

Important Note: Annuity Contract, Service Agreement, Investment Guidelines, Pricing Change Agreements, and other contractual documents must be duly executed by both parties prior to the effective date of the changes. Backdating contracts or funding agreements is in violation of our corporate governance and regulatory requirements. Changes cannot be implemented prior to the date all documents are fully executed, even if that requires the effective date to be postponed. There are no exceptions to the rule that the effective date must follow the date all documents are execute

Investment Guidelines for the County of Fresno Deferred Compensation Plan Stable Asset Fund (Separate Account)

Attachment A

Investment Objectives

Within the parameters as stated below, the objectives of the fund are to:

1. Earn a high level of return consistent with the other objectives of the fund
2. Provide sufficient liquidity to pay plan benefits
3. Provide stable and predictable returns.
4. Preservation of principal

Benchmark Index

The returns after investment management fees will be compared to the returns of three-year treasury notes, on a constant maturity basis.

Types of Investments

Subject to the Quality and Diversification Guidelines, Great-West may invest the assets of the Stable Asset Fund in any or all of the following:

- A. United States Treasury Securities including Treasury Bills, Notes, Bonds, and Strips
- B. United States Agency securities including FDIC guaranteed bank debt
- C. Mortgage-Backed securities issued by GNMA, FNMA, FHLMC, FHLB, VA Vendee, or other government agencies
- D. Collateralized Mortgage Obligations (CMO's) secured by GNMA, FNMA, FHLMC, FHLB, VA Vendee, or other government agencies
- E. Instruments of Commercial Banks domiciled in United States. All money deposited into these Banks must be 100% guaranteed by the FDIC
- F. Commercial Paper rated A, or P, as rated by S&P, Fitch, or Moody's
- G. Corporate Bonds rated "A-/A3" or better as rated by S&P, Fitch, or Moody's at time of purchase.
- H. Asset Backed Securities rated "A" or better as rated by S&P, Fitch or Moody's at time of purchase, including CMO's backed by non-agency collateral

Short-Term Investments

All money received by Great-West for deposit to the Stable Asset Fund will be invested the same day it is received. Whenever possible these monies will be invested in the type of investments indicated above. However, if the monies are received at a time of the day which makes this impractical, then the monies will be invested in an interest bearing account at a commercial bank. The following business day the money will then be invested according to the above guidelines.

Quality & Diversification Guidelines

- A. A minimum of 50% of the account assets are to be invested in U.S. Treasury debt, Agency Mortgage-Backed Securities or Collateralized Mortgage Obligations secured by GNMA, FNMA, FHLMC, securities
- B. A maximum of 50% of the account assets may be invested in Corporate Bonds or Asset Backed Securities and described in "H" of Type of Securities
- C. Weighted average quality of AA or better.
- D. No more than 10% of the account may be invested in "A" rated securities.
- E. No more than 5% of the portfolio may be invested in any one corporate issuer (including asset backed securities). For purposes of diversification, each Asset-Backed or non-agency mortgage backed trust will be treated as a separate issuer

Duration of Investments

The portfolio's average duration will not exceed five years.

Reporting

- A. On a quarterly basis, the manager will provide a statement to the Plan showing the market value of each security, the sector diversification within the portfolio, and the duration, quality and yield of the portfolio.
- B. On a quarterly basis, the manager will provide to the Plan a book value statement showing the book value of the total portfolio and describing the methodology and assumptions used to reset the crediting rate of the Stable Asset Fund.
- C. On an annual basis, a senior representative of Great-West will be made available to the Plan to present to the Plan a verbal and written review of the investment decisions, and the rationale associated with these decisions for the previous 12-month's activity.

Trading Authority

Within the Investment Guidelines as stated in this Exhibit, Great-West has the authority to buy and sell any securities in this separate account that it judges to be in the best long-term interest of the separate account and the participants that utilize the account.

Changes to Investment Guidelines

The Plan may modify the guidelines (including duration) for investment of assets of the fund at any time providing that these modifications will not affect the funds ability to provide benefits a book value.

Amortization of Trading Gains/Losses

The general policy of the fund will be a 'buy and hold" strategy. However, to the extent that realized gains or losses occur, these gains/losses will be amortized over the expected average duration of the portfolio.

Effective Date: November 19, 2009

Great-West Life & Annuity Insurance Company

Signature: _____

Name: _____

Title: _____

Gregory E. Selter
Senior Vice President
Government Markets

Date: _____

9.25.09.

County of Fresno

Signature: _____

Name: _____

Title: _____

Susan B. Anderson
Chairman, Board of Supervisors

Date: _____

10/6/09

ATTEST:


BERNICE E. SEIDEL, Clerk
Board of Supervisors

By _____

Kelly S. Conway
Deputy

CERTIFICATE OF DELIVERY OF DOCUMENT

I am employed by the County of Fresno as a Deputy Clerk of the Board of Supervisors. On October 6, 2009 I delivered a copy of Agreement No. 09-530 (Item No. 44) to the Chairman of the Fresno County Board of Supervisors.


Kelley McCreary
Deputy Clerk