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LANCASTER COUNTY
CLERK

Administrative Directive for Governmental Roth 457(b) Contributions

Plan Name: Lancaster County, NE 457 Deferred Compensation Plan (the "Plan")

Plan ID#: 006372

The Directive to Prudential is adopted to reflect the plan sponsor's intention with respect to Roth Contributions, Roth Rollover Contributions, Roth Contribution Withdrawals and Loans from Roth Contributions.

**SECTION 1
ROTH CONTRIBUTIONS**

1. As of the Effective Date under Section 8, the plan will accept Roth Contributions made on behalf of participants.
2. If the Plan has matching contributions, the Roth Contributions will be matched according to the matching formula used for pre-tax deferrals under the plan.
3. If the Plan allows Catch Up Contributions, the Roth Catch Up Contributions will be matched according to the matching formula used for pre-tax catch up contributions source.

**SECTION 2
Roth Rollover Contributions**

1. Please select one of the following choices:
 - The Plan **will** accept Roth Rollover Contributions into the Plan from other eligible retirement plans.
 - The Plan **will not** accept Roth Rollover Contributions into the Plan from other eligible retirement plans.
2. If the Plan **will** accept Roth Rollover Contributions into the Plan, Roth Rollover Contributions be accepted from (**select all that apply**):
 - Governmental plans described in Code Section 457(b).
 - Qualified plans described in Code Section 401(k).
 - Annuity contracts described in Code Section 403(b).
3. If the Plan **will** accept Roth Rollover Contributions into the Plan, such contributions will be available for withdrawal from the Plan in accordance with the Plan's withdrawal provisions for regular Rollover Contributions. In addition, the following ordering hierarchy for In-Service Withdrawals of Roth Rollover Contributions shall apply (**select one**):

The Roth Rollover Contribution source will be last in the hierarchy. **(In the absence of your affirmative election in this section, this option shall apply.)**

The Roth Rollover Contribution source should match the existing Rollover Contribution source.

The Roth Rollover Contribution source should be first in the hierarchy preceding all other sources.

4. Note - Participants will be given the right to override the above selected hierarchy at the time the withdrawal is requested.

SECTION 3

In-Service Withdrawals of Roth Contributions

1. Please select one of the following choices:

The Plan **will** allow in-service withdrawals upon attainment of age 70-1/2 from Roth Contributions subject to the same conditions that apply to pre-tax elective deferral contributions.

The Plan **will not** allow in-service withdrawals upon attainment of age 70 ½ from Roth Contributions.

2. If the Plan **will** allow in-service withdrawals upon attainment of age 70-1/2 from Roth Contributions, the ordering hierarchy for in-service withdrawals upon attainment of age 70-1/2 is as follows (**select one**):

The Roth Contribution source will be last in the hierarchy. **(In the absence of your affirmative election in this section, this option shall apply.)**

The Roth Contribution source should be first in the hierarchy preceding all other sources.

3. Note - Participants will be given the right to override the above selected hierarchy at the time the withdrawal is taken.

SECTION 4

Withdrawals of Roth Contributions on Account of Unforeseeable Emergencies

1. Please select one of the following choices:

The Plan **will** allow withdrawals on account of unforeseeable emergencies from Roth Contributions subject to the same conditions that apply to pre-tax elective deferral contributions.

The Plan **will not** allow withdrawals on account of unforeseeable emergencies from Roth Contributions.

2. Note – If the Plan **will** allow withdrawals on account of unforeseeable emergencies from Roth Contributions, the Roth Contribution source **will be last** in the ordering hierarchy.

SECTION 5

Voluntary In-Service Withdrawals of Roth Contributions from Small Account Balances

1. Please select one of the following choices:

The Plan **will** allow voluntary in-service withdrawals from Roth Contributions, subject to the same conditions that apply to pre-tax deferrals, if a Participant's account balance is less than the Plan's dollar threshold, and if the provisions of the applicable Treasury regulations are satisfied.

the Plan **will not** allow voluntary in-service withdrawals of Roth Contributions, subject to the same conditions that apply to pre-tax deferrals, if a Participant's account balance is less than the Plan's dollar threshold, and if the provisions of the applicable Treasury regulations are satisfied.

2. Note – If the Plan **will** allow withdrawals of Roth Contributions from small account balances, the Roth Contributions **will be last** in the ordering hierarchy.

SECTION 6

Involuntary In-Service Withdrawals of Roth Contributions from Small Account Balances

1. Please select one of the following choices:

The Plan **will** allow involuntary in-service withdrawals from Roth Contributions, subject to the same conditions that apply to pre-tax deferrals, if a Participant's account balance is less than the Plan's dollar threshold, and if the provisions of the applicable Treasury regulations are satisfied.

the Plan **will not** allow involuntary in-service withdrawals of Roth Contributions, subject to the same conditions that apply to pre-tax deferrals, if a Participant's account balance is less than the Plan's dollar threshold, and if the provisions of the applicable Treasury regulations are satisfied.

2. Note – If the Plan **will** allow withdrawals of Roth Contributions from small account balances, the Roth Contributions **will be last** in the ordering hierarchy.

SECTION 7 – N/A

Loans from Roth Contributions and, if applicable, Roth Rollover Contributions

If your Plan currently provides for participant loans, you may choose to allow participant loans to be made from a participant's Roth Contribution sources

Plan sponsors should give careful consideration before deciding to make Roth sources available for loans. For example, if participants are allowed to borrow against their Roth balances and are unable to make loan repayments, Roth earnings included in a defaulted loan balance are taxable to the participant.

Regardless of the election made in this section, the Roth balance will be used in the determination of the maximum amount available for loan(s).

If you elect to allow loans from Roth sources in this section, the Roth sources **will be last** in the loan hierarchy.

1. If your Plan **does** provide for participant loans, please select one of the following choices:

The Plan **will** allow participant loans from Roth Source(s).

The Plan **will not** allow participant loans from Roth Source(s).

2. If you have chosen above to **allow** for participant loans from Roth sources, please indicate below the source types to include, as applicable:

Allow participant loan(s) from Roth Contributions

Allow participant loan(s) from Roth Rollover Contributions, if applicable

SECTION 8
Effective Date

The Roth Contribution provision(s) selected above will be added to the Plan effective May 2, 2011 (enter a date on or after January 1, 2011).

Prudential will rely on the Directive to update records that it maintains on behalf of the plan and plan sponsor and to process any transactions in accordance with such records. In addition, Prudential suggests that the plan sponsor discuss these provisions with its own legal counsel to the extent that it deems appropriate.

EXECUTED AT (city) _____, (state) _____, this _____ day of _____.

By: _____

Title: _____