



BUSINESS BANKING PROPOSAL



NORTH SHORE WATER COMMISSION

YOUR PNC CONTACTS

Nicholas J. Robinson

Business Banker, VP

Primary contact for your Business Banking Services

Phone: 414-303-8603

Email: nicholas.robinson@pnc.com

Roxane West

Treasury Management Officer, VP

Phone: 708-275-8062

Email: roxane.west@pnc.com

Treasury Management Client Care

Password, Technical, and Client Help Service

Phone: 800.669.1518

M-F from 7:30am – 6:00pm ET

Email: tmcc@pnc.com

PNC PROFILE

The PNC Financial Services Group, Inc. (NYSE: PNC) is one of the United States' largest diversified financial services organizations with assets of \$345 billion as of Dec. 31, 2014. PNC, operating primarily in 19 states and the District of Columbia, provides retail and business banking; residential mortgage banking; specialized services for corporations and government entities, including corporate banking, real estate finance and asset-based lending; wealth management and asset management.

EMPLOYEES	Approximately 53,500 in the U.S. and abroad
LOCATIONS	Nearly 2,700 branches in 19 states & over 8,600 ATMs
TOLL-FREE BANKING	1-888-PNC-BANK
INTERNET ADDRESS	www.pnc.com
HEADQUARTERS	249 Fifth Avenue, One PNC Plaza, Pittsburgh, PA 15222
MAIN TELEPHONE	412-762-2000 or Toll-free 1-877-762-2000

Through executive leadership, strategic investments and employees' volunteerism, PNC is helping to build strong communities and create financial opportunities for individuals, families and businesses.

Community Development: PNC boosts the quality of life in neighborhoods through affordable housing, economic revitalization and customized financial solutions. PNC earned an "outstanding" rating in 2009 for exceeding Community Reinvestment Act standards.

Charitable Giving: More than \$74 million was invested in communities in 2014. The PNC Foundation forms partnerships with nonprofit organizations to advance mutual objectives driven by two priorities: (1) early childhood education; and (2) community and economic development.

Environmental Responsibility: PNC's commitment to innovation and environmentally friendly business practices during the past decade has enabled us to lower costs, increase efficiency and improve communities. PNC has more than 200 Green Branch® locations, 251 LEED®-certified buildings and 157 newly constructed LEED-certified buildings.

PNC Grow Up Great: A \$350 million, multi-year, bilingual school readiness initiative that began in 2004 and has benefitted more than 1.75 million at-risk children from birth to age 5. Through the program, PNC provides innovative opportunities that assist families, educators and community partners to enhance children's learning and development.

MAXIMIZE WORKING CAPITAL PERFORMANCE

Treasury Management is key to growing revenues, controlling costs and helping you prepare your organization for the future. When you choose a treasury management provider, look for:

- One with a proven client-focused business model
- One that's committed to education, continuous improvement and innovation
- One that delivers solutions that are designed to meet your needs with exceptional accuracy and are delivered through best-in-class service

PNC is one of the nation's largest providers of treasury management products and services with 50,000 corporate clients and has consistently received top ratings for service and technology.

INNOVATIONS THAT DRIVE PERFORMANCE

Working closely with clients through several Client Advisory Boards, PNC continuously evaluates new concepts and technologies to ensure that the products and services we develop are firmly grounded in your needs. This process results in solutions that can help to optimize your cash flow and improve your performance today and over the long term. These advances provide a foundation of technology and service that can help you lower costs, increase efficiencies and position your company for growth. We know that there is no such thing as "one size fits all". PNC is dedicated to helping you select the products and services that address your organization's specific needs.

As a PNC customer, we are committed to providing you with exceptional customer service, being responsive to your needs, and continually developing new ways to make it easy to bank with us.

On behalf of PNC, we are pleased to present your company with this proposal. This not only reflects our continuing commitment to meet your distinct financial needs, but also underscores our objective goal to be the financial services provider of choice for your business, your employees and you personally.

The rates and pricing quoted in this proposal are subject to change, but for the purpose of proposal consideration, are generally effective for 30 days from the presentation date.

After reviewing your account statements, and with a full understanding of your current and future needs, the following pages contain details regarding our identified solutions for you.

BUSINESS TREASURY ENTERPRISE

The Treasury Enterprise Plan is a Business Banking/Treasury Management package for Analysis Business Checking accounts. It is designed for businesses with high transaction volumes and a need for Treasury Management services.

Designed to meet the needs of larger companies with significant deposits or multiple accounts, PNC Business Treasury Enterprise Checking can be combined with an innovative array of Cash Flow Options from PNC to provide you with the resources you need to help improve your cash flow. It's a comprehensive cash management solution that reduces costs, simplifies accounting and offers the flexibility to invest excess funds.

Features that come with a PNC Business Treasury Enterprise Checking account

- Monthly maintenance fee **\$100**
- Minimum average monthly collected balance and other requirements to avoid monthly maintenance fee **\$50,000**
- Standard Treasury Management earnings credit is applied only to average balances exceeding \$50,000.
- Monthly transactions (includes checks paid, items deposited, deposit tickets, ACH credits/debits received, Remote Capture items) **2,500**
- Fee per item deposited over monthly limit **\$0.25**
- Cash deposited over-the-counter, night depository or Quick Deposit at no charge **\$100,000**

- PINACLE® Express service included at no additional charge with access to:
 - Previous day reporting
 - Image On-Demand
 - Account transfers (unlimited)
 - Event Notification

SPECIAL FEATURE – THE TREASURY ENTERPRISE PLAN INCLUDES:

- Analysis Checking deposit services
- Investment options: *(no additional monthly account maintenance fee)*
Treasury Enterprise Premium Business Money Market Account This money market account allows you to earn a competitive return when you transfer funds into the account at your convenience.

OR

Business Sweep Checking Account. Your excess cash in the checking account is automatically moved to the money market account without any intervention on your part. Balances swept from the Treasury Enterprise Checking account will earn interest in a money market account while maintaining the security of FDIC insurance to the maximum permitted by law.

See our Business Banking Account Information – Business Checking Accounts and Related Charges for further information

RECEIVABLES & PAYABLES – ACH ORIGATION SERVICES

PNC provides flexible options for originating Automated Clearing House (ACH) entries, along with expert staff to assist in the implementation and ongoing support of your program, including both the technical and practical aspects of using the ACH network. Whether you leverage your own in-house capabilities or engage a third-party processor, some benefits you may receive by integrating ACH into your collection strategy include:

- More predictable settlement and cash flow
- Reduced misapplied and late payments
- Increased payer satisfaction through offering another payment option

PNC offers a variety of ways that you can originate ACH payments from the banking data that you collect from your payer relationships:

Online via PNC's PINACLE® ACH module

- Easily build databases using templates.
- Import data into databases.
- Clip in your file for validation and pass-through

Direct file transfer

- Federal Financial Institutions Examination Council (FFIEC) — compliant protocols supported:
 - File Transfer Protocol (FTP) with Pretty Good Privacy (PGP) encryption
 - Virtual Private Network (VPN)
 - Secure FTP
- Direct file transmission formats offered:
 - ACH-formatted file
 - ANSI X12 EDI 820

Input deadlines by initiation method

You control the payment date. For same-day processing that can result in payment settlement and receipt as early as the next day, the deadlines are as follows:

- Direct transmission and SWIFTNetFileACT — 10:00 p.m. ET
- EDI Platform — 8:45 p.m. ET
- PINACLE ACH module — 8:00 p.m. ET

You can also future-date entries for up to 14 days. PNC will automatically release the entries so that they settle on the effective date you have indicated.

Control and reliability features

PNC's ACH service procedures help to ensure that the correct file is received from you or your processor and then processed in a timely manner for release into the ACH network.

- Control total input validation
 - Systemically generated with the PINACLE ACH module
 - Touch-tone phone or transmission with direct input
- Optional file receipt acknowledgements via:
 - PINACLE Special Report
 - Transmission
 - E-mail notification
- Optional input schedule checking by input and effective dates

PAYABLES - FUNDS TRANSFER / WIRES

Securely Send and Receive Funds for Same-day Settlement

PNC offers a full range of high-speed, secure wire transfer solutions that offer same-day settlement and timely information reporting for businesses of all sizes. And, PNC can process your transactions in both U.S.-dollar and foreign currency denominations.

PNC's wire transfer services offer you many benefits, including:

- Effective same-day or future-date settlement
- Fully redundant wire transfer platform and three operation service centers for reliable transfer processing
- Multiple levels of security options to protect your funds transfers:
 - Unique personal identification numbers (PINs), Passwords, Account and transaction dollar limit authority, Dynamic token authentication, Data encryption, Optional company profile reports that validate your account and user information recorded on our systems
- A range of information reporting options:
 - PINACLE Information Reporting Transaction Activity reports, Online access via PINACLE Funds Transfer module, E-mail advice, Fax advice, SWIFT
- Individual, non-repetitive instructions to initiate a single transfer or use of a unique repetitive code for recurring transactions made to the same beneficiary

Online via PINACLE Funds Transfer module

- Initiate Fed payments and international payments in U.S. dollar and foreign currency.
- Initiate book transfers and drawdowns.
- Originate payments as single transactions or use the payment file import functionality to import a file of wire payment transactions.
- Self-administer the setup of employees who should be granted access to the module and assign entitlements to each user.
- Easily setup repetitive wire instructions online (real-time update) without the exchange of new documentation with PNC.
- Access a wide variety of wire activity reports and easily perform research or reconciliation.

Voice (operator assisted)

- Inquire about previously executed transfers through our Investigations area.
- Request changes to your existing wire transfer setup instructions.
- Receive a PIN to be used to initiate all wire transfers.

All calls are recorded and monitored to maintain the highest levels of customer service and security.

Society for Worldwide Interbank Financial Telecommunications (SWIFT)

- As a fully SWIFT-capable financial institution, PNC can send and receive instructions to transfer funds via SWIFTNet in cooperation with other SWIFT-capable corporations, financial institutions and service bureaus.

PAYABLES - PNC points® Visa® Business Card

A business credit card designed to provide small businesses with the ability to manage cash flow with short term financing, consolidate other non-PNC credit card balances, or cover expenses when receivables are slow.



This card is suited for companies that:

Desire to establish a business relationship profile at PNC

- Want to issue multiple employee cards with individual spending limits on a consolidated credit card account
- Would benefit from earning rewards for making everyday business purchases with their PNC business credit card.

PNC points program features:

Earn points for qualifying purchases¹ to redeem for a choice of rewards. Select from hundreds of rewards – including electronics, gift cards, merchandise, travel and statement credits.

- **Automatic enrollment** in the PNC points program.
- Earn 5 points for every \$1 in qualifying purchases, with no **maximum limit on your earning potential**.
- When your PNC points Visa Business credit card is linked with eligible personal PNC credit cards in one PNC points account, you will **earn valuable points quicker** for your qualifying purchases.
- You can **opt to allow your employees to enjoy PNC points individually or aggregate rewards** at the company level.

Additional Features:

- **No Annual Fee.**
- Save with a **special introductory rate on purchases**.²
- Set up your PNC business credit card as **overdraft protection** for your PNC business checking account to help ensure that you have funding when needed.³
- **Online account management** - view pending authorizations, add cardholders, activate cards, close accounts, and adjust cardholder spending limits and purchase categories 24/7.
- **Visa® benefits**⁴, including Purchase Security and Extended Protection, Auto Rental Collision Damage Waiver, and Travel Accident Insurance.

Subject to credit approval. For information on rates and fees, refer to the business credit card application available at pnc.com/businesscreditcards.

1 The term "qualifying purchases" does not mean all transactions you may make using your credit card. Some limited transactions are excluded, such as purchases of gift cards or other cash equivalent products, purchases made with convenience checks, cash advance transactions and balance transfers. For details about excluded transactions, please see the complete reward program terms and conditions available on pnc.com/businesscreditcards. PNC Bank reserves the right to change or terminate the PNC points program at any time. **2** If you make a late payment, we may end your introductory APR and apply the Penalty APR. Unless otherwise provide, the introductory APR does not apply to cash advances or balance transfers. **3** Additional fees apply. For more information on rates and fees, refer to the New Account disclosures or go to pnc.com. **4** Certain terms, conditions, and exclusions apply. In order for coverage to apply you must use your covered Visa card to secure transactions. Complete terms for these programs are provided with your new Visa business card; please refer to your Guide to Benefits for details.

Visa is a registered trademark of Visa International Service Association and used under license. PNC points is a registered mark of The PNC Financial Services Group, Inc. PNC Bank, National Association, is the creditor and issuer of the PNC Bank Credit Cards.

REPORTING - PINACLE® EXPRESS

PINACLE Express is an all-in-one online banking solution that helps you maximize your cash flow and more efficiently manage, monitor and protect your accounts and transactions. With a single sign-on, you can save time and work faster and more productively in a secure environment — right from your computer.

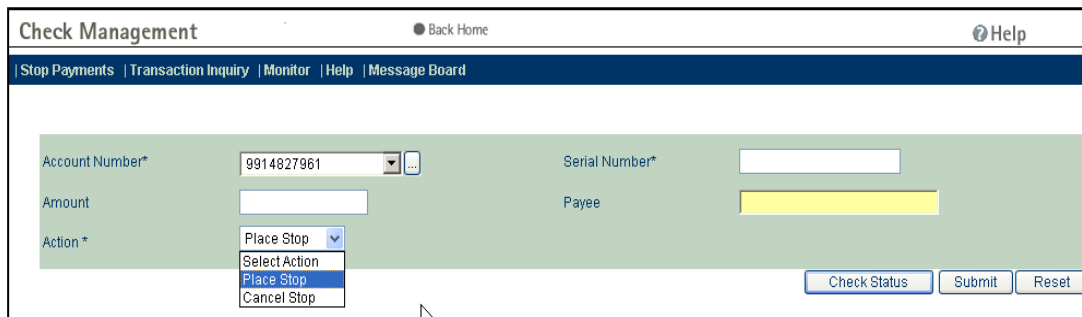
Base package

Previous Day Reporting

- Access Previous Day and sweep account information, 24/7.
- Reconcile faster by viewing account detail online instead of waiting for your statement to arrive in the mail.
- View reports with summary and detail information and a report similar in format to your paper statement. Daily and history sweep account reports are also available.
- Review selected information about your current borrowing relationship with PNC, including balance, amount available, amount used, interest rate and maturity date.
- Access images of your paper-based items (deposits, returns, adjustments, paid checks) through the daily or history detail reports.

Stop Payment and Check Inquiry

- Place stop payments online, eliminating the need to visit your local branch or place a phone call to your account representative (Stop payments are immediate and available for one year.)
- Perform an inquiry on paid checks, stop payments or voided stop payments
- Search for a specific check quickly and easily

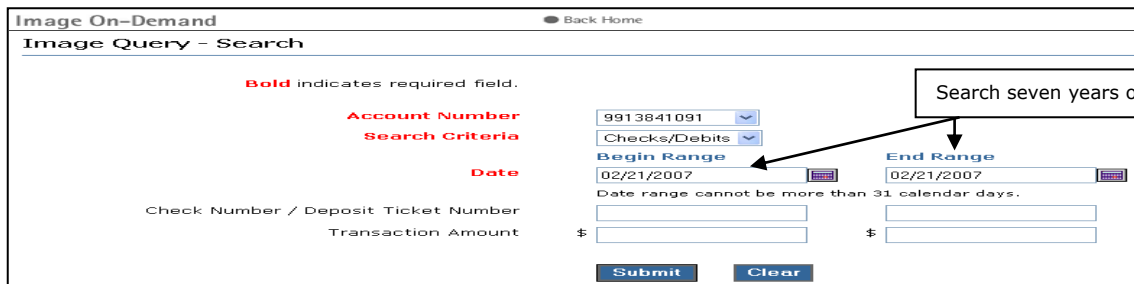


Account Transfer

- Easily transfer funds online between your PNC Bank business accounts
- Prepare and save recurring instructions that you use frequently
- Create free-form instructions needed for a one-time transfer of funds

Image On-Demand

- Quickly and easily access images of your paper-based items
- PNC maintains up to a 7-year history of images



Event Notification

- Set up online or e-mail notifications for your important account activities, transaction approvals, etc.
- Each user can determine which notifications are most important and set up only those items.

Online Client Service

- **View training sessions**
- Enter a new service request (e.g., add/remove statements, request a new user) while logged in to PINACLE Express.
- Track the status of previous service requests — even those made by telephone.
- Access online tip cards.

Base Package Options (Optional services with no monthly fee)

Statements

- DDA – Accounts' activity on a monthly basis
- Sweep –Working Cash Sweep investment activity on a monthly basis
- ARP – View all of the reports with your Account Reconciliation Package
- Account Analysis – Items you have been billed for within your analysis deposit accounts

Special Reports

- Return Item Reports - Access return item and notification of change reports on a daily basis
- Credit Report – Review balance and rate information for your PNC credit arrangements
- Repo Sweep Confirmation Report – Review confirmations that were done within a Repurchase Agreement

Build a customized and affordable Treasury Management solution by choosing the optional PINACLE Express modules that meet the needs of your business

Automated Clearing House (ACH)

- Leverage a flexible, easy-to-use and secure method of initiating ACH transactions.
- Control access to your company's information by assigning, limiting or granting access privileges for each individual user.
- Easily initiate transactions such as payroll, consumer debits and vendor payments with a few simple clicks.
- Prepare and save recurring payments for release as needed.
- Pay both federal (Electronic Federal Tax Payment System (EFTPS)) and state taxes.

Funds Transfer (Wire)

- Access easy-to-use templates to generate accurate wire transfer payments securely online for same-day settlement
- Domestic, International, Book transfer, Federal tax payments, Drawdown requests
- View transaction activity reports for detail and summary information. Additional reports include audit reports, foreign exchange rates, items pending approval and future-dated transfers.

Current Day Reporting

- Access transactions that have hit your account during the current business day
- Reconcile faster by accessing account detail online.
- View reports with summary and detail information and a report similar in format to your paper statement.

Reverse Positive Pay

- Access your prior day's paid check data early in the day, via one report, so you can get a jump start on any research that needs to be conducted.
- Leverage the image-enabled links to quickly view check images and expedite your validation process. (Standard PINACLE image navigation tools apply.)
- Use the Import File feature to import a file of return items rather than marking individual items for return. PINACLE can accept both comma separated value (CSV) and fixed-width formatted files.

Positive Pay and Issue Maintenance

- Reduce your disbursement risk and maintain tight control over check issuance and payment by reviewing your exceptions online.
- View your suspect items (exceptions) online and make decisions to pay or return the items.
- Submit single issues/voids or upload via bulk-file import feature.

A/R Advantage Express - Receivables Information

- View same-day images of your remittance information (checks and invoice detail) to accelerate cash postings and improve your receivables workflow.
- Expedite credit decision-making by providing images simultaneously to multiple users within your business.
- Reduce storage costs by converting paper documents into high quality, color images.
- Enhance your customer service by responding to your customers' payment inquiries more quickly.

Escrow Services

- Use online sub-accounting management capabilities to help reduce the administrative burden of managing escrow balances.
- View online statements as well as transaction history.
- Manage your sub-accounts by creating sub-accounts, completing allocations and closing sub-accounts online.

EDI Special Report

- View your line item and remittance information for your ACH Transaction

Deposit On-Site

- Use your desktop scanner to scan checks and send the images to PNC for deposit. All checks deposited through the scanner can be exported for upload into your receivables software.

eZ Import

- Leverage the eZ Import tool for faster reconciliation by importing previous day transaction data into your QuickBooks software.

FRAUD MITIGATION - PINACLE® POSITIVE PAY

You need easy, online access to disbursement account information and an efficient way to maintain tight control over check issuance and payment in order to reduce disbursement risk. You need webbased tools that can save you time and offer you secure access to information — anytime, anywhere.

PINACLE Positive Pay and Issue Maintenance modules offer your authorized representatives timely access to your Positive Pay exception items for decision making. The modules also offer an easy way to create issue entries, instructing PNC on how to handle checks presented for payment.

PINACLE also provides one-stop access to all of PNC's online corporate banking services. With a single sign-on, you can save time and work faster and more productively in our secure environment — right from your computer.

Time-saving tools to monitor your check activity

The PINACLE Positive Pay module provides timely access to your Positive Pay exception items, helping to reduce disbursement risk. You can easily view exception items and images of those items online. In addition, the Issue Maintenance module enables you to create issue entries and import issue data files, helping to streamline your accounts payable process.

Exceptions

- Quickly and easily view Positive Pay exception items on a daily basis.
- View images of exception items.
- Modify the status of exception items to one of the following:
 - Pay, Pay with issue, Return
- Complete exception item decisions by 3:00 p.m. EST — if not, then PNC will pay or return checks according to the default decision you chose when your account was set up.

Issues and Void Checks (available on a current-day basis)

- Send information on individual checks, both issue and void instructions, directly to PNC's Issue database.
- Easily input information regarding individual checks and submit to PNC for processing.

Import

- Leverage online data entry templates to easily send your records to the PNC Issue database.
- Note that the number of issue records you can send in a single file transmission is limited by the size of the file you import.

Monitor exceptions and confirm Positive Pay actions

- Check the status of selected issue and Positive Pay exception items.
- Review all of the exceptions on your account, as well as decision(s) you have made, and confirm that action has been taken on your decision(s).

Control access to your information

- Grant access to representatives from your company who need to handle/decision exception items.
- Designate authorized users to create issue records and/or change a previously submitted issue record to "void" status.

FRAUD MITIGATION - ACH POSITIVE PAY

PNC offers ACH Fraud Protection to help you monitor and control ACH debits. You determine at the account level how you want to protect your accounts.

ACH Positive Pay, a module that is accessed through PINACLE® (PNC's top-rated online corporate banking portal), enables you to establish 'rules' for filtering ACH debits presented to your accounts. Up until 7:30 p.m. ET, you may also review any 'suspect' ACH debits and decide which entries should be returned to the ACH originator as 'unauthorized'. You can also choose to either 'screen' or 'bypass' ACH converted check entries in order to make decisions of ACH converted check entries.

ACH Positive Pay - How It Works: Establishing Rules

- ACH Positive Pay uses the company ID of the ACH originator to identify authorized parties.
- When establishing an authorized company ID, you have the option of dictating even more specific filtering requirements. You can choose certain dollar amounts, allowable dates, or debit frequency. Approved new rules or rule changes would be effective for entries on the next business day.
- You can choose to establish rules up front for a sending company ID, so that when a company originates an ACH debit to your account for the first time, the ACH debit received from the sending company ID would be filtered according to your rule criteria.
- As an alternative to establishing a rule ahead of the sender's ACH debit, you can wait until an ACH debit is presented for the first time, at which point you have the option to use information from that ACH debit to build a new rule establishing the debit's originator as an "authorized" originator. Going forward, ACH debits originating from that company meeting your criteria will now be accepted and posted to your account.
- You always have the ability to change or delete your existing rules.

ACH Positive Pay - How It Works: Setup options

You have several account default setting options when working with your PNC representative to establish the service:

- You can choose either a default 'pay' or 'return' setting which will automatically be applied to all suspect ACH debits in the review queue if you do not make a decision by 7:30 p.m. ET each business day.
- You can also choose to either 'screen' or 'bypass' ACH converted check entries in order to make decisions of ACH converted check entries. These entries' SEC (standard entry class) codes include POP, ARC, BOC and RCK entries. If bypass is selected, these entries may be screened by PNC's Positive Pay service.
- Additionally, you have the ability to elect to receive a notification alert via PINACLE's Event Notification service in the event any ACH debits not complying with your established rules are presented to your account.

Robust reporting to complement your controls

- Summary report - Display daily totals per account for authorized activity as well as suspect decisions made. Custom report options allow you to view activity for the last 90 days.
- Detail report - Display suspicious payments recorded and reported for the current banking day. Custom report options allow you to view all suspects identified within the last 90 days.
- Rules Report - Detail all rules set up for your business accounts (administrator)

PRICING

North Shore Water Commission		TREASURY ENTERPRISE		
	PRIMARY	DDA #2	DDA #3	TOTAL
AVERAGE COLLECTED BALANCE	\$395,000.00	\$0	\$0	\$395,000
AVERAGE LEDGER BALANCE	\$395,000			(\$50,000)
ACCOUNT EARNINGS & FEES				
	BALANCE AVAILABLE			\$345,000
	EARNINGS CREDIT RATE			0.25%
	EARNINGS CREDIT (EC)			\$70.89
	MONTHLY CHARGES ELIGIBLE FOR EC			(\$108.58)
	NET MONTHLY CHARGES			(\$37.68)
SERVICE DESCRIPTION	VOLUME	UNIT	TOTAL	
ACCOUNT MAINTENANCE	1	\$100.000	\$0.00	
ACCOUNT ACTIVITY				
Paid Checks / Items	45			
Deposit Tickets	5			
Items Deposited	20			
ACH Credits and Debits Received	10			
	2,500			
	80			
	ACCOUNT ACTIVITY TOTAL		\$0.00	
DEMAND DEPOSIT ACCOUNT SERVICES				
Account Balance Fee	3950	\$0.0125	\$49.38	
	ACCOUNT SERVICES TOTAL		\$49.38	
ACH - AUTOMATED CLEARING HOUSE				
Credits and Debits Origination	12	\$0.350	\$4.20	
Same Day ACH Entries <i>Surcharge</i>	0	\$0.750	\$0.00	
	A C H TOTAL		\$4.20	
FUNDS TRANSFER / WIRES				
PINACLE OUTGOING DOMESTIC	0	\$12.500	\$0.00	
PINACLE Express Initiated - Domestic Book Transfer	0	\$7.000	\$0.00	
PINACLE Express Initiated - International - USD	0	\$25.000	\$0.00	
PINACLE Express Initiated - International / Int'l Draft - Foreign Currency	0	\$18.000	\$0.00	
Template Storage	0	\$0.500	\$0.00	
Voice - Domestic Wire	0	\$30.000	\$0.00	
Voice - Book Transfer	0	\$20.000	\$0.00	
Voice - International USD	0	\$65.000	\$0.00	
Voice - International Foreign Currency	0	\$45.000	\$0.00	
Voice - User Credential/PIN Maintenance	0	\$6.000	\$0.00	
	WIRES TOTAL		\$0.00	
PINACLE EXPRESS				
up to 4 accounts included	1	\$35.000	\$35.00	
Additional Accounts - Unlimited	0	\$20.000	\$0.00	
Previous Day Detail Reporting Items	0	\$0.000	\$0.00	
Additional Reporting Items	0	\$0.350	\$0.00	
Previous Day Reporting Images	0	\$0.000	\$0.00	
Additional Previous Day Reporting Images	0	\$1.150	\$0.00	
Current Day Reporting Items	0	\$0.000	\$0.00	
Events	0	\$0.000	\$0.00	
Additional Events	0	\$0.250	\$0.00	
Event Notification - SMS (text) message	0	\$0.100	\$0.00	

Included with Account

Reporting

3 Month Storage of Previous Day Detail		Included
Online Statements	DDA, ARP, Sweep, CAA	Included
Special Reports	Credit, ACH Return Items, Repo Sweep	Included

Optional Module(s)

ACH		1	\$10.000	\$10.00
ACH Positive Pay		0	\$10.000	\$0.00
Funds Transfer		1	\$10.000	\$10.00
Positive Pay Express		0	\$10.000	\$0.00

PINACLE EXPRESS TOTAL \$55.00

POSITIVE PAY EXPRESS**BANK MAINTAINED**

Monthly Maintenance	Per Account	0	\$40.000	\$0.00
Teller Positive Pay Maintenance			Included	
Full Reconciliation Plan Maintenance			Included	
Full Reconciliation Items	500 Items Included per account	0	\$0.000	\$0.00
Exceptions loaded	21 Exceptions Included	0	\$0.000	\$0.00
Additional Exceptions loaded		0	\$2.000	\$0.00
Returns		0	\$15.000	\$0.00

POS PAY EXPRESS TOTAL \$0.00

ACH FRAUD PREVENTION

ACH Positive Pay Monthly Maintenance	Per Account	0	\$15.000	\$0.00
Returns - ACH Fraud Prevention		0	\$5.000	\$0.00

ACH FRAUD PREVENTION TOTAL \$0.00

TOTAL MONTHLY CHARGES \$108.58

IMPLEMENTATION & DEVELOPMENT FEES**FUNDS TRANSFER**

Wire Transfer Services – Voice/PINACLE Express/PINACLE		1	\$50.000	\$50.00
--	--	---	----------	---------

TOTAL IMPLEMENTATION AND DEVELOPMENT FEES \$50.00

LEGAL LEGEND

This Proposal is delivered by PNC Bank, N.A. on the condition that it be kept confidential and not be shown to, or discussed with, any third party, including any financial institution (other than on a confidential or need-to-know basis with the recipient's directors, officers, employees, counsel and other advisors, or as required by law), or used other than for the purpose of evaluating this Proposal, without PNC Bank's prior written approval.

This Proposal is for informational purposes only and is not a contract, a commitment to lend, an offer to enter into a contract or an offer to lend, and does not obligate either party to negotiate or enter into any contract in connection with the Services described in this Proposal. Any commitment to lend will be subject to credit approval and any binding agreement to accept or provide the Services will be subject to the parties entering a written agreement that will contain terms that are acceptable to the parties. Under no circumstances should this proposal be considered a solicitation to participate in any transaction or strategy mentioned herein. PNC Bank reserves the right to change, alter, eliminate or withdraw all or portions of this Proposal for the Services or to choose not to provide some or all of the Services. The organization to which this Proposal is addressed is responsible for all costs associated with its evaluation and due diligence efforts.

PNC, PNC Bank, ACHIEVEMENT, PINACLE, Working Cash, ActivePay, Global Trade Excellence, XPACK and Vested Interest are registered marks of The PNC Financial Services Group, Inc. ("PNC")

Midland Loan Services, Enterprise!, CMBS Investor Insight, Portfolio Investor Insight, Borrower Insight, Deal Flow and Shared Servicing are registered marks of PNC Bank, National Association.

Banking and lending products and services and bank deposit products and investment and wealth management and fiduciary services are provided by PNC Bank, National Association, a wholly-owned subsidiary of PNC and **Member FDIC**. Certain fiduciary and agency services are provided by PNC Delaware Trust Company. Equipment financing and leasing products are provided by PNC Equipment Finance, LLC, a wholly-owned subsidiary of PNC Bank, National Association. Aircraft financing is provided by PNC Aviation Finance, a division of PNC Equipment Finance, LLC. Merchant services are provided by PNC Merchant Services Company. Private equity financing is provided by affiliates of PNC Equity Management Corp. Mezzanine financing is provided by PNC Mezzanine Capital Corp. Investment banking and capital markets activities are conducted by PNC through its subsidiaries PNC Bank, National Association, PNC Capital Markets LLC, and Harris Williams LLC. Services such as public finance advisory services, securities underwriting, and securities sales and trading are provided by PNC Capital Markets LLC. Merger and acquisition advisory and related services are provided by Harris Williams LLC. PNC Capital Markets LLC and Harris Williams LLC are registered broker-dealers and members of FINRA and SIPC. Harris Williams & Co. is the trade name under which Harris Williams LLC conducts its business. Foreign exchange and derivative products are obligations of PNC Bank, National Association. Securities products and brokerage services are offered through PNC Investments LLC, a registered broker-dealer and member of FINRA and SIPC. Insurance products and advice may be provided by PNC Insurance Services, LLC.

Important Investor Information: Brokerage and insurance products are:

Not FDIC Insured • Not Bank Guaranteed • May Lose Value

PNC does not provide legal, tax or accounting advice. PNC does not provide investment advice to Vested Interest plan sponsors or participants.

Lending and leasing products and services, including card services, trade finance and merchant services, as well as certain other banking products and services, require credit approval.

©2012 The PNC Financial Services Group, Inc. All rights reserved.

