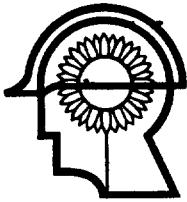


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HOUSE COUNSEL
W.L. (Dean) Parker, Jr.

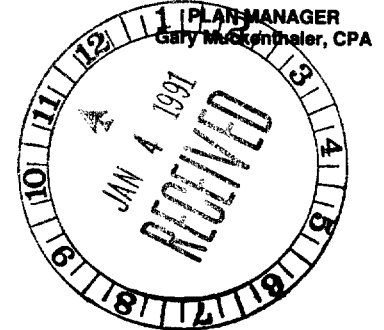
**KANSAS CONSTRUCTION TRADES
FRINGE BENEFIT FUNDS .**

4101 SOUTHGATE • P.O. BOX 5168
TOPEKA, KANSAS 66605

PHONE: (913) 267-0140
WATS LINE
IN • KANSAS 1-800-432-3595



December 31, 1990



Top Hat Plan Exemption,
Pension & Welfare Benefits Admin.
Room N-5644
US Dept. of Labor
200 Constitution Ave. NW
Washington, DC 20210

RE: KANSAS CONSTRUCTION TRADES OPEN END PENSION TRUST FUND

EIN: 48-6171387

The Trust Fund does maintain a plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

Number of Plans: 1
Number of Employees: 1

HEALTH AND WELFARE FUND • TRUSTEES • PENSION

UNION TRUSTEES

Clyde Bracken	David Ellis	Robert Hernandez	Alan Morris	John Rider
Osa Cox	Richard L. Everhart	Earl Kanatzar	Larry D. Oakman	Ron Sutton
Alan Dollen	Raymond Ewan	Daniel F. Metz	Bruce Reves	Mickey L. Wells
Ken Doud, Jr.	David Griffin	LaRue Moore	Walt Ricklefs, Co-Chairman	

MANAGEMENT TRUSTEES

Martin Donaldson	John Scanlan,
Dean Ferrell	Chairman
Dave Foreman	Thomas Slattery,
Milt Pollitt	Sec.-Treasurer

DEFERRED COMPENSATION CONTRACT

Whereas, on September 1, 1990, the Kansas Construction Trades Open End Pension Trust Fund (hereinafter the "Trust") and W. L. "Dean" Parker, Jr. (hereinafter the "House Counsel") agreed to defer a portion of the House Counsel's compensation for services rendered for the Trust in lieu of presently received raises; and,

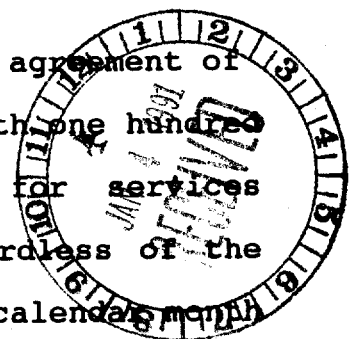
Whereas the Trust has deferred a total of Eleven Thousand and Forty-Four Dollars (^{184.00}\$11,~~044~~.00) of the House Counsel's compensation as of June 30, 1990; and,

Whereas, it is the desire of the Trust and the House Counsel to memorialize the agreement entered into on January 1, 1985;

Therefore, in consideration of the mutual promises and covenants contained herein, the Trust and House Counsel agree to the following arrangement to continue providing for supplemental retirement benefits to the House Counsel:

1. **Deferred Compensation Account.** The Trust shall establish a Deferred Compensation Account (hereinafter the "Account") for the benefit of the House Counsel. The Trust has accredited the Account with a total of \$11,044.00 of previously deferred compensation for services rendered by the House Counsel.

As of July 1, 1990, the Trust, as per the agreement of January 1, 1985, shall defer each calendar month one hundred seventy-four dollars (\$174.00) of compensation for services rendered by the House Counsel to the Trust, regardless of the number of hours employed. On the last day of each calendar month the Account shall be accredited the One Hundred Seventy-Four Dollars (\$174.00) deferred from House Counsel's compensation.



2. Payment. Payment to the House Counsel is to commence upon his retirement or severance from Trust employment at any age.

Upon retirement or severance from Trust employment, the House Counsel shall receive a monthly payment using the same formula, without an actuarial reduction for age, then in effect under the Trust for bargaining unit employees.

In the event of the death of the House Counsel after payments commence but before the number of the monthly payments exceeds 60 months, the balance of 60 months shall be paid in monthly payments to the beneficiary designated in writing, or if there is none, then to the estate of the House Counsel. The number of monthly payments to the beneficiary/estate shall equal the balance of 60 months.

In the event of the death of the House Counsel prior to retirement or severance from Trust employment, an amount equal to the aggregate accrued Account shall be paid in a lump sum to the beneficiary designated in writing, or if there is none, then to the estate of the House Counsel. If the beneficiary is an

individual, the beneficiary may elect to receive lifetime monthly payments in lieu of a lump sum payment. The amount of monthly payments shall be determined by following the applicable sections of Article V of the Trust or its successor sections in effect at the time of initial payment. If the beneficiary is not a surviving spouse, the beneficiary will be deemed to be the surviving spouse for sole purpose of calculating the amount of the monthly payments. It is understood that the death of the beneficiary will terminate any further obligation on the part of the Trust regardless of any amounts remaining in the Account.

3. Source of Payments. All payments hereunder shall be paid in cash from the general funds of the Trust and no special or separate fund shall be established and no other segregation of assets shall be made to assure the payment of benefits hereunder. The House Counsel shall have no right, title, or interest whatever in or to any investments which the Trust may make to aid it in meeting its obligations hereunder. Nothing contained in this contract, and no action taken pursuant to its provisions, shall create or be construed to create a qualified trust of any kind. To the extent that any person acquires a right to receive payments from the Trust, such right shall be no greater than the right of an unsecured creditor. Any payments from the Trust under this contract will be in addition to and not in lieu of nor an offset against compensation, benefits or payments of any kind to the House Counsel or beneficiary from the Trust, the Social Security Administration or any other source.

4. Non-Assignability. Neither this contract nor any

benefit payable hereunder shall be subject in any manner to anticipation, alienation, sale, transfer, assignment, pledge, attachment, or encumbrance of any kind, or be liable for or subject to the debts, liabilities, or defaults of the House Counsel. Any attempt so to affect benefits under this contract shall be void.

Executed and dated this 1st day of September,

1990.

KANSAS CONSTRUCTION TRADES
OPEN END PENSION TRUST FUND

By: Walt Ricklefs
Walt Ricklefs
Chairman of the Board of
Trustees

W. L. (Dean) Parker, Jr.
W. L. (Dean) Parker, Jr.

By: John Scanlon
John Scanlon
Co-Chairman of the Board of
Trustees

By: Thomas S. Slattery
Thomas Slattery
Secretary-Treasury of the
Board of Trustees