

## **ADDENDUM NUMBER 1**

### **AGREEMENT FOR ADMINISTRATION AND RECORDKEEPING SERVICES § 457 DEFERRED COMPENSATION PLAN (Group #98469-01) & § 410(a) DEFINED CONTRIBUTION RETIREMENT PLAN (Group #98469-02) CONTRACT NUMBER 07-1083D**

WHEREAS, as of July 1, 2007, the Montana Public Employees' Retirement Board ("Plan Sponsor") and Great West Retirement Services ("GWRS") entered into a contract for recordkeeping and administrative services (the "Agreement").

WHEREAS, Section 4 of the Agreement identifies the parties' agents for communication, project management, project coordination and contract administration purposes. Tim Jones, CRC, GWRS Regional Vice President is identified as GWRS's agent for contract administration purposes.

WHEREAS, on August 1, 2007, Kent Morris, GWRS Vice President, Western Region notified Roxanne Minnehan, Plan Sponsor's Executive Director, that Mr. Jones has accepted a different position with GWRS and that Linda Ulrich would replace Mr. Jones as GWRS's agent effective September 1, 2007.

WHEREAS, this change in GWRS's identified agent requires an amendment to the Agreement between Plan Sponsor and GWRS.

WHEREAS, Section 19 of the Agreement provides for amending the Agreement to reflect a modification to the work performed under general scope of the contract.

THEREFORE, pursuant to Section 19 of the Agreement, Plan Sponsor and GWRS agree to amend Contract Number 07-1083D to identify GWRS's agent for contract administration purposes as:

Linda Ulrich, CMFC, CLU  
Regional Director  
Great West Retirement Services  
11811 NE 1st Street, Suite 304  
Bellevue WA 98005  
Tel: (425) 646-6555  
(800) 462-9277  
Fax: (425) 646-6566

Plan Sponsor and GWRS further agree that the provisions of Section 12 regarding GWRS personnel changes applies to Ms. Ulrich. Therefore:

1. GWRS warrants that Ms. Ulrich possess the skills, qualifications, and experience necessary to act as GWRS's agent for contract administration purposes; and

2. GWRS and Plan Sponsor agree that if, in the opinion of Plan Sponsor, Ms. Ulrich does not possess or exhibit these skills, or proves to have insufficient time to exercise those skills with respect to the Agreement, GWRS and Plan Sponsor will discuss other options with respect to this position.

**REVIEWED FOR LEGAL CONTENT**

By: \_\_\_\_\_  
Melanie Symons, Legal Counsel  
Public Employees' Retirement Board

Date: \_\_\_\_\_

**PUBLIC EMPLOYEES' RETIREMENT BOARD**

By: \_\_\_\_\_  
Mr. N. Jay Klawon, Board President

Date: \_\_\_\_\_

**GREAT WEST RETIREMENT SERVICES**

By: \_\_\_\_\_  
Mr. Greg Sellers, Senior Vice President  
Government Markets

Date: \_\_\_\_\_

**ADDENDUM NUMBER 2**

**AGREEMENT FOR ADMINISTRATION AND RECORDKEEPING SERVICES  
§ 457 DEFERRED COMPENSATION PLAN (Group #98469-01) &  
§ 401(a) DEFINED CONTRIBUTION RETIREMENT PLAN (Group #98469-02)  
CONTRACT NUMBER 07-1083D**

WHEREAS, as of July 1, 2007, the Montana Public Employees' Retirement Board ("Plan Sponsor") and Great West Retirement Services ("GWRS") entered into a contract for recordkeeping and administrative services (the "Agreement");

WHEREAS, Section 4 of the Agreement identifies the parties' agents for communication, project management, project coordination and contract administration purposes and Kathy Samson is identified as the Plan Sponsor's agent;

WHEREAS, Kathy Samson has terminated employment with the Plan Sponsor and Patricia J Davis has been hired by Plan Sponsor to replace Ms. Samson as Plan Sponsor's identified agent;

WHEREAS, this change in Plan Sponsor's identified agent requires an amendment to the Agreement between Plan Sponsor and GWRS; and

WHEREAS, Section 19 of the Agreement provides for amending the Agreement to reflect a modification to the work performed under general scope of the contract;

THEREFORE, pursuant to Section 19 of the Agreement, Plan Sponsor and GWRS agree to amend Contract Number 07-1083D to identify Plan Sponsor's agent for contract administrative purposes as:

Patricia J Davis  
100 N Park STE 200  
P O Box 200131  
Helena, Montana 59620-0131  
Phone: (406) 444-5449  
Fax: (406)444-5428

**PUBLIC EMPLOYEES RETIREMENT BOARD**

By:   
Mr. Scott Moore, Board President

Date: 6-14-2012

**GREAT WEST RETIREMENT SERVICES**

By:   
Title: Gregory E. Sella  
Senior Vice President  
Government Markets

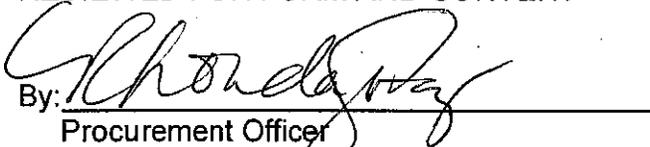
Date: 7.6.2012

**REVIEWED FOR LEGAL CONTENT**

By:   
Melanie Symons, Chief Legal Counsel  
Public Employees' Retirement Board

Date: 6/18/2012

**REVIEWED FOR FORM AND CONTENT**

By:   
Procurement Officer  
State of Montana Procurement Bureau

Date: 6/28/12

**ADDENDUM NUMBER 3**

**AGREEMENT FOR ADMINISTRATION AND RECORDKEEPING SERVICES  
§ 457 DEFERRED COMPENSATION PLAN (Group #98469-01) &  
§ 401(a) DEFINED CONTRIBUTION RETIREMENT PLAN (Group #98469-02)  
CONTRACT NUMBER 07-1083D**

WHEREAS, as of July 1, 2007, the Montana Public Employees' Retirement Board ("Plan Sponsor") and Great West Retirement Services ("GWRS") entered into a contract for recordkeeping and administrative services (the "Agreement");

WHEREAS, Section 2.1 of the Agreement identifies the Contract Term of the Agreement as commencing July 1, 2007 and terminating on June 30, 2012;

WHEREAS, Section 2.2 of the Agreement allows, upon mutual consent of the parties, the renewal of the Agreement in one-year intervals, not to exceed a total of seven years;

WHEREAS Plan Sponsor agreed at its July 2011 meeting to commence discussions with GWRS to renew the Agreement for one year;

WHEREAS GWRS has agreed to a one year renewal of the Agreement under the exact same terms and conditions contained in the Agreement;

WHEREAS, this change in Contract Term requires an amendment to the Agreement between Plan Sponsor and GWRS; and

WHEREAS, Section 19 of the Agreement provides for amending the Agreement to reflect a modification to the work performed under general scope of the contract;

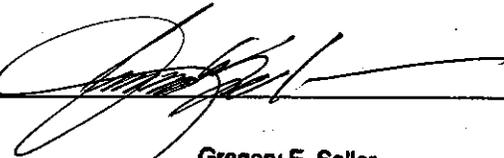
THEREFORE, pursuant to Section 2.1 and Section 19 of the Agreement, Plan Sponsor and GWRS agree to amend Contract Number 07-1083D to reflect a current termination date of June 30, 2013.

**PUBLIC EMPLOYEES RETIREMENT BOARD**

By:   
Mr. Scott Moore, Board President

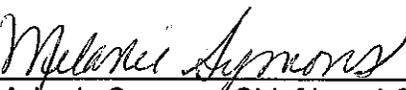
Date: 6-14-2012

**GREAT WEST RETIREMENT SERVICES**

By:   
Title: Gregory E. Seller  
Senior Vice President  
Government Markets

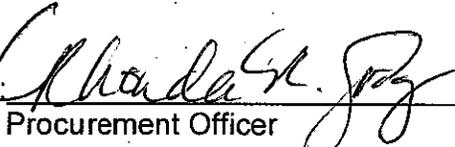
Date: 7.6.2012.

**REVIEWED FOR LEGAL CONTENT**

By:   
Melanie Symons, Chief Legal Counsel  
Public Employees' Retirement Board

Date: 6/18/2012

**REVIEWED FOR FORM AND CONTENT**

By:   
Procurement Officer  
State of Montana Procurement Bureau

Date: 6/26/12

RECEIVED

JAN 24 2013

RETIREMENT BOARD

ADDENDUM NUMBER 4

**AGREEMENT FOR ADMINISTRATION AND RECORDKEEPING SERVICES  
§ 457 DEFERRED COMPENSATION PLAN (Group #98469-01) &  
§ 401(a) DEFINED CONTRIBUTION RETIREMENT PLAN (Group #98469-02)  
CONTRACT NUMBER 07-1083D**

**WHEREAS**, as of July 1, 2007, the Montana Public Employees' Retirement Board ("Plan Sponsor") and Great-West Retirement Services ("GWRS") a division of Great-West Life & Annuity Insurance Company ("GWL&A"), entered into a contract for recordkeeping and administrative services (the "Agreement").

**WHEREAS**, Section 9 Reallowances, 12b-1 Fees, or Other Remuneration of the Agreement controls the processing of investment option revenue received;

**WHEREAS**, Plan Sponsor agreed at its August 9, 2012 meeting to the change the fees in Section 9;

**WHEREAS**, this change in processing of investment option revenue requires an amendment to the Agreement between Plan Sponsor and GWRS; and

**WHEREAS**, Section 19 of the Agreement provides for amending the Agreement to reflect a modification to the work performed under the Agreement;

**WHEREAS**, GWRS has agreed to the following revenue processing changes to Section 9 of the Agreement;

**THEREFORE**, pursuant to Section 19 of the Agreement, Plan Sponsor and GWRS agree to amend Contract Number 07-1083D to reflect such fee processing changes as follows:

1. Section 9 shall be amended as follows:

**"9. REALLOWANCES, 12B-1 FEES, OR OTHER REMUNERATION**

Effective the fourth calendar quarter of 2012 and thereafter, GWRS shall collect any and all fees (i.e. reallowances, 12b-1 fees or other remuneration) GWRS and/or one or more of its affiliates receives from mutual fund families and other investment providers for providing certain administrative or other services ("Revenue") and shall credit such Revenue to Participants. This Revenue will be credited within thirty (30) days of the end of each calendar quarter to each Participant that has a balance in the revenue generating fund on the processing and calculation date.

Such reallowances, 12b-1 fees and other remuneration shall not be used to offset participant fees due to GWRS.

2. In all other respects the Agreement shall remain in full force and effect.

3. This Addendum Number 4 will take effect upon the date executed by both the Plan Sponsor and Great-West (the "Effective Date").

**PUBLIC EMPLOYEES' RETIREMENT BOARD**

By: Scott Moore  
Mr. Scott Moore, President  
Public Employees' Retirement Board

Date: 12/13/2012

Reviewed for legal content:

By: Melanie Symons  
Ms. Melanie Symons, Legal Counsel  
Public Employees' Retirement Board

Date: 12/13/2012

**GREAT WEST LIFE & ANNUITY INSURANCE COMPANY**

By: [Signature]  
Mr. Brent Neese, Vice President  
Government Markets

Date: 1.22.13

**ADDENDUM NUMBER 5**

**AGREEMENT FOR ADMINISTRATION AND RECORDKEEPING SERVICES  
§ 457 DEFERRED COMPENSATION PLAN (Group #98469-01) &  
§ 401(a) DEFINED CONTRIBUTION RETIREMENT PLAN (Group #98469-02)  
CONTRACT NUMBER 07-1083D**

WHEREAS, as of July 1, 2007, the Montana Public Employees' Retirement Board ("Plan Sponsor") and Great West Retirement Services ("GWRS") entered into a contract for recordkeeping and administrative services (the "Agreement");

WHEREAS, Section 2.1 of the Agreement identifies the Contract Term of the Agreement as commencing July 2, 2007 and terminating on June 30, 2013;

WHEREAS, Section 2.2 of the Agreement allows, upon mutual consent of the parties, the renewal of the Agreement in one-year intervals, not to exceed a total of seven years;

WHEREAS Plan Sponsor agreed at its September 13, 2012 meeting to commence discussions with GWRS to renew the Agreement for one year;

WHEREAS GWRS has agreed to a one year renewal of the Agreement under the exact same terms and conditions contained in the Agreement;

WHEREAS, this change in Contract Term requires an amendment to the Agreement between Plan Sponsor and GWRS; and

WHEREAS, Section 19 of the Agreement provides for amending the Agreement to reflect a modification to the work performed under general scope of the contract;

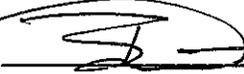
THEREFORE, pursuant to Section 2.1 and Section 19 of the Agreement, Plan Sponsor and GWRS agree to amend Contract Number 07-1083D to reflect a current termination date of June 30, 2014.

**PUBLIC EMPLOYEES RETIREMENT BOARD**

By: Scott E Moore  
Mr. Scott Moore, Board President

Date: April 11, 2013

**GREAT WEST RETIREMENT SERVICES**

By: 

Date: 4/29/13

Title: **Brent Nesso, Vice President**  
**Government Markets**

**REVIEWED FOR LEGAL CONTENT**

By:   
Melanie Symons, Chief Legal Counsel  
Public Employees' Retirement Board

Date: 4/11/2013

**REVIEWED FOR FORM AND CONTENT**

By:   
Procurement Officer  
State of Montana Procurement Bureau

Date: 5/3/13