

**RESOLUTIONS OF THE
BOARD OF EDUCATION
OF JEFFERSON COUNTY
PUBLIC SCHOOL DISTRICT R-1**

WHEREAS, Section 10.1 of Article X of the Supplemental Retirement Pension Plan for Employees of the Jefferson County Public School District R-1, Amended and Restated, September 1, 2008 (the "Pension Plan"), permits the Board of Education of Jefferson County (the "Board"), to amend the Pension Plan from time to time;

WHEREAS, the Board wishes to adopt Amendment No. One, effective as provided therein ("Amendment No. One"), to the Pension Plan in substantially the form attached hereto;

WHEREAS, Amendment No. One is believed to be nondiscriminatory and in conformity with provisions of Section 401(a) and other applicable provisions of the Internal Revenue Code of 1986, as amended from time to time (the "Code");

WHEREAS, the Board wishes to ratify and approve all necessary, legal and proper past actions and practices taken with respect to the administration of the Pension Plan by the proper officers of the Jefferson County Public School District R-1 (the "Employer") and their designated representatives; and

WHEREAS, the Board desires to authorize its proper officers and their designated representatives, to take all actions and to do all things necessary, legal and proper in connection with these resolutions and to effectuate these resolutions and to keep the Pension Plan, as amended by Amendment No. One, in compliance with law changes.

NOW THEREFORE, BE IT RESOLVED AS FOLLOWS:

1. The Supplemental Retirement Pension Plan for Employees of Jefferson County Public School District R-1, Amended and Restated, September 1, 2008 (the "Pension Plan"), be amended, effective as provided therein.

2. Amendment No. One to the Pension Plan, in substantially the form attached hereto, effective as provided therein, except as otherwise set forth therein, is hereby adopted.

3. The Board is authorized to execute forthwith Amendment No. One to the Pension Plan and to do all other acts and things necessary and proper to keep the Pension Plan in full force and effect and to make such amendments and changes, if any, as may be necessary to maintain the qualification of the Pension Plan under the applicable sections of the Code.

4. Any member of the Board is authorized to submit, or have submitted, executed, verified counterparts of Amendment No. One to the Pension Plan and this resolution to the Internal Revenue Service in support of a request for a letter of determination that the Pension Plan continues to qualify under Section 401(a) of the Code.

5. All necessary, legal and proper past actions and practices taken with respect to the administration of the Pension Plan by the proper officers of the Employer and their designated representatives, on behalf of the Board, are hereby ratified and approved.

6. The proper officers of the Employer and their designated representatives are hereby authorized, on behalf of the Board, to take all actions and do all things necessary, legal and proper in connection with these resolutions and to effectuate the above resolutions, and to keep the Pension Plan, as amended by Amendment No. One, in compliance with law changes with respect to the Pension Plan.

JEFFERSON COUNTY SCHOOL DISTRICT
NO. R-1

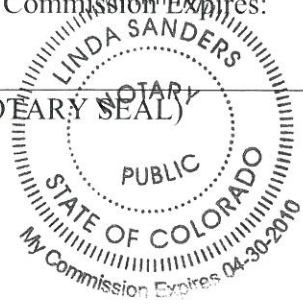
By: *Scott D. Benefield*
Scott D. Benefield, President
Board of Education

Attest:
Susan A. Marinelli
Susan Marinelli, Secretary
Board of Education

STATE OF COLORADO)
) ss.
COUNTY OF JEFFERSON)

Subscribed and sworn to before me this 16th day of April, 2009.

My Commission Expires:
LINDA SANDERS
(NOTARY SEAL)
PUBLIC



Linda Sanders
Notary Public