

AN ACT OF THE BOARD OF COUNTY COMMISSIONERS FOR CALVERT COUNTY, MARYLAND, APPROVING AND ACCEPTING THE NINTH AMENDED AND RESTATED TRUST AGREEMENT OF THE LOCAL GOVERNMENT INSURANCE TRUST (the "Trust"):

WHEREAS, Calvert County is a member of the Trust and a party to the Eighth Amended and Restated Trust Agreement dated July 1, 2004; and

WHEREAS, The Board of Trustees of the Trust has recommended to the Trust membership certain amendments to the Eighth Amended and Restated Trust Agreement which modify the composition of the Board of Trustees and should facilitate governance of the Trust's affairs by the Board of Trustees; and

WHEREAS, the amendments have been presented the Trust membership in the form of a two-page document entitled Recommended Amendments to the Eighth Amended and Restated Trust Agreement, and which the specific amendments to Article II, Section 2.02 have been reviewed by the Board of County Commissioners of Calvert County, Maryland, and County Attorney; and

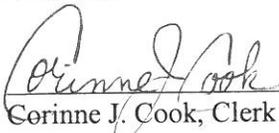
WHEREAS, by approving the recommended amendments to Article II, Section 2.02 of the Eighth Amended and Restated Trust Agreement the Member is consenting to and accepted the Ninth Amended and Restated Trust Agreement, which incorporates the amendments.

NOW, THEREFORE, BE IT HEREBY resolved this 17 day of Jan, 2012, by the Board of County Commissioners of Calvert County, Maryland, that the Ninth Amended and Restated Trust Agreement of the Local Government Insurance Trust is approved and accepted, and that the President of the Board of County Commissioners of Calvert County, Maryland, is hereby authorized and directed to take any and all action necessary or appropriate, including execution and delivery of all documents and certificates, in connection with the approval and acceptance of the Ninth Amended and Restated Trust Agreement of the Local Government Insurance Trust.

DONE, this 17 day of Jan, 2012, by the Board of County Commissioners for Calvert County, Maryland, sitting in regular session.

Aye: 5
Nay: 0
Absent/Abstain: 0

ATTEST:


Corinne J. Cook, Clerk

Approved for legal
sufficiency on 1/17/12
by

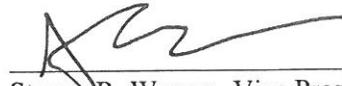

John B. Norris III
County Attorney

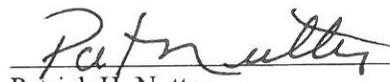
Received for Record Jan 19 2012
at 1:55 o'clock P. M. Same day
recorded in Liber KPS No. 38
Page 318 COUNTY COMMISSIONERS
ORDINANCES AND RESOLUTION.



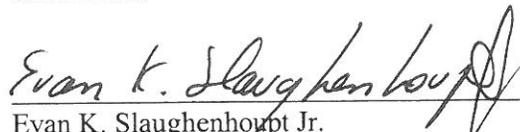
BOARD OF COUNTY COMMISSIONERS
CALVERT COUNTY, MARYLAND


Gerald W. Clark, President


Steven R. Weems, Vice President


Patrick H. Nutter


Susan Shaw


Evan K. Slaughenhoupt Jr.

RECOMMENDED AMENDMENTS
TO THE
EIGHTH AMENDED AND RESTATED
LOCAL GOVERNMENT INSURANCE TRUST AGREEMENT

ARTICLE II

TRUSTEES

2.01 Qualifications of a Trustee.

(a) A Trustee who is either elected by the Members or appointed by the Trustees shall be an elected or appointed official or an employee of a Local Government.

(b) A Trustee shall not be employed by or have any financial interest in any company providing service to the Trust.

2.02 Composition of Board of Trustees.

(a) The Trust shall be administered by a Board of Trustees consisting of ~~thirteen voting~~ twelve members as follows:

(1) Five ~~(5)~~ (5) Trustees elected by the Members ~~will represent municipal Members~~ shall be municipal officials or employees.

(2) Five ~~(5)~~ (5) Trustees elected by the Members ~~will represent county Members~~ shall be county officials or employees.

~~(3) One Trustee appointed by the Trustees will represent a member of MACo or MML.~~

(~~3~~) (4) The Executive Director of MACo will serve as an ex-officio Trustee.

(~~4~~) (5) The Executive Director of MML will serve as an ex-officio Trustee.

No Local Government shall be represented by more than one ~~(1)~~ (1) Trustee on the Board of Trustees. For purposes of this paragraph (a), Baltimore City shall be deemed a county and not a municipality.

(b) All Trustees ~~elected by the Members~~ elected by the Members shall serve for a term of three (3) years.

Language to be deleted is shown with a ~~strike through~~.
Language to be added is shown in **bold and underlined**.

2.03 Election of Trustees. The initial Trustees shall provide in the Bylaws for the form and method of election of subsequent Trustees.

2.04 Resignation of a Trustee. A Trustee may resign by giving at least thirty (30) days prior notice in writing sent by registered mail to the Chairman of the Trustees. Such notice shall state the date said resignation shall take effect, and such resignation shall take effect on such date.

2.05 Removal of Trustees. A Trustee shall be removed from office if he fails to meet the qualifications of Section 2.01 hereof, fails to attend three (3) consecutive meetings of the Board or is terminated for cause by a two-thirds (2/3) vote of the Trustees. Upon removal of a Trustee, the position shall be filled pursuant to Section 2.06 hereof.

2.06 Substitute Trustees. In the event a Trustee resigns, is removed or is otherwise unable to serve, the Board of Trustees shall appoint a substitute Trustee to fulfill his or her term of office.

Any Trustee, upon leaving office, shall forthwith turn over and deliver to the principal office of the Trust, any and all records, books, documents or other property in his possession or under his control which belong to the Trust.

2.07 Executive Committee. The Trustees may appoint an Executive Committee of not less than three (3) Trustees, one of which is the Chairman of the Board of Trustees. The Trustees may delegate in writing to the Executive Committee such powers and duties as the Trustees deem appropriate and desirable except the exercise of those powers for which a two-thirds (2/3) majority vote of the Trustees is required. The Executive Committee shall meet as determined by the Chairman of the Board of Trustees.

[There are no amendments proposed in Sections 2.03 through 2.07 of Article II]

March 1, 2011

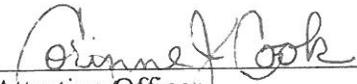
MEMBER CONSENT AND APPROVAL

The Member named below hereby approves and consents to the foregoing amendments to Article II, Section 2.02 of the Eighth Amended and Restated Local Government Insurance Trust Agreement dated as of July 1, 2004 (the "Trust Agreement") and, by approval of the recommended amendments, does hereby consent to, approve, accept and agree to the Ninth Amended and Restated Local Government Insurance Trust Agreement, as witness the signature of the undersigned authorized officer.

(SEAL)

Calvert County
Name of Member

ATTEST:


Attesting Officer

By 
Authorized Officer

Clerk, Board of County Commissioners
Title of Attesting Officer

President, Board of County Commissioners
Title of Authorized Officer

Date of Consent and Approval: 1-17-12

LOCAL GOVERNMENT INSURANCE TRUST

MEMBER CERTIFICATE

Member: Calvert County, Prince Frederick, Maryland
 Name of County, City, Town

Authorized Officer: Gerald W. Clark
 Name of Officer executing Member Consent and Approval
President, Board of County Commissioners of Calvert County
 Title of Officer executing Member Consent and Approval

Consent and Approval Date: January 17, 2012
 Date of Member Consent and Approval

Official Authorization: 01-12
 Identification of Ordinance, Resolution,
 Order or other official action authorizing
 Member Consent and Approval (Please attach copy)
January 17, 2012
 Effective date of Official Authorization

The undersigned certifying officer hereby certifies as follows:

1. By approving the amendments to Article II of the Eighth Amended and Restated Local Government Insurance Trust Agreement dated as of July 1, 2004, the Ninth Amended and Restated Local Government Insurance Trust Agreement was duly consented to and approved in accordance with applicable law by appropriate official action of the Member.
2. The attached copy of the Official Authorization is true, correct and complete and has not been repealed, revoked or rescinded and is in full force and effect as of the date hereof.
3. The attached Member Consent and Approval was duly executed on behalf of the Member on the Consent and Approval Date by the Authorized Officer; the Authorized Officer was duly authorized on the Consent and Approval Date to execute the Member Consent and Approval.


 Certifying Officer
Clerk to the Board of County Commissioners
 Title of Calvert County
January 17, 2012
 Date of Certification

LOCAL GOVERNMENT INSURANCE TRUST

MEMBER CONSENT AND APPROVAL

The Member named below hereby approves and consents to the foregoing amendments to Article II, Section 2.02 of the Eighth Amended and Restated Local Government Insurance Trust Agreement dated as of July 1, 2004 (the "Trust Agreement") and, by approval of the recommended amendments, does hereby consent to, approve, accept and agree to the Ninth Amended and Restated Local Government Insurance Trust Agreement, as witness the signature of the undersigned authorized officer.

(SEAL)

Calvert County
Name of Member

ATTEST:

Orinney Cook
Attesting Officer

By: Alfred W. Clark
Authorized Officer

Clerk, Board of County Commissioners
Title of Attesting Officer

President, Board of County Commissioners
Title of Authorized Officer

Date of Consent and Approval: 1-17-12

DK0003816324

LOCAL GOVERNMENT INSURANCE TRUST

MEMBER CERTIFICATE

Member: Calvert County, Prince Frederick, Maryland
Name of County, City, Town

Authorized Officer: Gerald W. Clark
Name of Officer executing Member Consent and Approval
President, Board of County Commissioners of Calvert County
Title of Officer executing Member Consent and Approval

Consent and Approval Date: January 17, 2012
Date of Member Consent and Approval

Official Authorization: 01-12
Identification of Ordinance, Resolution,
Order or other official action authorizing
Member Consent and Approval (Please attach copy)
January 17, 2012
Effective date of Official Authorization

The undersigned certifying officer hereby certifies as follows:

1. By approving the amendments to Article II of the Eighth Amended and Restated Local Government Insurance Trust Agreement dated as of July 1, 2004, the Ninth Amended and Restated Local Government Insurance Trust Agreement was duly consented to and approved in accordance with applicable law by appropriate official action of the Member.

2. The attached copy of the Official Authorization is true, correct and complete and has not been repealed, revoked or rescinded and is in full force and effect as of the date hereof.

3. The attached Member Consent and Approval was duly executed on behalf of the Member on the Consent and Approval Date by the Authorized Officer; the Authorized Officer was duly authorized on the Consent and Approval Date to execute the Member Consent and Approval.

Corinne Cook
Certifying Officer

Clerk to the Board of County Commissioners
Title of Calvert County

January 17, 2012
Date of Certification