

**OFFICER'S CERTIFICATE REGARDING THE AMENDMENT
OF THE UNION COLLEGE RETIRMENT PLAN FOR
REDUCING NUMBER OF AVAILABLE LOANS**

A meeting of the Union College Retirement Plan Committee of Union College (the "College") was held on April 30, 2012. At the April 30, 2012 meeting, considerable discussion was held with respect to reducing the number of available participant loans in connection with the Union College Retirement Plan (the "Plan"), a qualified retirement plan maintained for the benefit of the College's employees.

Via a subsequent email vote, where a quorum participated, the retirement plan committee unanimously voted to reduce the number of loans outstanding per participant to three loans.

The undersigned, being duly authorized by the Union College Board of Trustees, through a resolution dated February 17, 2012, to act as the signatory for the Plan and any Plan amendments and further authorized to change, modify, or clarify any procedural or administrative provision of the plan, hereby approves and adopts the following resolution:

RESOLVED that, effective as of the dates set forth in the following amendment, the Union College Retirement Plan is hereby amended substantially in the form attached hereto; and

RESOLVED that, the named officer of the Institution be, and hereby is, authorized and directed to take such further action as may be necessary or advisable to effectuate the foregoing resolution, including, but not limited to, providing notification to certain interested parties of such amendments.

IN WITNESS WHEREOF, I have executed this document on the 9th day of November 2012.



Diane T. Blake

Vice President for Finance & Administration