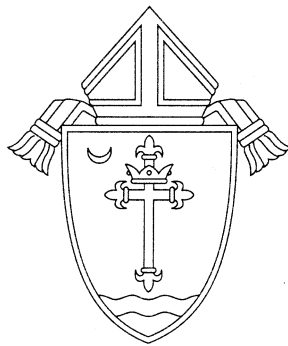


**The Archdiocese of St. Louis
Lay Employees Retirement Plan**



Summary Plan Description
(Amended and Restated as of January 1, 2009)

THE ARCHDIOCESE OF ST. LOUIS LAY EMPLOYEES RETIREMENT PLAN

(Amended and Restated as of January 1, 2009)

SUMMARY PLAN DESCRIPTION

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INTRODUCTION

We are pleased to provide you with this summary describing The Archdiocese of St. Louis Lay Employees Retirement Plan (Amended and Restated as of January 1, 2009). The Plan is a tax-deferred annuity plan governed by Section 403(b) of the Internal Revenue Code and is sometimes called a “403(b) plan”. The Plan is also a “church plan”. As a church plan, the Plan is not subject to the Employee Retirement Income Security Act of 1974 (ERISA), and Plan benefits are not insured by the Pension Benefit Guaranty Corporation (PBGC).

This summary is intended to give you a brief explanation of the Plan. However, please remember that the language of the Plan document actually governs the Plan and, if there is an inadvertent conflict between this summary and the Plan document, the terms of the Plan document will control. This revised summary supersedes all previous versions.

Certain terms in this summary have been defined in the Plan document. To assist you, the initial letters of defined terms are capitalized in this summary, and their meanings are explained. Throughout this summary the Archdiocese of St. Louis Lay Employees Retirement Plan is called the Plan and the Roman Catholic Archdiocese of St. Louis is called the Archdiocese.

If you would like copies of the Plan or if you have any questions, you should contact:

Gallagher Retirement Services
Archdiocese of St. Louis Cardinal Rigali Center
20 Archbishop May Drive
St. Louis, MO 63119
(314) 792-7262 or (314) 792-7263

PLAN PURPOSE AND ADMINISTRATION

1. What is a 403(b) plan?

A 403(b) plan is a tax-deferred annuity plan eligible for the tax benefits under Internal Revenue Code Section 403(b) because it benefits employees of participating employers which are tax exempt under Code Section 501(c)(3). The Plan is designed to provide you with an opportunity to save and invest on a regular basis through payroll deductions. To the extent permitted by law, your contributions are made with dollars which are not taxed at the time they are contributed to the Plan.

2. Who is the Plan Sponsor?

The Archdiocese is the Plan Sponsor.

3. Who are the Employers?

Any employer which is related to the Archdiocese and is tax exempt may become an Employer by adopting the Plan.

4. When is the Plan effective?

In 1987, the Archdiocese commenced a tax-deferred annuity program. That program was restated in the form of the Plan effective September 1, 2001. The Plan has been amended several times, including an amendment and restatement effective as of March 1, 2003. The Plan has been restated effective January 1, 2009 to comply with recent tax law changes.

5. What does the term “Plan Year” mean?

The term “Plan Year” means the fiscal or accounting year for the Plan. The Plan Year is the twelve-consecutive-month period beginning each July 1.

6. Who is the Administrator?

The Archdiocesan Benefits Council (ABC), appointed by the Archbishop, is the Administrator.

7. What are the responsibilities of the Administrator?

The Administrator has responsibility for managing the operation of the Plan, for making the rules under which the Plan is operated and for seeing to it that the Plan is operated in a fair way with respect to all Participants.

ELIGIBILITY AND PARTICIPATION

8. Who is eligible to participate in the Plan?

All lay Employees of an Employer which has adopted the Plan or which participated in the pre-existing program, Deacons and Eligible Priests are eligible to participate in the Plan.

9. When do I participate in the Plan?

If you were a Participant in the Plan on December 31, 2008, your participation under this Plan is continuous without interruption. If you have not been a Participant in the past, you are eligible to make Employee Contributions immediately after you are hired. You will be eligible to receive an Employer Contribution on the first day of the month following the later of:

- the date on which you complete one (1) Year of Eligibility Service (see Question and Answer 10 & 11), or
- the date on which your Employer adopts the Plan (All Employers which participated in the pre-existing program automatically became Employers under this Plan.)

However, if you are a former Employee of Catholic Charities you are eligible to receive an Employer Contribution immediately after you are hired.

Example: Jackie becomes an Employee on September 1, 2008. She can begin to make Employee Contributions immediately. Jackie will complete 1,000 Hours of Service by August 31, 2009, the end of her first year of work. She will be eligible to receive the Employer Contributions as of September 1, 2009.

10. What is a Year of Eligibility Service?

A Year of Eligibility Service is the 12-month period beginning on your date of hire or any anniversary of your date of hire during which you are credited with at least 1,000 Hours of Service. A special rule applies to teachers with full-time and half-time contracts. These employees will be deemed to have completed a Year of Eligibility Service during the term of the contract.

11. What is an Hour of Service?

Generally, an Hour of Service is an hour for which you are paid or entitled to payment for the performance of duties or on account of certain periods of time during which no duties are performed such as vacation, holiday or illness. You cannot be credited with more than 501 Hours of Service on account of any single continuous period of time during which you do not perform any duties. Other special rules respecting Hours of Service are contained in the Plan.

12. When does my participation in the Plan end?

Your participation in the Plan will generally end with your termination of employment from all Employers related to the Archdiocese.

13. What happens if I terminate employment and am rehired?

If you stop working for the Archdiocese or an Employer after becoming a participant and are later rehired, you will be eligible to make Employee Contributions immediately. Your eligibility to share in any Employer Contributions will begin on one of the following dates:

- The date you return to work if you are rehired before you have five (5) 1-Year Breaks in Service, or
- The first day of the month following your completion of a Year of Eligibility Service if you are rehired after five (5) or more 1-Year Breaks in Service.

14. What is a 1-Year Break in Service?

A 1-Year Break in Service is a Plan Year (or a contract year, if you are employed pursuant to a contract) in which you have no Hours of Service.

CONTRIBUTIONS

15. Who contributes to the Plan?

The Plan provides for:

- *Employee* Contributions – made by you as a Participant.
- *Employer* Contributions – made by your Employer.

16. What are Employee Contributions?

Employee Contributions are the contributions you elect to make to the Plan from your pay.

17. How do I make Employee Contributions?

Each Plan Year, you may elect to contribute any whole percentage of your pay to the Plan. If you want to make Employee Contributions, you should fill out a Salary Reduction Agreement election form. Your election will be effective as soon as administratively feasible after your Employer receives your completed Salary Reduction Agreement. Your contributions will be made through payroll deductions.

The maximum amount that you can contribute to the Plan is limited by Federal law. The limitation is described in Question and Answer 20.

18. Are my Employee Contributions taxed?

To the extent permitted by law, the pay you elect to contribute to the Plan is not taxed during the year you make the contributions. Instead, Federal income taxes on the pay you contribute to the Plan will be deferred until the year in which the Plan makes distributions derived from those contributions.

Your pay for purposes of determining the amount affected by your election is the total amount paid to you during a Plan Year, including any bonuses, overtime or commissions, plus any Employee Contributions you may make to this Plan or to the cafeteria plan (Section 125 plan) which your Employer may maintain.

Special rules apply to participants who are returning from a period of Qualified Military Service. You should contact the Administrator if you think these rules may apply to you.

19. After I enroll, can I stop or change the amount I contribute to the Plan?

You may change the amount you contribute at any time by giving written advance notice to your Employer. Your new election will be effective as of the next pay period.

You may revoke your salary reduction election at any time by giving advance written notice to your Employer. You may resume your contributions at any time by filing a new election form with your Employer. Your new election will be effective as of the next pay period.

20. What is the maximum amount that I may contribute to the Plan?

There are two (2) limits on Employee Contributions under the Plan, which must be complied with on a calendar-year basis. The two (2) limits are the Code Section 415(c) limit and the Code Section 402(g) limit.

- The Code Section 415(c) limit for 2009 is generally equal to the lesser of \$49,000 or 100% of your pay. (This amount is updated annually based on cost-of-living adjustments.) There is also a special alternative limit under this section which may be available to you.

You may be eligible for a special limitation, known as the “cap expansion”. In order to qualify for the cap expansion, you must have completed fifteen (15) Years of Service with your Employer. The cap expansion generally increases the dollar limit described above by the lesser of \$3,000 or \$15,000 reduced by the cap expansion previously used (\$15,000 lifetime limit) or \$5,000 times years of service less elective deferrals to all Plans of the Employer.

- The Code Section 402(g) limit on the amount of your pay which you may defer for 2009 is \$16,500. (This amount is updated annually based on cost-of-living adjustments.)

You will be eligible to make “catch-up” contributions that exceed the regular 402(g) limit if you will be at least age 50 by the end of the calendar year. Catch-up contributions (if you qualify) will allow you to make an additional \$5,500 in 2009. (This amount is updated annually based on cost-of-living adjustments.)

21. What are Employer Contributions?

Employer Contributions are the contributions your Employer makes to the Plan on your behalf. Each year your Employer may contribute a percentage of your pay to your Individual Account (see Question & Answer 22). You should consult your Employer for information regarding the Employer Contribution.

INDIVIDUAL ACCOUNTS

22. Will I have a separate account under the Plan?

Yes. Each Participant in the Plan has a separate account called an Individual Account. Your Individual Account will include your Employee Contributions, your share of Employer Contributions and the earnings on these amounts.

23. Can I transfer funds to or from the Plan?

You may transfer funds to your Individual Account under this Plan from any other 401(k), 403(b), 457(b), or qualified IRA which permits such transfers. You may not transfer funds in your Individual Account to any other provider during service with the Archdiocese or an Employer which has adopted this Plan.

24. How will my Employee Contributions and Employer Contributions be invested?

The Archdiocese has established investment funds with Diversified Investment Advisors, a Transamerica Company (DIA). (DIA is sometimes called the “Fund Manager” in this summary.) You may request information about the investments at any time by contacting Gallagher Retirement Services, Archdiocese of St. Louis Cardinal Rigali Center, 20 Archbishop May Drive, St. Louis, MO 63119. Gallagher Retirement Services may also be contacted by calling (314) 792-7262 or (314) 792-7263.

The value of your Individual Account will vary with the success of your investments. Even though we think and speak of dollar amounts in explaining how the Plan works, it is important for you to know that the dollar amounts to which you will become entitled depend upon many factors, including your Individual Account’s future value and length of your service with your Employer. This summary more fully describes benefits in later sections.

25. Can I make changes to my investments?

After your initial enrollment, you may give two (2) types of directions with respect to the investment of your Individual Account. First, you may direct the amounts already in your

Individual Account be transferred from one investment option to another. Second, you may change your directions as to the investment of future contributions to your Individual Account. To make either kind of change, you should contact DIA at (888) 676-5512 or www.divinvest.com.

The Fund Manager (DIA) will provide you with general financial and investment information. Because you alone are responsible for the gains or losses resulting from your investment choices, you should read the information carefully.

26. How are income, gains and losses allocated to my Individual Account?

Your Individual Account is valued daily, at the close of business each business day. Your share in gains and losses, income and expenses of your investment options will be allocated to your Individual Account.

BENEFITS

27. What is the amount of my benefit?

Your benefit under the Plan is the value of your Individual Account balance on the date your benefit is paid to you. The amount of your benefit will be a function of your length of service, the amount of contributions on your behalf, and the success of your investments.

28. How will my benefit be paid?

After you have separated from service for any reason (including termination, retirement, disability or death), your benefit will be paid in a single sum or in such other method as may be permitted by the Fund Manager.

29. When will my benefit be paid?

If you have elected to receive a distribution, your benefit will be paid to you as soon as practicable after thirty (30) days following your separation from service.

Federal law requires that your distribution must begin no later than April 1 of the calendar year following the later of the year in which you retire or the year in which you reach age 70 ½.

30. What happens if I die before receiving my benefit?

When you enroll in the Plan, you may designate one (1) or more beneficiaries. However, if you wish to designate a beneficiary other than your Spouse, your Spouse must consent to the beneficiary designation.

If you die before receiving your benefit, your beneficiary will be entitled to receive your benefit. If you have not designated a beneficiary or if your Spouse hasn't consented to the beneficiary you designated, your benefit will be paid to your Spouse if he or she is living. If your Spouse is

not living, your benefit will be paid to your surviving children, or if there are no surviving children, to your estate.

31. What happens if I die after the start of the payment of my benefit?

If you die after the start of the payment of your benefit, the remaining portion will continue to be distributed in accordance with the form of distribution you selected.

32. Will Federal income tax withholding apply to my distribution?

If you receive your benefit in the form of a single sum or a series of payments over a period of less than ten (10) years, your distribution is an eligible rollover distribution. If you do not roll an eligible rollover distribution directly over to another qualified plan or individual retirement arrangement (IRA), Federal income tax will be automatically withheld from the distribution. If you receive your distribution in the form of an annuity or payments over a period of ten (10) years or longer, your distribution is not an eligible rollover distribution and Federal income tax will not automatically be withheld from the distribution. The Administrator will provide additional information at the time the distribution is processed.

IN-SERVICE DISTRIBUTIONS & LOANS

33. Can I withdraw money from my Individual Account while I am still working?

Yes. You can withdraw all or any portion of your Individual Account for any reason when you reach age 59 ½.

In addition, you may withdraw a portion of your Individual Account if you have a financial hardship.

34. What is a financial hardship?

A financial hardship is one of the following: medical expenses for you, your Spouse, your children, your dependents or your beneficiary; purchase of your principal residence (excluding mortgage payments); payment of tuition and fees for the next twelve (12) months of post secondary education for you, your Spouse, your children, your dependents or your beneficiary; payments needed to prevent eviction from your house or foreclosure on the mortgage of your house; funeral expenses for the death of your Spouse, parent, children, dependents or beneficiary; or expenses for the repair of damage to your principal residence that qualify for the casualty deduction. You may request a hardship withdrawal only once during any Plan Year. Your withdrawal is limited to the amount that you actually need (including any federal, state, or local income taxes or any penalties anticipated as the result of the distribution) and it cannot exceed the total of your Employee Contributions in your Individual Account. You must obtain all other distributions and all non-taxable loans under all plans maintained by the Employer. You must make your request at least thirty (30) days before the withdrawal is to be made. If you withdraw a part of your account because of financial hardship, you will not be allowed to make

salary deferrals for six (6) months following the withdrawal and the amount of your salary deferrals may be limited in the year following the distribution.

35. Can I borrow money from my Individual Account?

Yes. You may borrow money from the portion of your Individual Account which contains your Employee Contributions and earnings on those contributions. You may not borrow from Employer contributions to your Individual Account or the earnings on those contributions. Any loan you take will be considered an investment of your Individual Account. All interest paid on the loan (reduced by a 3% expense charge) will be placed in your Individual Account.

The maximum outstanding balance on all of your outstanding loans cannot exceed the lesser of:

- \$50,000, reduced by an amount equal to the highest loan balance for the one (1) year period ending on the date of your subsequent loan minus the outstanding balance on your loan on the day before your subsequent loan is made, or
- 50% of your Individual Account balance.

In general, your loan must be repaid over a period that does not exceed five (5) years (or ten (10) years, if the purpose of your loan was to purchase your home). You will receive a coupon book and will make monthly payments directly to DIA.

Many specific rules apply to loans from your Individual Account. You should contact DIA if you wish to apply for a Plan loan.

OTHER INFORMATION

36. What should I do if my name, address or marital status changes or my beneficiary's name or address changes?

You are required to keep the Fund Manager and Administrator advised of your address and marital status at all times. If your name or address or your beneficiary's name or address changes, you should notify the Fund Manager and Administrator as soon as possible. Additionally, you should notify the Fund Manager and Administrator of any changes in your marital status.

37. What are some circumstances that may affect my interest in the Plan?

There are some circumstances you should know about that could affect the Plan or your interest in the Plan.

- The existence of the Plan does not give you the right to remain employed by your Employer or the right to receive any benefits other than those expressly provided for in the Plan.

- Your interest in the Plan cannot be assigned and is not subject to the claims of creditors, except as required by law. You cannot use your Individual Account as collateral for any loan other than a loan from the Plan.

38. Can I access my retirement account information online?

Yes. You can check your account balance, change allocations, review Plan information and investment performance, and access other account services. First, on your browser, go to www.divinvest.com, scroll over “Sign in to Your Account” on the right side of the blue webpage header, select “Diversified Direct Online”, click on “Get Started” and follow the instructions to establish your account.

39. Are forms available online?

Yes. You can access certain retirement Plan forms on the Archdiocese website at the Human Resources link (www.archstl.org/hrbenefits). Click on the “Archdiocesan Employee Benefits” link. You will be prompted for a User name and Password (User name: health; Password: benefits). Click again on “Archdiocesan Employee Benefits”. Scroll down the list and click on “Retirement Plan with Diversified Investment Advisors”. Available information and forms include (but are not limited to) the following:

- Plan Highlights Summary
- Summary Plan Description
- Salary Reduction Agreement Form
- Beneficiary Designation Form
- Information Change Form
- Plan Document

40. How may I obtain further information?

If you have questions, would like copies of the Plan or require forms or other information concerning the Plan, you should contact:

Gallagher Retirement Services
Archdiocese of St. Louis Cardinal Rigali Center
20 Archbishop May Drive
St. Louis, MO 63119
(314) 792-7262 or (314) 792-7263

The Administrator may assess a reasonable charge for copies of any Plan documents.

41. Can the Plan be amended or terminated?

The Archdiocese has the right to amend, modify or terminate the Plan at any time.

42. What is the procedure for filing a claim under the Plan?

All claims for benefits and requests for review of claim denials should be submitted directly to the Fund Manager. The Fund Manager will provide you with the appropriate claim forms. Your written claim tells the Fund Manager of your election as to the time of payment of your benefit and other information necessary to determine and pay your benefit and other information necessary to determine and pay your benefit.

The Fund Manager will respond to all written claims within a reasonable time. If a claim is denied in whole or in part, the Fund Manager will provide you with written notice of denial within 90 days after receiving the claim, unless special circumstances require an extension of time for processing the claim, in which case written notice of denial will be provided as soon as possible, but in any event within 180 days after the Fund Manager receives the claim. If such an extension of time is taken, the Fund Manager will provide you with written notice of the delay before the end of the initial 90 day period, indicating the special circumstances requiring the extension of time and the date by which the Fund Manager expects to reach the decision.

Every such written notice of denial will set forth the specific reason for the denial, specific references to pertinent Plan provision n on which the denial is based, a description of additional materials or information necessary for you to perfect the claim, an explanation of why such material or information is necessary, and the Plan's claim review procedure.

If you make a written request for review within 60 days after you receive written notice of the denial of your claim, you are entitled to a review of the decision by the Administrator. You or your authorized representative may inspect pertinent documents and submit issues and comments in writing. The Administrator will make a written decision on review not later than 60 days after it receives a timely request for review, unless special circumstances require an extension of time for processing, in which case a decision on review will be made as soon as possible, but in any event within 120 days after it receives a timely request for review. If such an extension of time is taken, the Administrator will provide you with written notice of the delay before the end of the initial 60 day period. The decision on review will include specific reasons for the decision and specific references to pertinent Plan provisions on which the decision is based.

43. What is a Qualified Domestic Relations Order (QDRO)?

A QDRO is a special type of court order issued in a domestic relations proceeding. A QDRO directs payment of a portion of a participant's benefit to a Spouse, former Spouse or other dependent of the Participant. The Spouse, former Spouse or other dependent is called the "alternate payee".

Not all court orders issued in domestic relations proceedings are QDROs. The Administrator has established the Plan's criteria and procedures relating to QDROs. Using these criteria and procedures, the Administrator will determine whether a court order is a QDRO.

To be a QDRO, the order must meet several criteria. One important requirement for a QDRO is that it cannot require payment in any form or at any time other than the forms and times provided in the Plan.

The Plan contains a special rule regarding distributions to alternate payees under QDROs. If the order so provides, the alternate payee may receive a distribution on or after the participant attains the “earliest retirement age” even though the participant hasn’t actually separated from service. “Earliest retirement age” means the earlier of:

- the date on which the participant is entitled to a distribution from the Plan or
- the later of the participant’s 50th birthday or the participant’s separation from service.

The Administrator must enforce a QDRO, even though under other circumstances a benefit provided by the Plan would not be subject to voluntary or involuntary sale, alienation or encumbrance of any kind before the participant received it.

If you are ever involved in a domestic relations proceeding in which your benefits under the Plan may be an issue, you and your advisor should be aware of the details of the Plan’s criteria and procedures respecting QDROs. You may obtain more information on this subject from the Administrator. You may obtain copies of the criteria and procedures free of charge from the Administrator.

IDENTIFYING INFORMATION

NAME OF PLAN: The Archdiocese of St. Louis Lay Employees Retirement Plan
(Amended and Restated as of January 1, 2009)

TYPE OF PLAN: 403(b) Tax Sheltered Annuity Plan

EFFECTIVE DATE OF RESTATEMENT: January 1, 2009

PLAN SPONSOR: The Roman Catholic Archdiocese of St. Louis
20 Archbishop May Drive
St. Louis, MO 63119

ADMINISTRATOR: The Archdiocesan Benefits Council
c/o Kevin J. Loos
20 Archbishop May Drive
St. Louis, MO 63119
(314) 792-7540

FUND MANAGER: Diversified Investment Advisors
A Transamerica Company
4 Manhattanville Road
Purchase, NY 10577
(800) 755-5801