

<Date>

Katherine Lee
Cowan, a Division of HUB International
5110 Maryland Way, Suite 250
Brentwood, TN 37027

Re: KCDC Life/AD&D Insurance Takeover

Dear Katherine:

The waiver of premium wording in the current MetLife policy indicates that termination of the group policy will not interrupt the life insurance coverage for employees who were totally disabled before age 60.

For those employees who are partially disabled, <Your Company> will agree to waive the Active At Work Requirement on the effective date. These employees will become members of <Your Company's> plan on the effective date.

The policyholder (Knoxville Community Development Corporation) has also asked that <Your Company> waive the Active At Work Requirement for all employees to the extent that the prior plan does not provide coverage under the waiver of premium provision for totally disabled individuals who became disabled after age 60. Under the MetLife contract, individuals over the age of 60 are not eligible for waiver of premium. In the spirit of "no loss/no gain", these individuals would not gain waiver of premium under the <Your Company> plan. However, the policyholder (Knoxville Community Development Corporation) may continue to pay premium for these individuals and have them remain on the plan (even though they would not satisfy the Actively At Work Requirement). <Your Company> will allow these individuals to remain covered under the Life/AD&D under a premium pay continuation basis.

In conclusion, <Your Company> will agree that no individual will lose coverage they had in-force under the prior MetLife contract solely due to the change in carriers.

Sincerely,