

AMENDMENT #1

HARTWICK COLLEGE 403(b) RETIREMENT PLAN

This sets forth the terms of Amendment #1 to the Hartwick College 403(b) Retirement Plan, as amended and restated effective as of January 1, 2009 ("Plan").

Effective with respect to Plan "Compensation" earned and "Elective Deferrals" made after July 3, 2010, the Plan is amended as follows:

1. The text that accompanies selected Option 7 in Item 2 of Part C of Section Three of the Adoption Agreement for the Plan is amended and restated to provide in its entirety as follows:

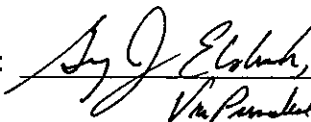
Effective with respect to Plan "Compensation" earned and "Elective Deferrals" made after July 3, 2010, (a) for a Participant who is classified by the Employer as a non-exempt employee and who make Elective Deferrals equal to at least one percent of the Participant's Compensation, the Employer shall make a Matching Contribution equal to four percent of the Participant's Compensation, and (b) for a Participant who is classified by the Employer as an exempt employee and who make Elective Deferrals equal to at least five percent of the Participant's Compensation, the Employer shall make a Matching Contribution equal to four percent of the Participant's Compensation.

2. Numbered paragraph 2 in the January 1, 2009 Addendum to the Plan is amended and restated to provide in its entirety as follows:

Notwithstanding the provisions of Option 7 in Item 2 of Part C of Section Three of the Adoption Agreement, no Matching Contributions (and no other form of Employer Contributions) shall be made to the Plan with respect to Compensation earned, or Participant Elective Deferrals made, after July 9, 2009 and before July 3, 2010.

The Board of Trustees of Hartwick College authorized this Amendment #1 and caused this Amendment #1 to be executed by an authorized officer of Hartwick College on this 22nd day of June 2010.

HARTWICK COLLEGE

By: 
Via Pamela R. Fineman 1712516.2 6/17/2010