FIRST AMENDMENT

TO THE

ASSOCIATION OF UNIVERSITIES FOR RESEARCH IN ASTRONOMY, INC.

403(b) SAVINGS PLAN

PREAMBLE

Pursuant to the terms of the Association of Universities for Research in Astronomy, Inc. 403(b) Savings Plan (the "Plan") and corresponding Retirement Plan Oversight Committee Charter, the Retirement Plan Oversight Committee (the "Committee") is adopting this Amendment (the "Amendment") to the Plan to amend the eligibility of in-service distributions for Participants and clarify eligibility for employees who are reemployed.

The Amendment supersedes the provisions of the Plan to the extent those provisions are inconsistent with the provisions of this Amendment. The Amendment shall be effective as indicated below.

A. Effective as of January 1, 2018, Article VII, Section 7.1 of the Plan is hereby amended and shall read in its entirety follows:

"7.1 In-Service Distributions

A Participant who has attained age fifty-nine and one-half (59 1/2) and who has not incurred a Severance from Employment with the Employer, may elect to receive amounts attributable to his Elective Deferral Contributions, Roth Elective Deferral Contributions, Catch-Up Contributions and Rollover Contributions, subject to any requirements or restrictions of the investment vehicles in which such amounts are invested and the Individual Agreement."

B. Effective as of January 1, 2017, Article III, Section 3.2 of the Plan is hereby amended and shall read in its entirety follows:

"3.2 Reemployment

An Eligible Employee who terminates employment will be immediately eligible to participate in the Plan on the first day of the payroll period following their reemployment as an Employee or as soon as administratively feasible thereafter."

C. Under no circumstances shall the provisions of this Amendment be interpreted or implemented in a manner which results in a reduction or elimination of any benefit that is protected under Internal Revenue Code (the "Code") Section 411(d)(6) or the corresponding provisions of Title I of the Employee Retirement Income Security Act of 1974 ("ERISA").

D. **Intent and Effect of Amendment. In adopting this Amendment, the Committee's intent is to maintain the qualified status of the Plan. Accordingly, the provisions of this Amendment shall be interpreted in a manner consistent with the continued qualification of the Plan. If any provision of this Amendment is determined to be inconsistent with such intent, such provision shall be deemed to be further amended in a manner designed to reasonably accommodate the changes contemplated by this Amendment, but which will maintain the qualification of the Plan. Further, if any provision of the Plan not specifically amended by this Amendment is affected thereby, such provision shall be deemed to be amended in a manner consistent with the changes made in this Amendment, and consistent with the requirements of the Code and ERISA.**

IN WITNESS WHEREOF, the Retirement Plan Oversight Committee has caused this Amendment to the Plan to be executed on December 8, 2017.

RETIREMENT PLAN OVERSIGHT
COMMITTEE OF THE PLAN

By: Elvira Urquidez
Digitally signed by Elvira Urquidez
DN: cn=Elvira Urquidez, o=Association of Universities for Research in Astronomy, Inc., ou, email=enees@aura-astronomy.org, c=US
Date: 2017.12.08 15:52:10 -07'00'

Elvira Urquidez