

MC06001

_____ moved that the Governing Board (1) approve the assignment of the existing CSP and CAS contracts with Taxware LP to Automatic Data Processing, Inc. ("ADP"), and (2) authorize the President to enter into assignment agreements or new CSP and CAS contracts with ADP as such action is deemed necessary, dependent in both instances upon the Executive Committee receiving a positive recommendation from the Certification Committee and approving the agreement or contract terms.