another qualified defined contribution plan maintained by the Employer which is not a Regional Prototype Plan, Annual Additions which may be credited to the Participant's Account under this Plan for any Limitation Year will be limited in accordance with Section 6.02 as though the other plan were a Regional Prototype Plan unless the Employer provides other limitations in the Adoption Agreement.

6.04 Participant in Defined Benefit Plan. If the Employer maintains, or at any time maintained, a qualified defined benefit plan covering any Participant in this Plan, the sum of the Participant's Defined Benefit Fraction and Defined Contribution Fraction will not exceed 1.0 in any Limitation Year. The Annual Additions which may be credited to the Participant's Account under this Plan for any Limitation Year will be limited in accordance with the Adoption Agreement.

6.05 Definitions. For the purposes of this Article, the following definitions shall apply:

- (a) Annual Additions: The sum of the following amounts credited to a Participant's account for the Limitation Year:
- (1) Employer Contributions;
 - (2) Forfeitures;
 - (3) Employee contributions; and
 - (4) Allocations under a simplified employee pension.

Amounts allocated, after March 31, 1984, to an individual medical account, as defined in section 415(l)(2) of the Code, which is part of a pension or annuity plan maintained by the Employer, are treated as Annual Additions to a defined contribution plan. Also, amounts derived from contributions paid or accrued after December 31, 1985, in taxable years ending after such date, which are attributable to post-retirement medical benefits allocated to the separate account of a key Employee, as defined in section 419A(d)(3) of the Code, under a welfare benefit fund, as defined in section 419(e) of the Code, maintained by the Employer, are treated as Annual Additions to a defined contribution plan.

For this purpose, any Excess Amount applied under Sections 6.01(d) or 6.02(f) in the Limitation Year to reduce Employer Contributions will be considered Annual Additions for such Limitation Year.

- (b) Compensation: A Participant's wages, salaries, and fees for professional services and other amounts received (without regard to whether an amount is paid in cash) for personal services actually rendered in the course of employment with the Employer maintaining the Plan to the extent that the amounts are includible in gross income (including, but not limited to, commissions paid salesmen, compensation for services on the basis of a percentage of profits, commissions on insurance premiums, tips, bonuses, fringe benefits, and reimbursements or other expense allowances under a nonaccountable plan (as described in Treas. Reg. section 1.62-2(c))), including earned income of a self-employed individual, and excluding the following:
- (1) Employer Contributions to a plan of deferred compensation which are not includible in the Employee's gross income for the taxable year in which contributed, or Employer Contributions under a simplified employee pension plan to the extent such contributions are deductible by the Employee, or any distributions from a plan of deferred compensation;
 - (2) Amounts realized from the exercise of a non-qualified stock option, or when restricted stock (or property) held by the Employee either becomes freely transferable or is no longer subject to a substantial risk of forfeiture;

- (3) Amounts realized from the sale, exchange or other disposition of stock acquired under a qualified stock option; and
- (4) Other amounts which received special tax benefits, or contributions made by the Employer (whether or not under a salary reduction agreement) towards the purchase of an annuity contract described in section 403(b) of the Code (whether or not the amounts are actually excludable from the gross income of the Employee).

For any self-employed individual compensation will mean earned income.

For purposes of applying the limitations of this Article, Compensation for a Limitation Year is the Compensation actually paid or made available during such year.

Notwithstanding the preceding sentence, Compensation for a Participant in a defined contribution plan who is permanently and totally disabled (as defined in section 22(e)(3) of the Code) is the Compensation such Participant would have received for the Limitation Year if the Participant had been paid at the rate of Compensation paid immediately before becoming permanently and totally disabled; such imputed Compensation for the disabled Participant may be taken into account only if the Participant is not a Highly Compensated Employee (as defined in section 414(q) of the Code), and contributions made on behalf of such Participant are nonforfeitable when made.

- (c) **Defined Benefit Fraction:** A fraction, the numerator of which is the sum of the Participant's Projected Annual Benefits under all the defined benefit plans (whether or not terminated) maintained by the Employer, and the denominator of which is the lesser of 125 percent of the dollar limitation determined for the Limitation Year under sections 415(b) and (d) of the Code or 140 percent of the Highest Average Compensation, including any adjustments under section 415(b) of the Code.

Notwithstanding the above, if the Participant was a participant as of the first day of the first Limitation Year beginning after December 31, 1986, in one (1) or more defined benefit plans maintained by the Employer which were in existence on May 6, 1986, the denominator of this fraction will not be less than 125 percent of the sum of the annual benefits under such plans which the Participant had accrued as of the close of the last Limitation Year beginning before January 1, 1987, disregarding any changes in the terms and conditions of the plan after May 5, 1986. The preceding sentence applies only if the defined benefit plans individually and in the aggregate satisfied the requirements of section 415 of the Code for all Limitation Years beginning before January 1, 1987.

- (d) **Defined Contribution Dollar Limitation:** \$30,000 or, if greater, one-fourth (1/4) of the defined benefit dollar limitation set forth in section 415(b)(1) of the Code, as in effect for the Limitation Year.

- (e) **Defined Contribution Fraction:** A fraction, the numerator of which is the sum of the Annual Additions to the Participant's account under all the defined contribution plans (whether or not terminated) maintained by the Employer for the current and all prior Limitation Years (including the Annual Additions attributable to the Participant's nondeductible Employee contributions to all defined benefit plans, whether or not terminated, maintained by the Employer, and the Annual Additions attributable to all welfare benefit funds, as defined in section 419(e) of the Code, and individual medical accounts as defined in section 415(1)(2) of the Code, maintained by the Employer), and the denominator of which is the sum of the maximum aggregate amounts for the current and all prior Limitation Years of service with the Employer (regardless of whether a defined contribution plan was maintained by the Employer). The maximum aggregate amount in any Limitation Year is the lesser of 125 percent of the dollar limitation in effect under sections 415 (b) and (d) of the Code in effect under section 415(c)(1)(A) of the Code, or thirty-five percent (35%) of the Participant's Compensation for such year.

If the Employee was a Participant as of the first day of the first Limitation Year beginning after December 31, 1986, in one (1) or more defined contribution plans maintained by the Employer which were in existence on May 6, 1986, the numerator of this fraction will be adjusted if the sum of this fraction and the Defined Benefit Fraction would otherwise exceed 1.0 under the terms of this Plan. Under the adjustment, an amount equal to the product of (1) the excess of the sum of the fractions over 1.0 multiplied by (2) the denominator of this fraction, will be permanently subtracted from the numerator of this fraction. The adjustment is calculated using the fractions as they would be computed as of the end of the last Limitation Year beginning before January 1, 1987, and disregarding any changes in the terms and conditions of the plan made after May 5, 1986, but using the section 415 of the Code limitation applicable to the first Limitation Year beginning on or after January 1, 1987.

The Annual Addition for any Limitation Year beginning before January 1, 1987, shall not be recomputed to treat all Employee contributions as Annual Additions.

- (f) **Employer:** The Employer that adopts this Plan, and all members of a controlled group of corporations (as defined in section 414(b) of the Code as modified by section 415(h) of the Code), all commonly controlled trades or businesses (as defined in section 414(c) of the Code as modified by section 415(h) of the Code) or affiliated service groups (as defined in section 414(m) of the Code) of which the adopting Employer is a part, and any other entity required to be aggregated with the Employer pursuant to regulations under section 414(o) of the Code.
- (g) **Excess Amount:** The excess of the Participant's Annual Additions for the Limitation Year over the Maximum Permissible Amount.
- (h) **Highest Average Compensation:** The average Compensation for the three (3) consecutive years of service with the Employer that produce the highest average. A year of service with the Employer is the twelve (12) consecutive month period defined as the Limitation Year in the Adoption Agreement.

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- (i) **Limitation Year:** A calendar year, or the twelve (12) consecutive month period elected by the Employer in the Adoption Agreement. All qualified plans maintained by the Employer must use the same Limitation Year. If the Limitation Year is amended to a different twelve (12) consecutive month period, the new Limitation Year must begin on a date within the Limitation Year in which the amendment is made.
- (j) **Regional Prototype Plan:** A plan the form of which is the subject of a favorable opinion letter from the Internal Revenue Service.
- (k) **Maximum Permissible Amount:** The maximum Annual Addition that may be contributed or allocated to a Participant's Account under the Plan for any Limitation Year shall not exceed the lesser of:
 - (1) The Defined Contribution Dollar Limitation, or
 - (2) Twenty-five percent (25%) of the Participant's Compensation for the Limitation Year.

The Compensation limitation referred to in (2) shall not apply to any contribution for medical benefits (within the meaning of section 401(h) or section 419A(f)(2) of the Code) which is otherwise treated as an Annual Addition under section 415(l)(1) or 419A(d)(2) of the Code.

If a short Limitation Year is created because of an amendment changing the Limitation Year to a different twelve (12) consecutive month period, the Maximum Permissible Amount will not exceed the Defined Contribution Dollar Limitation multiplied by the following fraction:

$$\frac{\text{Number of months in the short Limitation Year}}{12}$$

- (l) **Projected Annual Benefit:** The annual retirement benefit (adjusted to an actuarially equivalent straight life annuity if such benefit is expressed in a form other than a straight life annuity or qualified joint and survivor annuity) to which the Participant would be entitled under the terms of the plan assuming:
 - (1) The Participant will continue employment until Normal Retirement Age under the plan (or current age, if later), and
 - (2) The Participant's Compensation for the current Limitation Year and all other relevant factors used to determine benefits under the plan will remain constant for all future Limitation Years.

- 7.01 Trust. A Trust is hereby created to hold all of the assets of the Plan for the exclusive benefit of Participants and Beneficiaries, except that expenses and taxes may be paid from the Trust as provided in Section 7.03. The trustee shall be the Employer or such other person which agrees to act in that capacity hereunder.
- 7.02 Investment Powers. The trustee or the Plan Administrator, acting as agent for the trustee, shall have the powers listed in this Section with respect to investment of Trust assets, except to the extent that the investment of Trust assets is controlled by Participants, pursuant to Section 14.03.
- (a) To invest and reinvest the Trust without distinction between principal and income in any form of tangible or intangible property, real, personal, or mixed, and wherever situated, including, but not by way of limitation, common or preferred stocks, shares of regulated investment companies and other mutual funds, bonds, loans, notes, debentures, mortgages, certificates of deposit, interest, or participation, equipment trust certificates, commercial paper including but not limited to participation in pooled commercial paper accounts, contracts with insurance companies including but not limited to insurance, individual or group annuity, deposit administration, and guaranteed interest contracts, deposits at reasonable rates of interest at banking institutions including but not limited to savings accounts and certificates of deposit, and other forms of securities or investments of any kind, class, or character whatsoever and representing interests in any form of enterprise, wherever it may be located, organized or operated within or without the United States of America, whether such investments are income producing or not, without being limited in any respect by statute or court rule or decision of any jurisdiction now or hereafter in force purporting to limit or otherwise affect such investments. Assets of the Trust may be invested in securities or new ventures that involve a higher degree of risk than investments that have demonstrated their investment performance over an extended period of time.
 - (b) To invest and reinvest all or any part of the assets of the Trust in any common, collective or commingled trust fund that is maintained by a bank or other institution and that is available to Employee plans qualified under section 401 of the Code, or any successor provisions thereto, and during the period of time that an investment through any such medium shall exist, to the extent of participation of the Plan, the declaration of trust of such common, collective, or commingled trust fund shall constitute a part of this Plan.
 - (c) To invest and reinvest all or any part of the assets of the Trust in any group annuity, deposit administration or guaranteed interest contract issued by an insurance company or other financial institution on a commingled or collective basis with the assets of any other plan or trust qualified under section 401(a) of the Code or any other plan described in section 401(a)(24) of the Code, and such contract may be held or issued in the name of the Plan Administrator, or such custodian as the Plan Administrator may appoint, as agent and nominee for the Employer. During the

period that an investment through any such contract shall exist, to the extent of participation of the Plan, the terms and conditions of such contract shall constitute a part of the Plan.

- (d) To purchase part interests in real property or in mortgages on real property, wherever such real property may be situated, and to delegate to a property manager or the holder or holders of a majority interest in such real property or mortgage on real property the management and operation of any part interest in such real property or mortgages.
- (e) To hold cash awaiting investment and to keep such portion of the Trust in cash or cash balances, without liability for interest, in such amounts as may from time to time be deemed to be reasonable and necessary to meet obligations under the Plan or otherwise to be in the best interests of the Plan.
- (f) To retain, manage, operate, administer, divide, subdivide, partition, mortgage, pledge, improve, alter, demolish, remodel, repair, and develop in any manner any property, or any part of or partial interest in any property, real or personal, held in the Trust, to lease such property for any period of time, and to grant options to sell, exchange, lease, or otherwise dispose of any such property, without regard to restrictions applicable to fiduciaries or others and without the approval of any court.
- (g) To sell for cash or credit, redeem, exchange for other property, convey, transfer, or otherwise dispose of any property held in the Trust in any manner and at any time, by private contract or at public auction or otherwise, and no other person shall be bound to see to the application of the purchase money or to inquire into the validity, expediency, or propriety of any such sale or other disposition.
- (h) To enter into contracts for or to make commitments either alone or in company with others to purchase or sell at any future date any property acquired for the Trust.
- (i) To vote or to refrain from voting any stocks, bonds, or other securities held in the Trust, to exercise any other right appurtenant to any securities or other property held in the Trust, to give general or special proxies or powers of attorney with or without power of substitution with respect to such securities and other property, to exercise any conversion privileges, subscription rights, or other options or privileges with respect to such securities and other property and make any payments incidental thereto, and generally to exercise, personally or by general or limited power of attorney, any of the powers of an owner with respect to stocks, bonds, securities, or other property held in the Trust at any time.
- (j) To oppose or to consent to and participate in any organization, reorganization, consolidation, merger, combination, readjustment of finances, or similar arrangement with respect to any corporation, company, or association, any of the securities of which are held in the Trust, to do any act with reference thereto, including the exercise of options, the making of agreements or subscriptions and the payment of expenses, assessments, or subscriptions that may be deemed necessary or advisable in connection therewith, and to accept, hold, and retain any securities or other property that may be so acquired.

- (k) To deposit any property held in the Trust with any protective, reorganization, or similar committee, and to delegate discretionary power thereto and to pay and agree to pay part of its expenses and compensation and any assessments levied with respect to any such property so deposited.
- (l) To hold, to authorize the holding of, and to register any investment to the Trust in the name of the Plan, the Employer, or any nominee or agent of any of the foregoing, including the Plan Administrator, or in bearer form, to deposit or arrange for the deposit of securities in a qualified central depository even though, when so deposited, such securities may be merged and held in bulk in the name of the nominee of such depository with other securities deposited therein by any other person, and to organize corporations or trusts under the laws of any jurisdiction for the purpose of acquiring or holding title to any property for the Trust, all with or without the addition of words or other action to indicate that property is held in a fiduciary or representative capacity but the books and records of the Plan shall at all times show that all such investments are part of the Trust.
- (m) Upon such terms as may be deemed advisable by the Employer or the Plan Administrator, as the case may be, for the protection of the interests of the Plan or for the preservation of the value of an investment, to exercise and enforce by suit for legal or equitable remedies or by other action, or to waive any right or claim on behalf of the Plan or any default in any obligation owing to the Plan, to renew, extend the time for payment of, agree to a reduction in the rate of interest on, or agree to any other modification or change in the terms of any obligation owing to the Plan, to settle, compromise, adjust, or submit to arbitration any claim or right in favor of or against the Plan, to exercise and enforce any and all rights of foreclosure, bid for property in foreclosure, and take a deed in lieu of foreclosure with or without paying consideration therefor, to commence or defend suits or other legal proceedings whenever any interest of the Plan requires it, and to represent the Plan in all suits or legal proceedings in any court of law or equity or before any body or tribunal.
- (n) To employ suitable consultants, depositories, agents, and legal counsel on behalf of the Plan.
- (o) To make, execute, acknowledge, and deliver any and all deeds, leases, mortgages, conveyances, contracts, waivers, releases, or other instruments in writing necessary or proper for the accomplishment of any of the foregoing powers.
- (p) To open and maintain any bank account or accounts in the name of the Plan, the Employer, or any nominee or agent of the foregoing, including the Plan Administrator, in any bank or banks.
- (q) To do any and all other acts that may be deemed necessary to carry out any of the powers set forth herein.

- 7.03 Taxes and Expenses. All taxes of any and all kinds whatsoever that may be levied or assessed under existing or future laws upon, or in respect to the Trust, or the income thereof, and all commissions or acquisitions or dispositions of securities and similar expenses of investment and reinvestment of the Trust, shall be paid from the Trust. Such reasonable compensation of the Plan Administrator, as may be agreed upon from time to time by the Employer and the Plan Administrator, and reimbursement for reasonable expenses incurred by the Plan Administrator in performance of its duties hereunder (including but not limited to fees for legal, accounting, investment and custodial services) shall also be paid from the Trust. However, no person who is a fiduciary within the meaning of section 3(21)(A) of ERISA and regulations promulgated thereunder, and who receives full-time pay from the Employer may receive compensation from the Trust, except for expenses properly and actually incurred.
- 7.04 Payment of Benefits. The payment of benefits from the Trust in accordance with the terms of the Plan may be made by the Plan Administrator, or by any custodian or other person so authorized by the Employer to make such disbursement. The Plan Administrator, custodian or other person shall not be liable with respect to any distribution of Trust assets made at the direction of the Employer.
- 7.05 Investment Funds. In accordance with uniform and nondiscriminatory rules established by the Employer and the Plan Administrator, the Participant may direct his/her Accounts to be invested in one (1) or more investment funds available under the Plan; provided, however, that the Participant's investment directions shall not violate any investment restrictions established by the Employer and shall not include any investment in collectibles, as defined in section 408(m) of the Code.
- 7.06 Valuation of Accounts. As of each Accounting Date, the Plan assets held in each investment fund offered shall be valued at fair market value and the investment income and gains or losses for each fund shall be determined. Such investment income and gains or losses shall be allocated proportionately among all Account balances on a fund-by-fund basis. The allocation shall be in the proportion that each such Account balance as of the immediately preceding Accounting Date bears to the total of all such Account balances as of that Accounting Date. For purposes of this Article, all Account balances include the Account balances of all Participants and Beneficiaries.
- 7.07 Participant Loan Accounts. Participant Loan Accounts shall be invested in accordance with Section 14.03 of the Plan. Such Accounts shall not share in any investment income and gains or losses of the investment funds described in Section 7.05.

VIII. VESTING

- 8.01 Vesting Schedule. The portion of a Participant's Account attributable to Mandatory Participant Contributions, Matched Participant Contributions, or Voluntary Participant Contributions, and the earnings thereon, shall be at all times nonforfeitable by the Participant. A Participant shall have a Nonforfeitable Interest in the percentage of his/her Employer Contribution Account established under Section 4.01 determined pursuant to the schedule elected by the Employer in the Adoption Agreement.

- 8.02 **Crediting Periods of Service.** Except as provided in Section 8.03, all of an Employee's Periods of Service with the Employer are counted to determine the nonforfeitable percentage in the Employee's Account balance derived from Employer Contributions. If the Employer maintains the plan of a predecessor employer, service with such employer will be treated as service for the Employer.

For purposes of determining years of service and Breaks in Service for purposes of computing a Participant's nonforfeitable right to the Account balance derived from Employer Contributions, the twelve (12) consecutive month period will commence on the date the Employee first performs an hour of service and each subsequent twelve (12) consecutive month period will commence on the anniversary of such date.

- 8.03 **Service After Break in Service.** In the case of a Participant who has a Break in Service of at least five (5) years, all Periods of Service after such Breaks in Service will be disregarded for the purpose of determining the nonforfeitable percentage of the Employer-derived Account balance that accrued before such Break, but both pre-Break and post-Break service will count for the purposes of vesting the Employer-derived Account balance that accrues after such Break. Both Accounts will share in the earnings and losses of the fund.

In the case of a Participant who does not have a Break in Service of at least five (5) years, both the pre-Break and post-Break service will count in vesting both the pre-Break and post-Break Employer-derived Account balance.

In the case of a Participant who does not have any nonforfeitable right to the Account balance derived from Employer Contributions, years of service before a period of consecutive one (1) year Breaks in Service will not be taken into account in computing eligibility service if the number of consecutive one (1) year Breaks in Service in such period equals or exceeds the greater of five (5) or the aggregate number of years of service. Such aggregate number of years of service will not include any years of service disregarded under the preceding sentence by reason of prior Breaks in Service.

If a Participant's years of service are disregarded pursuant to the preceding paragraph, such Participant will be treated as a new Employee for eligibility purposes. If a Participant's years of service may not be disregarded pursuant to the preceding paragraph, such Participant shall continue to participate in the Plan, or, if terminated, shall participate immediately upon reemployment.

- 8.04 **Vesting Upon Normal Retirement Age.** Notwithstanding Section 8.01 of the Plan, a Participant shall have a Nonforfeitable Interest in his/her entire Employer Contribution Account, to the extent that the balance of such Account has not previously been forfeited pursuant to Section 8.06 of the Plan, if he/she is employed on or after his/her Normal Retirement Age.
- 8.05 **Vesting Upon Death or Disability.** Notwithstanding Section 8.01 of the Plan, in the event of Disability or death, a Participant or his/her Beneficiary shall have a Nonforfeitable Interest in his/her entire Employer Contribution Account, to the extent that the balance of such Account has not previously been forfeited pursuant to Section 8.06 of the Plan.

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- 8.06 Forfeitures. Except as provided in Sections 8.04 and 8.05 of the Plan or as otherwise provided in this Section 8.06, a Participant who separates from service prior to obtaining full vesting shall forfeit that percentage of his/her Employer Contribution Account balance which has not vested as of the date such Participant incurs a Break in Service of five (5) consecutive years or, if earlier, the date such Participant receives, or is deemed under the provisions of Section 10.04 to have received, distribution of the entire Nonforfeitable Interest in his/her Employer Contribution Account. If a Participant receives a voluntary distribution of less than the entire vested portion of his/her Employer Contribution Account, the part of the nonvested portion that will be treated as a forfeiture is the total nonvested portion multiplied by a fraction, the numerator of which is the amount of the distribution attributable to Employer Contributions and the denominator of which is the total value of the vested Employer Contribution Account.

If a Participant receives distribution of less than the entire vested portion of his/her Employer Contribution Account prior to January 1, 1994, the preceding sentence shall not apply to such Participant, and the following rule shall apply to those distributions (as described in the rule) from his/her Account on or after January 1, 1994. If a distribution from his/her Employer Contribution Account is made at a time when the Participant has less than a one hundred percent (100%) Nonforfeitable Interest in such Account, and the Participant may increase the percentage of his/her Nonforfeitable Interest in such Account (i.e., by a return to Employee status in a Covered Employment Classification), then at any relevant time the Participant's vested portion of such account is equal to an amount (X) determined by the formula: $X = P(AB + (R \times D)) - (R \times D)$. For purposes of applying the formula: P is the percentage of his/her Nonforfeitable Interest in such Account at the relevant time; AB is the account balance of such Account at the relevant time; D is the amount of the distribution; R is the ratio of the account balance of such Account at the relevant time to the account balance of such Account after distribution; and the relevant time is the time at which, under the Plan, the percentage of his/her Nonforfeitable Interest in such Account cannot increase (i.e., after a Break in Service).

No forfeiture will occur solely as a result of a Participant's withdrawal of Employee Contributions.

Forfeitures shall be allocated in the manner described in Section 4.02.

- 8.07 Reinstatement of Forfeitures. If the Participant returns to the employment of the Employer before incurring a Break in Service of five (5) consecutive years, any amounts forfeited pursuant to Section 8.06 shall be reinstated to the Participant's Employer Contribution Account on the date of repayment by the Participant of the amount distributed to such Participant from his/her Employer Contribution Account; provided, however, that if such Participant forfeited his/her Account balance by reason of a deemed distribution, pursuant to Section 10.04, such amounts shall be automatically restored upon the reemployment of such Participant. Such repayment must be made before the earlier of five (5) years after the first date on which the Participant is subsequently reemployed by the Employer, or the date the Participant incurs a Break in Service of five (5) consecutive years.

- 9.01 Claim of Benefits. A Participant, Employee or Beneficiary shall notify the Plan Administrator in writing of a claim of benefits under the Plan. The Plan Administrator shall take such steps as may be necessary to facilitate the payment of such benefits to the Participant, Employee or Beneficiary.
- 9.02 Appeal Procedure. If any claim for benefits is denied by the Plan Administrator, the Plan Administrator shall notify the claimant in writing of such denial, setting forth the specific reasons and citing reference to specific provisions of the Plan upon which the denial is based. An appeal period of sixty (60) days after receipt of the notification of denial shall be granted, and said notification shall advise the claimant of the appeal procedure. The claimant shall file the appeal with the Plan Administrator, whose decision shall be final, to the extent provided by Section 16.07.

X. COMMENCEMENT OF BENEFITS

- 10.01 Normal and Elective Commencement of Benefits. Unless the Participant elects otherwise, distribution of benefits will begin no later than the sixtieth (60th) day after the latest of the close of the Plan Year in which:
- (a) The Participant attains age sixty-five (65) (or Normal Retirement Age, if earlier);
 - (b) The Participant terminates service with the Employer; or
 - (c) Occurs the tenth (10th) anniversary of the year in which the Participant commenced participation in the Plan.

Notwithstanding the foregoing, the failure of a Participant and the Participant's Spouse to consent to a distribution while a benefit is immediately distributable, within the meaning of section 10.02 of the Plan, shall be deemed to be an election to defer commencement of payment of any benefit sufficient to satisfy this section.

A Participant who retires, becomes Disabled or separates from service for any other reason may elect by written notice to the Plan Administrator to have the distribution of benefits commence on a date earlier or later than that described in this Section 10.01, provided that such earlier distribution complies with Section 10.02. Such election must be made in writing during the ninety (90) day period ending on the date as of which benefit payments are to commence. A Participant's election shall be revocable and may be amended by the Participant.

- 10.02 Restrictions on Immediate Distributions. Notwithstanding anything to the contrary in Section 10.01 of the Plan, if the value of a Participant's vested Account balance exceeds (or at any time of any prior distribution exceeded) \$3,500, and the Account balance is immediately distributable, the Participant and the Participant's Spouse (or where either has died, the survivor) must consent to any distribution of such Account balance. The

consent of the Participant and the Participant's Spouse shall be obtained in writing during the ninety (90) day period ending on the date as of which benefit payments are to commence.

The Plan Administrator shall notify the Participant and the Participant's Spouse of the right to defer any distribution until the Participant's Account balance is no longer immediately distributable. Such notification shall include a general description of the material features, and an explanation of the relative values of, the optional forms of benefit available under the Plan in a manner that would satisfy section 417(a)(3) of the Code, and shall be provided no less than thirty (30) and no more than ninety (90) days before the date as of which benefit payments are to commence. However, distribution may commence less than thirty (30) days after the notice described in the preceding sentence is given, provided the distribution is one to which sections 401(a)(11) and 417 of the Code do not apply, the Plan Administrator clearly informs the Participant that the Participant has a right to a period of at least thirty (30) days after receiving the notice to consider the decision of whether or not to elect a distribution (and, if applicable, a particular distribution option), and the Participant, after receiving the notice, affirmatively elects a distribution.

Notwithstanding the foregoing, only the Participant need consent to the commencement of a distribution in the form of the Qualified Joint and Survivor Annuity while the Account balance is immediately distributable. (Furthermore, if payment in the form of a Qualified Joint and Survivor Annuity is not required with respect to the Participant pursuant to section 13.02 of the Plan, only the Participant need consent to the distribution of an Account balance that is immediately distributable.) Neither the consent of the Participant nor the Participant's Spouse shall be required for any form of distribution to the extent that a distribution is required to satisfy section 401(a)(9) or 415 of the Code.

In addition, upon termination of this Plan if the Plan does not offer an annuity option (purchased from a commercial provider) and if the Employer or any entity within the same controlled group as the Employer does not maintain another defined contribution plan, (other than an employee stock ownership plan as defined in section 4975(e)(7) of the Code), the Participant's Account balance will, without the Participant's consent, be distributed to the Participant. However, if any entity within the same controlled group as the Employer maintains another defined contribution plan (other than an employee stock ownership plan as defined in section 4975(e)(7) of the Code) then the Participant's Account balance will be transferred, without the Participant's consent to the other plan if the Participant does not consent to an immediate distribution.

An Account balance is immediately distributable if any part of the Account balance could be distributed to the Participant (or Surviving Spouse) before the Participant attains or would have attained (if not deceased) the later of Normal Retirement Age or age sixty-two (62).

For purposes of determining the applicability of the foregoing consent requirements to distributions made before the first day of the first plan year beginning after December 31, 1988, the Participant's vested Account balance shall not include amounts attributable to accumulated deductible employee contributions within the meaning of section 72(o)(5)(B) of the Code.

- (a) If a Participant terminates employment and becomes entitled to receive a distribution under the Plan and becomes employed with another employer, the Plan Administrator shall, at the written election of such Participant, transfer all of such Participant's Nonforfeitable Interest in his/her Account, to the maximum extent permitted under the Code, to the new employer's plan, provided that the new employer certifies to the Plan Administrator that its plan provides for the acceptance of such a transfer. For purposes of this Plan, any such transfer shall not be considered a distribution to the Participant subject to spousal consent as described in Section 10.02 and Article XIII.
- (b) If a Participant becomes eligible to participate in another plan maintained by the Employer that is qualified under section 401(a) of the Code, the Plan Administrator shall, at the written election of such Participant, transfer all or part of such Participant's Account to such plan, provided the plan administrator for such plan certifies to the Plan Administrator that its plan provides for the acceptance of such a transfer. For purposes of this Plan, any such transfer shall not be considered a distribution to the Participant subject to spousal consent as described in Section 10.02 and Article XIII.
- (c) This Subsection applies to distributions made on or after January 1, 1993. Notwithstanding any provision of the Plan to the contrary that would otherwise limit a Distributee's election under this Section, a Distributee may elect, at the time and in the manner prescribed by the Plan Administrator, to have any portion of an Eligible Rollover Distribution paid directly to an Eligible Retirement Plan specified by the Distributee in a Direct Rollover. For purposes of this Plan, any such Eligible Rollover Distribution shall be considered a distribution to the Participant subject to spousal consent as described in Section 10.02 and Article XIII.
- (d) Definitions. For the purposes of Subsection (c), the following definitions shall apply:
 - (1) Eligible Rollover Distribution. Any distribution of all or any portion of the balance to the credit of the Distributee, except that an Eligible Rollover Distribution does not include: any distribution that is one of a series of substantially equal periodic payments (not less frequently than annually) made for the life or life expectancy of the Distributee or the joint lives or joint life expectancies of the Distributee and the Distributee's designated beneficiary, or for a specified period of ten years or more; any distribution to the extent such distribution is required under section 401(a)(9) of the Code; the portion of any distribution that is not includible in gross income; and any other distribution(s) that is reasonably expected to total less than \$200 during a year.
 - (2) Eligible Retirement Plan. An individual retirement account described in section 408(a) of the Code, an individual retirement annuity described in section 408(b) of the Code, an annuity plan described in section 403(a) of the Code, or a qualified trust described in section 401(a) of the Code, that accepts

the Distributee's Eligible Rollover Distribution. However, in the case of an Eligible Rollover Distribution to the Surviving Spouse, an Eligible Retirement Plan is an individual retirement account or individual retirement annuity.

- (3) Distributee. Participant; in addition, the Participant's surviving spouse and the Participant's spouse who is the alternate payee under a qualified domestic relations order, as defined in section 414(p) of the Code, are Distributees with regard to the interest of the spouse or former spouse.
- (4) Direct Rollover. A payment by the Plan to the Eligible Retirement Plan specified by the Distributee.

10.04 De Minimis Accounts. Notwithstanding the foregoing provisions of this Article, if a Participant terminates service, and the value of his/her Nonforfeitable Interest in his/her Account is not greater than \$3,500, the Participant shall be paid his/her benefits as soon as practicable after such termination, but, in no event, later than the second Plan Year following the Plan Year in which the Participant terminated employment. For purposes of this Section, if a Participant's Nonforfeitable Interest in his/her Account is zero, the Participant shall be deemed to have received a distribution of such Nonforfeitable Interest in his/her Account.

A Participant's Nonforfeitable Interest in his/her Account shall not include accumulated Deductible Employee Contributions within the meaning of Section 72(o)(5)(B) of the Code for Plan Years beginning prior to January 1, 1989.

10.05 Withdrawal of Voluntary Contributions. A Participant may make a written election, or if married, a Qualified Election, to withdraw a part of or the full amount of his/her Voluntary Contribution Account. Such withdrawals may be made at any time, provided that no more than two (2) such withdrawals may be made during any calendar year. No forfeiture will occur solely as the result of any such withdrawal.

10.06 Withdrawal of Deductible Employee Contributions. A Participant may make a written election, or if married, a Qualified Election, to withdraw a part of or the full amount of his/her Deductible Employee Contribution Account. Such withdrawals may be made at any time, provided that no more than two (2) such withdrawals may be made during any calendar year. No forfeiture will occur solely as the result of any such withdrawal.

10.07 Latest Commencement of Benefits. Notwithstanding anything to the contrary in this Article, benefits shall begin no later than the Participant's Required Beginning Date, as defined under Section 11.06, or as otherwise provided in Section 11.05.

XI. DISTRIBUTION REQUIREMENTS

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11.01 General Rules.

- (a) Subject to the provisions of Article XIII, the requirements of this Article shall apply to any distribution of a Participant's interest and will take precedence over any inconsistent provisions of this Plan. Unless otherwise specified, the provisions of this Article apply to calendar years beginning after December 31, 1984.
- (b) All distributions required under this Article shall be determined and made in accordance with the proposed regulations under section 401(a)(9) of the Code, including the minimum distribution incidental benefit requirement of section 1.401(a)(9)-2 of the proposed regulations.

11.02 Required Beginning Date. The entire Nonforfeitable Interest of a Participant must be distributed or begin to be distributed no later than the Participant's Required Beginning Date.

11.03 Limits on Distribution Periods. As of the first Distribution Calendar Year, distributions, if not made in a single-sum, may only be made over one of the following periods (or a combination thereof):

- (a) The life of the Participant,
- (b) The life of the Participant and a Designated Beneficiary,
- (c) A period certain not extending beyond the Life Expectancy of the Participant, or
- (d) A period certain not extending beyond the Joint and Last Survivor Expectancy of the Participant and a Designated Beneficiary.

11.04 Determination of Amount to Be Distributed Each Year. If the Participant's Nonforfeitable Interest is to be distributed in other than a single sum, the following minimum distribution rules shall apply on or after the Required Beginning Date:

- (a) Individual Account.
 - (1) If a Participant's Benefit is to be distributed over (i) a period not extending beyond the Life Expectancy of the Participant or the Joint Life and Last Survivor Expectancy of the Participant and the Participant's Designated Beneficiary, or (ii) a period not extending beyond the Life Expectancy of the Designated Beneficiary, the amount required to be distributed for each calendar year, beginning with distributions for the first Distribution Calendar Year, must at least equal the quotient obtained by dividing the Participant's Benefit by the Applicable Life Expectancy.

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- (2) For calendar years beginning before January 1, 1989, if the Participant's spouse is not the Designated Beneficiary, the method of distribution selected must assure that at least fifty percent (50%) of the present value of the amount available for distribution is paid within the Life Expectancy of the Participant.
- (3) For calendar years beginning after December 31, 1988, the amount to be distributed each year, beginning with distributions for the first Distribution Calendar Year shall not be less than the quotient obtained by dividing the Participant's Benefit by the lesser of (i) the Applicable Life Expectancy, or (ii) if the Participant's spouse is not the Designated Beneficiary, the applicable divisor determined from the table set forth in Q&A-4 of section 1.401(a)(9)-2 of the proposed regulations. Distributions after the death of the Participant shall be distributed using the Applicable Life Expectancy in Subsection (1) as the relevant divisor without regard to Proposed Regulations section 1.401(a)(9)-2.
- (4) The minimum distribution required for the Participant's first Distribution Calendar Year must be made on or before the Participant's Required Beginning Date. The minimum distribution for other calendar years, including the minimum distribution for the Distribution Calendar Year in which the Employee's required beginning date occurs, must be made on or before December 31 of that Distribution Calendar Year.

- (b) Other forms. If the Participant's Benefit is distributed in the form of an annuity purchased from an insurance company, distributions thereunder shall be made in accordance with the requirements of section 401(a)(9) of the Code and the proposed regulations thereunder.

11.05 Death Distribution Provisions. Upon the death of the Participant, the following distribution provisions shall take effect:

- (a) If the Participant dies after distribution of his/her interest has commenced, the remaining portion of such interest will continue to be distributed at least as rapidly as under the method of distribution being used prior to the Participant's death.
- (b) If the Participant dies before distribution of his/her interest commences, the Participant's entire interest will be distributed no later than December 31 of the calendar year containing the fifth (5th) anniversary of the Participant's death except to the extent that an election is made to receive distributions in accordance with (1) or (2) below:
 - (1) If any portion of the Participant's interest is payable to a Designated Beneficiary, distributions may be made over the life or over a period certain not greater than the Life Expectancy of the Designated Beneficiary commencing on or before December 31 of the calendar year immediately following the calendar year in which the Participant died;

- (2) If the Designated Beneficiary is the Participant's surviving spouse, the date distributions are required to begin in accordance with Subsection (1) shall not be earlier than the later of (i) December 31 of the calendar year immediately following the calendar year in which the Participant died, and (ii) December 31 of the calendar year in which the Participant would have attained age seventy and one-half (70-1/2).

If the Participant has not made an election pursuant to this Subsection by the time of his/her death, the Participant's Designated Beneficiary must elect the method of distribution no later than the earlier of (i) December 31 of the calendar year in which distributions would be required to begin under this Section, or (ii) December 31 of the calendar year which contains the fifth (5th) anniversary of the date of death of the Participant. If the Participant has no Designated Beneficiary, or if the Designated Beneficiary does not elect a method of distribution, distribution of the Participant's entire interest must be completed by December 31 of the calendar year containing the fifth (5th) anniversary of the Participant's death.

- (c) For purposes of Subsection (b), if the surviving spouse dies after the Participant, but before payments to such spouse begin, the provisions of Subsection (b), with the exception of paragraph (2) therein, shall be applied as if the surviving spouse were the Participant.
- (d) For purposes of this Section, any amount paid to a child of the Participant will be treated as if it had been paid to the surviving spouse if the amount becomes payable to the surviving spouse when the child reaches the age of majority.
- (e) For the purposes of this Section, distribution of a Participant's interest is considered to begin on the Participant's Required Beginning Date (or, if Subsection (c) is applicable, the date distribution is required to begin to the surviving spouse pursuant to Subsection (b)). If distribution in the form of an annuity irrevocably commences to the participant before the Required Beginning Date, the date distribution is considered to begin is the date distribution actually commences.

11.06 Definitions. For the purposes of this Section, the following definitions shall apply:

- (a) Applicable Life Expectancy. The Life Expectancy (or Joint and Last Survivor Expectancy) calculated using the attained age of the Participant (or Designated Beneficiary) as of the Participant's (or Designated Beneficiary's) birthday in the applicable calendar year reduced by one (1) for each calendar year which has elapsed since the date Life Expectancy was first calculated. If Life Expectancy is being recalculated, the Applicable Life Expectancy shall be the Life Expectancy as so recalculated. The applicable calendar year shall be the first Distribution Calendar Year, and if Life Expectancy is being recalculated such succeeding calendar year.
- (b) Designated Beneficiary. The individual who is designated as the Beneficiary under the Plan in accordance with section 401(a)(9) of the Code and the proposed regulations thereunder.

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- (c) **Distribution Calendar Year.** A calendar year for which a minimum distribution is required. For distributions beginning before the Participant's death, the first Distribution Calendar Year is the calendar year immediately preceding the calendar year which contains the Participant's Required Beginning Date. For distributions beginning after the Participant's death, the first Distribution Calendar Year is the calendar year in which distributions are required to begin pursuant to Section 11.05 above.
- (d) **Life Expectancy.** The Life Expectancy and joint and last survivor expectancy, respectively, as computed by use of the expected return multiples in Tables V and VI of section 1.72-9 of the income tax regulations. Unless otherwise elected by the Participant (or spouse, in the case of distributions described in Section 11.05(b)(2) above) by the time distributions are required to begin, Life Expectancies shall be recalculated annually. Such election shall be irrevocable as to the Participant (or spouse) and shall apply to all subsequent years. The Life Expectancy of a nonspouse Beneficiary may not be recalculated.
- (e) **Participant's Benefit.**
- (1) The Account balance as of the last Accounting Date in the calendar year immediately preceding the Distribution Calendar Year (valuation calendar year) increased by the amount of any contributions or forfeitures allocated to the Account balance as of dates in the valuation calendar year after such Accounting Date and decreased by distributions made in the valuation calendar year after such Accounting Date.
 - (2) For purposes of paragraph (1) above, if any portion of the minimum distribution for the first Distribution Calendar Year is made in the second Distribution Calendar Year on or before the Required Beginning Date, the amount of the minimum distribution made in the second Distribution Calendar Year shall be treated as if it had been made in the immediately preceding Distribution Calendar Year.
- (f) **Required Beginning Date.**
- (1) The Required Beginning Date of a Participant is the first day of April of the calendar year following the calendar year in which the Participant attains age seventy and one-half (70-1/2), or such later date as permitted under this Section or section 401(a)(9) of the Code.
 - (2) The Required Beginning Date of a Participant who attains age seventy and one-half (70-1/2) before January 1, 1988, shall be determined in accordance with (a) or (b) below:
 - (a) **Non-5-Percent Owners.** The Required Beginning Date of a Participant who is not a 5-Percent Owner is the first day of April of the calendar year following the calendar year in which the later of retirement or attainment of age seventy and one-half (70-1/2) occurs.

(b) 5-Percent Owners. The Required Beginning Date of a Participant who is a 5-Percent Owner during any year beginning after December 31, 1979, is the first day of April following the later of:

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- (i) The calendar year in which the Participant attains age seventy and one-half (70-1/2), or
 - (ii) The earlier of the calendar year with or within which ends the Plan Year in which the Participant becomes a 5-Percent Owner, or the calendar year in which the Participant retires.
- (3) The Required Beginning Date is April 1, 1990 for a Participant who is not a 5-Percent Owner who attains age seventy and one-half (70-1/2) during 1988 and who has not retired as of January 1, 1989.
- (4) 5-Percent Owner. A Participant is treated as a 5-Percent Owner for purposes of this Section if such Participant is a 5-Percent Owner as defined in section 416(i) of the Code (determined in accordance with section 416 of the Code but without regard to whether the Plan is top-heavy) at any time during the Plan Year ending with or within the calendar year in which such owner attains age sixty-six and one-half (66-1/2) or any subsequent Plan Year.
- (5) Once distributions have begun to a 5-Percent Owner under this Section, they must continue to be distributed, even if the Participant ceases to be a 5-Percent Owner in a subsequent year.

11.07 Transitional Rule.

- (a) Notwithstanding the other requirements of this Article and subject to the requirements of Article XIII, distribution on behalf of any Employee, including a 5-Percent Owner, may be made in accordance with all of the following requirements (regardless of when such distribution commences):
- (1) The distribution by the Plan is one which would not have disqualified such Plan under section 401(a)(9) of the Code as in effect prior to amendment by the Deficit Reduction Act of 1984.
 - (2) The distribution is in accordance with a method of distribution designated by the Employee whose interest in the Plan is being distributed or, if the Employee is deceased, by a Beneficiary of such Employee.
 - (3) Such designation was in writing, was signed by the Employee or the Beneficiary, and was made before January 1, 1984.
 - (4) The Employee had accrued a benefit under the Plan as of December 31, 1983.

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- (5) The method of distribution designated by the Employee or the Beneficiary specifies the time at which distribution will commence, the period over which distributions will be made, and in the case of any distribution upon the Employee's death, the Beneficiaries of the Employee listed in order of priority.
- (b) A distribution upon death will not be covered by this transitional rule unless the information in the designation contains the required information described above with respect to the distributions to be made upon the death of the Employee.
- (c) For any distribution which commences before January 1, 1984, but continues after December 31, 1983, the Employee, or the Beneficiary, to whom such distribution is being made, will be presumed to have designated the method of distribution under which the distribution is being made if the method of distribution was specified in writing and the distribution satisfies the requirements in Subsections (a)(1) and (5).
- (d) If a designation is revoked any subsequent distribution must satisfy the requirements of section 401(a)(9) of the Code and the proposed regulations thereunder. If a designation is revoked subsequent to the date distributions are required to begin, the Trust must distribute by the end of the calendar year following the calendar year in which the revocation occurs the total amount not yet distributed which would have been required to have been distributed to satisfy section 401(a)(9) of the Code and the proposed regulations thereunder, but for the section 242(b)(2) of the Code election. For calendar years beginning after December 31, 1988, such distributions must meet the minimum distribution incidental benefit requirements in section 1.401(a)(9)-2 of the proposed regulations. Any changes in the designation will be considered to be a revocation of the designation. However, the mere substitution or addition of another Beneficiary (one not named in the designation) under the designation will not be considered to be a revocation of the designation, so long as such substitution or addition does not alter the period over which distributions are to be made under the designation, directly or indirectly (for example, by altering the relevant measuring life). In the case in which an amount is transferred or rolled over from one plan to another plan, the rules in Q&A J-2 and Q&A J-3 shall apply.

XII. MODES OF DISTRIBUTION OF BENEFITS

- 12.01 Normal Mode of Distribution. Unless an elective mode of distribution is elected in accordance with Article XIII, benefits shall be paid to the Participant in the form provided for in Article XIII.
- 12.02 Elective Mode of Distribution. Subject to the requirements of Articles XI and XIII, a Participant may revocably elect to have his/her Account distributed in any one (1) of the following modes in lieu of the mode described in Section 12.01:
- (a) Equal Payments. Equal monthly, quarterly, semi-annual, or annual payments in an amount chosen by the Participant continuing until the Account is exhausted.
- (b) Lump Sum. A lump sum payment.

(c) Period Certain. Approximately equal monthly, quarterly, semi-annual, or annual payments, calculated to continue for a period certain chosen by the Participant.

(d) Other. Any other sequence of payments requested by the Participant.

12.03 Election of Mode. A Participant's election of a payment option must be made in writing between thirty (30) and ninety (90) days before the payment of benefits is to commence.

12.04 Death Benefits. Subject to Articles XI and XIII,

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(a) In the case of a Participant who dies before he/she has begun receiving benefit payments, the Participant's entire Nonforfeitable Interest shall then be payable to his/her Beneficiary within ninety (90) days of the Participant's death. A Beneficiary who is entitled to receive benefits under this Section may elect to have benefits commence at a later date, subject to the provisions of Section 11.05. The Beneficiary may elect to receive the death benefit in any of the forms available to the Participant under Section 12.02. If the Beneficiary is the Participant's Surviving Spouse, and such Surviving Spouse dies before payment commences, then this Section shall apply to the beneficiary of the Surviving Spouse as though such Surviving Spouse were the Participant.

(b) Should the Participant die after he/she has begun receiving benefit payments, the Beneficiary shall receive the remaining benefits, if any, that are payable, under the payment schedule elected by the Participant. Notwithstanding the foregoing, the Beneficiary may elect to accelerate payments of the remaining balances, including but not limited to, a lump sum distribution.

XIII. SPOUSAL BENEFIT REQUIREMENTS

13.01 Application. The provisions of this Article shall take precedence over any conflicting provision in this Plan. The provisions of this Article shall apply to any Participant who is credited with any Period of Service with the Employer on or after August 23, 1984, and such other Participants as provided in Section 13.05.

13.02 Qualified Joint and Survivor Annuity. Unless an optional form of benefit is selected pursuant to a Qualified Election within the ninety (90) day period ending on the Annuity Starting Date, a married Participant's Vested Account Balance will be paid in the form of a Qualified Joint and Survivor Annuity and an unmarried Participant's Vested Account Balance will be paid in the form of a Straight Life Annuity. The Participant may elect to have such annuity distributed upon the attainment of the Earliest Retirement Age under the Plan.

13.03 Qualified Preretirement Survivor Annuity. If a Participant dies before the Annuity Starting Date, then fifty percent (50%) of the Participant's Vested Account Balance shall be applied toward the purchase of an annuity for the life of the Surviving Spouse; the remaining portion shall be paid to such Beneficiaries (which may include such Spouse) designated by the Participant. Notwithstanding the foregoing, the Participant may waive the

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spousal annuity by designating a different Beneficiary, within the Election Period pursuant to a Qualified Election. To the extent that less than one hundred percent (100%) of the vested Account balance is paid to the Surviving Spouse, the amount of the Participant's Account derived from Employee contributions will be allocated to the Surviving Spouse in the same proportion as the amount of the Participant's Account derived from Employee contributions is to the Participant's total Vested Account Balance. The Surviving Spouse may elect to have such annuity distributed within a reasonable period after the Participant's death. Further, such Spouse may elect to receive any death benefit payable to him/her hereunder in any of the forms available to the Participant under Section 12.02.

13.04 Notice Requirements.

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- (a) In the case of a Qualified Joint and Survivor Annuity as described in Section 13.02, the Plan Administrator shall, no less than thirty (30) days and no more than ninety (90) days prior to the Annuity Starting Date, provide each Participant a written explanation of: (i) the terms and conditions of a Qualified Joint and Survivor Annuity; (ii) the Participant's right to make and the effect of an election to waive the Qualified Joint and Survivor Annuity form of benefit; (iii) the rights of a Participant's Spouse; and (iv) the right to make, and the effect of, a revocation of a previous election to waive the Qualified Joint and Survivor Annuity.
- (b) In the case of a qualified preretirement survivor annuity as described in Section 13.03, the Plan Administrator shall provide each Participant within the applicable period for such Participant a written explanation of the qualified preretirement survivor annuity in such terms and in such manner as would be comparable to the explanation provided for meeting the requirements of Subsection (a) applicable to a Qualified Joint and Survivor Annuity.

The applicable period for a Participant is whichever of the following periods ends last: (i) the period beginning with the first day of the Plan Year in which the Participant attains age thirty-two (32) and ending with the close of the Plan Year preceding the Plan Year in which the Participant attains age thirty-five (35); (ii) a reasonable period ending after the individual becomes a Participant; (iii) a reasonable period ending after Subsection (c) ceases to apply to the Participant; (iv) a reasonable period ending after this Article first applies to the Participant. Notwithstanding the foregoing, notice must be provided within a reasonable period ending after separation from service in the case of a Participant who separates from service before attaining age thirty-five (35).

For purposes of applying the preceding paragraph, a reasonable period ending after the enumerated events described in (ii), (iii) and (iv) is the end of the two (2) year period beginning one (1) year prior to the date the applicable event occurs, and ending one (1) year after that date. In the case of a Participant who separates from service before the Plan Year in which age thirty-five (35) is attained, notice shall be provided within the two (2) year period beginning one (1) year prior to separation and ending one (1) year after separation. If such a Participant thereafter returns to employment with the Employer, the applicable period for such Participant shall be redetermined.

- (c) Notwithstanding the other requirements of this Section, the respective notices prescribed by this Section need not be given to a Participant if (1) the Plan "fully subsidizes" the costs of a Qualified Joint and Survivor Annuity or qualified preretirement survivor annuity, and (2) the Plan does not allow the Participant to waive the Qualified Joint and Survivor Annuity or qualified preretirement survivor annuity and does not allow a married Participant to designate a non-Spouse Beneficiary. For purposes of this Subsection (c), a plan fully subsidizes the costs of a benefit if no increase in cost or decrease in benefits to the Participant may result from the Participant's failure to elect another benefit.

13.05 Transitional Rules.

- (a) Any living Participant not receiving benefits on August 23, 1984, who would otherwise not receive the benefits prescribed by the previous Sections of this Article must be given the opportunity to elect to have the prior Sections of this Article apply if such Participant is credited with at least one (1) hour of service under this Plan or a predecessor plan in a Plan Year beginning on or after January 1, 1976, and such Participant had at least ten (10) years of vesting service when he/she separated from service.
- (b) Any living Participant not receiving benefits on August 23, 1984, who was credited with at least one (1) hour of service under this Plan or a predecessor plan on or after September 2, 1974, and who is not otherwise credited with any service in a Plan Year beginning on or after January 1, 1976, must be given the opportunity to have his/her benefits paid in accordance with Subsection (d).
- (c) The respective opportunities to elect (as described in Subsections (a) and (b) above) must be afforded to the appropriate Participants during the period commencing on August 23, 1984, and ending on the date benefits would otherwise commence to said Participants.
- (d) Any Participant who has elected pursuant to Subsection (b) and any Participant who does not elect under Subsection (a) or who meets the requirements of Subsection (a) except that such Participant does not have at least ten (10) years of vesting service when he/she separates from service, shall have his/her benefits distributed in accordance with all of the following requirements if benefits would have been payable in the form of a life annuity:
- (1) Automatic joint and survivor annuity. If benefits in the form of a life annuity become payable to a married Participant who:
 - (a) Begins to receive payments under the Plan on or after normal retirement age; or
 - (b) Dies on or after normal retirement age while still working for the Employer; or

- (c) Begins to receive payments on or after the qualified early retirement age; or
- (d) Separates from service on or after attaining normal retirement age (or the qualified early retirement age) and after satisfying the eligibility requirements for the payment of benefits under the Plan and thereafter dies before beginning to receive such benefits;

then such benefits will be received under this Plan in the form of a Qualified Joint and Survivor Annuity, unless the Participant has elected otherwise during the election period described herein. Such election period must begin at least six (6) months before the Participant attains qualified early retirement age and end not more than ninety (90) days before the commencement of benefits. Any election hereunder will be in writing and may be changed by the Participant at any time.

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- (2) Election of early survivor annuity. A Participant who is employed after attaining the qualified early retirement age will be given the opportunity to elect, during the election period described herein, to have a survivor annuity payable on death. If the Participant elects the survivor annuity, payments under such annuity must not be less than the payments which would have been made to the Spouse under the Qualified Joint and Survivor Annuity if the Participant had retired on the day before his/her death. Any election under this provision will be in writing and may be changed by the Participant at any time. The election period begins on the later of (1) the ninetieth (90th) day before the Participant attains the qualified early retirement age, or (2) the date on which participation begins, and ends on the date the Participant terminates employment.
- (3) For purposes of this Subsection (d):
 - (a) Qualified early retirement age is the latest of:
 - (i) The earliest date, under the Plan, on which the Participant may elect to receive retirement benefits,
 - (ii) The first day of the 120th month beginning before the Participant reaches normal retirement age, or
 - (iii) The date the Participant begins participation.
 - (b) Qualified Joint and Survivor Annuity is an annuity for the life of the Participant with a survivor annuity for the life of the Spouse as described in Section 13.06(e).

13.06 Definitions. For the purposes of this Section, the following definitions shall apply:

- (a) **Annuity Starting Date:** The first day of the first period for which an amount is paid as an annuity or any other form.
- (b) **Election Period:** The period which begins on the first day of the Plan Year in which the Participant attains age thirty-five (35) and ends on the date of the Participant's death. If a Participant separates from service prior to the first day of the Plan Year in which age thirty-five (35) is attained, with respect to the Account balance as of the date of separation, the Election Period shall begin on the date of separation.

Pre-age thirty-five (35) waiver: A Participant who will not yet attain age thirty-five (35) as of the end of any current Plan Year may make a special Qualified Election to waive the qualified preretirement survivor annuity for the period beginning on the date of such election and ending on the first day of the Plan Year in which the Participant will attain age thirty-five (35). Such election shall not be valid unless the Participant receives a written explanation of the qualified preretirement survivor annuity in such terms as are comparable to the explanation required under Section 13.04(a). Qualified preretirement survivor annuity coverage will be automatically reinstated as of the first day of the Plan Year in which the Participant attains age thirty-five (35). Any new waiver on or after such date shall be subject to the full requirements of this Article.

- (c) **Earliest Retirement Age:** The earliest date on which, under the Plan, the Participant could elect to receive retirement benefits.
- (d) **Qualified Election:** A waiver of a Qualified Joint and Survivor Annuity or a qualified preretirement survivor annuity. Any waiver of a Qualified Joint and Survivor Annuity or a qualified preretirement survivor annuity shall not be effective unless: (a) the Participant's Spouse consents in writing to the election; (b) the election designates a specific Beneficiary, including any class of Beneficiaries or any contingent Beneficiaries, which may not be changed without spousal consent (or the Spouse expressly permits designations by the Participant without any further spousal consent); (c) the Spouse's consent acknowledges the effect of the election; and (d) the Spouse's consent is witnessed by a Plan representative or notary public. Additionally, a Participant's waiver of the Qualified Joint and Survivor Annuity shall not be effective unless the election designates a form of benefit payment which may not be changed without spousal consent (or the Spouse expressly permits designations by the Participant without any further Spousal consent). If it is established to the satisfaction of a Plan representative that there is no Spouse or that the Spouse cannot be located, a waiver will be deemed a Qualified Election.

Any consent by a Spouse obtained under this provision (or establishment that the consent of a Spouse may not be obtained) shall be effective only with respect to such Spouse. A consent that permits designations by the Participant without any requirement of further consent by such Spouse must acknowledge that the Spouse has the right to limit consent to a specific Beneficiary, and a specific form of benefit

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where applicable, and that the Spouse voluntarily elects to relinquish either or both of such rights. A revocation of a prior waiver may be made by a Participant without the consent of the Spouse at any time before the commencement of benefits. The number of revocations shall not be limited. No consent obtained under this provision shall be valid unless the Participant has received notice as provided in Section 13.04.

- (e) **Qualified Joint and Survivor Annuity:** An immediate annuity for the life of the Participant with a survivor annuity for the life of the Spouse which is not less than fifty percent (50%) and not more than one hundred percent (100%) of the amount of the annuity which is payable during the joint lives of the Participant and the Spouse and which is the amount of benefit which can be purchased with the Participant's Vested Account Balance. The percentage of the survivor annuity shall be fifty percent (50%).
- (f) **Spouse (Surviving Spouse):** The Spouse or Surviving Spouse of the Participant, provided that a former Spouse will be treated as the Spouse or Surviving Spouse and a current Spouse will not be treated as the Spouse or Surviving Spouse to the extent provided under a qualified domestic relations order as described in section 414(p) of the Code.
- (g) **Straight Life Annuity:** An annuity payable in equal installments for the life of the Participant that terminates upon the Participant's death.
- (h) **Vested Account Balance:** The aggregate value of the Participant's vested Account balances derived from Employer and Employee contributions (including rollovers), whether vested before or upon death, including the proceeds of insurance contracts, if any, on the Participant's life. The provisions of this Article shall apply to a Participant who is vested in amounts attributable to Employer Contributions, Employee contributions (or both) at the time of death or distribution.

13.07 **Annuity Contracts.** Where benefits are to be paid in the form of a life annuity pursuant to the terms of this Article, a nontransferable annuity contract shall be purchased from a life insurance company and distributed to the Participant or Surviving Spouse, as applicable. The terms of any annuity contract purchased and distributed by the Plan shall comply with the requirements of this Plan and section 417 of the Code.

XIV. LOANS TO PARTICIPANTS

14.01 Availability of Loans to Participants.

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- (a) If the Employer has elected in the Adoption Agreement to make loans available to Participants, a Participant may apply for a loan from the Plan subject to the limitations and other provisions of this Article.
- (b) The Employer shall establish written guidelines governing the granting of loans, provided that such guidelines are approved by the Plan Administrator and are not inconsistent with the provisions of this Article, and that loans are made available to all Participants on a reasonably equivalent basis.

14.02 Terms and Conditions of Loans to Participants. Any loan by the Plan to a Participant under Section 14.01 of the Plan shall satisfy the following requirements:

- (a) Availability. Loans shall be made available to all Participants on a reasonably equivalent basis.
- (b) Nondiscrimination. Loans shall not be made to Highly Compensated Employees in an amount greater than the amount made available to other Employees.
- (c) Interest Rate. Loans must be adequately secured and bear a reasonable interest rate.
- (d) Loan Limit. No Participant loan shall exceed the present value of the Participant's Nonforfeitable Interest in his/her Account.
- (e) Spousal Consent. A Participant must obtain the consent of his/her Spouse, as defined under Section 13.06 if any, within the ninety (90) day period before the time the Account balance is used as security for the loan. Spousal consent shall be obtained no earlier than the beginning of the ninety (90) day period that ends on the date on which the loan is to be so secured. The consent must be in writing, must acknowledge the effect of the loan, and must be witnessed by a Plan representative or notary public. Such consent shall thereafter be binding with respect to the consenting Spouse or any subsequent Spouse with respect to that loan. A new consent shall be required if the Account balance is used for renegotiation, extension, renewal, or other revision of the loan.
- (f) Foreclosure. In the event of default, foreclosure on the note and attachment of security will not occur until a distributable event occurs in the Plan.
- (g) Reduction of Account. If a valid spousal consent has been obtained in accordance with Subsection (e), then, notwithstanding any other provision of this Plan, the portion of the Participant's vested Account balance used as a security interest held by the Plan by reason of a loan outstanding to the Participant shall be taken into account for purposes of determining the amount of the Account balance payable at the time of death or distribution, but only if the reduction is used as repayment of

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the loan. If less than one hundred percent (100%) of the Participant's nonforfeitable Account balance (determined without regard to the preceding sentence) is payable to the surviving spouse, then the Account balance shall be adjusted by first reducing the nonforfeitable Account balance by the amount of the security used as repayment of the loan, and then determining the benefit payable to the surviving spouse.

- (h) Amount of Loan. At the time the loan is made, the principal amount of the loan plus the outstanding balance (principal plus accrued interest) due on any other outstanding loans to the Participant or Beneficiary from the Plan and from all other plans of the Employer that are qualified under section 401(a) of the Code shall not exceed the least of:
- (1) \$50,000, reduced by the excess (if any) of
 - (a) The highest outstanding balance of loans from the Plan during the one (1) year period ending on the day before the date on which the loan is made, over
 - (b) The outstanding balance of loans from the Plan on the date on which such loan is made; or
 - (2) The greater of
 - (a) \$10,000, or
 - (b) One-half (1/2) of the value of the Participant's Nonforfeitable Interest in all of his/her Accounts under this Plan.

For the purpose of the above limitation, all loans from all plans of the Employer and other members of a group of employers described in sections 414(b), 414(c), and 414(m) and (o) of the Code are aggregated.

- (i) Application for Loan. The Participant must give the Employer adequate written notice, as determined by the Employer, of the amount and desired time for receiving a loan. No more than one (1) loan may be made by the Plan to a Participant in any calendar year. No loan shall be approved if an existing loan from the Plan to the Participant is in default to any extent.
- (j) Length of Loan. The terms of any loan issued or renegotiated after December 31, 1993, shall require the Participant to repay the loan in substantially equal installments of principal and interest, at least monthly, over a period that does not exceed five (5) years from the date of the loan; provided, however, that if the proceeds of the loan are applied by the Participant to acquire any dwelling unit that is to be used within a reasonable time (determined at the time the loan is made) after the loan is made as the principal residence of the Participant, the five (5) year limit shall not apply. In this event, the period of repayment shall not exceed a reasonable period determined by the Employer. Principal installments and interest payments

otherwise due may be suspended during an authorized leave of absence, if the promissory note so provides, but not beyond the original term permitted under this Subsection (j), with a revised payment schedule (within such term) instituted at the end of such period of suspension.

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- (k) Prepayment. The Participant shall be permitted to repay the loan in whole or in part at any time prior to maturity, without penalty.
- (l) Note. The loan shall be evidenced by a promissory note executed by the Participant and delivered to the Employer, and shall bear interest at a reasonable rate determined by the Employer.
- (m) Security. The loan shall be secured by an assignment of that portion the Participant's right, title and interest in and to his/her Employer Contribution Account (to the extent vested), Participant Contribution Account, and Portable Benefits Account that is equal to fifty percent (50%) of the Participant's Account (to the extent vested).
- (n) Assignment or Pledge. For the purposes of paragraphs (h) and (i), assignment or pledge of any portion of the Participant's interest in the Plan and a loan, pledge, or assignment with respect to any insurance contract purchased under the Plan, will be treated as a loan.
- (o) Other Terms and Conditions. The Employer shall fix such other terms and conditions of the loan as it deems necessary to comply with legal requirements, to maintain the qualification of the Plan and Trust under section 401(a) of the Code, or to prevent the treatment of the loan for tax purposes as a distribution to the Participant. The Employer, in its discretion for any reason, may fix other terms and conditions of the loan, not inconsistent with the provisions of this Article.

14.03 Participant Loan Accounts.

- (a) Upon approval of a loan to a Participant by the Employer, an amount not in excess of the loan shall be transferred from the Participant's other investment fund(s), described in Section 7.05 of the Plan, to the Participant's Loan Account as of the Accounting Date immediately preceding the agreed upon date on which the loan is to be made.
- (b) The assets of a Participant's Loan Account may be invested and reinvested only in promissory notes received by the Plan from the Participant as consideration for a loan permitted by Section 14.01 of the Plan or in cash. Uninvested cash balances in a Participant's Loan Account shall not bear interest. No person who is otherwise a fiduciary of the Plan shall be liable for any loss, or by reason of any breach, that results from the Participant's exercise of such control.

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- (c) Repayment of principal and payment of interest shall be made by payroll deduction or, where repayment cannot be made by payroll deduction, by check, and shall be invested in one (1) or more other investment funds, in accordance with Section 7.05 of the Plan, as of the next Accounting Date after payment thereof to the Trust. The amount so invested shall be deducted from the Participant's Loan Account.
- (d) The Employer shall have the authority to establish other reasonable rules, not inconsistent with the provisions of the Plan, governing the establishment and maintenance of Participant Loan Accounts.

XV. PLAN AMENDMENT, TERMINATION AND OPTIONAL PROVISIONS

15.01 Amendment by Employer. The Employer reserves the right, subject to Section 15.02 of the Plan, to amend the Plan from time to time by either:

- (a) Filing an amended Adoption Agreement to change, delete, or add any optional provision, or
- (b) Continuing the Plan in the form of an amended and restated Plan and Trust.

No amendment to the Plan shall be effective to the extent that it has the effect of decreasing a Participant's accrued benefit. Notwithstanding the preceding sentence, a Participant's Account balance may be reduced to the extent permitted under section 412(c)(8) of the Code. For purposes of this paragraph, a Plan amendment which has the effect of decreasing a Participant's Account balance or eliminating an optional form of benefit, with respect to benefits attributable to service before the amendment shall be treated as reducing an accrued benefit. Furthermore, if the vesting schedule of the Plan is amended, in the case of an Employee who is a Participant as of the later of the date such amendment is adopted or the date it becomes effective, the nonforfeitable percentage (determined as of such date) of such Employee's right to his/her Employer-derived accrued benefit will not be less than his percentage computed under the plan without regard to such amendment.

The Employer may (1) change the choice of options in the Adoption Agreement, (2) add overriding language in the Adoption Agreement when such language is necessary to satisfy sections 415 or 416 of the Code because of the required aggregation of multiple plans, and (3) add certain model amendments published by the Internal Revenue Service which specifically provide that their adoption will not cause the Plan to be treated as individually designed. An Employer that amends the Plan for any other reason, including a waiver of the minimum funding requirement under section 412(d) of the Code, will no longer participate in this Prototype Plan and will be considered to have an individually designed plan.

15.02 **Amendment of Vesting Schedule.** If the Plan's vesting schedule is amended, or the Plan is amended in any way that directly or indirectly affects the computation of the Participant's nonforfeitable percentage or if the Plan is deemed amended by an automatic change to or from a top-heavy vesting schedule, each Participant may elect, within a reasonable period after the adoption of the amendment or change, to have the nonforfeitable percentage computed under the Plan without regard to such amendment or change.

The period during which the election may be made shall commence with the date the amendment is adopted or deemed to be made and shall end on the latest of:

- (a) Sixty (60) days after the amendment is adopted;
- (b) Sixty (60) days after the amendment becomes effective; or
- (c) Sixty (60) days after the Participant is issued written notice of the amendment by the Employer or Plan Administrator.

15.03 **Termination by Employer.** The Employer reserves the right to terminate this Plan. However, in the event of such termination no part of the Trust shall be used or diverted to any purpose other than for the exclusive benefit of the Participants or their Beneficiaries, except as provided in this Section.

Upon Plan termination or partial termination, all Account balances shall be valued at their fair market value and the Participant's right to his/her Employer Contribution Account shall be one hundred percent (100%) vested and nonforfeitable. Such amount and any other amounts held in the Participant's other Accounts shall be maintained for the Participant until paid pursuant to the terms of the Plan.

Any amounts held in a suspense account, after all liabilities of the Plan to Participants and Beneficiaries have been satisfied or provided for, shall be paid to the Employer in accordance with the Code and regulations thereunder.

If the Employer's Plan fails to attain or retain qualification under section 401 of the Code, such Plan will no longer participate in this Regional Prototype Plan and will be considered an individually designed Plan.

In the event that the Commissioner of Internal Revenue determines that the Plan is not initially qualified under the Internal Revenue Code, any contribution made by the Employer incident to that initial qualification must be returned to the Employer within one year after the date the initial qualification is denied, but only if the application for the qualification is made by the time prescribed by law for filing the Employer's return for the year in which the Plan is adopted, or such later date as the Secretary of the Treasury may prescribe.

15.04 **Discontinuance of Contributions.** A permanent discontinuance of contributions to the Plan by the Employer, unless an amended and restated Plan is established, shall constitute a Plan termination.

- 15.05 Amendment by Prototype Sponsor. The Prototype Sponsor may amend this Plan upon thirty (30) days written notification to the Employer; provided, however, that any such amendment must be for the express purpose of maintaining compliance with applicable federal laws and regulations of the Internal Revenue Service.
- 15.06 Optional Provisions. Any provision which is optional under this Plan shall become effective if and only if elected by the Employer and agreed to by the Prototype Sponsor.

XVI. ADMINISTRATION

- 16.01 Powers of the Employer. The Employer shall have the following powers and duties:
- (a) To appoint and remove, with or without cause, the Plan Administrator;
 - (b) To amend or terminate the Plan pursuant to the provisions of Article XV;
 - (c) To appoint a committee to facilitate administration of the Plan and communications to Participants;
 - (d) To decide all questions of eligibility (1) for Plan participation, and (2) upon appeal by any Participant, Employee or Beneficiary, for the payment of benefits;
 - (e) To engage an independent qualified public accountant, when required to do so by law, to prepare annually the audited financial statements of the Plan's operation;
 - (f) To take all actions and to communicate to the Plan Administrator in writing all necessary information to carry out the terms of the Plan and Trust; and
 - (g) To notify the Plan Administrator in writing of the termination of the Plan.
- 16.02 Duties of the Plan Administrator. The Plan Administrator shall have the following powers and duties:
- (a) To construe and interpret the provisions of the Plan;
 - (b) To maintain and provide such returns, reports, schedules, descriptions, and individual Account statements, as are required by law within the times prescribed by law; and to furnish to the Employer, upon request, copies of any or all such materials, and further, to make copies of such instruments, reports, descriptions, and statements as are required by law available for examination by Participants and such of their Beneficiaries who are or may be entitled to benefits under the Plan in such places and in such manner as required by law;
 - (c) To obtain from the Employer such information as shall be necessary for the proper administration of the Plan;
 - (d) To determine the amount, manner, and time of payment of benefits hereunder;

- (e) To appoint and retain such agents, counsel, and accountants for the purpose of properly administering the Plan;
- (f) To distribute assets of the Trust to each Participant and Beneficiary in accordance with Article XI of the Plan;
- (g) To pay expenses from the Trust pursuant to Section 7.03 of the Plan; and
- (h) To do such other acts reasonably required to administer the Plan in accordance with its provisions or as may be provided for or required by law.

16.03 Protection of the Employer. The Employer shall not be liable for the acts or omissions of the Plan Administrator, but only to the extent that such acts or omissions do not result from the Employer's failure to provide accurate or timely information as required or necessary for proper administration of the Plan.

16.04 Protection of the Plan Administrator. The Plan Administrator may rely upon any certificate, notice or direction purporting to have been signed on behalf of the Employer which the Plan Administrator believes to have been signed by a duly designated official of the Employer.

16.05 Resignation or Removal of Plan Administrator. The Plan Administrator may resign at any time effective upon sixty (60) days prior written notice to the Employer. The Plan Administrator may be removed by the Employer at any time upon sixty (60) days prior written notice to the Plan Administrator. Upon the resignation or removal of the Plan Administrator, the Employer may appoint a successor Plan Administrator; failing such appointment, the Employer shall assume the powers and duties of Plan Administrator. Upon the resignation or removal of the Plan Administrator, any Trust assets invested by or held in the name of the Plan Administrator shall be transferred to the trustee in cash or property, at fair market value, except that the return of Trust assets invested in a contract issued by an insurance company shall be governed by the terms of that contract.

16.06 No Termination Penalty. The Plan Administrator shall have no authority or discretion to impose any termination penalty upon its removal.

16.07 Decisions of the Plan Administrator. All constructions, determinations, and interpretations made by the Plan Administrator pursuant to Section 16.02(a) or (d) shall be final and binding on all persons participating in the Plan, given deference in all courts of law to the greatest extent allowed by applicable law, and shall not be overturned or set aside by any court of law unless found to be arbitrary or capricious, or made in bad faith.

XVII. MISCELLANEOUS

17.01 Nonguarantee of Employment. Nothing contained in this Plan shall be construed as a contract of employment between the Employer and any Employee, or as a right of an Employee to be continued in the employment of the Employer, as a limitation of the right of the Employer to discharge any of its Employees, with or without cause.

- 17.02 Rights to Trust Assets. No Employee or Beneficiary shall have any right to, or interest in, any assets of the Trust upon termination of his/her employment or otherwise, except as provided from time to time under this Plan, and then only to the extent of the benefits payable under the Plan to such Employee or Beneficiary out of the assets of the Trust. All payments of benefits as provided for in this Plan shall be made solely out of the assets of the Trust and none of the fiduciaries shall be liable therefor in any manner.
- 17.03 Nonalienation of Benefits. Except as provided in Section 17.04 of the Plan, benefits payable under this Plan shall not be subject in any manner to anticipation, alienation, sale, transfer, assignment, pledge, encumbrance, charge, garnishment, execution, or levy of any kind, either voluntary or involuntary, prior to actually being received by the person entitled to the benefit under the terms of the Plan; and any attempt to anticipate, alienate, sell, transfer, assign, pledge, encumber, charge or otherwise dispose of any right to benefits payable hereunder, shall be void. The Trust shall not in any manner be liable for, or subject to, the debts, contracts, liabilities, engagements or torts of any person entitled to benefits hereunder.
- 17.04 Qualified Domestic Relations Order. Notwithstanding Section 17.03 of the Plan, amounts may be paid with respect to a Participant pursuant to a domestic relations order, but if and only if the order is determined to be a qualified domestic relations order within the meaning of section 414(p) of the Code or any domestic relations order entered before January 1, 1985.
- 17.05 Nonforfeitability of Benefits. Subject only to the specific provisions of this Plan, nothing shall be deemed to deprive a Participant of his/her right to the Nonforfeitable Interest to which he/she becomes entitled in accordance with the provisions of the Plan.
- 17.06 Incompetency of Payee. In the event any benefit is payable to a minor or incompetent, to a person otherwise under legal disability, or to a person who, in the sole judgment of the Employer, is by reason of advanced age, illness, or other physical or mental incapacity incapable of handling the disposition of his/her property, the Employer may apply the whole or any part of such benefit directly to the care, comfort, maintenance, support, education, or use of such person or pay or distribute the whole or any part of such benefit to:
- (a) The parent of such person;
 - (b) The guardian, committee, or other legal representative, wherever appointed, of such person;
 - (c) The person with whom such person resides;
 - (d) Any person having the care and control of such person; or
 - (e) Such person personally.

The receipt of the person to whom any such payment or distribution is so made shall be full and complete discharge therefor.

- 17.07 Inability to Locate Payee. Anything to the contrary herein notwithstanding, if the Employer is unable, after reasonable effort, to locate any Participant or Beneficiary to whom an amount is payable hereunder, such amount shall be forfeited and held in the Trust for application against the next succeeding Employer Contribution or contributions required to be made hereunder. Notwithstanding the foregoing, however, such amount shall be reinstated, by means of an additional Employer contribution, if and when a claim for the forfeited amount is subsequently made by the Participant or Beneficiary or if the Employer receives proof of death of such person, satisfactory to the Employer. To the extent not inconsistent with applicable law, any benefits lost by reason of escheat under applicable state law shall be considered forfeited and shall not be reinstated.
- 17.08 Mergers, Consolidations, and Transfer of Assets. The Plan shall not be merged into or consolidated with any other plan, nor shall any of its assets or liabilities be transferred into any such other plan, unless each Participant in the Plan would (if the Plan then terminated) receive a benefit immediately after the merger, consolidation, or transfer that is equal to or greater than the benefit he/she would have been entitled to receive immediately before the merger, consolidation, or transfer (if the Plan had then terminated).
- 17.09 Employer Records. Records of the Employer as to an Employee's or Participant's Period of Service, termination of service and the reason therefor, leaves of absence, reemployment, Earnings, and Compensation will be conclusive on all persons, unless determined to be incorrect.
- 17.10 Controlled Groups and Affiliated Service Groups.
- (a) Except as provided in Section 6.05(f), all Employees of all corporations which are members of a controlled group of corporations (as defined in section 414(b) of the Code) and all Employees of all trades or businesses (whether or not incorporated) which are under common control (as defined in section 414(c) of the Code) will be treated as employed by a single Employer.
 - (b) All Employees of all members of an affiliated service group (as defined in section 414(m) of the Code) will be treated as employed by a single Employer.
 - (c) All Employees of any entity required to be aggregated with the Employer pursuant to section 414(o) of the Code and the regulations thereunder will be treated as employees by a single Employer.
- 17.11 Gender and Number. The masculine pronoun, whenever used herein, shall include the feminine pronoun, and the singular shall include the plural, except where the context requires otherwise.
- 17.12 Leased Employees. Any leased employee deemed to be an employee of an employer as provided in sections 414(n) or (o) under the Code, shall be treated as an Employee of the employer or of any other employer required to be aggregated with such employer under sections 414(b), (c), (m) or (o) of the Code; however, contributions or benefits provided by the leasing organization which are attributable to services performed for the recipient

employer shall be treated as provided by the recipient employer. The preceding sentence shall not apply to any leased Employee if (i) such employee is covered by a money purchase pension plan providing: (1) a nonintegrated employer contribution rate of at least ten percent (10%) of compensation, as defined in section 415(c)(3) of the Code, but including amounts contributed pursuant to a salary reduction agreement which are excludable from the employee's gross income under sections 125, 402(e)(3), 402(h)(1)(B) or 403(b) of the Code, (2) immediate participation, and (3) full and immediate vesting, and (ii) leased employees do not constitute more than twenty percent (20%) of the recipient's non-highly compensated workforce. For purposes of this paragraph, the term "leased employee" means any person (other than an Employee of the recipient) who pursuant to an agreement between the recipient and any other person ("leasing organization") has performed services for the recipient (or for the recipient and related persons determined in accordance with section 414(n)(6) of the Code) on a substantially full-time basis for a period of at least one (1) year and such services are of a type historically performed by Employees in the business field of the recipient Employer.

- 17.13 **Applicable Law.** The Plan shall be construed under the laws of the State where the Employer is located, except to the extent superseded by federal law. The Plan is established with the intent that it meets the requirements under the Code. The provisions of this Plan shall be interpreted in conformity with these requirements.

In the event of any conflict between the Plan and a policy or contract issued hereunder, the Plan provisions shall control; provided, however, no Plan amendment shall supersede an existing policy or contract unless such amendment is required to maintain qualification under section 401 of the Code.

XVIII. TOP-HEAVY PROVISIONS

- 18.01 **General Rule.** If the Plan is or becomes top-heavy, the provisions of this Article will supersede any conflicting provisions in the Plan or Adoption Agreement.
- 18.02 **Definitions.** If the Plan is or becomes top-heavy in any Plan Year, the following top-heavy definitions apply:
- (a) **Compensation:** Earnings; provided that regardless of any election by the Employer in the Adoption Agreement, Compensation as used herein shall include all over-time and bonus compensation.
 - (b) **Determination Date:** For any Plan Year, the last day of the preceding Plan Year or, in the case of the first Plan Year of the Plan, the last day of that Plan Year.
 - (c) **Key Employee:** Any Employee or former Employee (and the Beneficiaries of such Employee) who at any time during the determination period was an officer of the Employer if such individual's annual Compensation exceeds 50 percent of the dollar limitation under section 415(b)(1)(A) of the Code, an owner (or considered an owner under section 318 of the Code) of one (1) of the ten (10) largest interests in

the Employer if such individual's annual Compensation exceeds one hundred percent (100%) of the dollar limitation under section 415(c)(1)(A) of the Code, a 5-percent owner of the Employer, or a 1-percent owner of the Employer who has an annual Compensation of more than \$150,000. Annual Compensation means compensation as defined in Subsection 6.05(b) of the Plan, but including amounts contributed pursuant to a salary reduction agreement which are excludable from the Employee's gross income under sections 125, 402(e)(3), 402(h)(1)(B) or 403(b) of the Code. The determination period is the Plan Year containing the Determination Date and the four (4) preceding Plan Years.

The determination of who is a Key Employee will be made in accordance with section 416(i)(1) of the Code and the regulations thereunder.

- (d) Non-key Employee: Any Employee who does not meet the definition of Key Employee.
- (e) Permissive Aggregation Group: The Required Aggregation Group plus any other qualified plans maintained by the Employer, but only if such group would satisfy in the aggregate the requirements of sections 401(a)(4) and 410 of the Code. The Employer shall determine which plan to take into account in determining the Permissive Aggregation Group.
- (f) Present Value: The Present Value based on the interest and mortality rates specified in the defined benefit plan aggregated with this Plan for the purpose of determining the top-heavy ratio.
- (g) Required Aggregation Group:
 - (1) Each qualified Plan of the Employer in which at least one (1) Key Employee participates or participated at any time during the determination period (regardless of whether the Plan has terminated); and
 - (2) Any other qualified Plan of the Employer which enables a plan described in (1) to meet the requirements of sections 401(a)(4) or 410 of the Code.
- (h) Valuation Date: For purposes of computing the top-heavy ratio, the Valuation Date shall be the last day of each Plan Year.

18.03 Determination of Top-Heavy Status. The Plan is top-heavy if any of the following conditions exists:

- (a) If the top-heavy ratio for this Plan exceeds sixty percent (60%) and this Plan is not part of any Required Aggregation Group or Permissive Aggregation Group of plans.
- (b) If this Plan is a part of a Required Aggregation Group of plans, but not part of a Permissive Aggregation Group, and the top-heavy ratio for the group of plans exceeds sixty percent (60%).

- (c) If this Plan is a part of a Required Aggregation Group and part of a Permissive Aggregation Group of plans and the top-heavy ratio for the Permissive Aggregation Group exceeds sixty percent (60%).

18.04 Top-heavy Ratios:

- (a) If the Employer maintains one (1) or more defined contribution plans (including any simplified employee pension plan) and the Employer has not maintained any defined benefit plan which during the five (5) year period ending on the Determination Date(s) has or has had accrued benefits, the top-heavy ratio for this Plan alone or for the Required or Permissive Aggregation Group as appropriate is a fraction, the numerator of which is the sum of the account balances of all Key Employees as of the Determination Date(s) (including any part of any account balance distributed in the five (5) year period ending on the Determination Date(s)), and the denominator of which is the sum of all account balances (including any part of any account balance distributed in the five (5) year period ending on the Determination Date(s)), both computed in accordance with section 416 of the Code and the regulations thereunder. Both the numerator and denominator of the top-heavy ratio are increased to reflect any contribution not actually made as of the Determination Date, but which is required to be taken into account on that date under section 416 of the Code and the regulations thereunder.
- (b) If the Employer maintains one (1) or more defined contribution plans (including any simplified employee pension plan) and the Employer maintains or has maintained one (1) or more defined benefit plans which during the five (5) year period ending on the Determination Date(s) has or has had any accrued benefits, the top-heavy ratio for any Required or Permissive Aggregation Group as appropriate is a fraction, the numerator of which is the sum of account balances under the aggregated defined contribution plan or plans for all Key Employees, determined in accordance with (a) above, and the Present Value of accrued benefits under the aggregated defined benefit plan or plans for all Key Employees as of the Determination Date(s), and the denominator of which is the sum of the account balances under the aggregated defined contribution plan or plans for all Participants, determined in accordance with (a) above, and the Present Value of accrued benefits under the defined benefit plan or plans for all Participants as of the Determination Date(s), all determined in accordance with section 416 of the Code and the regulations thereunder. The accrued benefits under a defined benefit plan in both the numerator and denominator of the top-heavy ratio are increased for any distribution of an accrued benefit made in the five (5) year period ending on the Determination Date.
- (c) For purposes of (a) and (b) above, the value of account balances and the Present Value of accrued benefits will be determined as of the most recent Valuation Date that falls within or ends with the twelve (12) month period ending on the Determination Date, except as provided in section 416 of the Code and the regulations thereunder for the first and second Plan Years of a defined benefit plan. The Account balances and accrued benefits of a Participant (1) who is not a Key Employee but who was a Key Employee in a prior year, or (2) who has not been credited with at

Participant's failure to complete 1,000 Hours of Service (or any equivalent provided in the Plan), or (ii) the Participant's failure to make Mandatory Participant Contributions to the Plan, or (iii) compensation less than a stated amount.

- (b) For purposes of computing the minimum allocation, Compensation will mean compensation as defined in Section 6.05(b) of the Plan, as limited by section 401(a)(17) of the Code.
- (c) The provision in Subsection (a) above shall not apply to any Participant who was not employed by the Employer on the last day of the Plan Year.
- (d) The minimum allocation required (to the extent required to be nonforfeitable under section 416(b) of the Code) may not be forfeited under section 411(a)(3)(B) or 411(a)(3)(D) of the Code.

18.07 Additional Contribution. If the contribution rate for the Plan Year with respect to a Non-Key Employee described in Section 18.06 is less than the minimum contribution, the Employer will increase its contribution for such Employee to the extent necessary so his/her contribution rate for the Plan Year will equal the guaranteed minimum contribution. The Employer shall allocate the additional contribution to the Account of the Non-Key Employee for whom the Employer makes the contribution.

least one (1) hour of service with any Employer maintaining the Plan at any time during the five (5) year period ending on the Determination Date will be disregarded. The calculation of the top-heavy ratio, and the extent to which distributions, rollovers, and transfers are taken into account will be made in accordance with section 416 of the Code and the regulations thereunder. Deductible Employee Contributions will not be taken into account for purposes of computing the top-heavy ratio. When aggregating plans the value of account balances and accrued benefits will be calculated with reference to the Determination Dates that fall within the same calendar year.

The accrued benefit of a Participant other than a Key Employee shall be determined under (a) the method, if any, that uniformly applies for accrual purposes under all defined benefit plans maintained by the Employer, or (b) if there is no such method, as if such benefit accrued not more rapidly than the slowest accrual rate permitted under the fractional rule of section 411(b)(1)(C) of the Code.

- 18.05 Vesting Schedule. For any Plan Year in which this Plan is top-heavy, the Nonforfeitable Interest of each Employee in his/her account balance attributable to Employer Contributions shall be determined on the basis of the following: one hundred percent (100%) vesting at all times. The minimum vesting schedule applies to all benefits within the meaning of section 411(a)(7) of the Code except those attributable to Employee Contributions, including benefits accrued before the effective date of section 416 of the Code and benefits accrued before the Plan became top-heavy. Further, no decrease in a Participant's nonforfeitable percentage may occur in the event the Plan's status as top-heavy changes for any Plan Year. However, this Section does not apply to the Account balances of any Employee who does not have an hour of service after the Plan has initially become top-heavy and such Employee's Account balance attributable to Employer Contributions and forfeitures will be determined without regard to this Section.

If the vesting schedule under the Plan shifts in or out of the above schedule for any Plan Year because of the Plan's top-heavy status, such shift is an amendment to the vesting schedule and the election in Section 15.02 of the Plan applies.

18.06 Minimum Employer Contribution.

- (a) Except as otherwise provided in Subsection (c) below, the Employer Contributions and forfeitures allocated on behalf of any Participant who is not a Key Employee for any Plan Year for which the Plan is top heavy shall not be less than the lesser of three percent (3%) of such Participant's Compensation or in the case where the Employer has no defined benefit plan which designates this Plan to satisfy section 401 of the Code, the largest percentage of Employer Contributions and forfeitures, as a percentage of the Key Employee's Compensation, as limited by section 401(a)(17) of the Code, allocated on behalf of any Key Employee for that year. The minimum allocation is determined without regard to any Social Security contribution. This minimum allocation shall be made even though, under other Plan provisions, the Participant would not otherwise be entitled to receive an allocation, or would have received a lesser allocation for the year because of (i) the

MPP 12/23/94

001-94

ICMA RETIREMENT CORPORATION

INTERNAL REVENUE SERVICE
OPINION LETTER AND
PUBLICATION 1488

INTERNAL REVENUE SERVICE
DISTRICT DIRECTOR
31 HOPKINS PLAZA
BALTIMORE, MD 21201-0000

DEPARTMENT OF THE TREASURY

Date: December 19, 1994

International City Management
Association Retirement Corporation
777 North Capitol Street, NE
Washington, DC 20002-4240

Employer Identification Number:
23-7268394
File Folder Number:
524195046
Person to contact:
G.N. WALLACE
Contact Telephone Number:
(410) 962-92973
Plan Name:
ICMA Retirement Corporation Prototype
Money Purchase Plan & Trust
Plan Number: 001
Letter Serial Number:
D8520096

Dear Applicant:

The amendment to the form of the plan identified above is acceptable under section 401 (a) of the Internal Revenue Code. This letter relates only to the amendment to the form of the plan. It is not a determination of any other amendment or of the form of the plan as a whole, or on the effect of other federal or local statutes.

You must furnish a copy of this letter and the enclosed publication to each employer who adopts this plan. You are also required to send a copy of this letter, a copy of the approved form of the plan, and any approved amendments and related documents to each key District Director of the Internal Revenue Service in whose jurisdiction there are adopting employers.

The acceptability of the form of the plan is not a ruling or determination as to whether an employer's plan qualifies under Code section 401(a) or 403(a). Therefore, an employer adopting the form of the plan should apply for a determination letter by filing an application with the key District Director of the Internal Revenue Service on Form 5307, Application for Determination for Adopters of Master or Prototype, Regional Prototype or Volume Submitter Plans.

Please advise those adopting the plan to contact you if they have any questions about the operation of the plan.

We have sent a copy of this letter to your representative as indicated in your Power of Attorney.

The original opinion letter for this plan was issued on September 26, 1991.

Letter 2026 (DO/CG)

If you have any questions concerning the IRS processing of this case, please call the above telephone number. If you write, please provide your telephone number and the most convenient time for us to call in case we need more information. Whether you call or write, please refer to the Letter Serial Number shown in the heading of this letter.

You should keep this letter as a permanent record.

Sincerely yours,



Paul A. Harrington

District Director

Enclosure(s)
Publication 1488



Publication 1488 (January 1990)

Introduction

This publication is issued in conjunction with a favorable notification letter. It explains the significance of your letter, points out some features that may affect the qualified status of the plan, and provides information on the reporting requirements for the plan.

An employee retirement plan qualified under Internal Revenue Code section 401(a) or 403(a) (qualified plan) is entitled to favorable tax treatment. For example, contributions made in accordance with the plan document are generally currently deductible. Participants will not include these contributions into income until the time they receive a distribution from the plan, at which time special income averaging rates for lump sum distributions may serve to reduce the tax liability. In some cases, taxation may be further deferred by rollover to another qualified plan or individual retirement arrangement. See Publication 575, *Pension and Annuity Income*, for further details. Finally, plan earnings may accumulate free of tax.

Employee retirement plans that fail to satisfy the requirements under section 401(a) or 403(a) are not entitled to this favorable tax treatment. Therefore, many employers desire advance assurance that the terms of their plans satisfy the qualification requirements. The Service provides such advance assurance for regional prototype plans by issuing favorable notification letters. However, in some cases, a determination letter is also required for reliance.

Significance of a Favorable Notification Letter

Notification letters are issued by the Service to sponsors of regional prototype plans. Plan sponsors then make the plan available to employers

who may adopt the plans for the benefit of their employees.

The significance of a favorable notification letter differs for standardized plans and nonstandardized plans. A standardized plan can be identified by the number 2, 5, or 7 appearing in the second position of the letter serial number (the number following the alpha character which appears in the upper right portion of the letter). A nonstandardized plan may be identified by the number 3, 6, or 8 appearing in the second position.

Standardized Plans. A standardized plan is designed to be automatically acceptable under any fact pattern, except as indicated below. Therefore, there is no need to request a determination letter for such plans, provided the employer does not amend the plan and chooses only those options in the adoption agreement that were approved by the Service. Although a determination letter is not requested, the employer must still inform interested parties of the establishment or amendment of the plan. However, a determination letter is required for advance assurance that the provisions of the plan satisfy the qualification requirements if the employer maintains or has maintained another qualified plan. Under certain circumstances, employers who have adopted standardized defined benefit plans may wish to request a determination letter that their plans prior benefit structure satisfies the requirements of Internal Revenue Code section 401(a)(26).

Paired plans are standardized plans that are designed to work together. A paired plan may be recognized by the "phrase other than a specified paired plan" appearing in the fifth or sixth paragraph of the notification letter. If the employer maintains and has maintained only paired plans, a determination letter is not needed.

Nonstandardized Plans. It is possible that the unique fact patterns applicable to a specific employer may cause a nonstandardized plan to fail qualification. Therefore, to obtain advance assurance that the plan is qualified, the plan must be submitted for a determination letter. A determination letter is similar to an insurance policy that will, in many cases, protect the employer and plan beneficiaries from adverse tax consequences if the plan is later found to be nonqualified in the absence of a change in law, provided the plan is being operated in good faith in accordance with plan provisions.

This advance assurance is a service provided by the Internal Revenue Service, and is not required for qualification. Form 5307, *Application for Determination for Adopters of Master or Prototype Regional Prototype or Volume Submitter Plans*, is used to request a determination letter, along with Form 5302, *Employee Census*, Form 8717 (explained later), a copy of the adoption agreement, a copy of the notification letter, a certification from the plan sponsor that the plan has not been withdrawn and is still in effect, and a copy of any separate trust or custodial account document.

User Fee. There is a charge for requesting a determination letter, but the charge is significantly reduced for regional prototype plans. Please complete and attach Form 8717, *User Fee for Employee Plan Determination Letter Request*, to Form 5307 when requesting a determination letter.

Law Changes Affecting the Plan. Plans must be amended to retain their qualified status if any plan provision fails qualification requirements because of changes in the law becoming effective subsequent to the issuance of the notification letter. If the plan is not amended, the plan will become nonqualified without specific notice from the Service. This will occur even if the employer has received a favorable determination letter in addition to the notification letter. The employer and plan participants may be subject to adverse tax consequences if the plan is nonqualified.

The first character of the serial number assigned to the plan indicates the latest law change for which the plan had been amended. For example, the letter "D" indicates the plan was amended for the Tax Reform Act of 1986, which generally became effective for plan years after the 1988 plan year.

A notification letter will not be applicable after a change in qualification requirements unless the plan sponsor requests a new notification letter within 12 months after the change. The plan sponsor must provide those employers for whom the employer is continuing to sponsor the plan with a copy of the amendments and the new notification letter within 60 days of the receipt of the new letter. If a change requires modification of the adoption agreement, employers must execute the new agreement by the later of 6 months after issuance of the new notification letter, or the end of the period specified in Internal Revenue Code section 401(b).

If the application for a notification letter was submitted to the Service within certain time frames, the plan generally need not be amended again unless required to do so by legislation. The application was submitted to the Service within these time frames, if the following paragraph appears in the notification letter: "For purposes of sections 5.02 and 15.03 of Rev. Proc. 89-13, 1989-7 I.R.B. 25, your application was received timely".

Required Notifications to Adopting Employers. The plan sponsor must provide adopting employers with annual notifications indicating whether the sponsor intends to continue to sponsor the plan, and whether amendments have been made to the plan. The plan sponsor must also notify employers within 30 days if the plan sponsor discontinues its sponsoring of the plan.

Required Notifications to the Internal Revenue Service. On each anniversary of the date of issuance of the notification letter, the plan sponsor must advise the Service whether the sponsor has made any changes to the plan, and whether the plan is still being made available for adoption by employers. The plan sponsor must also provide a listing of adopting employers, and a statement that the plan sponsor has provided employers with the notification described in the above paragraph.

Reporting Requirements. Most plan administrators or employers who maintain an employee benefit plan must file an annual return/report with the Internal Revenue Service. The following forms should be used for this purpose:

Form 5500EZ—generally for a "One-Participant Plan," which is a plan that covers only: (1) an individual, or an individual or his or her spouse who wholly owns a business, whether incorporated or not, or (2) partner(s) in a partnership or the partner(s) and the partner's spouse. If Form 5500EZ cannot be used, the one-participant plan should use Form 5500-C or Form 5500-R, whichever applies. Note: Keogh (H.R. 10) plans are required to file an annual return even if the only participants are owner-employees. The term "owner-employees" includes a partner who owns more than 10% interest in either the capital or the profits of the partnership. This applies to both defined contribution and defined benefit plans.

Filing Exception for Plans that have no more than \$100,000 in Assets.

An annual return is not required to be filed for one-participant plans having less than \$100,000 in assets that otherwise qualify for filing Form 5500EZ.

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Form 5500 - for a pension benefit plan with 100 or more participants at the beginning of the plan year.

Form 5500-C - for a pension benefit plan with more than one but fewer than 100 participants at the beginning of the plan year.

Form 5500-R - for a pension benefit plan with more than one but fewer than 100 participants at the start of the plan year for which Form 5500-C is not filed. Note: For 1989 and subsequent years Form 5500-R is part of the Form 5500C/R package. Filing only the first two pages of the Form 5500C/R package constitutes the filing of a Form 5500-R.

When to file. Forms 5500 and 5500EZ must be filed annually. Form 5500-C must be filed for (i) the initial plan year, (ii) the year a final return/report would be filed, and (iii) at three-year intervals. Form 5500-R must be filed in the years when Form 5500-C is not filed (See Note above). However, Form 5500-C will be accepted in place of Form 5500-R. For more information, see Publication 1048, Filing Requirements for Employee Benefit Plans.

Disclosure. The Internal Revenue Service will process the returns and provide the Department of Labor and the Pension Benefit Guaranty Corporation with the necessary information and copies of the returns on microfilm for disclosure purposes.

ICMA RETIREMENT TRUST

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DECLARATION OF TRUST
OF THE ICMA RETIREMENT TRUST

amended January 1995

DECLARATION OF TRUST OF ICMA RETIREMENT TRUST

ARTICLE I. NAME AND DEFINITIONS

Section 1.1 Name: The Name of the Trust created hereby is the ICMA Retirement Trust.

Section 1.2 Definitions: Wherever they are used herein, the following terms shall have the following respective meanings:

- (a) **By-laws.** The By-laws referred to in Section 4.1 hereof, as amended from time to time.
- (b) **Deferred Compensation Plan.** A deferred compensation plan established and maintained by a Public Employer for the purpose of providing retirement income and other deferred benefits to its employees in accordance with the provision of section 457 of the Internal Revenue Code of 1986, as amended.
- (c) **Employees.** Those employees who participate in Qualified Plans.
- (d) **Employer Trust.** A trust created pursuant to an agreement between RC and a Public Employer, or an agreement between RC and a Public Employer for administrative services that is not a trust, in either case for the purpose of investing and administering the funds set aside by such Employer in connection with its Deferred Compensation agreements with its employees or in connection with its Qualified Plan.
- (e) **Investment Contract.** A non-negotiable contract entered into by the Retirement Trust with a financial institution that provides for a fixed rate of return on investment.
- (f) **ICMA.** The International City/County Management Association.
- (g) **ICMA/RC Trustees.** Those Trustees elected by the Public Employers who, in accordance with the provisions of Section 3.1(a) hereof, are also members of the Board of Directors of ICMA or RC (or in the case of RC, former members of the RC Board).
- (h) **Investment Adviser.** The Investment Adviser that enters into a contract with the Retirement Trust to provide advice with respect to investment of the Trust Property.
- (i) **Portfolios.** The separate commingled accounts of investment established by the Investment Adviser to the Retirement Trust, under the supervision of the Trustees, for the purpose of providing investments for the Trust Property.
- (j) **Public Employee Trustees.** Those Trustees elected by the Public Employers who, in accordance with the provision of Section 3.1(a) hereof, are full-time employees of Public Employers.
- (k) **Public Employer Trustees.** Public Employers who serve as trustees of the Qualified Plans.
- (l) **Public Employer.** A unit of state or local government, or any agency or instrumentality thereof, that has adopted a Deferred Compensation Plan or a Qualified Plan and has executed this Declaration of Trust.
- (m) **Qualified Plan.** A plan sponsored by a Public Employer for the purpose of providing retirement income to its employees which satisfies the qualification requirements of Section 401 of the Internal Revenue Code, as amended.
- (n) **RC.** The International City Management Association Retirement Corporation.

(o) **Retirement Trust.** The Trust created by this Declaration of Trust.

(p) **Trust Property.** The amounts held in the Retirement Trust on behalf of the Public Employers in connection with Deferred Compensation Plans and on behalf of the Public Employer Trustees for the exclusive benefit of Employees pursuant to Qualified Plans. The Trust Property shall include any income resulting from the investment to the amounts so held.

(q) **Trustees.** The Public Employee Trustees and ICMA/RC Trustees elected by the Public Employers to serve as members of the Board of Trustees of the Retirement Trust.

ARTICLE II. CREATION AND PURPOSE OF THE TRUST; OWNERSHIP OF TRUST PROPERTY

Section 2.1 Creation: The Retirement Trust was created by the execution of this Declaration of Trust by the initial Trustees and Public Employers and is established with respect to each participating Public Employer by adoption of this Declaration of Trust.

Section 2.2 Purpose: The purpose of the Retirement Trust is to provide for the commingled investment of funds held by the Public Employers in connection with their Deferred Compensation and Qualified Plans. The Trust Property shall be invested in the Portfolios, in Investment Contracts, and in other investments recommended by the Investment Adviser under the supervision of the Board of Trustees. No part of the Trust Property will be invested in securities issued by Public Employers.

Section 2.3 Ownership of Trust Property: The Trustees shall have legal title to the Trust Property. The Public Employers shall be the beneficial owners of the portion of the Trust Property allocable to the Deferred Compensation Plans. The portion of the Trust Property allocable to the Qualified Plans shall be held for the Public Employer Trustees for the exclusive benefit of the Employees.

ARTICLE III. TRUSTEES

Section 3.1 Number and Qualification of Trustees: (a) The Board of Trustees shall consist of nine Trustees. Five of the Trustees shall be full-time employees of a Public Employer (the Public Employee Trustees) who are authorized by such Public Employer to serve as Trustee. The remaining four Trustees shall consist of two persons who, at the time of election to the Board of Trustees, are members of the Board of Directors of ICMA and two persons who, at the time of election, are members or former members of the Board of Directors of RC (the ICMA/RC Trustees). One of the Trustees who is a director of ICMA, and one of the Trustees who is a director of RC, shall, at the time of election, be full-time employees of Public Employers. (b) No person may serve as a Trustee for more than two terms in any ten-year period.

Section 3.2 Election and Term: (a) Except for the Trustees appointed to fill vacancies pursuant to Section 3.5 hereof, the Trustees shall be elected by a vote of a majority of the voting Public Employers in accordance with the procedures set forth in the By-Laws. (b) At the first election of Trustees, three Trustees shall be elected for a term of three years, three Trustees shall be elected for a term of two years and three Trustees shall be elected for a term of one year. At each subsequent election, three Trustees shall be elected, each to serve for a term of three years and until his or her successor is elected and qualified.

Section 3.3 Nominations: The Trustees who are full-time employees of Public Employers shall serve as the Nominating Committee for the Public Employee Trustees. The Nominating Committee shall choose candidates for Public Employee Trustee in accordance with the procedures set forth in the By-Laws.

Section 3.4 Resignation and Removal: (a) Any Trustee may resign as Trustee (without need for prior or subsequent accounting) by an instrument in writing signed by the Trustee and delivered to the other Trustees and such resignation shall be effective upon such delivery, or at a later date according to the terms of the instrument. Any of the Trustees may be removed for cause, by a vote of a majority of the Public Employers. (b) Each Public Employee Trustee shall resign his or her position as Trustee within sixty days of the date on which he or she ceases to be a full-time employee of a Public Employer.

Section 3.5 Vacancies: The term of office of a Trustee shall terminate and a vacancy shall occur in the event his or her death, resignation, removal, adjudicated incompetence or other incapacity to perform the duties of the office of a Trustee. In the case of a vacancy, the remaining Trustees shall appoint such person as they in their discretion shall see fit (subject to the limitations set forth in this Section), to serve for the unexpired portion of the term of the Trustee who has resigned or otherwise ceased to be a Trustee. The appointment shall be made by a written instrument signed by a majority of the Trustees. The person appointed must be the same type of Trustee (i.e., Public Employee Trustee or ICMA/RC Trustee) as the person who has ceased to be a Trustee. An appointment of a Trustee may be made in anticipation of a vacancy to occur at a later date by reason of retirement or resignation, provided that such appointment shall not become effective prior to such retirement or resignation. Whenever a vacancy shall occur, until such vacancy is filled as provided in this Section 3.5, the Trustees in office, regardless of their number, shall have all the powers granted to the Trustees and shall discharge all the duties imposed upon the Trustees by this Declaration. A written instrument certifying the existence of a vacancy signed by a majority of the Trustees shall be conclusive evidence of the existence of such vacancy.

Section 3.6 Trustees Serve in Representative Capacity: By executing this Declaration, each Public Employer agrees that the Public Employee Trustees elected by the Public Employers are authorized to act as agents and representatives of the Public Employers collectively.

ARTICLE IV. POWERS OF TRUSTEES

Section 4.1 General Powers: The Trustees shall have the power to conduct the business of the Trust and to carry on its operations. Such power shall include, but shall not be limited to, the power to:

- (a) receive the Trust Property from the Public Employers, Public Employer Trustees or the trustee or administrator under any Employer Trust;
- (b) enter into a contract with an Investment Adviser providing, among other things, for the establishment and operation of the Portfolios, selection of the Investment Contracts in which the Trust Property may be invested, selection of the other investments for the Trust Property and the payment of reasonable fees to the Investment Adviser and to any sub-investment adviser retained by the Investment Adviser;
- (c) review annually the performance of the Investment Adviser and approve annually the contract with such Investment Adviser;
- (d) invest and reinvest the Trust Property in the Portfolios,

the Investment Contracts and in any other investment recommended by the Investment Adviser, but not including securities issued by Public Employers, provided that if a Public Employer has directed that its monies be invested in one or more specified Portfolios or in an Investment Contract, the Trustees of the Retirement Trust shall invest such monies in accordance with such directions;

- (e) keep such portion of the Trust Property in cash or cash balances as the Trustees, from time to time, may deem to be in the best interest of the Retirement Trust created hereby without liability for interest thereon;
- (f) accept and retain for such time as they may deem advisable any securities or other property received or acquired by them as Trustees hereunder, whether or not such securities or other property would normally be purchased as investment hereunder;
- (g) cause any securities or other property held as part of the Trust Property to be registered in the name of the Retirement Trust or in the name of a nominee, and to hold any investments in bearer form, but the books and records of the Trustees shall at all times show that all such investments are a part of the Trust Property;
- (h) make, execute, acknowledge, and deliver any and all documents of transfer and conveyance and any and all other instruments that may be necessary or appropriate to carry out the powers herein granted;
- (i) vote upon any stock, bonds, or other securities; give general or special proxies or powers of attorney with or without power of substitution; exercise any conversion privileges, subscription rights, or other options, and make any payments incidental thereto; oppose, or consent to, or otherwise participate in, corporate reorganizations or to other changes affecting corporate securities, and delegate discretionary powers and pay any assessments or charges in connection therewith; and generally exercise any of the powers of an owner with respect to stocks, bonds, securities or other property held as part of the Trust Property;
- (j) enter into contracts or arrangements for goods or services required in connection with the operation of the Retirement Trust, including, but not limited to, contracts with custodians and contracts for the provision of administrative services;
- (k) borrow or raise money for the purposes of the Retirement Trust in such amount, and upon such terms and conditions, as the Trustees shall deem advisable, provided that the aggregate amount of such borrowings shall not exceed 30% of the value of the Trust Property. No person lending money to the Trustees shall be bound to see the application of the money lent or to inquire into its validity, expediency or propriety or any such borrowing;
- (l) incur reasonable expenses as required for the operation of the Retirement Trust and deduct such expenses from of the Trust Property;
- (m) pay expenses properly allocable to the Trust Property incurred in connection with the Deferred Compensation Plans, Qualified Plans, or the Employer Trusts and deduct such expenses from that portion of the Trust Property to which such expenses are properly allocable;
- (n) pay out of the Trust Property all real and personal property taxes, income taxes and other taxes of any and all kinds which, in the opinion of the Trustees, are properly levied, or assessed under existing or future laws upon, or in respect of, the Trust Property and allocate any such taxes to the appropriate accounts;

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- (o) adopt, amend and repeal the By-laws, provided that such By-laws are at all times consistent with the terms of this Declaration of Trust;
- (p) employ persons to make available interests in the Retirement Trust to employers eligible to maintain a Deferred Compensation Plan under Section 457 or a Qualified Plan under Section 401 of the Internal Revenue Code, as amended;
- (q) issue the Annual Report of the Retirement Trust, and the disclosure documents and other literature used by the Retirement Trust;
- (r) in addition to conducting the investment program authorized in Section 4.1(d), make loans, including the purchase of debt obligations, provided that all such loans shall bear interest at the current market rate;
- (s) contract for, and delegate any powers granted hereunder to, such officers, agents, employees, auditors and attorneys as the Trustees may select, provided that the Trustees may not delegate the powers set forth in paragraphs (b), (c) and (o) of this Section 4.1 and may not delegate any powers if such delegation would violate their fiduciary duties;
- (t) provide for the indemnification of the Officers and Trustees of the Retirement Trust and purchase fiduciary insurance;
- (u) maintain books and records, including separate accounts for each Public Employer, Public Employer Trustee or Employer Trust and such additional separate accounts as are required under, and consistent with, the Deferred Compensation or Qualified Plan of each Public Employer; and
- (v) do all such acts, take all such proceedings, and exercise all such rights and privileges, although not specifically mentioned herein, as the Trustees may deem necessary or appropriate to administer the Trust Property and to carry out the purposes of the Retirement Trust.

Section 4.2 Distribution of Trust Property: Distributions of the Trust property shall be made to, or on behalf of, the Public Employer or Public Employer Trustee, in accordance with the terms of the Deferred Compensation Plans, Qualified Plans or Employer Trusts. The Trustees of the Retirement Trust shall be fully protected in making payments in accordance with the directions of the Public Employers, Public Employer Trustees or trustees or administrators of any Employer Trust without ascertaining whether such payments are in compliance with the provisions of the applicable Deferred Compensation or Qualified Plan or Employer Trust.

Section 4.3 Execution of Instruments: The Trustees may unanimously designate any one or more of the Trustees to execute any instrument or document on behalf of all, including but not limited to the signing or endorsement of any check and the signing of any applications, insurance and other contracts, and the action of such designated Trustee or Trustees shall have the same force and effect as if taken by all the Trustees.

ARTICLE V. DUTY OF CARE AND LIABILITY OF TRUSTEES

Section 5.1 Duty of Care: In exercising the powers hereinbefore granted to the Trustees, the Trustees shall perform all acts within their authority for the exclusive purpose of providing benefits for the Public Employers in connection with Deferred Compensation Plans and Public Employer Trustees pursuant to Qualified Plans, and shall perform such acts with the care, skill, prudence and diligence in the circumstances then prevailing that a prudent person acting in a

like capacity and familiar with such matters would use in the conduct of an enterprise of a like character and with like aims.

Section 5.2 Liability: The Trustees shall not be liable for any mistake of judgment or other action taken in good faith, and for any action taken or omitted in reliance in good faith upon the books of account or other records of the Retirement Trust, upon the opinion of counsel, or upon reports made to the Retirement Trust by any of its officers, employees or agents or by the Investment Adviser or any sub-investment adviser, accountant, appraiser or other expert or consultant selected with reasonable care by the Trustees, officers or employees of the Retirement Trust. The Trustees shall also not be liable for any loss sustained by the Trust Property by reason of any investment made in good faith and in accordance with the standard of care set forth in Section 5.1.

Section 5.3 Bond: No Trustee shall be obligated to give any bond or other security for the performance of any of his or her duties hereunder.

ARTICLE VI. ANNUAL REPORT TO SHAREHOLDERS

The Trustees shall annually submit to the Public Employers and Public Employer Trustees a written report of the transactions of the Retirement Trust, including financial statements which shall be certified by independent public accountants chosen by the Trustees.

ARTICLE VII. DURATION OR AMENDMENT OF RETIREMENT TRUST

Section 7.1 Withdrawal: A Public Employer or Public Employer Trustee may, at any time, withdraw from this Retirement Trust by delivering to the Board of Trustees a written statement of withdrawal. In such statement, the Public Employer or Public Employer Trustee shall acknowledge that the Trust Property allocable to the Public Employer is derived from compensation deferred by employees of such Public Employer pursuant to its Deferred Compensation Plan or from contributions to the accounts of Employees pursuant to a Qualified Plan, and shall designate the financial institution to which such property shall be transferred by the Trustees of the Retirement Trust or by the trustee or administrator under an Employer Trust.

Section 7.2 Duration: The Retirement Trust shall continue until terminated by the vote of a majority of the Public Employers, each casting one vote. Upon termination, all of the Trust Property shall be paid out to the Public Employers, Public Employer Trustees or the trustees or administrators of the Employer Trusts, as appropriate.

Section 7.3 Amendment: The Retirement Trust may be amended by the vote of a majority of the Public Employers, each casting one vote.

Section 7.4 Procedure: A resolution to terminate or amend the Retirement Trust or to remove a Trustee shall be submitted to a vote of the Public Employers if: (i) a majority of the Trustees so direct, or; (ii) a petition requesting a vote signed by not less than 25 percent of the Public Employers, is submitted to the Trustees.

ARTICLE VIII. MISCELLANEOUS

Section 8.1 Governing Law: Except as otherwise required by state or local law, this Declaration of Trust and the Retirement Trust hereby created shall be construed and regulated by the laws of the District of Columbia.

Section 8.2 Counterparts: This Declaration may be executed by the Public Employers and Trustees in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.