

**ODFI/Originator Agreement
Financial Institution
City, State**

Company: _____
(hereafter referred to as "Company")

Tax ID Number: _____

This Agreement is made this ____ day of ____, 20____, by and between Company and Financial Institution.

RECITALS

- A. The Company authorizes Financial Institution to initiate credit and/or debit Entries pursuant to the terms of this Agreement and the *Nacha Operating Rules and Guidelines* ("*Rules*"), and Financial Institution is willing to act as an Originating Depository Financial Institution ("ODFI") with respect to such Entries.
- B. Unless otherwise defined herein, capitalized terms shall have the meanings provided in the *Rules*. The term "Entry" has the meaning provided in the *Rules* and means the data received from Company hereunder from which Financial Institution initiates each Entry.
- C. Financial Institution's ACH Management Policy, as approved by Financial Institution's Board of Directors, does not permit the origination of Entries with the following SEC codes:

International ACH Transactions (IAT)
Accounts Receivable Entries (ARC)
Back Office Conversion Entries (BOC)
Represented Check Entries (RCK)
Telephone Initiated Entries (TEL)
Internet/Mobile Entries (WEB credit)

AGREEMENT

1. *Nacha Operating Rules and Guidelines*. The Company agrees to comply with and be bound by the *Rules*. Financial Institution will notify Company of any revisions to the *Rules* of which the Bank has knowledge. If the Company violates any of the applicable *Rules* and that violation results in a fine being imposed on Financial Institution by Nacha, Financial Institution may charge the fine to Company.
2. *U.S. Law*. It is the responsibility of Company to ensure that Company's origination of ACH transactions complies with the laws of the United States.
3. *Governing Law*. This Agreement will be construed in accordance with and governed by the laws of the State of *(your state)*.