

**SCHEDULE D**  
**JOINDER AGREEMENT**

**I. General Information**

Name of the Plan (i.e., participating plan): City of Oklahoma City Open Plan Trust; Money Purchase Pension Plan and Trust, Open Plan

Name of Investing Fiduciary: Oklahoma City Deferred Compensation Board; The City of Oklahoma City, Trustee

Investing Fiduciary's Address: 420 W. Main, Suite 343, Oklahoma City, OK 73102

Investing Fiduciary's Telephone & Email: (405) 297-2408; retirement@okc.gov

Participating Plan/Investing Fiduciary's Tax I.D. Number: \_\_\_\_\_

Plan Number: N/A (e.g., plan number assignment typically starts with 0 0 1 for plans providing pension benefits and with 5 0 1 for welfare plans.)

**II. Appointment & Acceptance**

Pursuant to the authority granted under the Plan's governing documents and Section 402(c)(3) of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), upon execution of this Joinder Agreement, the Investing Fiduciary hereby appoints State Street as investment manager, as such term is defined in Section 3(38) of ERISA, and as fiduciary, as such term is defined under Section 3(21) of ERISA, with respect to the assets of the Plan that will be invested from time to time in the investment funds, or classes of the funds (each, a "Fund" and collectively the "Funds") listed on Exhibit 1 of this Joinder Agreement (the "Assets"). Effective as of the date this Joinder Agreement is executed State Street accepts such appointment and shall have full authority to invest the Assets in accordance with the declaration of trust governing the State Street Bank and Trust Company Investment Funds for Tax Exempt Retirement Plans (the "Collective Trust"), as amended from time to time, including applicable fund declarations, class descriptions, strategy disclosure documents, fund operating guidelines, fund factsheets as well as those documents pertaining to any policies and procedures related to the Funds, including internal cross-trading program, securities lending and cash collateral management, standard letters of direction and forms related to State Street's Transaction Security Agreement (collectively the "Collective Trust Documents") and Exhibit 1 hereof.

**III. Acknowledgements of the Investing Fiduciary**

The Investing Fiduciary by executing this Joinder Agreement acknowledges the following:

- a. The Investing Fiduciary has received the Collective Trust Documents and understands and agrees that participation in the Funds is governed by the terms of the Collective Trust Documents and agrees to the terms and conditions set forth in Exhibit 2 of this Joinder Agreement.
- b. State Street as trustee of the Collective Trust shall be entitled to compensation for its services as set forth under the Collective Trust Documents and Exhibit 1 of this Joinder Agreement of this Agreement.

- c. The Plan does not cover any self-employed individuals, or if it does, the Plan satisfies all of the requirements of Rule 180 of the Securities Act of 1933, as amended.
- d. The Investing Fiduciary represents and warrants that the tax-related forms attached hereto as Exhibit 3 of this Joinder Agreement as completed and returned to State Street on behalf of the Plan are true and correct as of the date hereof and that the Investing Fiduciary will update such forms as soon as practicable in the event that the information contained therein ceases to be correct and when they are required to do so by applicable regulations.

#### **IV. Joinder and Effective Date**

The undersigned Investing Fiduciary has read and agrees to be bound by and to join and become a party to the Omnibus Agreement, effective as of the date of the Plan's initial investment in the Fund(s) listed in Exhibit 1 hereof.

OKC Deferred Comp. Bd.; The City of Oklahoma City, Trustee  
(Name of Investing Fiduciary)

By: Matthew Boggs Craig Freeman

Name: Matthew Boggs; Craig Freeman

Title: Chair, OKC Deferred Comp. Bd.; City Manager on behalf of The City of Oklahoma City

**Exhibit 1 to SCHEDULE D**  
**DESIGNATED INVESTMENT OPTIONS AND FEES**

The Investing Fiduciary has designated the following Funds (and classes thereof) as investment options available to Plan participants.

	Fund	Share Class	Fund Code	Current Cusip	State Street Compensation*	Admin. Servicing Fee**	Total Fees Charged to Plans***
	<b>Passive U.S. Equity</b>						
<input type="checkbox"/>	State Street Russell All Cap Index Non-Lending Series Fund Class A	A	CMCW1	85744L667	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Russell All Cap Index Non-Lending Series Fund Class C	C	CMCW2	85744L659	0.052%	0.000%	0.052%
<input type="checkbox"/>	State Street Russell All Cap Index Securities Lending Series Fund Class I	I	CMM4	857444673	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Russell Large Cap Growth Index Non-Lending Series Fund Class A	A	CMGH4	85744T645	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Russell Large Cap Growth Index Non-Lending Series Fund Class C	C	CMFA2	85744L246	0.042%	0.000%	0.042%
<input type="checkbox"/>	State Street Russell Large Cap Growth Index Securities Lending Series Fund Class I	I	CMG6	857444756	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Russell Large Cap Index Non-Lending Series Fund Class A	A	CMGE4	85744L634	0.042%	0.000%	0.042%
<input type="checkbox"/>	State Street Russell Large Cap Index Non-Lending Series Fund Class C	C	CMGE5	85744T249	0.042%	0.000%	0.042%
<input type="checkbox"/>	State Street Russell Large Cap Value Index Non-Lending Series Fund Class A	A	CMGF4	85744T652	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Russell Large Cap Value Index Non-Lending Series Fund Class C	C	CMFB2	85744L238	0.042%	0.000%	0.042%
<input type="checkbox"/>	State Street Russell Large Cap Value Index Securities Lending Series Fund Class I	I	CMQ1	857444764	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Russell Small/Mid Cap Index Non-Lending Series Fund Class A	A	CMZ1	857444665	Negotiated	0.000%	Negotiated
<input checked="" type="checkbox"/>	State Street Russell Small/Mid Cap Index Non-Lending Series Fund Class C	C	CMZ12	85744L741	0.052%	0.000%	0.052%
<input type="checkbox"/>	State Street Russell Small/Mid Cap Index Non-Lending Series Fund Class D	D	CMK47	85744T561	0.052%	0.250%	0.302%
<input type="checkbox"/>	State Street Russell Small/Mid Cap Index Securities Lending Series Fund Class I	I	CMK4	857444657	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Russell Small Cap Growth Index Non-Lending Series Fund Class C	C	CMFO5	85744T827	0.052%	0.000%	0.052%
<input type="checkbox"/>	State Street Russell Small Cap Index Non-Lending Series Fund Class A	A	CMM2	857444723	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Russell Small Cap Index Non-Lending Series Fund Class S	S	CM7I7	85744L220	0.052%	0.000%	0.052%
<input type="checkbox"/>	State Street Russell Small Cap Index Securities Lending Series Fund Class I	I	CMH7	857444749	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Russell Small Cap Value Index Non-Lending Series Fund Class C	C	CMFP5	85744T819	0.052%	0.000%	0.052%
<input type="checkbox"/>	State Street Russell Small Mid Cap Index Securities Lending Fund Class II	II	CMK42	857480552	0.020%	0.00%	0.020%
<input type="checkbox"/>	State Street Russell Small Cap Index Non-Lending Series Fund Class IV	IV	CM7IG	85744A588	0.202%	0.00%	0.202%
<input type="checkbox"/>	State Street Russell Small Cap Index Securities Lending Series Fund Class II	II	CM7ID	857480487	0.020%	0.000%	0.020%
<input type="checkbox"/>	State Street S&P 500 Index Non-Lending Series Fund Class A	A	CMM3	857444590	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street S&P 500 Index Non-Lending Series Fund Class N	N	CMDVM	85744A869	0.023%	0.000%	0.023%

	Fund	Share Class	Fund Code	Current Cusip	State Street Compensation*	Admin. Servicing Fee**	Total Fees Charged to Plans***
<input type="checkbox"/>	State Street S&P 500 Index Non-Lending Series Fund Class E	E	CMDVN	85744U709	0.023%	0.100%	0.123%
<input type="checkbox"/>	State Street S&P 500 Index Securities Lending Series Fund Class I	I	CMC1	857444202	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street S&P 500 Index Securities Lending Fund Class II	II	CMG2	857444624	0.013%	0.00%	0.013%
<input type="checkbox"/>	State Street S&P MidCap Index Non-Lending Series Fund Class A	A	CMK2	857444574	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street S&P Mid Cap Index Non-Lending Series Fund Class C	C	CMK22	85744L683	0.052%	0.000%	0.052%
<input type="checkbox"/>	State Street S&P MidCap Index Securities Lending Series Fund Class I	I	CM5B	857443675	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street S&P Mid Cap Index Non-Lending Series Fund Class F	F	CM7BM	85744A497	0.202%	0.00%	0.202%
<input type="checkbox"/>	State Street U.S. Extended Market Index Non-Lending Series Fund Class C	C	CMHV4	857744T157	0.042%	0.000%	0.042%
<input type="checkbox"/>	State Street U.S. Index Non-Lending Series Fund Class A	A	CME51	85744L311	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Total Market Index Non-Lending Series Fund Class A	A	CMGJ4	85744U402	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Total Market Index Non-Lending Series Fund Class C	C	CMGJ5	85744U105	0.042%	0.000%	0.042%
<input type="checkbox"/>	State Street U.S. Total Market Index Securities Lending Series Fund Class I	I	CMS7	857444533	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Total Market Index Securities Lending Series Fund Class IV	II	CMGJ2	8577480495	0.013	0.000%	0.013%
	<b>Active U.S. Equity</b>						
<input type="checkbox"/>	State Street Active U.S. Large Cap Blend Non-Lending Series Fund Class A	A	CMH3	857444863	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Enhanced U.S. Small Cap Blend Securities Lending Series Fund Class I	I	CM2Z	857443691	Negotiated	0.000%	Negotiated
	<b>Passive International Equity</b>						
<input type="checkbox"/>	State Street Emerging Markets Index Non-Lending Series Fund Class A	A	ZV3W	857443600	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Emerging Markets Index Non-Lending Series Fund Class C	C	ZV3W2	85744L717	0.200%	0.000%	0.200%
<input type="checkbox"/>	State Street Global All Cap Equity Ex-U.S. Index Securities Lending Series Fund Class I	I	CMGX1	85744T389	Negotiated	0.000%	Negotiated
<input checked="" type="checkbox"/>	State Street Global All Cap Equity Ex-U.S. Index Securities Lending Series Fund Class II	II	CMGX2	85744A687	0.045%	0.000%	0.045%
<input type="checkbox"/>	State Street Global All Cap Equity Ex-U.S. Index Non-Lending Series Fund Class A	A	CMLH1	85744T165	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Global Equity Index Non-Lending Series Fund Class A	A	CMER1	85744L212	Negotiated	0.000%	Negotiated
<input checked="" type="checkbox"/>	State Street Global Equity Index Non-Lending Series Fund Class C	C	CMER2	85744L329	0.165%	0.000%	0.165%
<input type="checkbox"/>	State Street Global Small Cap Equity Ex U.S. Index Fund Non-Lending Series Fund Class A	A	ZVTG4	85744T397	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street International Index Non-Lending Series Fund Class A	A	ZVAO1	85744L774	0.090%	0.000%	0.090%
<input type="checkbox"/>	State Street International Index Non-Lending Series Fund Class C	C	ZVAO2	85744L758	0.075%	0.000%	0.075%
<input type="checkbox"/>	State Street International Index Securities Lending Series Fund Class I	I	ZV3R	857444129	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street International Index Securities Lending Series Class IX	IX	ZVBGE	85744A711	0.075%	0.000%	0.07%

	Fund	Share Class	Fund Code	Current Cusip	State Street Compensation*	Admin. Servicing Fee**	Total Fees Charged to Plans***
	<b>Active International Equity</b>						
<input type="checkbox"/>	State Street Active Emerging Markets Non-Lending Series Fund Class A	A	CM8R1	857443329	Negotiated	0.000%	Negotiated
	<b>Passive U.S. Fixed Income</b>						
<input type="checkbox"/>	State Street Intermediate U.S. Government Bond Index Non-Lending Series Fund Class A	A	CMEW1	85744L279	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Bond Index Non-Lending Series Fund Class A	A	CMCZ1	85744L394	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Bond Index Non-Lending Series Fund Class C	C	CMCZ2	85744L725	0.052%	0.000%	0.052%
<input type="checkbox"/>	State Street U.S. Bond Index Securities Lending Series Fund Class I	I	CME9	857444103	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Bond Index Securities Lending Series Fund Class XIV	XIV	CM7FE	85744W226	0.020%	0.000%	0.020%
<input type="checkbox"/>	State Street U.S. Government/Credit Bond Index Non-Lending Series Fund Class A	A	CM3X4	85744W101	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Government/Credit Bond Index Non-Lending Series Fund Class C	C	CM3X5	85744T785	0.062%	0.000%	0.062%
<input type="checkbox"/>	State Street U.S. High Yield Bond Index Non-Lending Series Fund Class A	A	CMGQ4	85744T538	Negotiated	0.00%	Negotiated
<input type="checkbox"/>	State Street U.S. Inflation Protected Bond Index Non-Lending Series Fund Class A	A	CMF8	857444871	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Inflation Protected Bond Index Non-Lending Series Fund Class C	C	CMF82	85744L733	0.062%	0.000%	0.062%
<input type="checkbox"/>	State Street U.S. Inflation Protected Bond Index Securities Lending Series Fund Class I	I	CM9N	85744L170	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Intermediate Government/Credit Bond Index Non-Lending Series Fund Class A	A	CMDH4	85744L386	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Intermediate Government/Credit Bond Index Non-Lending Series Fund Class C	C	CMDH5	85744L360	0.072%	0.000%	0.072%
<input type="checkbox"/>	State Street U.S. Intermediate Government/Credit Bond Index Securities Lending Series Fund Class I	I	CMF9	857444889	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Long Credit Bond Index Non-Lending Series Fund Class A	A	CMM54	85744T793	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Long Credit Bond Index Non-Lending Series Fund Class C	C	CMM55	85744T637	0.092%	0.000%	0.092%
<input type="checkbox"/>	State Street U.S. Long Credit Bond Index Securities Lending Series Fund Class I	I	CMM5	857444707	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Long Government Bond Index Non-Lending Series Fund Class A	A	CMDF4	85744L352	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Long Government Bond Index Non-Lending Series Fund Class C	C	CMDF5	85744T736	0.082%	0.000%	0.082%
<input type="checkbox"/>	State Street U.S. Long Government Bond Index Securities Lending Series Fund Class I	I	CMR8	857444806	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Long Treasury Index Non-Lending Series Fund Class A	A	CMDG4	85744L345	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street U.S. Long Treasury Index Non-Lending Series Fund Class C	C	CMDG5	85744L337	0.082%	0.000%	0.082%
<input type="checkbox"/>	State Street U.S. Short Term Government/Credit Bond Index Non-Lending Series Fund Class A	A	CMGP4	85744T546	Negotiated	0.000%	Negotiated

	Fund	Share Class	Fund Code	Current Cusip	State Street Compensation*	Admin. Servicing Fee**	Total Fees Charged to Plans***
<input type="checkbox"/>	State Street U.S. Short Term Treasury Index Non-Lending Series Fund Class A	A	CMGU4	85744L154	Negotiated	0.000%	Negotiated
	<b>Passive International Fixed Income</b>						
<input type="checkbox"/>	State Street World Government Bond Ex-U.S. Index Non-Lending QIB Series Fund Class A	A	CMFH1	85744T835	Negotiated	0.000%	Negotiated
	<b>Alternative Indices</b>						
<input type="checkbox"/>	State Street Real Asset Non-Lending Series Fund Class A	A	CMGV1	857443121	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Real Asset Non-Lending Series Fund Class C	C	CMGV2	857443113	0.220%	0.000%	0.220%
<input type="checkbox"/>	State Street Bloomberg Roll Select Commodity Index Non-Lending Series Fund Class A	A	ZVMZ1	85744A273	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street REIT Index Non-Lending Series Fund Class A	A	CMX2	857444780	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street REIT Index Non-Lending Series Fund Class C	C	CMX22	85744L691	0.092%	0.000%	0.092%
<input type="checkbox"/>	State Street Global Real Estate Securities Index Non-Lending Series Fund Class A	A	ZVB74	85744T520	Negotiated	0.000%	Negotiated
	<b>State Street Target Retirement</b>						
<input type="checkbox"/>	State Street Target Retirement 2020 Non-Lending Series Fund Class A	A	CMDM1	85744L584	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2020 Non-Lending Series Fund Class D	D	CMDM3	85744T470	0.166%	0.250%	0.416%
<input type="checkbox"/>	State Street Target Retirement 2020 Non-Lending Series Fund Class K	K	CMDM7	85744A232	0.120%	0.000%	0.120%
<input type="checkbox"/>	State Street Target Retirement 2020 Non-Lending Series Fund Class W	W	CMDMW	85744W366	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Target Retirement 2020 Securities Lending Series Fund Class I	I	CM5J	857443642	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2020 Securities Lending Series Fund Class IV	IV	CM5JD	857480784	0.045%	0.000%	0.045%
<input type="checkbox"/>	State Street Target Retirement 2020 Securities Lending Fund Class V	V	CM5JE	857480669	0.065%	0.000%	0.065%
<input type="checkbox"/>	State Street Target Retirement 2020 Securities Lending Series Fund Class VI	VI	CM5J6	85744U840	0.080%	0.000%	0.080%
<input type="checkbox"/>	State Street Target Retirement 2025 Non-Lending Series Fund Class A	A	CMDN1	85744L576	Negotiated	0.000%	0.166%
<input type="checkbox"/>	State Street Target Retirement 2025 Non-Lending Series Fund Class D	D	CMDN3	85744T462	0.166%	0.250%	0.416%
<input type="checkbox"/>	State Street Target Retirement 2025 Non-Lending Series Fund Class K	K	CMDN7	85744A224	0.120%	0.000%	0.120%
<input type="checkbox"/>	State Street Target Retirement 2025 Non-Lending Series Fund Class W	W	CMDNW	85744W358	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Target Retirement 2025 Securities Lending Series Fund Class I	I	CM8U1	857443279	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2025 Securities Lending Series Fund Class IV	IV	CM8UD	857480776	0.045%	0.000%	0.045%
<input type="checkbox"/>	State Street Target Retirement 2025 Securities Lending Series Fund Class V	V	CM8UE	857480651	0.065%	0.000%	0.065%
<input type="checkbox"/>	State Street Target Retirement 2025 Securities Lending Series Fund Class VI	VI	CM8U6	85744U832	0.080%	0.000%	0.080%
<input type="checkbox"/>	State Street Target Retirement 2030 Non-Lending Series Fund Class A	A	CMDO1	85744L568	Negotiated	0.000%	Negotiated

	Fund	Share Class	Fund Code	Current Cusip	State Street Compensation*	Admin. Servicing Fee**	Total Fees Charged to Plans***
<input type="checkbox"/>	State Street Target Retirement 2030 Non-Lending Series Fund Class D	D	CMD03	85744T454	0.166%	0.250%	0.416%
<input type="checkbox"/>	State Street Target Retirement 2030 Non-Lending Series Fund Class K	K	CMD07	85744A216	0.120%	0.000%	0.120%
<input type="checkbox"/>	State Street Target Retirement 2030 Non-Lending Series Fund Class W	W	CMDOW	85744W341	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Target Retirement 2030 Securities Lending Series Fund Class I	I	CM5L	857443634	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2030 Securities Lending Series Fund Class IV	IV	CM5LD	857480768	0.045%	0.000%	0.045%
<input type="checkbox"/>	State Street Target Retirement 2030 Securities Lending Fund Class V	V	CM5LE	857480644	0.065%	0.090%	0.065%
<input type="checkbox"/>	State Street Target Retirement 2030 Securities Lending Series Fund Class VI	VI	CM5L6	85744U 824	0.080%	0.000%	0.080%
<input type="checkbox"/>	State Street Target Retirement 2035 Non-Lending Series Fund Class A	A	CMDP1	85744L550	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2035 Non-Lending Series Fund Class D	D	CMDP3	85744T447	0.166%	0.250%	0.416%
<input type="checkbox"/>	State Street Target Retirement 2035 Non-Lending Series Fund Class K	K	CMDP7	85744A190	0.120%	0.000%	0.120%
<input type="checkbox"/>	State Street Target Retirement 2035 Non-Lending Series Fund Class W	W	CMDPW	85744W333	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Target Retirement 2035 Securities Lending Series Fund Class I	I	CM8V1	857443253	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2035 Securities Lending Series Fund Class IV	IV	CM8VD	857480750	0.045%	0.000%	0.045%
<input type="checkbox"/>	State Street Target Retirement 2035 Securities Lending Fund Class V	V	CM8VE	857480636	0.065%	0.000%	0.065%
<input type="checkbox"/>	State Street Target Retirement 2035 Securities Lending Series Fund Class VI	VI	CM8V6	85744U816	0.080%	0.000%	0.080%
<input type="checkbox"/>	State Street Target Retirement 2040 Non-Lending Series Fund Class A	A	CMDQ1	85744L543	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2040 Non-Lending Series Fund Class D	D	CMDQ3	85744T439	0.166%	0.250%	0.416%
<input type="checkbox"/>	State Street Target Retirement 2040 Non-Lending Series Fund Class K	K	CMDQ7	85744A182	0.120%	0.000%	0.120%
<input type="checkbox"/>	State Street Target Retirement 2040 Non-Lending Series Fund Class W	W	CMDQW	85744W325	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Target Retirement 2040 Securities Lending Series Fund Class I	I	CM5M	857443626	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2040 Securities Lending Fund Class IV	IV	CM5MD	857480743	0.045%	0.000%	0.045%
<input type="checkbox"/>	State Street Target Retirement 2040 Securities Lending Fund Class V	V	CM5ME	857480628	0.065%	0.000%	0.065%
<input type="checkbox"/>	State Street Target Retirement 2040 Securities Lending Series Fund Class VI	VI	CM5M6	85744U790	0.080%	0.000%	0.080%
<input type="checkbox"/>	State Street Target Retirement 2045 Non-Lending Series Fund Class A	A	CMDR1	85744L535	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2045 Non-Lending Series Fund Class D	D	CMDR3	85744T421	0.166%	0.250%	0.416%
<input type="checkbox"/>	State Street Target Retirement 2045 Non-Lending Series Fund Class K	K	CMDR7	85744A174	0.120%	0.000%	0.120%
<input type="checkbox"/>	State Street Target Retirement 2045 Non-Lending Series Fund Class W	W	CMDRW	85744W317	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Target Retirement 2045 Securities Lending Series Fund Class I	I	CM8W1	857443238	Negotiated	0.000%	Negotiated

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<input type="checkbox"/>	State Street Target Retirement 2045 Securities Lending Series Fund Class IV	IV	CM8WD	857480735	0.045%	0.000%	0.045%
<input type="checkbox"/>	State Street Target Retirement 2045 Securities Lending Fund Class V	V	CM8WE	857480610	0.065%	0.000%	0.065%
<input type="checkbox"/>	State Street Target Retirement 2045 Securities Lending Series Fund Class VI	VI	CM8W6	85744U782	0.080%	0.000%	0.080%
<input type="checkbox"/>	State Street Target Retirement 2050 Non-Lending Series Fund Class A	A	CMD51	85744L527	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2050 Non-Lending Series Fund Class D	D	CMD53	85744T413	0.166%	0.250%	0.416%
<input type="checkbox"/>	State Street Target Retirement 2050 Non-Lending Series Fund Class K	K	CMD57	85744A166	0.120%	0.000%	0.120%
<input type="checkbox"/>	State Street Target Retirement 2050 Non-Lending Series Fund Class W	W	CMD5W	85744W291	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Target Retirement 2050 Securities Lending Series Fund Class I	I	CMAQ1	85744L840	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2050 Securities Lending Series Fund Class IV	IV	CMAQD	857480727	0.045%	0.000%	0.045%
<input type="checkbox"/>	State Street Target Retirement 2050 Securities Lending Fund Class V	V	CMAQE	857480594	0.065%	0.000%	0.065%
<input type="checkbox"/>	State Street Target Retirement 2050 Securities Lending Series Fund Class VI	VI	CMAQ6	85744U774	0.080%	0.000%	0.080%
<input type="checkbox"/>	State Street Target Retirement 2055 Non-Lending Series Fund Class A	A	CMLF1	85744T223	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2055 Non-Lending Series Fund Class D	D	CMLF6	85744T215	0.166%	0.250%	0.416%
<input type="checkbox"/>	State Street Target Retirement 2055 Non-Lending Series Fund Class K	K	CMLF7	85744A158	0.120%	0.000%	0.120%
<input type="checkbox"/>	State Street Target Retirement 2055 Non-Lending Series Fund Class W	W	CMLFW	85744W283	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Target Retirement 2055 Securities Lending Series Fund Class I	I	CMLE1	85744T199	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2055 Securities Lending Series Fund Class IV	IV	CMLEF	857480719	0.045%	0.000%	0.045%
<input type="checkbox"/>	State Street Target Retirement 2055 Securities Lending Fund Class V	V	CMLEE	857480586	0.065%	0.000%	0.065%
<input type="checkbox"/>	State Street Target Retirement 2055 Securities Lending Series Fund Class VI	VI	CMLE6	85744U766	0.080%	0.000%	0.080%
<input type="checkbox"/>	State Street Target Retirement 2060 Non-Lending Series Fund Class A	A	CMPR4	85744W515	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2060 Non-Lending Series Fund Class D	D	CMPR6	85744W481	0.166%	0.250%	0.416%
<input type="checkbox"/>	State Street Target Retirement 2060 Non-Lending Series Fund Class K	K	CMPR7	85744A473	0.120%	0.000%	0.120%
<input type="checkbox"/>	State Street Target Retirement 2060 Non-Lending Series Fund Class P	P	CMPRP	85744X885	0.055%	0.000%	0.055%
<input type="checkbox"/>	State Street Target Retirement 2060 Non-Lending Series Fund Class W	W	CMPRW	85744W275	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Target Retirement 2060 Securities Lending Series Fund Class I	I	CMPSB	85744W457	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2060 Securities Lending Series Fund Class IV	IV	CMPSH	857480693	0.045%	0.000%	0.045%
<input type="checkbox"/>	State Street Target Retirement 2060 Securities Lending Fund Class V	V	CMPSI	857480578	0.065%	0.000%	0.065%
<input type="checkbox"/>	State Street Target Retirement 2060 Securities Lending Series Fund Class VI	VI	CMPSG	85744W416	0.080%	0.000%	0.080%



	Fund	Share Class	Fund Code	Current Cusip	State Street Compensation*	Admin. Servicing Fee**	Total Fees Charged to Plans***
<input type="checkbox"/>	State Street Target Retirement 2065 Non-Lending Series Fund Class A	A	CMQU4	857480388	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2065 Non-Lending Series Fund Class D	D	CMQU6	857480370	0.166%	0.250%	0.416%
<input type="checkbox"/>	State Street Target Retirement 2065 Non-Lending Series Fund Class K	K	CMQU7	857480362	0.120%	0.000%	0.120%
<input type="checkbox"/>	State Street Target Retirement 2065 Non-Lending Series Fund Class W	W	CMQUW	857480339	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Target Retirement 2065 Securities Lending Series Fund Class I	I	CMQS1	857480446	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Target Retirement 2065 Securities Lending Series Fund Class IV	IV	CMQS4	857480438	0.045%	0.000%	0.045%
<input type="checkbox"/>	State Street Target Retirement 2065 Securities Lending Fund Class V	V	CMQS5	857480420	0.065%	0.000%	0.065%
<input type="checkbox"/>	State Street Target Retirement 2065 Securities Lending Series Fund Class VI	VI	CMQS6	857480412	0.080%	0.000%	0.080%
<input type="checkbox"/>	State Street Target Retirement Income Non-Lending Series Fund Class A	A	CMDI1	85744L626	0.166%	0.000%	0.166%
<input type="checkbox"/>	State Street Target Retirement Income Non-Lending Series Fund Class D	D	CMDI3	85744T412	0.166%	0.250%	0.416%
<input type="checkbox"/>	State Street Target Retirement Income Non-Lending Series Fund Class K	K	CMDI7	85744A141	0.120%	0.000%	0.120%
<input type="checkbox"/>	State Street Target Retirement Income Non-Lending Series Fund Class W	W	CMDIW	85744W267	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Target Retirement Income Securities Lending Series Fund Class I	I	CM5G	857443667	0.166%	0.000%	0.166%
<input type="checkbox"/>	State Street Target Retirement Income Securities Lending Series Fund Class IV	IV	CM5GD	857480685	0.045%	0.000%	0.045%
<input type="checkbox"/>	State Street Target Retirement Income Securities Lending Fund Class V	V	CM5GE	857480560	0.065%	0.000%	0.065%
<input type="checkbox"/>	State Street Target Retirement Income Securities Lending Series Fund Class VI	VI	CM5G6	85744U873	0.080%	0.000%	0.080%
<b>Balanced Funds</b>							
<input type="checkbox"/>	State Street Aggressive Strategic Balanced Securities Lending Fund Class I	I	CMT7	857444293	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Conservative Strategic Balanced Securities Lending Fund Class I	I	CMT5	857444327	Negotiated	0.000%	Negotiated
<input type="checkbox"/>	State Street Moderate Strategic Balanced Securities Lending Fund Class I	I	CMT6	857444319	Negotiated	0.000%	Negotiated
<b>Cash Series****</b>							
<input type="checkbox"/>	State Street Cash Series U.S. Government Fund Class C	C	K1623	N/A	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Cash Series U.S. Government Fund Class E	E	K1625	N/A	0.100%	0.100%	0.200%
<input type="checkbox"/>	State Street Cash Series Treasury Fund Class C	C	K1723	N/A	0.100%	0.000%	0.100%
<input type="checkbox"/>	State Street Cash Series Treasury Fund Class E	E	K1725	N/A	0.100%	0.100%	0.200%
<b>The following share classes are for Direct Clients only and are not available to be offered without approval from SSGA.</b>							
<input type="checkbox"/>	State Street Global All Cap Equity Ex-U.S. Index Non-Lending Series Fund Class K	K	CMLHM	85744W531	0.110%	0.000%	0.110%
<b>The following share classes require approval from SSGA.</b>							
<input type="checkbox"/>	State Street Global All Cap Equity Ex-U.S. Index Non-Lending Series Fund Class K	K	CMLHM	85744W531	0.110%	0.000%	0.110%

	Fund	Share Class	Fund Code	Current Cusip	State Street Compensation*	Admin. Servicing Fee**	Total Fees Charged to Plans***
<input type="checkbox"/>	State Street Target Retirement 2020 Non-Lending Series Fund Class M	M	CMDM8	85744W721	0.070%	0.000%	0.070%
<input type="checkbox"/>	State Street Target Retirement 2025 Non-Lending Series Fund Class M	M	CMDN8	85744W713	0.070%	0.000%	0.070%
<input type="checkbox"/>	State Street Target Retirement 2030 Non-Lending Series Fund Class M	M	CMD08	85744W697	0.070%	0.000%	0.070%
<input type="checkbox"/>	State Street Target Retirement 2035 Non-Lending Series Fund Class M	M	CMDP8	85744W689	0.070%	0.000%	0.070%
<input type="checkbox"/>	State Street Target Retirement 2040 Non-Lending Series Fund Class M	M	CMDQ8	85744W671	0.070%	0.000%	0.070%
<input type="checkbox"/>	State Street Target Retirement 2045 Non-Lending Series Fund Class M	M	CMDR8	85744W663	0.070%	0.000%	0.070%
<input type="checkbox"/>	State Street Target Retirement 2050 Non-Lending Series Fund Class M	M	CMDS8	85744W655	0.070%	0.000%	0.070%
<input type="checkbox"/>	State Street Target Retirement 2055 Non-Lending Series Fund Class M	M	CMLF8	85744W648	0.070%	0.000%	0.070%
<input type="checkbox"/>	State Street Target Retirement 2060 Non-Lending Series Fund Class M	M	CMPR8	85744W465	0.070%	0.000%	0.070%
<input type="checkbox"/>	State Street Target Retirement 2065 Non-Lending Series Fund Class M	M	CMQU8	857480354	0.070%	0.000%	0.070%
<input type="checkbox"/>	State Street Target Retirement Income Non-Lending Series Fund Class M	M	CMDI8	85744W630	0.070%	0.000%	0.070%
<input type="checkbox"/>	State Street Cash Series U.S. Government Fund Class G	G	CMPU8	85744W192	0.080%	0.000%	0.080%
<input type="checkbox"/>	State Street Russell Small / Mid Cap Index Non-Lending Series Fund Class K	K	CMK4N	85744W242	0.040%	0.000%	0.040%
<input type="checkbox"/>	State Street S&P 500 Index Non-Lending Series Fund Class K	K	CMDVQ	85744W705	0.013%	0.000%	0.013%
<input type="checkbox"/>	State Street S&P Mid Cap Index Securities Lending Series Fund Class XIV	XIV	CM7BE	85744W382	0.040%	0.000%	0.040%
<input type="checkbox"/>	State Street U.S. Short-Term Government/Credit Bond Index Non-Lending Series Fund Class Q	Q	CMGP6	85744A661	0.052%	0.000%	0.052%
<input type="checkbox"/>	State Street U.S. Bond Index Non-Lending Series Fund Class K	K	CM7FN	85744A661	0.040%	0.000%	0.040%
<input type="checkbox"/>	State Street U.S. Bond Index Non-Lending Series Fund Class M	M	CM7FM	857480404	0.025%	0.000%	0.025%
<input type="checkbox"/>	State Street Target Retirement 2020 Non-Lending Series Fund Class P	P	CMDMP	85744X307	0.055%	0.000%	0.055%
<input type="checkbox"/>	State Street Target Retirement 2025 Non-Lending Series Fund Class P	P	CMDNP	85744X406	0.055%	0.000%	0.055%
<input type="checkbox"/>	State Street Target Retirement 2030 Non-Lending Series Fund Class P	P	CMDOP	85744X505	0.055%	0.000%	0.055%
<input type="checkbox"/>	State Street Target Retirement 2040 Non-Lending Series Fund Class P	P	CMDQP	85744X703	0.055%	0.000%	0.055%
<input type="checkbox"/>	State Street Target Retirement 2045 Non-Lending Series Fund Class P	P	CMDRP	85744X802	0.055%	0.000%	0.055%
<input type="checkbox"/>	State Street Target Retirement 2050 Non-Lending Series Fund Class P	P	CMDSP	85744X869	0.055%	0.000%	0.055%
<input type="checkbox"/>	State Street Target Retirement 2055 Non-Lending Series Fund Class P	P	CMLFP	85744X877	0.055%	0.000%	0.055%
<input type="checkbox"/>	State Street Target Retirement 2060 Non-Lending Series Fund Class P	P	CMPRP	85744X885	0.055%	0.000%	0.055%
<input type="checkbox"/>	State Street Target Retirement 2065 Non-Lending Series Fund Class P	P	CMQUP	857480347	0.055%	0.000%	0.055%
<input type="checkbox"/>	State Street Target Retirement Income Non-Lending Series Fund Class P	P	CMDIP	85744X109	0.055%	0.000%	0.055%

\*The State Street Compensation represents the portion of the Total Fees retained by State Street minus the Administrative Services Fee.

\*\*The Administrative Services Fee represents the portion of the Total Fees paid to the Recordkeeper.

\*\*\*The Total Fees represents the total fees charged to plans in connection with the purchase and redemption of Units of a Fund.

\*\*\*\*Part of Master/Feeder structure – all SSGA Cash Series invest in registered Money Market Portfolio.

For Fund share classes that accrue daily for the investment management fee, State Street will deduct the fee directly from the net asset value of the applicable Fund share class. For Fund share classes that do not accrue daily for the investment management fee, this fee component will be billed quarterly in arrears based on the average month-end market values of each Fund within each quarter, and invoices shall be forwarded to the Recordkeeper subsequent to the end of the calendar quarter.

In the event that the Investing Fiduciary designates from time to time a Fund (or share class) that is different from the above as an investment option available to Plan participants, the Recordkeeper shall promptly provide the Investing Fiduciary with (i) an updated copy of this Exhibit 1 of Schedule D (which it shall also provide to State Street) and (ii) the onboarding package of Collective Trust Document that may be required with such additional investment alternative.

**Exhibit 2 to SCHEDULE D**  
**PARTICIPATION IN THE FUNDS**

1. **The Collective Trust.** The Collective Trust is a group trust fund exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986, as amended (the “Code”), pursuant to Internal Revenue Service Revenue Ruling 81-100 as amended from time to time (“Revenue Ruling 81-100”), the assets of which consist solely of assets of pension and profit sharing plans qualified under Section 401(a) of the Code and certain governmental plans described in Section 818(a)(6) of the Code (each a “Plan”). Neither the Collective Trust nor any Fund or Units offered to or held by the Plan are (or are expected to be) registered under the securities laws. The interest of the Plan in the Collective Trust is not transferable and is subject to restrictions on withdrawal as provided in the Declaration of Trust. The Investing Fiduciary acknowledges that certain custodial, administrative, and securities lending and collateral management services will be provided with respect to the Collective Trust by State Street or other service providers retained by State Street pursuant to the Declaration of Trust.

2. **Investment Objectives.** The Funds will be maintained by State Street in accordance with the investment objectives (the “Investment Objectives”) set forth in the Fund Declaration for each Fund and the applicable Strategy Disclosure Document(s) referenced therein. State Street shall continue to maintain the Funds in accordance with the terms of Revenue Ruling 81-100 and shall promptly notify the Recordkeeper in the event that it discovers or is notified by the Internal Revenue Service that a Fund fails to comply with Revenue Ruling 81-100.

3. **Fund Investments.** As an alternative to the direct investment in securities the Funds may, as described in the Fund Declaration and Strategy Disclosure Document(s) applicable to each Fund, invest in underlying commingled funds, including those which are managed or advised by State Street or its affiliates.

4. **Brokerage.** State Street will execute transactions for the Fund with brokers, dealers, futures commission merchants, banks, agents or other counterparties selected by State Street in its sole discretion. State Street will allocate such transactions to such brokers, dealers, futures commission merchants, banks, agents or other counterparties, via fax, telephone or electronic or other means, including algorithmic trading platforms, for execution on such markets, at such prices, and at such commission rates, mark-ups/mark-downs and spreads as in its good faith judgment are appropriate, seeking to obtain best execution consistent with its internal policies and procedures which may be amended from time to time. In assessing the best overall terms available for any transaction, State Street may consider factors including, but not limited to, price, dealer spread or commission, size and difficulty of the transaction, financial strength, stability and reputation of the broker or counterparty and research or other services provided. State Street may also consider the following factors: (i) local law and

regulations, which may restrict the entity with which State Street may execute the transaction, (ii) operational efficiencies/inefficiencies of the counterparty’s custodian or settlement network, and (iii) potential settlement risk. State Street, in its capacity as investment manager and as trustee of the Fund, may execute any foreign exchange transactions with a third party independent financial institution acting as principal dealer; provided that all foreign exchange transactions for which State Street determines, in its sole discretion, that it is not practicable to negotiate a live rate directly with a third party principal dealer due to foreign exchange controls, regulations or local market practices shall be executed via the custodian’s relevant sub-custodians in accordance with their normal custody procedures. Such transactions executed directly with the custodian or sub-custodians are executed at a rate determined solely by the custodian or sub-custodians and are outside of State Street’s responsibilities in its capacity as Investment Manager. State Street’s ability to seek best execution may be limited in respect of certain foreign currency transactions effected through the custodian and/or executed by the relevant sub-custodian.

5. **Execution and Commission Program.** Subject to such policies as State Street may determine and consistent with Section 28(e) of the Securities Exchange Act of 1934, as amended, State Street shall not be deemed to have acted unlawfully or to have breached any duty created by this Joinder Agreement or otherwise solely by reason of its having caused the Account to pay a broker or dealer, acting as agent, for effecting a transaction at a price in excess of the amount of commission another broker or dealer would have charged for effecting that transaction, if State Street determines in good faith that such amount of commission was reasonable in relation to the value of the brokerage and/or research services provided by or on behalf of such broker or dealer, viewed in terms of either that particular transaction or State Street’s (or its affiliates’) overall responsibilities with respect to the Collective Trust and to its other clients as to which it exercises investment discretion.

6. **Affiliated Broker Dealer Trading Authorization.** State Street, may, but is not required to, place security orders through affiliated broker dealers pursuant to DOL Prohibited Transaction Class Exemption 86-128 (“PTE 86-128”), and any other applicable statutory or administrative exemptions. The Investing Fiduciary hereby authorizes State Street, subject to duties of best execution, to place equity or fixed income securities orders, (other than those executed pursuant to a Cross Trade), as described herein, that are executed on behalf of a Fund through its affiliated broker dealers (“Affiliated Brokers”), including State Street Global Markets, LLC and State Street Global Markets International Limited, for execution. These securities orders will be executed by State Street and its Affiliated Brokers either in open market transactions, including through the use of external crossing networks, or in

internal agency cross transactions (each, a "Market Transaction"). In accordance with the terms of PTE 86-128, the Investing Fiduciary hereby acknowledges receipt, within ninety (90) days prior to the date hereof, of a copy of State Street's Notice of Intent to Engage in Securities Transactions with Affiliated Broker-Dealers in Accordance with PTE 86-128.

**7. Securities Lending Authorization.** In the event that a Fund's Investment Objectives include securities lending, State Street is authorized under the Declaration of Trust to lend securities of any Fund and that any such securities lending and related compensation arrangements are as described in the Fund Declaration of each affected Fund pursuant to DOL Prohibited Transaction Class Exemptions 2006-16 ("PTE 2006-16"), and 2002-30 ("PTE 2002-30") and any other applicable statutory or administrative exemption. The Investing Fiduciary acknowledges receipt of the (i) State Street's Notice of Intent to Participate in Agency Securities Lending Program in Accordance with PTE 2006-16, (ii) State Street's Notice of Intent to Participate in Equilend Securities Lending Platform in Accordance with PTE 2002-30, (iii) the SSGA Securities Lending Program Disclosure, and (iv) the US Cash Collateral Strategy Disclosure Document. The Investing Fiduciary hereby authorizes State Street to lend securities, as agent, on behalf of the Fund(s), provided that State Street uses reasonable efforts to ensure that such loans of Fund securities are made in compliance with the requirements of PTE 2006-16 promulgated by the DOL and to utilize Equilend or its successor in connection with its securities lending program. The Investing Fiduciary hereby further authorizes the arrangements under which compensation for securities lending services is paid to State Street as described in the Fund Declaration of each affected Fund.

**8. Cross-Trading Authorization.** State Street may engage in internal cross-trading pursuant to DOL Prohibited Transaction Class Exemption 2002-12 ("PTE 2002-12"), and any other applicable statutory or administrative exemptions with other index or model-driven Funds or client accounts for which it acts as the investment manager (the "State Street Passive Accounts"), or with other eligible transition accounts that are subject to a transition, liquidation or restructuring being effected by State Street in its capacity as a transition manager (each such transaction a "Cross-Trade"). The Investing Fiduciary acknowledges receipt of State Street's Notice of Intent to Participate in Passive Cross Trading in Accordance with PTE 2002-12. The Investing Fiduciary hereby authorizes State Street or its affiliates to engage in such cross-trading in connection with the management of the Fund(s).

**9. Aggregation of Orders.** State Street may, but is not required to, in its discretion aggregate purchases or sales of any investment effected for a Fund with purchases or sales, as the case may be, of the same investment effected on the same day for other Funds and/or the accounts of one or more of State Street's other clients or clients of State Street's affiliates in a manner that is fair and equitable in the judgment of State Street. When transactions are

so aggregated (i) the actual prices applicable to the aggregated transaction will be averaged and the Fund and each other account participating in the aggregated transaction shall be deemed to have purchased or sold its share of the investment involved at such average price, and (ii) all transaction costs incurred in effecting such an aggregated transaction shall be shared on a pro rata basis among the Fund and all other accounts participating in such aggregated transaction.

**10. Affiliated Mutual Fund Authorization.** State Street shall, in its discretion, have the authority to invest cash held by a Fund in registered mutual funds (the "Affiliated Funds") advised by State Street or its affiliates, including SSGA Funds Management, Inc. pursuant to DOL Prohibited Transaction Class Exemption 77-4 ("PTE 774"), and any other applicable statutory or administrative exemptions. State Street shall invest in an Affiliated Fund when State Street believes that such investment is appropriate for the Fund and will facilitate State Street's performance of its duties under this Joinder Agreement. Other than any limitations imposed by the Declaration of Trust of the Fund or by applicable law, there are no limitations on the investment of Fund assets in an Affiliated Fund. The Investing Fiduciary acknowledges receipt of the prospectus for the Affiliated Funds which, among other items, outline the advisory fee charged by each Affiliated Fund and provides further details of the expenses charged to the Affiliated Funds. The Investing Fiduciary further acknowledges that the fees paid by any Affiliated Fund to State Street and its affiliates may be greater or less than those paid to State Street hereunder as reflected on Exhibit 1 and in the Fund Declaration of the Fund. However, with respect to the assets invested in an Affiliated Fund, State Street shall waive an allocable portion of the management fee charged by the Fund. The Investing Fiduciary's execution of the Joinder Agreement indicates its approval of the fees discussed herein.

**11. Services to Other Clients.** State Street and its affiliates perform investment advisory services for various clients. State Street may give advice and take action in the performance of its duties with respect to any of its other clients which differ from action taken with respect to the Funds, or the timing or nature of action taken with respect to the Funds, provided that it continues to be the policy and practice of State Street not to favor or disfavor any client or class of clients in the allocation of investment opportunities and sales that State Street believes would be suitable for such client or class of clients, so that, to the extent reasonably practicable, such opportunities or sales shall be allocated among clients over a reasonable period of time on a fair and equitable basis and in conformity ERISA.

**12. Status and Standard of Care.** State Street hereby acknowledges that it is (i) a "fiduciary," as defined in Section 3(21)(A) of ERISA, of the Plan with respect to the Account and the assets of the Plan held in the Collective Trust with responsibilities as such limited to managing and controlling such assets in accordance with the investment objectives, and the Declaration of Trust, and (ii) that it

qualifies as an “investment manager,” as such term is defined in Section 3(38) of ERISA, and as a “qualified professional asset manager,” or “QPAM” as defined in Prohibited Transaction Exemption (“PTE”) 84-14, as amended and modified, issued by the U.S. Department of Labor (“DOL”). State Street also represents that it is a “bank” as such term is defined in the Investment Advisers Act of 1940. State Street shall, in performing the services contemplated herein exercise the same care, skill, prudence, and diligence under the circumstances then prevailing that a prudent man 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. State Street shall also comply with the fiduciary responsibility provisions of Title I, Subtitle B Part 4, of ERISA in the performance of its obligations hereunder, except to the extent that it is relying on a statutory, class, individual or administrative exemption therefrom.

**13. Representations, Warranties and Covenants of the Investing Fiduciary.** The Investing Fiduciary represents, warrants and covenants that:

a. The Plan satisfies the eligibility requirements set forth in Section 3.01 of the Declaration of Trust.

b. The Plan is an “eligible contract participant” as such term is defined in the Commodity Exchange Act of 1936, as amended.

c. The Investing Fiduciary is a “investing fiduciary” of the Plan as defined in ERISA, with full authority and responsibility to appoint State Street as investment manager of the Fund and to take such other actions as may be necessary or appropriate in the performance of this Joinder Agreement. The person signing the Joinder Agreement on behalf of the Investing Fiduciary has full power and authority to do so, and this Joinder Agreement has been duly executed by, and constitutes the valid and binding agreement of, the Investing Fiduciary. The Investing Fiduciary, and each other person whose approval is required under the Plan’s governing instruments, have authorized the appointment of State Street as investment manager of the assets of the Plan invested in the Funds.

d. The Plan is maintained pursuant to an instrument which authorizes it to participate in the in common, collective, or commingled trust funds and, by execution of this Joinder Agreement, the Investing Fiduciary on behalf of the Plan hereby adopts (specifically or in substance and effect) the Declaration of Trust as a part of the Plan, to the extent required by applicable law.

e. The Investing Fiduciary acknowledges and agrees that it has reviewed (i) the information set forth in this Joinder Agreement, including the Schedules and Exhibits hereto, regarding compensation to the State Street and the Recordkeeper, and, based upon the information provided, acknowledges and agrees that such compensation constitutes “reasonable compensation”

within the meaning of Section 408(b)(2) of ERISA.

f. The Investing Fiduciary acknowledges and agrees, that it has disclosed and, upon any change in compensation applicable to the Plan, it will disclose to all affected participants (i) State Street’s compensation with respect to each Fund, (ii) that such compensation varies among Classes, (iii) whether any portion of such compensation is payable to third parties in connection with such plan’s expenses, and (iv) that such compensation may change, as described in the Declaration of Trust.

g. The Investing Fiduciary acknowledges that State Street may rely on exemptions provided under ERISA, including, without limitation, ERISA Section 408(b)(17), and exemptions promulgated by the DOL, including, without limitation, PTE 84-14 (applicable to transactions by “Qualified Professional Asset Managers”) and PTE 91-38 (relating to common or collective trust funds maintained by banks) in connection with transactions undertaken on behalf of the Funds. Accordingly, the Investing Fiduciary represents that, except as the Investing Fiduciary has otherwise indicated in writing (i) the Investing Fiduciary or any other person that has authority to subscribe for or redeem Units or to negotiate the terms of this Joinder Agreement is not itself, is not a director or employee of, and does not have an affiliate that is an issuer of publicly traded securities or a bank, broker-dealer, insurance company, State Street, or similar financial institution, and (ii) no person other than the Investing Fiduciary has or has exercised any discretionary authority, control, responsibility, or influence with respect to the investment of the Plan’s assets in, or held by, the Collective Trust or renders investment advice (within the meaning of ERISA Section 3(21)(A)(ii)) with respect to those assets.

h. The investment by the Plan in the Collective Trust is consistent with the terms and investment objectives of the Plan (including those described in documents made available to participants and beneficiaries of a plan described in Section 404(c)(1) of ERISA (a “Participant-Directed Plan”) funded through the Plan). The Investing Fiduciary, in the exercise of its discretionary authority as a fiduciary of the Plan (i) has determined that such investment is prudent, suitable, and appropriate for the Plan and protective of the interests of the Plan and its participants and beneficiaries, and (ii) agrees and acknowledges that State Street, in discharging its responsibilities under the Collective Trust and this Joinder Agreement, has no responsibility to advise or monitor the Investing Fiduciary or any Plan participant or beneficiary under a Participant Directed Plan with respect to any decision to designate one or more Funds as eligible investment options under the Plan and/or to invest (and continue to invest) in the Funds, as the case may be. The Investing Fiduciary also acknowledges that the Investing Fiduciary, and not State Street, is responsible for complying with the diversification requirements under Section 404(a)(1)(C) of ERISA with respect to the Plan.