Kansas Department of Credit Unions Merger Form 3

Instructions for KDCU Form 3: The merging and continuing credit union boards of directors develop and agree to the Merger Agreement Terms and Conditions. The Merger Agreement Terms and Conditions are signed and submitted to the Administrator, Kansas Department of Credit Unions for preliminary approval. A resolution from the merging and continuing credit union calling for submission of the Plan for membership votes by each credit union to be held within 60 days of the Administrator's preliminary approval is submitted with the Merger Agreement Terms and Conditions.

MERGER AGREEMENT TERMS AND CONDITIONS

□ ad	Prior to the effective date, the Board of Directors of the continuing credit union will or will not (mark appropriate box) appoint for a term of one year, a person visory committee from among the members of the merging credit union to assist and counsel e continuing credit union in its efforts to best serve the members of the continuing credit union.		
2.	At the discretion of the continuing credit union, the following employees of the merging credit union <u>may continue</u> to serve as employees of the continuing credit union <u>until</u> , 20:		
 At the discretion of the continuing credit union, the following employees of the merg union <u>may become employees</u> of the continuing credit union <u>as of</u> 			
4.	The conditions of their employment:		
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- 5. Other provisions:
- (A). All undivided earnings and all reserves shall be added to the undivided earnings and reserves of the continuing credit union.
- (B). The continuing credit union shall compute interest due and paid or payable on obligations due to the merging credit union with the same continuity as if no transition or sale had occurred and in the same manner as if the obligation continued to be to the merging credit union.
- (C). The continuing credit union shall have the option of continuing loan numbers and passbook numbers or changing such numbers.
- (D). All joint tenancy and tenants in common share account agreements shall continue unimpaired by the merger and shall continue to be in effect toward the continuing credit union as formerly to the merging credit union.
- (E). All debts, obligations and liabilities of the merging credit union shall become debts, obligations and liabilities of the continuing credit union without any further deed, endorsement or other instrument of transfer.

F). The continuing credit union will be responsible for the preparation and filing of the final						
employer's tax return with the U.S. Internal Revenue Department and with the Kansas						
Department of Revenue for the period of time from, 20,				to		
to	, 20	, and will pay the	necessary FICA and E	mployer's		
Withholding Tax for that period. The continuing credit union will be responsible for completing						
and filing all tax and government reports related to the closing of the merging credit union.						

- 6. The officers, committee members and board of directors of the merging credit union shall serve only until the effective date of the merger.
- 7. The merger shall become binding on each of the credit unions on the effective date.
- 8. It is expressly stated by the parties hereto that this Merger Agreement is being carried out under the terms and provisions of K.S.A. 17-2228 and K.A.R. 121-11-2.
- 9. By the adoption of this Merger Agreement by the shareholders of the merging credit union, it is understood that the filling of the Certificate of Final Approval and Dissolution by the Credit Union Administrator with the Secretary of State by the Administrator, Kansas Department of Credit Unions, will dissolve the merging credit union.

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10. This Merger Agreement is made with the understanding that the financial statements of the two credit unions are correct and represent the true financial condition of the credit unions on the dates shown.

Approved by the		Credit Union
continuing credit u	nion	
on	, 20	
We certify to the Administrator, Kansas Detrue, and correct copy of the Merger Agree	ement adopted by the Boa	ard of Directors of our credit
union at a meeting held under our bylaws o	n	, 20
A quorum was present and voted. The res	olution is duly recorded in	the minutes of the meeting
and is still in full force and effect.		
Board Presiding Officer's Signature		Date
Board Secretary's Signature		Date
Approved by the		Credit Union
merging	credit union	
on	, 20	
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Board Presiding Officer's Signature	_	Date
Board Secretary's Signature		Date