



City of Tempe
Deferred Compensation Plan
Participation Agreement & Service Request

Personal Information

Plan Name: [] City of Tempe Deferred Compensation 457(b) Plan - 0046648001
[] City of Tempe Deferred Compensation 401(k) Plan - 0046648002
Name: _____
SSN: _____ Date of Birth: _____ Primary Phone: _____
Street Address: _____
City: _____ State: _____ ZIP: _____
Email: _____
How would you like to be contacted if additional information is required? [] Phone [] Email
Labor Group: [] Fire [] Fire Non-Sworn [] Police [] Confidential [] Confidential Non-Supervisory
[] Confidential Supervisory [] Elected Officials [] Non-Supervisory [] Senior Management Team
[] Supervisory

Paperless Delivery Consent

Paperless Delivery: By providing your email address you are consenting to electronic (paperless) delivery of documents related to your retirement plan, e.g. - statements, confirmations, terms, agreements, etc. Check the box below if you would prefer to receive paper copies of the documents via US Mail to the address provided above.
[] I do NOT consent to Paperless Delivery. Please provide the documents related to my retirement plan via US Mail.

Contribution Election & Payroll Frequency

457(b) Pre-Tax \$ _____ OR _____% Payroll Frequency: _____
457(b) Roth After Tax \$ _____ OR _____% Start Contribution On (Pay Period): _____
401(k) \$ _____ OR _____%
401(k) Roth After-Tax \$ _____ OR _____%
Total \$ _____ OR _____%
NOTE: For the 457(b) plan, all modifications will be implemented no sooner than the first payroll of the month following the change. Please remember to check your paystub to confirm your selected contributions are accurately reflected and being processed.

Beneficiary Designation

IMPORTANT NOTES: 1) Allocations must total 100% for each category of beneficiary; and 2) If you designate a single primary or contingent beneficiary and do not list a percentage, it will be designated as 100%.

[] I have additional beneficiaries. If you want to designate more than 2 of each type of beneficiary, you may attach a page with the additional beneficiary information. Allocations must still total 100% for each category.

Primary Beneficiary(ies) (must total 100%):
1. Full Name: _____ Allocation: _____%
Relationship: _____ SSN: _____ Date of Birth: _____
Address: _____ Phone: _____
2. Full Name: _____ Allocation: _____%
Relationship: _____ SSN: _____ Date of Birth: _____
Address: _____ Phone: _____

Contingent Beneficiary(ies) (must total 100%):
1. Full Name: _____ Allocation: _____%
Relationship: _____ SSN: _____ Date of Birth: _____
Address: _____ Phone: _____
2. Full Name: _____ Allocation: _____%
Relationship: _____ SSN: _____ Date of Birth: _____
Address: _____ Phone: _____

Funding Options

Asset Allocation

_____% RFTTX American Funds 2010 Trgt. Date Retire R6
 _____% RRCTX American Funds 2020 Trgt. Date Retire R6
 _____% RFETX American Funds 2030 Trgt. Date Retire R6
 _____% RFGTX American Funds 2040 Trgt. Date Retire R6
 _____% RFITX American Funds 2050 Trgt. Date Retire R6
 _____% RFUTX American Funds 2060 Trgt. Date Retire R6

International

_____% RNPGX American Funds New Perspective R6
 _____% MINJX MFS International Value R5
 _____% VTIAX Vanguard Total International Stock
 Index Admiral
 _____% VWILX Vanguard International Growth Admiral

Specialty

_____% VGSLX Vanguard REIT Index Admiral

Small Cap

_____% DFFVX DFA US Targeted Value I
 _____% VSENX JPMorgan Small Cap Equity R6
 _____% VSMAX Vanguard Small-Cap Index Admiral

Mid Cap

_____% OTCKX MFS Mid Cap Growth R6
 _____% VMCIX Vanguard Mid Cap Index Instl
 _____% SMVZX Ridgeworth Virtus Ceredex Mid Cap
 Value Equity IS

Large Cap

_____% TRLGX T. Rowe Price Institutional Large Cap
 _____% VEIRX Vanguard Equity Income Fund Admiral
 _____% VINIX Vanguard Institutional Index Fund Admiral

Bonds

_____% PMBIX PIMCO Total Return II Institutional Class
 _____% VBTLX Vanguard Total Bond Market Index Admiral
 _____% WAPSX Western Asset Core Plus Bond IS
 _____% FBNRX Templeton Global Bond R6

Fixed/Cash

_____% Prudential Stable Value Fund

100 % Total for both columns must equal 100%¹

¹I understand that if an allocation is made to a closed or unavailable investment option, the allocation will be made to the default option, the American Funds target date fund closest to the year in which you turn age 65. I understand that if the total investment option allocation is greater than 100% my application will be rejected and my allocations will not be processed.

Authorization

- Please send me a copy of the Informational Brochure/Prospectus(es).
 Please contact me regarding transferring my other pre-tax retirement plans.
 Please send me forms regarding the Catch-up Provisions.

I hereby elect the deferral amount stated above. I understand my deferral will continue until otherwise authorized in accordance with the Plan. The deferrals will be allocated to the funding options in the percentages elected above. I understand some investment options may impose a short-term trading fee and that I should read the fund prospectuses carefully.

I have read and understand the terms contained in this form, including the attached Memorandum of Understanding, which is incorporated herein. I accept these terms and understand that these terms do not cover all the details of the Plan or products.

Signature: _____ Date: _____

Retirement Specialist Name (Print): _____ Agent #: _____

Form Return

By mail: Nationwide Retirement Solutions
 PO Box 182797
 Columbus, OH 43218-2797

By email: rpublic@nationwide.com
By fax: 1-877-677-4329



City of Tempe Deferred Compensation Plan

Memorandum of Understanding

Page 3 of 4

I understand that my participation in the Plan is governed by the terms and conditions of the Plan Document. The Plan Document and fund prospectuses are available upon request at tempedcp.com or by calling 1-877-652-5115.

Regarding 457(b) plans

1. The total annual contribution amount to all 457(b) plans is the lesser of the maximum annual 457(b) contribution limit or 100% of my includible compensation. This amount may be adjusted annually. If you have questions about the maximum contributions limits they can be found at irs.gov. Under certain circumstances, additional amounts above the limit may be contributed in the Plan if (1) I will attain age 50 or older during the current calendar year, or (2) I am within three years of the Plan's Normal Retirement Age and did not contribute the maximum amount to the 457(b) Plan in prior years. The Plan Document provides additional details about contribution limits. Contributions in excess of maximum amounts are not permitted and will be reported as taxable income when refunded. It is my responsibility to ensure my contributions to all 457(b) plans in which I participate regardless of employer do not exceed the annual limit.
2. As opposed to the withdrawal of earnings on pre-tax contributions, the earnings on designated Roth contributions are generally not subject to future taxes as long as the distribution from the Roth account satisfies the requirements to be a "qualified distribution." In order to be a qualified distribution, the distribution must be made five or more years after January 1 of the first year the participant made Roth contributions to the Plan and must be made on or after the attainment of age 59½, the participant's death, or the participant's disability. If the participant previously established another designated Roth account in another plan and is able to roll the funds from this Plan to the other plan, the five-year period would begin to run from January 1 of the year of the first contribution to a designated Roth account. A non-qualified Roth distribution may result in an additional 10% early withdrawal tax on that portion of the distribution that is includible in gross income, if made from rollovers to this Plan from a qualified plan like a 403(b) plan, unless a statutory exception applies. Please note that once made, contributions and/or rollovers to a designated Roth account may not be reversed. In the event the participant desires to make contribution changes, only future contributions and/or rollovers can be redirected (contributed as pre-tax funds).
3. Generally, distributions from the Plan must begin no later than the April 1 following the year I reach age 70½ (or age 72 if born after June 30, 1949). If I continue to work for this employer beyond age 70½ (or age 72 if born after June 30, 1949), generally, my distributions must begin no later than April 1 following the year I separate from service or retire. All distributions are taxable as ordinary income and subject to income tax in the year received. Generally, my distributions must be made in a manner that satisfies the minimum distribution requirements of IRC Sec. 401(a)(9), which generally requires benefits to be paid at least annually over a period not to extend beyond my life expectancy. Failure to meet minimum distribution requirements may result in the payment of a 50% federal excise tax.
4. The earliest your enrollment or contribution change can start is the first day of the month following your completed request. Please remember, your employer's processing schedule will determine the actual effective date of the contribution. It is the Plan Sponsor's/ Pay Center's responsibility to ensure deferrals do not commence too early.

Regarding 401(k) plans

My total annual contribution is subject to contribution limitations described in Sections 415(c) and 402(g) of the Internal Revenue Code (the Code). My maximum contribution will be the lesser of the maximum annual 401(k) contribution limit or 100% of my compensation under section 402(g) of the Code. This amount may be adjusted annually. If you have questions about the maximum contributions limits they can be found at irs.gov. Additional amounts above the limit may be contributed into the Plan if I will attain age 50 or older during the current calendar year. I understand that current or future participation in additional benefit plans, such as 403(b) and/or 401(a) plans, may affect my maximum annual contribution limit under the City of Tempe 401(k) Plan, in accordance with the Code. Each employee who has attained at least twenty-one years of age and completed at least thirty days of employment satisfies the eligibility requirements of this Plan.

Regarding all plans

5. I may withdraw funds from the Plan only upon severance from employment; at age 70½ (if contributions have stopped); upon an unforeseeable emergency (457(b) Plan) or financial hardship (401(k) Plan) approved by the Plan. In some cases withdrawal for purchase or repayment of service credits in a governmental defined benefit plan may be permitted. Additionally, funds may be withdrawn upon my death. All withdrawals of funds must be in compliance with the Plan, the Internal Revenue Code and applicable regulations, some of which are expressed in the Plan Document.
6. The funds in my account may be eligible for rollover to a traditional IRA or Roth IRA to an eligible retirement plan. The "Special Tax Notice Regarding Plan Payments" provides detailed information about my options. Due to important tax consequences related to distributions, I have been advised to consult a tax advisor. I expressly assume the responsibility for tax consequences relating to any distribution, and I agree that neither the Plan nor the Plan Administrator shall be responsible for those tax consequences.
7. I understand that all amounts contributed into the plan and earnings on the amounts contributed are held in a trust for the exclusive benefit of the participants and their beneficiaries until such time as the contributed amount is made available to the participant or beneficiary.
8. I understand that all products are optional.
9. I understand I must contribute a minimum of \$10 or 1% per pay into the Plan to satisfy minimum plan requirements.
10. I understand that no changes will be effective until they are processed in the Deferred Compensation Service Center.
11. Each investment option in the Plan will be assessed 0.138% explicit annual asset fee that will be assessed on a monthly basis.

Prudential Stable Value Fund

Amounts contributed to the Stable Value Fund are deposited to the plan's designated trust account. Payment obligations and the fulfillment of any guarantees specified in the group annuity contract are insurance claims supported by the assets in the plan trust account and, if such assets are not sufficient, by the full faith and credit of Prudential Insurance Company of America (PICA). The obligations of PICA are not insured by the FDIC or any other federal governmental agency. The interest rate credited on contract balances is reset pursuant to a formula contained in the group annuity contract. Past interest rates are not indicative of future rates. This product is not a mutual fund or bank product. Frequent exchanging between plan investment options may harm long-term investors. Your plan or the plan's investment funds may have provisions to deter exchanges that may be abusive. These policies may require us to modify, restrict or suspend purchase or exchange privileges and/or impose redemption fees.

Endorsement disclosure

Nationwide offers a variety of investment options to public sector retirement plans through variable annuity contracts, trust or custodial accounts. Nationwide may receive payments from mutual funds or their affiliates in connection with those investment options. For more detail about the payments Nationwide receives, please visit tempedcp.com. Nationwide has endorsement relationships with the United States Conference of Mayors, the National Association of Counties, and the International Association of Firefighters-Financial Corporation. More information about the endorsement relationships may be found online at tempedcp.com.

Mutual funds payments disclosure

Nationwide offers a variety of investment options to public sector retirement plans through variable annuity contracts, trust or custodial accounts. Nationwide may receive payments from mutual funds or their affiliates in connection with those investment options. Additionally, Nationwide may enter into arrangements to allocate all or a portion of these payments to plan sponsors for plan expenses. For more detail about the payments Nationwide receives, please visit tempedcp.com.

Consent to Paperless Delivery and access

By providing your email address here, you are agreeing and consenting to receive and view plan benefit statements, correspondence and confirmations, and other communications electronically. These materials will be provided through an email message notifying you that electronic documents are available online for you to view and print. This replaces all written communication associated with your Retirement Plan(s) serviced by Nationwide and you will no longer receive these documents via US Mail. By providing your consent to paperless delivery, you are acknowledging and confirming that you are consenting to receive Plan Communications electronically, as they are now available or as they may be required or become available in the future and that you have access to view and print your documents electronically from the website and to save them from your computer or other electronic device. If you would like to receive the above referenced documents in paper form via US Mail you can do so by contacting Customer Service at 1-877-652-5115 and request paper. You may opt out of paperless delivery of your plan related documents at any time. There is no additional cost to receive documents in paper format via US Mail.

Changing your email address and Paperless Delivery preferences

You are able to update your email address or change your Paperless Delivery Preferences anytime either on the web site or via Customer Service.

Your right to revoke consent

You have the right to revoke your consent to receive documents electronically. Your consent shall be effective until you revoke it by changing your delivery preferences via Customer Service or on the website by selecting US Mail delivery.