Sample Deferred Compensation Committee Resolution
to Amend and Restate the Model Plan

WHEREAS, the New York State Deferred Compensation Board (the "*Board*"), pursuant to Section 5 of the New York State Finance Law ("*Section 5*") and the Regulations of the New York State Deferred Compensation Board (the "*Regulations*"), has promulgated the Plan Document of the Deferred Compensation Plan for Employees of [Name of Local Employer] (the "*Model Plan*") and offers the Model Plan for adoption by local employers;

WHEREAS, [Name of Local Employer], pursuant to Section 5 and the Regulations, has adopted and currently administers the Model Plan known as the Deferred Compensation Plan for Employees of [Name of Local Employer];

WHEREAS, effective November 14, 2014, the Board amended the Model Plan to adopt provisions

- Including provisions related to the American Taxpayer Relief Act of 2012, expanding the ability of participants to convert all or a portion of their plan assets from a pre-tax account to an in-plan Roth account any time including while in employment.

WHEREAS, the Board has offered for adoption the amended and restated Model Plan to each Model Plan sponsored by a local employer in accordance with the Regulations; and

WHEREAS, upon due deliberation, [Name of Local Employer] has concluded that it is prudent and appropriate to amend the Deferred Compensation Plan for Employees of [Name of Local Employer] by adopting the amended Model Plan.

NOW, THEREFORE, BE IT

RESOLVED, that [Name of Local Employer] hereby amends the Deferred Compensation Plan for Employees of [Name of Local Employer] by adopting the amended Model Plan effective November 14, 2014, including the optional provisions in Schedule A, in the form attached hereto as Exhibit A.

IN WITNESS WHEREOF, the undersigned have executed this Resolution in [county], New York this [date] and directed that it be filed as appropriate.

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