

GENERAL CONDITIONS:

Each party to the agreement shall acknowledge that, in accordance with the provisions of the agreement, the Board of Directors shall have the authority to conduct investigations and that the Board of Directors shall have a right of access to all information necessary to conduct those investigations.

The agreement shall not be legally binding on the Board if entered into in violation of the conflict of interest provisions of the Code of Ethics. The Board members during the one year period following the expiration or other termination of their terms of office.

The Board of Directors shall have the authority to amend, modify, or terminate the agreement. The Board of Directors shall have the authority to amend, modify, or terminate the agreement. The Board of Directors shall have the authority to amend, modify, or terminate the agreement. The Board of Directors shall have the authority to amend, modify, or terminate the agreement.

Approved for Consideration:

Approved:

[Handwritten signature of Paul G. Vallas]

[Handwritten signature of Timothy Martin]

Paul G. Vallas

Timothy Martin

Chief Executive Officer

Chief Operating Officer

[Handwritten signature]
Chief Financial Officer

[Handwritten signature]
Kenneth C. G. Chief Risk Officer

Approved as to legal form: *[Handwritten signature]*

[Handwritten signature]