

**First Amendment to the May 1, 2017 Restatement of the
Carpenters' Vacation Plan and Trust Fund Agreement**

Effective May 1, 2018, the Carpenters' Vacation Plan and Trust Fund Agreement establishing the Carpenters' Vacation Trust Fund of St. Louis, made and entered into as of the first day of May, 1969 and restated effective the first day of May, 2017, is amended pursuant to Article VII as follows:

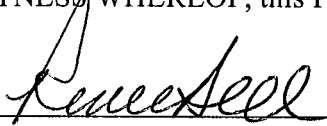
1. Article I is amended by adding the following additional definition:

"Plan" means the St. Louis-Kansas City Carpenters Regional Vacation Plan, which comprises the plan of benefits set forth herein whereby the assets of the Trust are to be used to provide Vacation benefits to Participants."

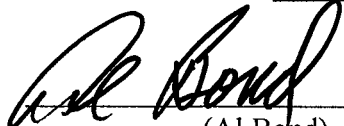
2. Article V is amended by adding the following new section 11:

"11. Independent Fiduciary. The Trustees may from time to time, by express resolution duly adopted at a meeting or signed by all of the Trustees, appoint an independent fiduciary (other than an investment manager), and delegate to such independent fiduciary the authority, acting alone on behalf of the Trust Fund and Plan, to consider and decide any matters described in such resolution that the Trustees could act on. The Trustees may make such appointment and delegation for any reason including, but not limited to, allowing the independent fiduciary to make a decision that, if made by the Trustees, would or might result in a prohibited transaction under section 406 of ERISA. The Trustees are authorized recuse themselves and take no part in the consideration and decision of any matters so delegated. For purposes of this paragraph, an "independent fiduciary" is a person or entity that (1) expressly agrees in writing to act as a fiduciary within the meaning of ERISA in carrying out the delegated authority and responsibilities; (2) is not under the authority or control of any Trustee, or of any entity with power to appoint Trustees, or of any party related to the matters delegated; and (3) has no interest in any entity with power to appoint Trustees, or in any party related to the matters so delegated."

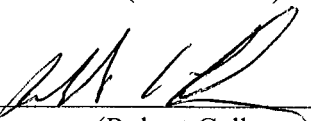
IN WITNESS WHEREOF, this First Amendment has been executed the ____ day of March 2018.



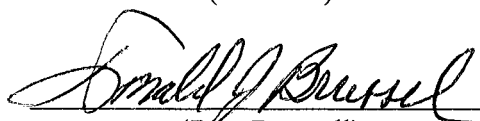
(Renee Bell)



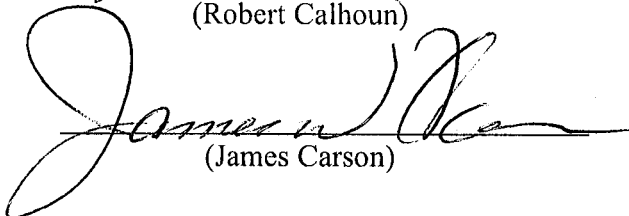
(Al Bond)



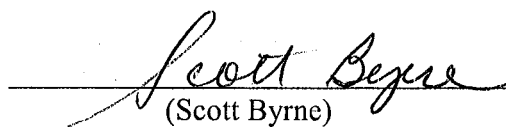
(Robert Calhoun)



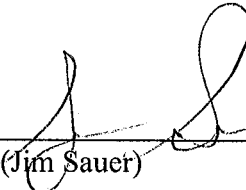
(Don Brussell)

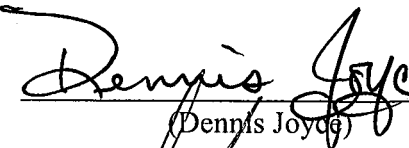


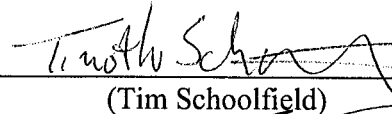
(James Carson)



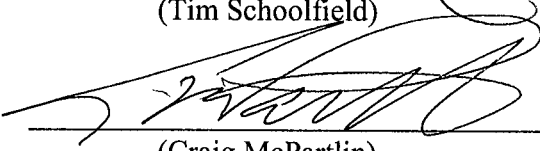
(Scott Byrne)


(Jim Sauer)

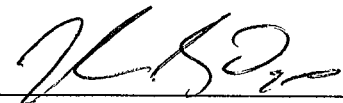

(Dennis Joyce)



(Tim Schoolfield)

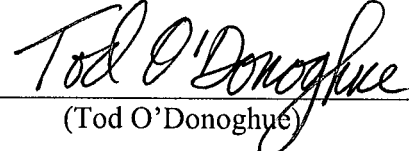

(Rocky Kloth)

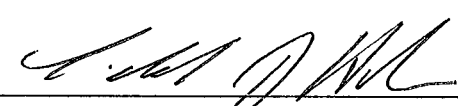

(Craig McPartlin)


(Keith Taylor)


(Kevin Deptula)


(Dan Neiswander)


(Tod O'Donoghue)


(Todd Hake)

All of the Trustees