



Northwest Trust Services

Retirement Services
Proposal Prepared For:



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Corporate Profile

Company Overview

Since 1896, Northwest Bank has operated as a community banking institution focused on providing customers with all that they need to make their financial lives easier and better. Headquartered in Columbus, Ohio, Northwest Bank currently operates 162 full-service banking locations and eight free standing drive-through facilities across Pennsylvania, New York, Ohio and Indiana.

Trust, fiduciary and retirement services are offered through Northwest Bank's Trust Department. Northwest Bank was granted Trust Powers by the State of Pennsylvania in 1999 and began formally offering trust and fiduciary services in May 1999. In addition, Northwest Trust Services is comprised of 46 professionals who are experienced, dedicated, knowledgeable and trustworthy. Our staff is committed to the services and support of our asset management business and have a variety of specific expertise in different aspects of the industry which span portfolio management, operations, trust administration, retirement planning, sales, compliance and client relationship management. Northwest Trust Services holds in excess of \$2.6 billion in assets under management.

Though we've grown over the years to a bank with assets of \$13.8 billion, our approach to banking hasn't changed. As a large community bank, we're big enough to provide all the products and services necessary to compete effectively with any competitor in our marketplace but small enough to deliver those products and services in a customer-centric, community-oriented manner.

We're proud of our reputation and history, having earned several awards over the years, including **Best Bank by Times Money Magazine, one of America's 50 Most Trustworthy Financial Companies by Forbes and Highest in Retail Banking in the Mid-Atlantic by J.D. Power.**

Services Offered

The goal of Northwest Trust Services is to meet the needs and exceed the expectations of our clients by offering a full array of investment services in order to provide a high-quality retirement plan for their employees. Our consultative approach to supporting our clients is reflected in our personal touch and maintaining long lasting relationships with our clients. With the unique set of services that we offer, we believe we can add value for our clients to help them achieve their retirement planning goals.

These services include investment management, employee education, custodial services and benefit payment services. Working closely with our clients, we typically have annual or quarterly fiduciary review meetings to document the process in administering a qualified account. These meetings help the Plan Administrator ensure a “prudent process” in administering a qualified plan. Accounting reports are generated and discussed, as well as other topics such as plan design, compliance, administration, investment performance and employee education.



Services Offered

Fiduciary Capabilities

The business model of Northwest Trust Services already incorporates the standard of fiduciary duty, and it has done so since our Trust Powers were granted. Fiduciary duty is an essential element of trust service, and it always has been. It goes well beyond a requirement to prevent conflicts of interest. At Northwest, we are steeped in the traditions of trust management and fiduciary responsibilities. Our operational systems are designed, and our personnel are trained to see that these responsibilities are discharged properly. We do this job and do it well-- we do it every day.

Discretionary Trustee. Northwest Trust would be willing to take on the role of discretionary trustee, if you agree to those services. In this role, we can help relieve you of the stress associated with carrying the Fiduciary burden. Northwest Trust is chartered as a corporate trustee with the Commonwealth of Pennsylvania with oversight provided by several regulatory agencies. The processes and procedures employed by Northwest incorporate best practices and are reviewed regularly. This is the highest level of fiduciary responsibility that a provider like Northwest can offer.

Directed Trustee. As a directed trustee, Northwest would assist in the overall administration and day to day tasks required for the plan. We use our extensive experience and expertise to aid with interpreting of documents thereby reducing the administrative burden from the primary trustee.

Services Offered

Investment Services

In addition to the fiduciary roles that Northwest serves in for many of our plans, we also serve as investment manager or investment advisor. As such, we have the highest regard for fiduciary responsibility and work within an established set of policies and procedures to fulfill our fiduciary roles.

We also provide periodic reviews of the plan to the committee and guidance on the investment policy statements as well as monthly and annual reporting, including performance information. In this role, we have the resources to help relieve you of the stress associated with carrying the fiduciary burden. The processes and procedures employed by Northwest incorporate best practices and are reviewed regularly.

ERISA 3(38) Fiduciary. In this role, Northwest Trust Services would have full authority to manage, acquire, and dispose of any asset in the plan. Approval would not be required for fund changes or asset allocation adjustments in this role. Being an ERISA 3(38) Fiduciary gives Northwest the most responsibility out of the ERISA trustee capacities as Northwest would assume fiduciary liability.

ERISA 3(21) Fiduciary. As an ERISA 3(21) Fiduciary, we would offer suggestions to your plan for investments that can be accepted or rejected by the plan sponsor. However, in this role, Northwest would not possess any investment authority. Northwest would help to administer the plan and offer investment suggestions. The Plan Sponsor and Northwest Trust Services would share the fiduciary liability.



Services Offered

Category	Outlook	Fiduciary Responsibility
<p>No Investment Service</p>	<ul style="list-style-type: none"> Plan sponsor retains all responsibility for selecting and monitoring plan investment options 	<ul style="list-style-type: none"> 100% plan sponsor
<p>Investment Advisory 3(21) Fiduciary Service</p>	<ul style="list-style-type: none"> Northwest provides recommendations for investment options Plan sponsor retains discretion over which options to offer in the plan lineup Options are selected from Fund Menu provided by Northwest Northwest will provide information to enable plan sponsor to monitor options and make changes if necessary 	<ul style="list-style-type: none"> Plan sponsor is responsible for selecting and monitoring Northwest Plan sponsor and Northwest share the responsibility for investments
<p>Investment Management 3(38) Fiduciary Service</p>	<ul style="list-style-type: none"> Investment responsibility is delegated to Northwest for investment selection and monitoring Northwest creates plan investment options from select funds Northwest monitors list and makes changes when necessary 	<ul style="list-style-type: none"> Plan sponsor is responsible for selecting and monitoring Northwest Northwest is responsible for investments

Services Offered

Employee Education

In addition to providing the plan with investment services and fulfilling our fiduciary role, we also provide services directly to the employers and employees of the plans that we service. Northwest Trust Services not only strives to exceed their clients' expectations, but that of their employees as well.

Employees: We offer customized group educational presentations on various aspects of retirement planning and overall financial wellness. We provide participant educational materials throughout the year on a variety of trending topics.

Employers: As our client, you will have access to current market information, regulatory updates, and retirement plan trends. We help with creating, developing, and implementing best practices, plan reviews, trusteeship, investment monitoring, and investment management. We provide education and review of the plan sponsors' fiduciary role.

In addition to providing these investment services with our knowledgeable and experienced staff, we are dedicated to bringing this expertise to the employees of our clients as well. We provide the following services directly to employees of our clients:

- One-on-one meetings
- Group presentations
- Educational materials
- Online resources

Leveraging these resources, we're able to exceed our clients' expectations by providing all-encompassing retirement planning and financial wellness education to the plan sponsor and plan participants.

Services Offered

Additional Services

Custodial Services. In this role, Northwest facilitates trades and serves as the paying agent in addition to producing tax documents and statements. For statements, we provide a very robust reporting package on a monthly and annual basis. Client statements and performance reports are generally available three to five business days from the end of the previous month. Statements are customizable based on your needs.



Our Service Team

In order to provide seamless service, Northwest utilizes a layered team approach to serve our clients with multiple levels of support. Overseeing Northwest Trust Services is Michele Cavalier, Senior Fiduciary officer and manager of the department. Our team that oversees the administration and servicing of defined contribution and defined benefit retirement plans is led by Retirement Plan Services Manager, Denny Fortin. As Chief Investment Officer, Don Nicholson heads our team of investment professionals in managing and advising client portfolios.

During the evaluation process, each client is assigned a key contact with a retirement plan consultant to be their primary point of contact on an ongoing basis. Your primary point of contact for your plan is going to be Denny Fortin. While your relationship begins with the Retirement Plan Consultant, they are each supported by several layers of resources. The team concept allows multiple individuals from our group to become familiar with the relationships and dynamics of your organization. We do this for continuity and to add value to your services. This gives your organization a seamless service model for the long term, with multiple points of contact for client communications.

Our Service Team



Michele D. Cavalier

Corporate Senior Vice President and Senior Trust Officer
michele.cavalier@northwest.com

Michele has over 42 years of Trust expertise and client experience. She oversees the entire division from Investment Management, Personal Trust Administration, Employee Benefits, Operations, Tax and Trust Controller functions. She has been with Northwest Trust Services for the past 18 years.



Dennis J. Fortin, II, CPFA

Vice President, Employee Benefits Manager
denny.fortin@northwest.com

Denny is responsible for the oversight of administration of Employee Benefit Plans, Pension Plans, institutional clients and individual retirement account clients across the Northwest footprint. He oversees all Retirement Plan Administrators within the Trust Services Division. He performs a variety of duties including business development, employee education, account administration, and client relationship management. Has over 13 years of experience.



Donald B. Nicholson, CFA

Senior Vice President, Chief Investment Officer
donald.nicholson@northwest.com

Don has more than 25 years of experience in Trust and Investment Management. Don is responsible for the development and implementation of investment strategy and is responsible for communication of strategy within the department and to clients. He is also responsible for the development and implementation of the portfolio construction process across all managed portfolios.

Full biographies available upon request.

Our Service Team

Investment Committee

With an average of more than 20 years of investment experience, the investment committee is responsible for developing and maintaining our investment strategy and investment evaluation process. The work they do is the pillar of due diligence for many of our clients. Our investment staff is led by our Chief Investment Officer, Donald Nicholson who has been with Northwest for over 20 years.

Operations/Administration

Our operations and support team is critical to the success of our business. The operations team coordinates the transition of assets and ensures that all assets are received and accounted for. We have numerous checks and balances starting with a reconciliation of assets upon transition to Northwest and ending with a daily balancing of all assets in our Trust department. Operations is the backbone of our day-to-day processing and is involved in regulatory examinations, client reporting, and all Trust system workflow. All monthly pension payments along with their reporting are also handled by this group.

Each team of Trust Officers and Retirement Plan Consultants is supported by an administrative staff of Trust Coordinators. This staff reports up to their respective team. The administrators are very engaged from the beginning by establishing new accounts and assisting with the transition. They are responsible for maintaining all account files for compliance by following established and defined policies and procedures which ensures document and data integrity. They assist the officers/consultants with both new and existing relationships but are also available to help clients directly with day-to-day tasks.

Partnership with Recordkeepers

Northwest Trust Services has the capability to partner with recordkeepers and administrative service companies to provide a full-service retirement plan solution. This bundled approach can ease your administrative burden, limit your fiduciary liability, and most importantly, help your employees stay on track for a rewarding retirement.

Qualifications and Experience

Northwest Trust Services employs professionals with an average career length in trust services and employee benefits of over 20 years. The designated Retirement Plan Consultant will serve as the key contact during both the evaluation process and will be your contact on an ongoing basis. What this means to you is that your relationship starts with your Retirement Plan Consultant, but it is supported by various layers of resources. A team structure allows multiple individuals from Northwest to be up to date with the relationship and how the plan operates. This gives you a seamless, stable service for the long term.



Assets and Scope of Clients

Northwest Trust Services manages in excess of \$2.6 billion dollars include over \$1.4 billion dollars in retirement plan assets for nearly 300 clients. We provide services for the private and public sector to include both defined contribution plans and defined benefit plans. The array of defined contribution retirement plans include 401(k) plans, 403(b) plans, 457(b), 457(f), among others. The average length of these relationships is approximately 12 years.

Summary of Services and Fees

Northwest believes in full fee transparency which enables us to offer a simple, easy to follow fee structure, which can be seen below. We do not manage any proprietary funds in client accounts in order to eliminate a potential for conflict. We do not receive any compensation from any third -party investment services firm that we communicate with. The only fees that we accept are fees that are paid directly to us by the client.

Plan Name	Plan Assets	Plan Participants
Erie County Land Bank Retirement Plan	Start Up	2

Proposed Service	Fee
Discretionary Trustee	\$2000
Employee Education (Northwest)	Included
Recordkeeping and Administration	2100
Estimated Annual Fee	\$4100

Please see section 2 of this proposal for more information on these proposed services. This does not represent a contract or guarantee of pricing but rather is representative of detailed language to be included in a service agreement should the services of Northwest Trust Services be contracted. This does not include any mutual fund fee credits received, which are used to offset the fees charged.

References available upon request.

Summary of Services and Fees

Discretionary Trustee	Rate	Cost
First \$2,000,000	0.60%	\$0
Minimum Fee	\$2000	\$2000
Total		\$2000

Recordkeeping & Administration	Rate	Cost
Base Fee	\$2000	\$2000
Participant Fee	\$50/ppt	\$100
Total		\$2100

Why Northwest?

Retirement plans play a crucial role in employee satisfaction. In fact, companies that offer this benefit report increased employee retention rates and happier, more efficient workers.

At Northwest, our goal is to make navigating a retirement plan less complicated for our clients and be a trusted source of advice. We assist with various elements of retirement plan management including plan design, implementation, investment elections, as well as employee education. We know that retirement planning can be complicated, so our fully-engaged consultants are here to walk you through it every step of the way.



The Northwest Difference

We're experienced, dedicated retirement plan consultant. Our dedicated employee benefits team is focused on one thing -- helping businesses design and manage successful retirement benefits plans in the most simple, convenient and efficient way possible.

Our strategy is centered around you. To help you implement a quality retirement plan, our consultants will work to understand your goals and your employees' needs and expectations.

Plan costs to fit your needs. Our competitive fees are transparent and easy-to-understand.

We're here when you need us. You and your employees can connect with your local Northwest employee benefits consultant any time you have a question.

Why Northwest?

From the highest levels of leadership, our employees and local offices are encouraged to give time and donations to local and regional nonprofit organizations that address vital needs in community and economic development, education, the arts and environment and human services. This is a critical component of who we are as a community bank.

Our employees participate in a variety of volunteer activities ranging from financial literacy education and time with seniors and children to serving on boards and chairing fundraising initiatives.

While Northwest has grown considerably over the last several years, we are still perceived by our customers and clients as being a "hometown bank" with accessible local presence to Retirement Plan Consultants, Senior Trust Officers and Senior Portfolio Managers. Northwest Trust Services has specialized, qualified and experienced officers available to work with you in any of our markets.



Disclosures

Northwest Bank, a subsidiary of Northwest Bancshares, Inc., has operating units that use the Northwest Bank owned trade, logo and/or services marks "Northwest Investment Services" to provide investment and wealth management, and employee benefit plans. Trust, fiduciary and retirement services are offered through Northwest Bank's Trust Department.

Past performance is not a guarantee of future results.

Opinions and estimates offered are considered our judgment and are subject to change, as are statements of financial market trends, which are based on current market conditions. We believe the information provided to be reliable, but do not guarantee its accuracy or completeness. This material is not intended as an offer or solicitation for the purchase or sale of any financial instrument. The views and strategies described herein may not be suitable for all investors. This material has been prepared for information purposes only and is not intended to provide legal or tax advice. Any references to forward looking returns are not intended to be guarantees or estimates of actual returns a client portfolio may achieve. Any forecasts included are for illustrative purposes only and should not to be interpreted as advice or a recommendation.

Northwest is not engaged in rendering legal, tax or accounting advice. All statements and opinions contained herein are the sole opinion of the writer and subject to change without notice. This release may contain forward-looking statements which can be identified by words such as "believe," "expect," "anticipate," "intend," "target," "estimate," "continue," "positions," "prospects" or "potential," by future conditional verbs such as "will," "would," "should," "could" or "may," or by variations of such words or by similar expressions. These forward-looking statements are subject to numerous assumptions, risks and uncertainties, which change over time. Forward-looking statements speak only as of the date they are made and we assume no duty to update forward-looking statements. Actual results may differ materially from current projections and past performance is no guarantee of future results. Receipt of this information constitutes your acceptance of these terms and conditions.

Northwest Bank and its operating units do not guarantee the performance of any investment or insurance products. Material provided is meant to educate and not provide legal tax, accounting or investment advice. Material provided does not constitute an offer or solicitation in any jurisdiction where or to any person to whom it would be unauthorized or unlawful to do so. A decision to purchase insurance will not affect the cost or availability of other products or services from Northwest Bank or its operating units.

Only banking and deposit products offered by Northwest Bank are Member FDIC. Equal Housing Lender.

Investment and Insurance products: are not deposits or other obligations of, nor are they guaranteed by Northwest Bank or its operating units; are not insured by the Federal Deposit Insurance Corporation (FDIC) or any other agency of the United States or by Northwest Bank or its operating units, and are subject to investment risks, meaning the value of the investment may fluctuate, the return on the investment is not guaranteed, and the loss of principal is possible.