

**Waiver of Potential Conflict of Interest  
for  
Matters Regarding Manatee County Government 457(b) Deferred Compensation Plan**

MANATEE COUNTY, A POLITICAL SUBDIVISION OF THE STATE OF FLORIDA, (“County”) waives any potential conflict of interest related to the County Attorney’s Office providing legal counsel to, and representation of, the County in connection with the County’s 457(b) Deferred Compensation Plan (“Plan”). Such matters include, without limitation, the selection of Voya Financial as recordkeeper and service provider for the Plan, the review and negotiation of agreements governing the Plan, the selection of investment options for the Plan, and the coordination of the termination of service from existing service providers and the transfer and investment of accounts to the new service provider. By giving its consent, the Board of County Commissioners (“Board”) acknowledges that the County Attorney’s Office has made full disclosure regarding facts and circumstances surrounding any conflict of interest or potential conflict which may exist with regard to counsel and representation in these matters. In particular, the Board is aware that the County Attorney and the employees of the County Attorney’s Office, as a result of employment by the County, have monetary investments within the County’s Plan and, therefore, have a pecuniary interest in the transaction and are beneficiaries of the fiduciary duties that may apply to County selection of investment options available to employees pursuant to the Plan. The Board has read the forgoing, acknowledges its right to seek an opinion of independent counsel, and hereby consents to the County Attorney’s Office providing legal counsel to, and representation of, the County in the matters addressed herein.

**MANATEE COUNTY, a political subdivision of  
the State of Florida**

**By: its Board of County Commissioners**

By: \_\_\_\_\_  
Chairperson

Date: \_\_\_\_\_

ATTEST:     ANGELINA COLONNESO  
                  CLERK OF THE CIRCUIT  
                  COURT AND COMPTROLLER

By: \_\_\_\_\_  
Deputy Clerk