

December 11, 2012

Dear Coach Harsin:

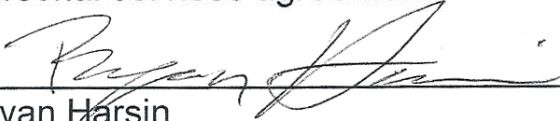
This letter will confirm that you have accepted the position as Head Football Coach for Arkansas State University. A formal personal services agreement will be prepared for your signature with the Red Wolf Club, Inc. which will set out all conditions of your service; however, on behalf of the Red Wolf Club, Inc., we have agreed to the following basic terms:

1. The Red Wolf Club, Inc. will enter into a personal services agreement with you. The services rendered shall be of a value sufficient to ensure that your total income from the University and the Red Wolf Club, Inc. equals \$700,000 for each year of your contract with the University. Payment from the Red Wolf Club, Inc. will be made on the last day of each month in equal payments.
2. The Red Wolf Club, Inc. will arrange for you to be provided with a membership in Ridgpointe Country Club.
3. The Red Wolf Club, Inc. will arrange for you to have the use of two vehicles. You will be responsible for any tax consequences associated with the use of these vehicles.
4. All liquidated damages owed in the event you elect to terminate your contract with Arkansas State University prior to its expiration shall be paid to the Red Wolf Club, Inc.
5. The Red Wolf Club, Inc. will arrange for deferred compensation of \$25,000 per year for each of the five years of this contract which will be paid contingent upon your being the Head Football Coach on February 1, 2018. The deferred compensation will not vest until such time as you have completed five full years of employment as the Head Football Coach.
6. All provisions of this agreement will comply with applicable laws and NCAA regulations.
7. The Red Wolf Club, Inc. will ensure that the total amount available from University and Red Wolf Club sources is a minimum of Seven Hundred and Fifty Thousand Dollars (\$750,000.00) per year to be allocated among 9 on-field assistants.

I hereby confirm the above terms which will be incorporated into a final personal services agreement.

  
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Doug Doggett  
Director, Red Wolf Club, Inc.

I hereby accept the above terms which will be incorporated into a final personal services agreement.

  
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Bryan Harsin