

TAX DEFERRED ANNUITY
SALARY REDUCTION AGREEMENT
EQUITABLE PLAN

Agreement made this _____ day of _____, 200____ between Medaille College (herein after referred to as Employer) and _____ (herein after referred to as Employee).

WHEREAS, an Employer and an Employee will enter into a salary reduction agreement in consideration of the Employer applying such reduction in salary as a premium in purchasing an annuity contract for the Employer pursuant to the provisions of Section 403(b) of the Internal Revenue Code.

NOW, THEREFORE, it is hereby agreed by the undersigned that the Employee's annual compensation shall be reduced by the amount of _____%, starting on _____, 2006 and terminating on DECEMBER 31, 2006, in consideration of the Employee purchasing such an annuity from the Equitable Life Assurance Society of the United States with all ownership rights vested in the Employee, with the annual premiums, regardless of the frequency of payments, to be in an amount equal to the above reduction, pursuant to the plan adopted by said Employer by resolution of the Board.

It is further agreed by said Employee and Employer that this agreement shall remain in full force and effect except as it may be prospectively amended or terminated in writing, signed by the parties. (Note: Treasury Regulation Sec. 1.403(b) - 1(b) (3) states that no more than one such agreement may be made with the same Employer during any taxable year of the Employee.)

IN WITNESS, WHEREOF, the parties have signed this agreement this:

_____ of _____, 200____
Day Month

By: _____
(Plan Administrator)

Medaille College
(Employer)

(Employee)

THIS AGREEMENT MUST BE EXECUTED EACH YEAR OR EXTENDED BY WRITTEN REQUEST FROM THE EMPLOYEE.