

PENSION FUND MEETING

FELRA & UFCW PENSION FUND

AGENDA

MAY 23, 2013

9:00 A.M.

- I. CALL TO ORDER
 - A. TRUSTEE APPOINTMENT
- II. MINUTES (pg. 1 – 18)
 - A. APPEALS MEETING – DECEMBER 13, 2012
 - B. REGULAR MEETING – DECEMBER 19, 2012
 - C. REGULAR MEETING – DECEMBER 20, 2012
 - D. SPECIAL MEETING – FEBRUARY 1, 2013
 - E. SPECIAL MEETING – MARCH 11, 2013
- III. FINANCIAL REPORTS
 - A. PNC BANK
 - B. INVESTMENT CONSULTANT'S REPORT (IPS/NEPC)
 - 1. 1Q2013 MASTER CONSULTING REPORT
 - 2. PRELIMINARY UPDATE-APRIL 30, 2013
 - C. INVESTMENT MANAGER PRESENTATIONS
 - 1. PUTNAM
 - 2. WELLINGTON MANAGEMENT COMPANY
 - 3. WINDHAVEN
 - 4. FOUNDRY PARTNERS
 - D. INVESTMENT COMMITTEE REPORT
- IV. ACTUARY'S REPORT (pg. 19)
 - A. 2013 ENGAGEMENT REQUEST
- V. ATTORNEY'S REPORT
- VI. ADMINISTRATIVE MANAGER'S REPORT – 4Q12 (pg. 20 – 55)
- VII. INVOICES (pg. 56 – 59)
- VIII. OTHER FUND BUSINESS (pg. 60)
 - A. MISCELLANEOUS CORRESPONDENCE
 - 1. REQUEST FOR WAIVER OF PROHIBITED EMPLOYMENT RULE
- IX. NEXT MEETING DATE AND LOCATION
- X. ADJOURNMENT

MINUTES

**Food Employers Labor Relations Association
and United Food & Commercial Workers
Pension Fund**

911 Ridgebrook Road
Sparks, Maryland 21152-9451
Telephone: (410) 683-6500
(800) 638-2972
www.associated-admin.com

4301 Garden City Drive Suite 201
Landover, Maryland 20785-6102
Telephone: (301) 459-3020
(800) 638-2972
www.associated-admin.com

**MINUTES OF THE MEETING
OF THE APPEALS SUBCOMMITTEE OF THE
FELRA & UFCW PENSION FUND
HELD ON DECEMBER 13, 2012
IN GAMBRILLS, MARYLAND**

The following committee members were present:

UNION

M. Federici
T. Hipkins

EMPLOYER

L. Madert
D. White

Also present were:

E. Novak - Associated Administrators, LLC.

I. APPEALS

Local 27 Pension Appeals:

Code	Issue	Decision
P12/116-5848	Work Rules	Denied

Local 400 Pension Appeals:

Code	Issue	Decision
P12/110-5607	Survivor Pension Benefit	Denied

II. ADJOURNMENT

There being no further business to come before the Subcommittee, the meeting was adjourned.

Respectfully submitted,

Emily Novak, Appeals Supervisor

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**MINUTES OF THE MEETING OF THE
BOARD OF TRUSTEES OF THE
FELRA AND UFCW PENSION FUND
DECEMBER 19, 2012 IN
LANDOVER, MARYLAND**

The following Trustees were present:

UNION TRUSTEES

M. Federici - Chairman
D. Blitzstein
G. Murphy, Jr.
J. Slivosky

EMPLOYER TRUSTEES

W. Kraemer – Secretary
F. Stegman

Also present were:

M. Boyle – UFCW Local 400
H. Burton – Morgan, Lewis & Bockius, LLP
J. Chorpenning – UFCW Local 27
J. Freeman – UFCW Local 27
G. Gatewood – UFCW Local 27
T. Goins – UFCW Local 27
S. Goodman – Slevin & Hart, P.C.
S. Halpern – Gallagher Fiduciary Advisors
L. Harris – UFCW Local 400
T. Hipkins – UFCW Local 27
I. Kress – Giant Food, LLC
W. Jensen – Associated Administrators, LLC
M. Johnson – Gallagher Fiduciary Advisors
E. Masten – UFCW Local 27
G. Murphy, Jr. – UFCW Local 27
R. Sichel – Investment Performance Services
B. Slevin – Slevin & Hart, P.C.
M. Sullivan – NEPC (Via Teleconference)
R. Tierney – Associated Administrators, LLC
K. Waterman – Gallagher Fiduciary Advisors
K. Woodrich - Cheiron

The Chairman called the meeting to order.

I. TRUSTEE APPOINTMENTS

Mr. Jensen reported that Mr. Murphy sent a letter replacing Trustee Goins with himself effective December 17, 2012. He further reported that Mr. Federici had appointed Jim Slivosky to replace Thomas McNutt effective December 7, 2012.

Mr. Jensen noted that Mr. McNutt had served as Chairman of the Fund. After discussion,

On Motion made and seconded, the Trustees voted unanimous approval of the following resolution:

RESOLVED to appoint Mr. Federici as Chairman of the FELRA and UFCW Pension Fund.

II. MINUTES

The Trustees reviewed the minutes of the special meeting held on May 24, 2012, the regular meeting held on July 18, 2012, the special meeting held on July 19, 2012, the appeals committee meeting held on July 20, 2012 and the special meeting held on August 24, 2012, which were previously circulated, and

On Motion made and seconded, the Trustees voted unanimous approval of the following resolution:

RESOLVED that the minutes of the special meeting held on May 24, 2012, the regular meeting held on July 18, 2012, the special meeting held on July 19, 2012, the appeals committee meeting held on July 20, 2012 and the special meeting held on August 24, 2012 were approved as presented.

III. FINANCIAL REPORT

A. Investment Consultants' Report

The Trustees welcomed Mr. Richard Sichel of Investment Performance Services and Mr. Michael Sullivan of NEPC to the meeting. It was noted that Mr. Sullivan was attending via teleconference.

Mr. Sichel reviewed the Master Consulting Report for the period ended September 30, 2012. NEPC and IPS recommended the use of Principal as a source of funds to re-balance the asset allocation for the real estate portfolio by reducing the allocation by 2%. After discussion,

On Motion made and seconded, the Trustees voted unanimous approval of the following resolution:

RESOLVED to adopt the consultants' recommendation to use Principal as a source of funds to re-balance the asset allocation for the real estate portfolio by reducing the allocation by 2%.

Mr. Sichel reported that the CEO of Intech had resigned. He also noted that Foundry Partners would be formed as of February 1, 2013 from the portfolio managers currently working for Fifth Third. He reported that Foundry is requesting assignment of the Fifth Third contract to their firm and the consultants recommend that the Fund agree.

Mr. Sichel discussed the underperformance at NWQ. Mr. Kraemer asked at what point do the consultants recommend termination of NWQ? Mr. Sichel noted that the underperformance has occurred for two quarters and would recommend termination after multiple quarters of underperformance. He noted that NWQ had obtained top quartile performance in the third quarter 2012. Trustee Blitzstein asked what was the criteria that the consultants used for termination recommendations? Mr. Sullivan noted that it often depends on the style of the manager, but that the Trustees may consider trimming the allocation to NWQ if their performance improves. The consultants were asked to include notations on whether a manager was underperforming so that the Trustees would have a metric for when to terminate or trim n allocation.

Mr. Sichel said that the consultants are monitoring the performance of Lazard, but that their relative underperformance was due to the high quality bias of that manager's portfolio.

Mr. Sullivan reviewed the investment performance update report as of November 2012. Such report indicated the market value of assets of \$603,769,217 as of November 30, 2012. Year-to-date performance for the portfolio was 11.1%. The Trustees thanked the consultants for their report and they were excused from the meeting.

IV. ACTUARY'S REPORT

The Trustees welcomed Mr. Kalwarski and Mr. Woodrich of Cheiron to the meeting. They presented an overview of the 2012 actuarial valuation results, including a review of the historical plan membership cash flows, gains and losses, as well as the detailed 2012 valuation results. Mr. Woodrich reported that as of January 1, 2012, the Fund had 51,695 plan participants, a market value of assets of \$667,648,046, an actuarial value of assets of \$801,177,655, a present value of vested benefits of \$1,627,265,234, resulting in a funding ratio of 49.2%. The Trustees thanked the representatives of Cheiron for their report and they were excused from the meeting.

V. **ATTORNEY'S REPORT**

A. **Master Trust**

Mr. Slevin discussed the proposed Master Trust for FELRA as well as the new Mid-Atlantic UFCW and Participating Employers Pension Fund ("MAP").

On Motion made and seconded, the Trustees voted unanimous approval of the following resolution:

RESOLVED that the Chairman and Secretary are authorized to adopt the Master Trust and the amendment to the Fund's Trust Agreement to implement it.

B. **Rehabilitation Plan**

Mr. Slevin reported that an update of the rehabilitation plan would need to be adopted before December 31, 2012.

On Motion made and seconded, the Trustees voted unanimous approval of the following resolution:

RESOLVED to delegate the adoption of an update to the rehabilitation plan and amended Trust Agreement to Chairman and Secretary.

C. **A & P Litigation**

Mr. Slevin discussed the ongoing bankruptcy litigation between the Fund and A & P.

D. **Plan Participant Litigation**

Mr. Slevin discussed litigation between a participant, Jones, and the Fund.

E. **DOL Letter**

Mr. Slevin discussed the Department of Labor correspondence.

F. **408(b)(2) Compliance**

Mr. Slevin discussed the 408(b)(2) compliance requirements.

G. **CMA Litigation**

Mr. Slevin discussed the CMA litigation.

H. **Summary Plan Description**

Mr. Slevin discussed the draft Summary Plan Description.

I. 204(h) Notice

Mr. Slevin discussed the Plan amendment and 204(h) notice to the Giant and Safeway participants.

J. Meridian Litigation

Mr. Slevin reported on the status of the Meridian class action.

VI. ADMINISTRATIVE MANAGER'S REPORT

A. 2Q12

Mr. Jensen presented the administrative manager's report for the second quarter 2012, which had been previously circulated. Such report indicated contribution income of \$16,800,419, interest and dividend income of \$2,629,551, transfers from assets of \$17,324,297, withdrawal liability payments of \$152,258 and miscellaneous income of \$379,059, producing total income of \$37,352,584. Total expenses were \$37,010,390, producing a net operating surplus of \$275,194 for the second quarter 2012. Contributions were remitted on behalf of 19,783 plan participants.

B. 3Q12

Mr. Jensen presented the administrative manager's report for the third quarter 2012, which had been previously circulated. Such report indicated contribution income of \$16,131,337, interest and dividend income of \$2,711,755, transfers from assets of \$20,069,324, withdrawal liability payments of \$152,258 and miscellaneous income of \$63,600, producing total income of \$39,128,274. Total expenses were \$36,558,618, producing a net operating surplus of \$2,569,656 for the third quarter 2012. Contributions were remitted on behalf of 19,444 plan participants.

Mr. Jensen then reviewed the pension applications contained in the administrative manager's second and third quarter reports.

On Motion made and seconded, the Trustees voted unanimous approval of the following resolution:

RESOLVED that the pension applications contained in the administrative manager's second and third quarter reports were approved for payment.

VII. INVOICES

The Trustees reviewed the list of invoices dated December 19, 2012. It was noted there were no additions, deletions or changes to the list.

On Motion made and seconded, the Trustees voted unanimous approval of the following resolution:

RESOLVED that the invoices on the list dated December 19, 2012 were approved for payment.

VIII. OTHER FUND BUSINESS

A. 104(d) Notice

Mr. Jensen reported that the 104(d) notices were sent to the Participating Employers and Unions.

B. Revised Reciprocity

Mr. Jensen reported that the Atlanta UFCW Fund had requested a revised reciprocity agreement as a result of a merger of several pension funds, hence the new UFCW Consolidated Pension Fund effective December 31, 2011. The Trustees requested that Morgan, Lewis & Bockius review such agreement prior to execution.

C. Litigation Settlements

Mr. Jensen reported that the Fund received \$48.70 for the SEC vs. David M. Colburn litigation settlement. The Fund also received \$159.01 in the Global Crossing Security litigation partial settlement.

IX. ADJOURNMENT

After discussion, the Trustees selected April 4, 2012 as their next meeting date, commencing at 9:30 a.m. in the Landover office of Associated Administrators, LLC

There being no further business to come before the Trustees, the meeting was adjourned.

Respectfully submitted,

Ward Kraemer, Secretary

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**MINUTES OF THE MEETING OF THE
BOARD OF TRUSTEES OF THE
FELRA & UFCW PENSION FUND
HELD ON DECEMBER 20, 2012 IN
LANDOVER, MARYLAND**

The following Trustees were present:

UNION TRUSTEES

M. Federici - Chairman
G. Murphy, Jr.

EMPLOYER TRUSTEES

W. Kraemer – Secretary
D. Gillis
F. Stegman

Also present were:

H. Burton – Morgan, Lewis & Bockius, LLP
J. Harrison – UFCW Local 27
G. Gatewood – UFCW Local 27
T. Goins – UFCW Local 27
S. Goodman – Slevin & Hart, P.C.
J. Herishen – Salter & Company
M. Herwig – PNC Bank
T. Hipkins – UFCW Local 27
W. Jensen – Associated Administrators, LLC
G. Kalwarski - Cheiron
W. Kraemer – Ahold USA
L. Madert – Safeway, Inc.
G. Murphy, Jr. – UFCW Local 27
J. Paradis – Ahold, USA
B. Slevin – Slevin & Hart, P.C.
R. Tierney – Associated Administrators, LLC
L. Walsh – Associated Administrators, LLC
D. White – Ahold, USA
K. Woodrich – Cheiron

I. CALL TO ORDER

A quorum being present, the meeting was called to order.

II. FINANCIAL REPORTS

A. PNC Bank

The Trustees welcomed Mr. Michael Herwig of PNC Bank to the meeting. He presented the summary of activity report for the period January 1, 2012 through October 31, 2012. Such report indicated a beginning market value of \$1,325,781, receipts of \$55,349,081, net transfers from managers of \$66,345,483, earnings of \$1,674, and disbursements of \$121,746,513, producing an ending market value of \$1,275,506 as of October 31, 2012.

The Trustees thanked Mr. Herwig for his report and he was excused from the meeting.

B. Auditor's Report

The Trustees welcomed Mr. Joseph Herishen of Salter & Company to the meeting. He presented the audit report for the period ending December 31, 2011. He noted that the report was an unqualified opinion.

Mr. Herishen reported that net assets as of the beginning of the year amounted to \$707,695,401. Net investment income was \$2,402,419, contribution income totaled \$69,139,990. Other income totaled \$144,620, producing net additions to the Fund of \$71,687,029. Total deductions amounted to \$140,206,539, producing a net decrease in the assets of \$68,419,510, resulting in net assets at the end of the year of \$639,275,891. Mr. Herishen reviewed the Notes to the Financial Statements, the Schedule of Assets held for Investment Purposes, the Schedule of Reportable Transactions, and the Schedule of Employer Contributions.

The Trustees thanked Mr. Herishen for his report and he was excused from the meeting.

III. ADJOURNMENT

There being no further business to come before the Board, the special pension meeting was adjourned.

Respectfully submitted,
Ward Kraemer, Secretary

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**MINUTES OF THE SPECIAL MEETING OF
THE BOARD OF TRUSTEES OF THE
FELRA & UFCW PENSION FUND
HELD ON FEBRUARY 1, 2013 IN
LANDOVER, MARYLAND**

The following Trustees were present:

UNION TRUSTEES

M. Federici - Chairman
D. Blitzstein
J. Slivosky

EMPLOYER TRUSTEES

W. Kraemer – Secretary
J. Champion
F. Stegman

Also present were:

H. Burton – Morgan, Lewis & Bockius, LLP
S. Charlton - NEPC
M. DuVall – Northern Trust
S. Halpern – Gallagher Fiduciary Advisors
W. Jensen – Associated Administrators, LLC
M. Johnson – Gallagher Fiduciary Advisors
J. Maclean – Wurts and Associates
J. McCareins – Northern Trust
J. Mitchell – Northern Trust
B. Ness – Wurts and Associates
J. Paradis – Ahold USA
J. Scott – Wurts and Associates
B. Slevin – Slevin & Hart, P.C.
M. Sullivan – NEPC
C. Vella – Northern Trust

I. CALL TO ORDER

A quorum being present, the Chairman called the meeting to order.

A. TRUSTEE APPOINTMENT

Mr. Jensen reported that the Management Trustees had appointed Mr. Jeffrey Champion as a Pension Trustee effective January 28, 2013.

The Chairman noted that this is a special meeting with regard to the request for proposal ("RFP") process and to interview candidates for an Outsourced CIO ("O-CIO").

II. GALLAGHER FIDUCIARY ADVISORS ("GFA")

The Trustees welcomed Samuel Halpern and Michael Johnson of GFA to the meeting. They reviewed a report concerning the three finalists -- NEPC, Wurts, and Northern Trust - for the O-CIO role. Mr. Halpern recommended the Trustees consider the sophistication of investment research capabilities of the candidate firms in order to properly manage liquidity. He also suggested that the candidate firms' perspectives on asset allocation and risk factors should be considered.

Trustee Blitzstein asked if GFA is receiving more O-CIO requests for RFP's. Mr. Halpern replied that it was.

A. NEPC

The Trustees welcomed Steve Charlton and Michael Sullivan of NEPC to the meeting. Mr. Charlton reviewed the history of NEPC. He said that the firm is focused on research and analysis to drive performance for clients. Mr. Sullivan said that if NEPC is selected to be an O-CIO the transition period would be approximate 4 - 8 weeks. He further advised that they would reduce the allocation to Global Tactical Alpha Assets and Risk Parity Asset portfolios since NEPC would perform discretionary investment for part of that current allocation. NEPC would also increase exposure to emerging debt. Finally, Mr. Charlton advised for the Mid-Atlantic UFCW and Participating Employers Pension Fund NEPC would focus more on illiquid markets, since the cash flow needs were not the same as the FELRA and UFCW Pension Fund. Mr. Charlton noted that the allocation of first year securities would be gradually reduced in the next five years with the portfolio having more fixed income securities.

Trustee Blitzstein asked if NEPC would perform any tail risk hedging in the portfolio. Mr. Charlton said that tail risk hedging is extremely expensive and NEPC does not utilize that tactic. Trustee Blitzstein asked who would represent NEPC. Mr. Charlton said that both he and Mr. Sullivan would be the representatives for the Fund. Mr. Charlton said that there was approximately \$500,000 of potential savings in fees due to their ability to negotiate on behalf of all of their O-CIO clients' asset bases. Mr. Stegman asked how many Taft-Hartley clients are currently utilizing the full discretionary investment services of NEPC. Mr. Charlton responded that one Taft-Hartley client was currently using such service. Mr. Champion asked what fees would be charged for the service. Mr. Charlton responded that 10 basis points would be charged, with a minimum fee of \$500,000.

The Trustees thanked the representatives of NEPC for their presentation and they were excused from the meeting.

B. Wurts and Associates

The Trustees welcomed Jeffrey Maclean, Jeffrey Scott, Bradley Ness of Wurts and Associates to the meeting. Mr. Maclean reviewed the history of the firm. He said that it currently has 17 professionals on the investment team. He proposed using Mr. Scott as the Fund's chief investment officer with his team members in support roles. Mr. Scott pointed to a lack of diversification that led to 2008 -2009 draw downs of the portfolio. The Wurts' solution would be to manage the risk and diversification as well as focusing on the valuation of the securities. Mr. Scott said that managing the tail risk potential losses in the portfolio would be a primary function if they were selected as O-CIO. Trustee Paradis noted that it did not appear that real estate was contained in the sample portfolio proposed by Wurts.

Mr. Scott said that real estate is part of an inflation category, which is included in the portfolio. Due to liquidity concerns the Fund would need to reduce its exposure to the real estate segment. Mr. Scott said that they would increase the hedge fund exposure since they want to obtain income from beta-merger-arbitrage trading with index fund price ranges. Mr. Scott said he is not a proponent of Hedge Funds of Funds as they typically have higher fees and additional layers between the direct investment manager and the Hedge Fund of Fund manager. He said that many Hedge Funds of Fund managers are moving to customized markets.

Mr. Halpern asked if Wurts would utilize tail risk insurance. Mr. Scott responded that Wurts could obtain such insurance, but it would be a decision of the Board of Trustees. There would be no additional cost if Wurts managed the tail risk for the Fund. Mr. Slevin asked if the Board of Trustees outsourced tail risk management, what firm would Wurts recommend. Mr. Scott said that PIMCO would be an example of an outsourced tail risk manager with a fee of 15 – 20 basis points.

The Trustees thanked the representatives of Wurts and Associates for their presentation and they were excused from the meeting.

C. Northern Trust

The Trustees welcomed Margaret DuVall, James Mitchell, John McCareins and Christopher Vella of Northern Trust to the meeting. Mr. Vella said that Northern Trust had been providing discretionary investment services since 1979 for their clients. He reviewed the asset allocation analysis process. He said that Northern Trust is able to look at small investment managers for enhanced returns for their clients. Mr. Paradis asked if real estate and infrastructure would be contained in the allocation due to their illiquidity. Mr. Vella said that they would not be in the FELRA portfolio, but would be

included in the Mid-Atlantic UFCW and Participating Employers Pension Fund portfolio. Mr. Paradis asked if Northern would include Hedge Funds in their allocation. Mr. Valla said that global hedge funds would be utilized because they are a hedge equity product. Mr. Halpern asked if the O-CIO fee was inclusive of the use of the Northern Trust mutual funds. Mr. Vella said that the fees were inclusive of the index funds used by Northern Trust. Mr. Slevin asked if the Fund was required to use Northern Trust as a custodian. Mr. Vella said that they would be able to perform custody services or the Fund could use its current custodian.

The Trustees thanked the representatives of Northern Trust for their presentation and they were excused from the meeting.

Discussion

Mr. Kraemer asked the union trustees about their preference among the candidates based on the presentations made at the meeting. Trustee Blitzstein said that the union trustees preferred Wurts and Associates. Trustees Paradis and Kraemer said that they did not view Wurts as the best option. They said that the fees for Wurts were significantly greater than the other bidders.

III. ADJOURNMENT

There being no further business to come before the Trustees, the meeting was adjourned.

Respectfully submitted,

Ward Kraemer, Secretary

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**MINUTES OF THE TELECONFERENCE MEETING
OF THE BOARD OF TRUSTEES OF THE
FELRA AND UFCW PENSION FUND
MARCH 11 2013 IN
LANDOVER, MARYLAND**

The following Trustees were present:

UNION TRUSTEES

M. Federici – Chairman
D. Blitzstein
G. Murphy, Jr.
J. Slivosky

EMPLOYER TRUSTEES

W. Kraemer – Secretary
J. Champion
D. Gillis
F. Stegman

Also present were:

H. Burton – Morgan, Lewis & Bockius, LLP
W. Jensen – Associated Administrators, LLC
M. Johnson – Gallagher Fiduciary Advisors
J. Paradis – Ahold USA
B. Slevin – Slevin & Hart, P.C.

A quorum being present the meeting was called to order.

The Chairman noted that this was a special meeting for the purpose of continuing the discussion of the Outsourced – CIO proposals that had been gathered by Gallagher Fiduciary Advisors (“GFA”).

A. O-CIO DISCUSSION

The Trustees welcomed Mr. Michael Johnson of GFA to the meeting. Mr. Johnson said that after the February 1, 2013 Trustee meeting, Wurts and Associates had contacted GFA noting that the Wurts’ fee was inclusive of the underlying manager fees. GFA asked if the other candidates would provide an estimated underlying manager fee, in order to provide the Trustees with a comparison. Northern Trust

responded that it would. NEPC advised that it would not since it viewed the underlying manager fees as an implementation cost. As a result, GFA provided an estimated NEPC-related underlying manager fee based on the asset allocation proposed by NEPC. Mr. Johnson said that the revised fee basis resulted in Wurts having the lowest overall fee, including underlying manager fees, followed by NEPC and then Northern Trust. Trustee Murphy said that the fees proposed by the vendors were an item of discussion at the February 1, 2013 meeting. He asked if the fees were still a concern for the Trustees. Trustee Kraemer said that he believed including the underlying fees clouded the issue as there are differences between the underlying managers proposed by the three firms. Mr. Paradis said that Wurts partially uses passive investments, essentially making its role an asset allocation manager. Mr. Johnson said that the Wurts portfolio would be approximately 50% active and 50% passive investments.

Trustee Kraemer asked Mr. Johnson what the true O-CIO fees are. Mr. Johnson said that Wurts performs investment management, but the fees quoted by NEPC are 10 basis points and for Wurts 36 basis points, including such management. Northern Trust would charge an additional three basis points for asset allocation, making its fee 13 basis points. Trustee Murphy said that he was concerned about the total cost, not just the O-CIO fees. Mr. Paradis said that the fees inclusive of underlying manager fees are not what the O-CIO would charge. Trustee Murphy reiterated his concern regarding the costs for the O-CIO fees and the underlying manager fees. Mr. Paradis said that the consultant approach with investment manager fees was approximately \$4 million dollars per the most recent audit report. As such, he believed that the lowest cost approach would be the model where a committee monitored the recommendations and had the authority to act on those recommendations from the investment consultant. The committee could utilize passive investments in the asset allocation. Mr. Johnson said that the fees currently were \$4.4 million dollars per year, which did not include the underlying Hedge Fund of Funds manager fees.

Trustee Murphy asked Mr. Paradis if he believed there would be a potential performance improvement if an O-CIO was utilized. Mr. Paradis said that his preference was to go with a committee approach, possibly with one consultant, as he had not seen the value added with the O-CIO model. He further said that NEPC's proposal was the best of the finalists for O-CIO. Northern Trust seemed primarily to perform asset allocation work. He believed the Fund would potentially pay a premium for asset allocation work by Wurts. He said that the Fund could use multi-strategy investment products currently in the marketplace. The Fund would not require an O-CIO to utilize those products.

Trustee Blitzstein said that he saw added value in the Wurts proposal since Wurts has the skill set to manage sovereign bonds and other asset classes, to lower the overall cost to the Fund. In addition, Wurts proposed performing tail risk management at no additional fee. Finally, Wurts would perform direct management of the assets for a portion of the portfolio. Trustee Blitzstein said that NEPC would appear

to bring the same approach to the Fund's investment strategy as what was already in place. The Trustees wanted to change the current model. Mr. Paradis said that he agreed in large part with Trustee Blitzstein's comments regarding NEPC, which is why he did not believe an O-CIO would add value. Mr. Paradis said that Wurts' asset allocation and tail risk management performance based on a cost benefit analysis is not a proven commodity. Trustee Blitzstein said that he was concerned about another market downturn and the risk of insolvency occurring much sooner than predicted. Mr. Paradis said that he shared the concern about the risk in the portfolio.

Trustee Murphy asked how the committee approach proposed by Mr. Paradis would be different than the process that the Fund currently utilizes. He said that an O-CIO was supposed to make investment changes in a more expedient fashion. Mr. Paradis said that his preference would be to continue with NEPC serving the Fund with the committee working with that firm for more frequent decision making. He said that NEPC had proposed a range of fees and services which may allow for a good fit with the committee approach. He said he shared the concern over multiple consultants and would prefer having a sole consultant advising the Fund.

Trustee Murphy said that he agreed with Trustee Blitzstein since he does not see NEPC as a solution given the long history of their multiple representatives serving the Fund. He said IPS appeared to be better prepared for Trustee meetings than NEPC. Trustee Federici said that he agreed with Mr. Murphy's summation.

Trustee Stegman said that he agreed with Mr. Paradis. He stated that the management trustees were open to a search for an O-CIO, but that such review did not indicate that they were in agreement that an O-CIO ultimately should be hired. He said that Counsel has provided a committee approach as a result of the request of the Trustees at the last meeting, as an alternative to the O-CIO model.

Trustee Kraemer said that the committee could be directed to meet frequently with a sole consultant and the power to act on those recommendations. He believed that would be a more efficient model than what is currently used by the Fund. He said that the committee could decide to perform tail risk management. Trustee Gillis agreed with Trustees Kraemer and Stegman.

Trustee Murphy said that the Fund had previously utilized a committee called the policy committee, which had not led to quicker action on investments. Trustee Kraemer said that the investment committee would be performing a different role than the policy committee. After further discussion, Trustee Murphy said that he would agree to a committee approach with an RFP for a new consultant to be performed in order to select a sole consultant, for a trial period of two years. After further discussion,

On Motion made and seconded, the Trustees voted unanimous approval of the following resolution:

RESOLVED to authorize a committee of two Union Trustees and two Management Trustees to perform necessary actions as the investment committee and to be designated as the named fiduciary for the investments for the Fund.

It was further RESOLVED to direct the Fund Administrative Manager to issue requests for proposals for an investment consultant. Such solicitation would include the current firms, IPS and NEPC.

It was further RESOLVED to direct Fund Counsel to draft the necessary changes to the Trust Agreement to enable an investment committee to have the power to act as a named fiduciary for investment purposes for the Fund.

Trustee Federici noted that at the end of the two year trial period, if there is not a clear solution to the Fund's investment performance and governance, he would like to review alternatives at that time. Trustee Kraemer agreed that that goal was to make a difference with respect to the Fund's investment performance.

B. NEXT MEETING DATE AND LOCATION

Mr. Jensen noted that there was a conflict for some of the Trustees with the previously selected meeting dates in April. After discussion, the Trustees selected May 23, 2013 at 9:00 a.m. at the Fund office as their next Pension Fund meeting.

Respectfully submitted,

Ward Kraemer, Secretary

ACTUARY'S REPORT



Classic Values, Innovative Advice

February 21, 2013

LANDOVER

Policy Committee of the FELRA & UFCW Pension Fund
c/o Mr. William R. Jensen
President
Associated Administrators, LLC
4301 Garden City Drive, Suite 201
Landover, Maryland 20785

FEB 25 2013

Re: Engagement Letter for 2013

Dear Trustees:

This letter represents our proposed fees for the year 2013, pursuant to Section 2 of the Consulting Agreement between Cheiron and the Food Employees Labor Relations Association & United Food and Commercial Workers Pension Fund dated March 27, 2003.

A) Retainer –The Annual fee for 2013 retainer services will decrease from \$83,046 (\$6,920.50 per month) to \$55,000 (\$4,583.33 per month) since future benefits are being earned under the Mid-Atlantic UFCW & Participating Employers Pension Fund effective January 1, 2013. The retainer fee covers the following services for the FELRA Pension Fund only:

1. Conduct an annual valuation of the Pension Fund including all standard required exhibits and disclosures as well as a detailed review and summary discussion of the Fund's assets and liabilities, funded status, historical trends, and future projections. This will result in a formal written report.
2. Attend one annual Board of Trustees meeting for the purpose of presenting the annual valuation report. The presentation will include an historical trend analysis and deterministic and stochastic forecast projections using Cheiron's proprietary *P-scan* interactive modeling tool.
3. Attend up to three additional Trustee/Policy Committee meetings per year.
4. Respond to the annual disclosure request of the Fund auditor.
5. Prepare the Schedule MB attachment to the annual Form 5500 filing.
6. Provide other Fund professionals any additional information required from the Fund auditor in regard to the standard annual government and PBGC filings. Ad-hoc brief discussions with other Fund professionals that do not require follow-up work or communications.

B) Non-Retainer – With respect to special consulting projects, Cheiron's billing rates for our actuarial analysts and consultants during calendar year 2013 will range between \$142 and \$458 per hour.

We look forward to working with you and the Trustees during 2013.

Sincerely,
Cheiron

Kevin Woodrich, FSA
Principal Consulting Actuary

cc: Gene Kalwarski, FSA



ADMINISTRATIVE MANAGER'S REPORT

FELRA & UFCW
PENSION FUND
FOURTH QUARTER 2012

ADMINISTRATIVE MANAGER'S REPORT

FULL TIME
FOURTH QUARTER 2012

CONTRIBUTIONS

<u>COMPANY</u>	<u>RATE</u>	<u>PARTICIPANTS</u>	<u>CONTRIBUTIONS</u>
ACME	\$1,156.63	56	\$193,157
ACME TIER 2	1.71	125	118,152
BASICS	1.54	1	798
EDDIES ST. PAUL	2.30	1	1,196
GIANT	1,156.63	976	3,385,770
GIANT GM	716.84	5	11,469
GIANT TIER 2	1.71	3,023	2,302,552
GIANT SERVICE CLERKS L. 27	0.90	17	6,521
SAFEWAY	1,156.63	444	1,540,631
SAFEWAY DELAWARE ¹	1.71	105	89,177
SAFEWAY TIER 2 ¹	1.71	2,083	1,815,005
SAFEWAY SERVICE CLERKS L. 27 ¹	0.90	33	15,319
SHOPPERS	618.36	1	1,854
TOTAL		6,870	\$9,481,601

¹INCLUDES ADJUSTMENTS FOR PRIOR MONTHS WITH PRIOR RATES

**FULL TIME
FOURTH QUARTER 2012
EXPENSES**

BENEFIT EXPENSES

CATEGORY	AMOUNT
PENSION BENEFITS	\$26,793,610

SUBTOTAL	\$26,793,610
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OPERATING EXPENSES

CATEGORY	AMOUNT
ADMINISTRATION	\$316,233
ACCOUNTING	24,367
ACCURINT	222
ACTUARIAL & CONSULTING	12,455
AQR GLOBAL	15,303
BNY CONVERGEX	994
BONDING & INSURANCE	360
ENTRAST/ADMIRAL	36,470
FIFTH THIRD BANK	10,147
GRYPHON INV. CORP	19,071
I.F.E.B.P.	317
INCOME RESEARCH & MGMT	4,496
INTECH INV MGMT	4,573
INV PERFORMANCE	12,465
JPM CB MANAGEMENT FEES	65,691
LAZARD FRERES	8,906
LEGAL	29,964
MEETING	45
NEW ENGLAND PENSION	7,831
NWQ	12,198
PBGC	(1,221)
PNC	8,103
POSTAGE	3,566
PRINTING	879
PUTNAM	36,631
SEGALL BRYANT & HAMILL	3,496
TELEPHONE	808
WEDGE CAPITAL	14,536
WELLINGTON TRUST	53,208
WESTWOOD HOLDING	20,734
WINDHAVEN	29,043

SUBTOTAL	\$751,891
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TOTAL EXPENSES	\$27,545,501
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AVG. FULL TIME RETIREES	11,374	AVG. MONTHLY PAYOUT	\$785.23
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**FULL TIME
FOURTH QUARTER 2012
QUARTERLY RECAP**

	FIRST 2012	SECOND 2012	THIRD 2012	FOURTH 2012	TOTAL
CONTRIBUTIONS	\$10,045,265	\$9,974,727	\$9,532,610	\$9,481,601	\$39,034,203
MISCELLANEOUS	0	0	0	0	0

TOTAL INCOME	\$10,045,265	\$9,974,727	\$9,532,610	\$9,481,601	\$39,034,203
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BENEFIT EXPENSES					
PENSION BENEFITS	\$26,649,795	\$26,695,113	\$26,733,593	\$26,793,610	\$106,872,111
SUBTOTAL	\$26,649,795	\$26,695,113	\$26,733,593	\$26,793,610	\$106,872,111

OPERATING EXPENSES					
ADMINISTRATION	\$308,027	\$316,686	\$316,074	\$316,233	\$1,257,020
OTHER	601,187	741,537	519,289	435,658	2,297,671
SUBTOTAL	\$909,214	\$1,058,223	\$835,363	\$751,891	\$3,554,691

TOTAL EXPENSES	\$27,559,009	\$27,753,336	\$27,568,956	\$27,545,501	\$110,426,802
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TOTAL INCOME	\$10,045,265	\$9,974,727	\$9,532,610	\$9,481,601	\$39,034,203
TOTAL EXPENSES	\$27,559,009	\$27,753,336	\$27,568,956	\$27,545,501	\$110,426,802
SURPLUS (DEFICIT)	(\$17,513,744)	(\$17,778,609)	(\$18,036,346)	(\$18,063,900)	(\$71,392,599)

AVERAGE INCOME	\$468.25	\$462.82	\$452.64	\$460.05	\$460.94
AVERAGE EXPENSES	\$1,284.62	\$1,287.74	\$1,309.07	\$1,336.51	\$1,304.49
SURPLUS (DEFICIT)	(\$816.37)	(\$824.92)	(\$856.43)	(\$876.46)	(\$843.55)

TOTAL PARTICIPANTS	7,151	7,184	7,020	6,870	7,056
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**FULL TIME
2011
QUARTERLY RECAP**

	FIRST 2011	SECOND 2011	THIRD 2011	FOURTH 2011	TOTAL
CONTRIBUTIONS	\$9,825,094	\$10,908,924	\$10,257,103	\$10,504,473	\$41,495,594
MISCELLANEOUS	0	0	0	0	0

TOTAL INCOME	\$9,825,094	\$10,908,924	\$10,257,103	\$10,504,473	\$41,495,594
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BENEFIT EXPENSES					
PENSION BENEFITS	\$26,463,840	\$26,422,041	\$26,808,004	\$26,434,615	\$106,128,500
SUBTOTAL	\$26,463,840	\$26,422,041	\$26,808,004	\$26,434,615	\$106,128,500

OPERATING EXPENSES					
ADMINISTRATION	\$316,466	\$315,461	\$313,977	\$313,784	\$1,259,688
OTHER	641,332	547,700	468,149	446,135	2,103,316
SUBTOTAL	\$957,798	\$863,161	\$782,126	\$759,919	\$3,363,004

TOTAL EXPENSES	\$27,421,638	\$27,285,202	\$27,590,130	\$27,194,534	\$109,491,504
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TOTAL INCOME	\$9,825,094	\$10,908,924	\$10,257,103	\$10,504,473	\$41,495,594
TOTAL EXPENSES	\$27,421,638	\$27,285,202	\$27,590,130	\$27,194,534	\$109,491,504
SURPLUS (DEFICIT)	(\$17,596,544)	(\$16,376,278)	(\$17,333,027)	(\$16,690,061)	(\$67,995,910)

AVERAGE INCOME	\$407.60	\$460.82	\$458.19	\$476.59	\$450.80
AVERAGE EXPENSES	\$1,137.59	\$1,152.59	\$1,232.47	\$1,233.82	\$1,189.12
SURPLUS (DEFICIT)	(\$730.00)	(\$691.77)	(\$774.28)	(\$757.23)	(\$738.32)

TOTAL PARTICIPANTS	8,035	7,891	7,462	7,347	7,684
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PART TIME
FOURTH QUARTER 2012

CONTRIBUTIONS

<u>COMPANY</u>	<u>RATE</u>	<u>PARTICIPANTS</u>	<u>CONTRIBUTIONS</u>
ACME	\$428.23	12	\$15,417
ACME TIER 2	1.71	256	151,033
ACME PHARMACY	0.90	3	1,231
BASICS	1.54	1	382
GIANT	428.23	211	271,071
GIANT TIER 2	1.71	7,631	3,876,353
GIANT SERVICE CLERKS L. 27	0.90	196	43,620
SAFEWAY	428.23	35	44,964
SAFEWAY DELAWARE ¹	1.71	177	96,968
SAFEWAY TIER 2 ¹	1.71	3,643	2,142,491
SAFEWAY SERVICE CLERKS L. 27 ¹	0.90	225	63,961

TOTAL

12,390

\$6,707,491

¹INCLUDES ADJUSTMENTS FOR PRIOR MONTHS WITH PRIOR RATES

PART TIME
FOURTH QUARTER 2012
EXPENSES

BENEFIT EXPENSES

CATEGORY	AMOUNT
PENSION BENEFITS	\$7,935,102

SUBTOTAL	\$7,935,102
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OPERATING EXPENSES

CATEGORY	AMOUNT
ADMINISTRATION	\$279,670
ACCOUNTING	43,318
ACCURINT	394
ACTUARIAL & CONSULTING	22,141
AQR GLOBAL	27,204
BNY CONVERGEX	1,767
BONDING & INSURANCE	640
ENTRUST/ADMIRAL	64,835
FIFTH THIRD BANK	18,040
GRYPHON INV. CORP	33,903
I.F.E.B.P.	563
INCOME RESEARCH & MGMT	7,993
INTECH INV MGMT	8,129
INV PERFORMANCE	22,160
JPM CB MANAGEMENT FEES	116,783
LAZARD FRERES	15,834
LEGAL	53,269
MEETING	79
NEW ENGLAND PENSION	13,923
NWQ	21,686
PBGC	(2,172)
PNC	14,406
POSTAGE	6,339
PRINTING	1,562
PUTNAM	65,123
SEGALL BRYANT & HAMILL	6,216
TELEPHONE	1,437
WEDGE CAPITAL	25,842
WELLINGTON TRUST	94,591
WESTWOOD HOLDING	36,860
WINDHAVEN	51,633

SUBTOTAL	\$1,054,168
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TOTAL EXPENSES	\$8,989,270
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AVG. PART TIME RETIREES 6,014 AVG. MONTHLY PAYOUT \$439.81

**PART TIME
FOURTH QUARTER 2012
QUARTERLY RECAP**

	FIRST 2012	SECOND 2012	THIRD 2012	FOURTH 2012	TOTAL
CONTRIBUTIONS	\$6,605,274	\$6,825,692	\$6,598,727	\$6,707,491	\$26,737,184
MISCELLANEOUS	0	0	0	0	0

TOTAL INCOME	\$6,605,274	\$6,825,692	\$6,598,727	\$6,707,491	\$26,737,184
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BENEFIT EXPENSES					
PENSION BENEFITS	\$7,801,152	\$7,657,471	\$7,787,615	\$7,935,102	\$31,181,340
SUBTOTAL	\$7,801,152	\$7,657,471	\$7,787,615	\$7,935,102	\$31,181,340

OPERATING EXPENSES					
ADMINISTRATION	\$273,007	\$281,299	\$278,861	\$279,670	\$1,112,837
OTHER	1,068,780	1,318,284	923,186	774,498	4,084,748
SUBTOTAL	\$1,341,787	\$1,599,583	\$1,202,047	\$1,054,168	\$5,197,585

TOTAL EXPENSES	\$9,142,939	\$9,257,054	\$8,989,662	\$8,989,270	\$36,378,925
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TOTAL INCOME	\$6,605,274	\$6,825,692	\$6,598,727	\$6,707,491	\$26,737,184
TOTAL EXPENSES	\$9,142,939	\$9,257,054	\$8,989,662	\$8,989,270	\$36,378,925
SURPLUS (DEFICIT)	(\$2,537,665)	(\$2,431,362)	(\$2,390,935)	(\$2,281,779)	(\$9,641,741)

AVERAGE INCOME	\$173.16	\$180.59	\$177.04	\$180.45	\$177.81
AVERAGE EXPENSES	\$239.69	\$244.92	\$241.19	\$241.84	\$241.91
SURPLUS (DEFICIT)	(\$66.53)	(\$64.33)	(\$64.15)	(\$61.39)	(\$64.10)

TOTAL PARTICIPANTS	12,715	12,599	12,424	12,390	12,532
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PART TIME
2011
QUARTERLY RECAP

	FIRST 2011	SECOND 2011	THIRD 2011	FOURTH 2011	TOTAL
CONTRIBUTIONS	\$6,139,900	\$7,121,041	\$6,922,073	\$7,332,484	\$27,515,498
MISCELLANEOUS	0	0	0	0	0

TOTAL INCOME	\$6,139,900	\$7,121,041	\$6,922,073	\$7,332,484	\$27,515,498
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BENEFIT EXPENSES					
PENSION BENEFITS	\$7,335,289	\$7,479,900	\$7,528,752	\$7,598,758	\$29,942,699
SUBTOTAL	\$7,335,289	\$7,479,900	\$7,528,752	\$7,598,758	\$29,942,699

OPERATING EXPENSES					
ADMINISTRATION	\$267,920	\$278,838	\$278,413	\$278,640	\$1,103,811
OTHER	1,089,740	946,110	832,266	793,128	3,661,244
SUBTOTAL	\$1,357,660	\$1,224,948	\$1,110,679	\$1,071,768	\$4,765,055

TOTAL EXPENSES	\$8,692,949	\$8,704,848	\$8,639,431	\$8,670,526	\$34,707,754
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TOTAL INCOME	\$6,139,900	\$7,121,041	\$6,922,073	\$7,332,484	\$27,515,498
TOTAL EXPENSES	\$8,692,949	\$8,704,848	\$8,639,431	\$8,670,526	\$34,707,754
SURPLUS (DEFICIT)	(\$2,553,049)	(\$1,583,807)	(\$1,717,358)	(\$1,338,042)	(\$7,192,256)

AVERAGE INCOME	\$149.90	\$174.14	\$175.72	\$187.28	\$171.76
AVERAGE EXPENSES	\$212.24	\$212.87	\$219.31	\$221.45	\$216.47
SURPLUS (DEFICIT)	(\$62.33)	(\$38.73)	(\$43.59)	(\$34.17)	(\$44.71)

TOTAL PARTICIPANTS	13,653	13,631	13,131	13,051	13,367
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**COMBINED
2012
QUARTERLY RECAPS**

	FIRST 2012	SECOND 2012	THIRD 2012	FOURTH 2012	TOTAL
CONTRIBUTIONS	\$16,650,539	\$16,800,419	\$16,131,337	\$16,189,092	\$65,771,387
INTEREST & DIVIDENDS	2,567,717	2,629,551	2,711,755	2,875,632	10,784,655
TRANSFERS FROM ASSETS ¹	18,102,096	17,324,297	20,069,324	19,611,809	75,107,526
WITHDRAWAL LIABILITY ²	152,258	152,258	152,258	152,258	609,032
MISCELLANEOUS ³	10,953	379,059	63,600	146,986	600,598

TOTAL INCOME	\$37,483,563	\$37,285,584	\$39,128,274	\$38,975,777	\$152,873,198
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BENEFIT EXPENSES					
PENSION BENEFITS	\$34,450,947	\$34,352,584	\$34,521,208	\$34,728,712	\$138,053,451
SUBTOTAL	\$34,450,947	\$34,352,584	\$34,521,208	\$34,728,712	\$138,053,451

OPERATING EXPENSES					
ADMINISTRATION	\$581,034	\$597,985	\$594,935	\$595,903	\$2,369,857
OTHER	1,669,967	2,059,821	1,442,475	1,210,156	6,382,419
SUBTOTAL	\$2,251,001	\$2,657,806	\$2,037,410	\$1,806,059	\$8,752,276

TOTAL EXPENSES	\$36,701,948	\$37,010,390	\$36,558,618	\$36,534,771	\$146,805,727
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TOTAL INCOME	\$37,483,563	\$37,285,584	\$39,128,274	\$38,975,777	\$152,873,198
TOTAL EXPENSES	\$36,701,948	\$37,010,390	\$36,558,618	\$36,534,771	\$146,805,727
SURPLUS (DEFICIT)	\$781,615	\$275,194	\$2,569,656	\$2,441,006	\$6,067,471

TOTAL PARTICIPANTS	19,866	19,783	19,444	19,260	26,118
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¹TRANSFERS FROM ASSETS FOR THE PAYMENT OF BENEFIT EXPENSES

²WITHDRAWAL LIABILITY PAYMENTS RECEIVED AS OF 12/31/12

³LITIGATION SETTLEMENTS:

\$21 AMAZON COM
49 COLBURN FAIR
19,919 CREDIT SUISSE GROUP
66 DORAL
75 GILED SCIENCES INC
65,217 IPO
1,020 MAXIM INTEGRATED
6,750 MCCLATCHY
311 MICRON TECH
34,407 SUNOCO
235 SEMTECH
3,829 UNITED RENTALS INC
25 VERITAS
15,000 WMG
62 XEROX CORP
<u>\$146,986</u>

COMBINED
2011
QUARTERLY RECAPS

	FIRST 2011	SECOND 2011	THIRD 2011	FOURTH 2011	TOTAL
CONTRIBUTIONS	\$15,964,994	\$18,029,965	\$17,179,176	\$17,836,957	\$69,011,092
INTEREST & DIVIDENDS	2,387,123	3,187,761	2,566,721	2,807,437	10,949,042
TRANSFERS FROM ASSETS ¹	32,116,316	7,148,638	22,736,790	14,575,620	76,577,364
WITHDRAWAL LIABILITY ²	152,258	152,258	152,258	152,258	609,032
MISCELLANEOUS ³	60,386	32,994	8,847	59,692	161,919

TOTAL INCOME	\$50,681,077	\$28,551,616	\$42,643,792	\$35,431,964	\$157,308,449
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BENEFIT EXPENSES					
PENSION BENEFITS	\$33,799,129	\$33,901,941	\$34,336,756	\$34,033,373	\$136,071,199
SUBTOTAL	\$33,799,129	\$33,901,941	\$34,336,756	\$34,033,373	\$136,071,199

OPERATING EXPENSES					
ADMINISTRATION	\$584,386	\$594,299	\$592,390	\$592,424	\$2,363,499
OTHER	1,731,072	1,493,810	1,300,415	1,239,263	5,764,560
SUBTOTAL	\$2,315,458	\$2,088,109	\$1,892,805	\$1,831,687	\$8,128,059

TOTAL EXPENSES	\$36,114,587	\$35,990,050	\$36,229,561	\$35,865,060	\$144,199,258
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TOTAL INCOME	\$50,681,077	\$28,551,616	\$42,643,792	\$35,431,964	\$157,308,449
TOTAL EXPENSES	\$36,114,587	\$35,990,050	\$36,229,561	\$35,865,060	\$144,199,258
SURPLUS (DEFICIT)	\$14,566,490	(\$7,438,434)	\$6,414,231	(\$433,096)	\$13,109,191

TOTAL PARTICIPANTS	21,688	21,522	20,593	20,398	21,050
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¹TRANSFERS FROM ASSETS FOR THE PAYMENT OF BENEFIT EXPENSES

²WITHDRAWAL LIABILITY PAYMENTS RECEIVED AS OF 12/31/11

³LITIGATION SETTLEMENTS:

\$1,384 COMVERSE
11,410 FIFTH THIRDS
36 HONEYWELL INTL
1,853 INTECH
2,452 MERIDIAN
631 NWQ
80 SARA LEE
577 SCHERING PLOUGH
552 TAKE TWO INTERACTIVE SOFTWARE
175 TYCO
40,542 WEDGE
\$59,692

DELINQUENCIES
FOURTH QUARTER 2012

NONE

**PENSION ROLL
FOURTH QUARTER 2012**

FULL TIME ROLL	
PENSION ROLL AS OF:	9-30-12
DEATH AS OF:	12-31-12
PEN. APPROVED AS OF:	12-31-12
ADJUSTMENTS AS OF:	12-31-12
PENSION ROLL AS OF:	12-31-12

RETIREEES	MONTHLY PAYOUT
11,403	\$8,800,337
(86)	(\$56,833)
146	\$122,360
(91)	(\$94,375)
11,372	\$8,771,489

FULL TIME PENSION DISTRIBUTION	
NORMAL	
EARLY - NON REDUCED	
EARLY - REDUCED	
30 & OUT	
DISABILITY	
DEF. VESTED	
EARLY VESTED	
PRE-RETIREMENT JOINT & SURVIVOR	
POST RETIREMENT JOINT & SURVIVOR	
GUARANTEED PAY	
SEVENTY 1/2	
ALTERNATE PAYEE - QDRO	
DEATH BENEFIT ANNUITY	

RETIREEES	MONTHLY PAYOUT
836	\$701,587
1,670	\$2,020,667
718	\$317,971
3,946	\$4,288,479
248	\$181,449
1,511	\$369,645
806	\$251,737
326	\$74,119
1,034	\$427,469
42	\$42,579
0	\$0
151	\$57,619
84	\$38,168

FULL TIME TOTAL

11,372	\$8,771,489
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PART TIME ROLL	
PENSION ROLL AS OF:	9-30-12
DEATH AS OF:	12-31-12
PEN. APPROVED AS OF:	12-31-12
ADJUSTMENTS AS OF:	12-31-12
PENSION ROLL AS OF:	12-31-12

RETIREEES	MONTHLY PAYOUT
5,987	\$2,530,908
(35)	(\$10,952)
164	\$54,091
(90)	(\$27,613)
6,026	\$2,546,434

PART TIME PENSION DISTRIBUTION	
NORMAL	
EARLY - NON REDUCED	
EARLY - REDUCED	
30 & OUT	
DISABILITY	
DEF. VESTED	
EARLY VESTED	
PRE-RETIREMENT JOINT & SURVIVOR	
POST RETIREMENT JOINT & SURVIVOR	
GUARANTEED PAY	
SEVENTY 1/2	
ALTERNATE PAYEE - QDRO	
DEATH BENEFIT ANNUITY	

RETIREEES	MONTHLY PAYOUT
852	\$317,056
780	\$583,959
752	\$238,320
896	\$792,899
209	\$88,613
1,536	\$285,325
581	\$149,568
124	\$17,751
219	\$49,954
28	\$12,277
1	\$205
24	\$5,144
24	\$5,363

PART TIME TOTAL

-12-

6,026	\$2,546,434
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PROPRIETARY INFORMATION: THIS REPORT BELONGS TO FELRA AND UFCW PENSION FUND

**PENSION ROLL
COMBINED
FOURTH QUARTER 2012**

PENSION ROLL	
PENSION ROLL AS OF:	9-30-12
DEATH AS OF:	12-31-12
PEN. APPROVED AS OF:	12-31-12
ADJUSTMENTS AS OF:	12-31-12
PENSION ROLL AS OF:	12-31-12

RETIREEES	MONTHLY PAYOUT
17,390	\$11,331,245
(121)	(\$67,785)
310	\$176,451
(181)	(\$121,988)
17,398	\$11,317,923

PENSION DISTRIBUTION	
NORMAL	
EARLY - NON REDUCED	
EARLY - REDUCED	
30 & OUT	
DISABILITY	
DEF. VESTED	
EARLY VESTED	
PRE-RETIREMENT JOINT & SURVIVOR	
POST RETIREMENT JOINT & SURVIVOR	
GUARANTEED PAY	
SEVENTY 1/2	
ALTERNATE PAYEE - QDRO	
DEATH BENEFIT ANNUITY	

RETIREEES	MONTHLY PAYOUT
1,688	\$1,018,643
2,450	\$2,604,626
1,470	\$556,291
4,842	\$5,081,378
457	\$270,062
3,047	\$654,970
1,387	\$401,305
450	\$91,870
1,253	\$477,423
70	\$54,856
1	\$205
175	\$62,763
108	\$43,531

TOTAL

17,398	\$11,317,923
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**FOOD EMPLOYERS LABOR RELATIONS ASSOCIATION
AND UNITED FOOD & COMMERCIAL WORKERS PENSION FUND
DELETE DECEASED 4TH QUARTER 2012
LOCAL 1776**

STATUS FT/PT	NAME	DATE DECEASED	EMPLOYER	BENEFIT AMOUNT	TYPE OF PENSION
PT	Eshleman, Julia D.	08/21/12	Acme	130.56	N
PT	Eyer, Mildred	08/27/12	Super Fresh	575.56	N
FT	George, Miriam	09/16/12	Acme	369.85	N
PT	Swartz, Theda	10/27/12	Super Fresh	123.75	V

**FOOD EMPLOYERS LABOR RELATIONS ASSOCIATION
AND UNITED FOOD & COMMERCIAL WORKERS PENSION FUND
DELETE DECEASED 4TH QUARTER 2012
LOCAL 27**

STATUS FT/PT	NAME	DATE DECEASED	EMPLOYER	BENEFIT AMOUNT	TYPE OF PENSION
FT	Adkins, Samuel L.	08/05/12	Super Fresh	465.03	3
FT	Baublitz, George	09/07/12	Giant	1,518.37	EN
FT	Beynon, Katherine	09/15/12	Super Fresh	518.69	E
PT	Canfield, Patricia	08/14/12	Grand Union	130.07	X
PT	Coggins, Ruth	10/26/12	Super Fresh	371.89	N
FT	Coleman, Ruth	10/15/12	Super Fresh	502.03	EN
PT	Collins, Birdie	07/15/12	Super Fresh	144.67	V
PT	Dahn, Louise	10/23/12	Super Fresh	136.50	V
FT	Dashler, Mildred	08/03/12	Super Fresh	187.17	V
FT	Davis, Josephine	08/26/12	Food-A-Rama	344.92	E
FT	Dietrich, Lillian	09/11/12	Super Fresh	529.22	E
FT	Fields, Harriett	10/23/12	Food Fair	252.11	V
FT	Fink, Charles	09/08/12	Acme	939.81	EN
FT	Goss, Dolores	08/18/12	Giant	1,589.91	N
FT	Hipkins, Walter	10/16/12	Super Fresh	606.68	3
FT	Hose, Gwaylon	08/31/12	Acme	705.11	3
FT	Hundermark, Robert	09/17/12	Super Fresh	223.89	3
FT	Kasulen, Anthony	06/30/12	Super Fresh	172.29	V
FT	Kerin, George	09/12/12	Giant	1,268.70	D
FT	Kulacki, Theresa	09/20/12	Food Fair	368.42	E
FT	Lacher, Norman	10/14/12	Safeway	498.56	3
FT	Lanzo, Carmella	09/14/12	Super Fresh	395.81	E
PT	Matthews, Geraldine	07/30/12	Super Fresh	356.25	NR
PT	Maxwell, Lydia	09/04/12	Food Fair	94.46	V
FT	Mazzie, Doris H.	08/10/12	Staff	251.78	EN
PT	Miller, Loretta	10/30/12	Food Fair	132.21	V
PT	Miller, Norma	10/11/12	Giant	261.60	E
PT	Moore, Mary L.	08/27/12	Acme	215.13	X
FT	Parrish, William	10/28/12	Giant	184.06	V
PT	Peller, Pearl	09/19/12	Giant	866.25	3
PT	Penn, Frances	09/09/12	Giant	855.86	3
FT	Pleasant, James	06/07/12	Filberts	314.93	V
PT	Price, Joyce	09/05/12	Super Fresh	228.94	E
PT	Prietz, Sondra	06/29/12	Giant	240.00	NR
FT	Randall, Hazel	09/17/12	Super Fresh	72.53	JX
FT	Reinsfelder, James	09/13/12	Food Fair	284.65	X
FT	Rund, William	09/04/12	Safeway	917.32	3
PT	Scanlon, Marguerite M.	07/31/12	Super Fresh	935.00	3
FT	Seltzer, Betty L.	08/04/12	Super Fresh	476.43	J
FT	Smith, Walter	08/05/12	Food Fair	336.31	E
FT	Tumminello, Loretta	10/17/12	Food Fair	188.64	V
PT	Turchetta, Joseph	10/14/12	Giant	44.21	V
FT	Young, Mary	08/26/12	Acme	626.05	EN

**FOOD EMPLOYERS LABOR RELATIONS ASSOCIATION
AND UNITED FOOD & COMMERCIAL WORKERS PENSION FUND
DELETE DECEASED 4TH QUARTER 2012
LOCAL 400**

STATUS FT/PT	NAME	DATE DECEASED	EMPLOYER	BENEFIT AMOUNT	TYPE OF PENSION
FT	Bell, George M.	08/17/12	Greenbelt Scan	479.14	N
FT	Bailey, Calvin	09/09/12	Giant	863.21	E
FT	Beavers, Winston	09/29/12	Safeway	893.51	EN
FT	Burke, Alma F.	08/05/12	Giant	657.46	3
FT	Carle, Helen	08/28/12	Safeway	584.20	J
FT	Chaney, Whitmal W.	07/24/12	Acme	1,028.14	EN
FT	Chase, Laverne	08/05/12	Safeway	332.00	V
FT	Chite, Carl	10/14/12	Safeway	428.91	N
FT	Christensen, Francis	09/02/12	Giant	1,312.93	3
FT	Coffren, Richard	09/27/12	Safeway	1,515.16	EN
FT	Cook, Alvin	10/01/12	Safeway	1,221.88	EN
FT	Cookston, Lillie C.	08/17/12	Super Fresh	451.21	E
FT	Critzer, Gene T.	08/01/12	Safeway	1,855.00	EN
FT	Cronin, Betty	11/10/12	Grand Union	501.92	N
FT	Dales, Maxine N.	08/28/12	Giant	602.14	J
PT	Dumal, Michael	09/24/12	Safeway	752.40	EN
FT	Dwyer, Lonnie	10/05/12	Grand Union	422.75	3
PT	Feaganes, Gustava	09/30/12	Grand Union	311.30	E
FT	Fenton, Frances	10/02/12	Safeway	460.45	E
PT	Fields, Gerald E.	08/19/12	Safeway	240.10	X
FT	Freeman, Beulah	09/30/12	Safeway	529.98	EN
FT	Garner, Thomas M.	08/08/12	Food Fair	338.00	V
FT	Garrison, Vonda	07/26/12	Giant	476.93	E
FT	Geiger, Ronald A.	08/14/12	Safeway	2,018.75	EN
PT	Goldsmith, Mary	10/25/12	Safeway	165.00	N
FT	Gudger, Lenora	10/28/12	Safeway	883.76	EN
PT	Hansen, Jytte	02/17/12	Safeway	291.04	E
FT	Hardesty, Evelyn	10/01/12	Super Fresh	151.27	JX
FT	Hardy, Rose	07/07/12	Giant	489.20	N
FT	Herndon, Frances	10/19/12	Safeway	389.86	J
FT	Herndon, Frances	10/19/12	Safeway	923.63	EN
FT	Hough, Catherine	09/21/12	Safeway	798.95	J
PT	Janosko, Irene	08/23/12	Greenbelt Scan	263.10	E
FT	Jones, Joanne	09/22/12	Safeway	462.62	E
FT	Kelly, Sr., Gary H.	08/18/12	Super Fresh	110.53	V
PT	Kohler, Sonja	09/05/12	Safeway	492.60	N
FT	Kreczmer, Elmer	09/05/12	Giant	589.83	3
PT	Lamb, Lillian	05/16/12	Giant	588.00	N
PT	Lebert, Kenneth	08/03/12	Safeway	121.10	VNR
FT	Lee, Bobby S.	08/19/12	Safeway	629.90	EN
FT	Livingston, John	08/30/12	Safeway	1,116.13	3
FT	Livingston, John	08/30/12	Safeway	436.81	J
FT	Lowe, Harry	09/19/12	Giant	1,054.77	3
FT	Magnus, Nellie S.	08/21/12	Safeway	403.18	N
FT	Mawyer, Dorothy	10/02/12	Giant	615.19	EN
FT	McGolerick, Woodrow	09/10/12	Safeway	604.37	EN
FT	Miller, Beatrice	08/09/12	Safeway	375.90	J
FT	Miller, Nelson	09/11/12	Safeway	766.95	3

**FOOD EMPLOYERS LABOR RELATIONS ASSOCIATION
AND UNITED FOOD & COMMERCIAL WORKERS PENSION FUND
DELETE DECEASED 4TH QUARTER 2012
LOCAL 400**

STATUS FT/PT	NAME	DATE DECEASED	EMPLOYER	BENEFIT AMOUNT	TYPE OF PENSION
PT	Money, Leon H.	08/19/12	Giant	87.16	V
PT	Morgan, Jean	08/25/12	Safeway	284.23	X
PT	Mutchler, Judith	07/08/12	Giant	212.00	V
FT	Newbrough, Jack	07/18/12	Safeway	812.30	3
PT	Novack, Florence M.	08/29/12	Giant	46.14	J
FT	Oliver, Erma L.	08/18/12	Safeway	389.33	J
FT	Owens, Robert	09/17/12	Safeway	1,561.38	3
PT	Payne, Robert	08/23/12	Safeway	235.58	X
FT	Perry, Beulah M.	08/07/12	Safeway	502.53	E
PT	Pruett, Samuel	09/17/12	Giant	507.57	EN
FT	Raikes, Derrick	09/20/12	Safeway	1,117.40	3
FT	Rivera, Antoinette	05/25/12	Giant	1,507.32	3
PT	Rust, Bettie	10/19/12	Super Fresh	240.00	N
FT	Saboy, Francis	10/28/12	Giant	1,323.90	EN
FT	Schools, Patsy M.	08/09/12	Giant	1,045.30	EN
FT	Shelton, Alice	09/22/12	Safeway	300.00	Q
FT	Steelman, Jesse L.	08/08/12	Safeway	934.25	3
PT	Steinbart, Ronald	10/01/12	Safeway	271.60	E
FT	Talbert, Laura	10/18/12	Giant	1,373.70	3
FT	Theimer, Paul M.	08/28/12	Super Fresh	262.26	EN
FT	Thompson, Margaret	07/18/12	Safeway	650.83	J
FT	Tompkins, Robert	08/15/12	Safeway	262.60	J
FT	Wade, Richard	09/14/12	Safeway	120.32	J
FT	Wadley, Elsie M.	08/18/12	Safeway	144.08	V
FT	Waters, John	09/03/12	Safeway	1,468.80	EN
FT	Wyant, Carl	11/02/12	Memco	171.36	V

APPLICATIONS SUBMITTED FOR APPROVAL

FOURTH QUARTER 2012

STATUS	NAME	AGE	EMPLOYER	TIER	LOCAL	EFEC DATE	TYPE	RECIP	FULL TIME YEARS	FULL TIME AMOUNT	PART TIME YEARS	PART TIME AMOUNT	JRS	PENSION AMOUNT
FT	DILWORTH, VIRGINIA - BENEFICIARY	70	ACME	I	27	01/01/12	J							1128.04
FT	HOSE, CHARLOTTE - BENEFICIARY	85	ACME	I	27	09/01/12	J							352.56
FT	MADIGAN, JANICE - BENEFICIARY	63	ACME	I	400	07/01/12	J							180.05
PT	PAYNE, JOHN - BENEFICIARY	55	ACME	I	27	06/01/09	P							154.60
FT	PHILLIPS, JOHN	61	ACME	I	27	07/01/00	EN		5.75	270.25			100	218.85
FT	RHINEHART, LEWIS	60	ACME	I	27	06/01/11	V		10.75	204.25	3.67	55.05	100	213.04
PT	SHANER, SHIRLEY	60	ACME	I	1776	10/01/12	V				11.92	107.28		142.50
PT	SERAKOWSKI, MILDRED	60	ACME	I	27	09/01/12	V				9.50	142.50		142.50
FT	SMITH, MARIAN - BENEFICIARY	84	ACME	I	27	07/01/12	J							588.41
PT*	COLEMAN, CLARA	54	ACME, PANTRY PRIDE	I	27	10/01/12	3		11.87	554.93	19.25	616.00		1170.93
FT	COLLINS, DEWITT	60	FILBERTS	NC	27	07/01/10	X		17.25	189.75				167.93
PT	HEINS, CHERYL - BENEFICIARY	52	FOOD-A-RAMA	NC	27	12/01/12	G							417.50
FT	AHMED, SHAKIRA	59	GIANT	II	400	08/01/12	D		8.25	206.25	2.25	33.75		240.00
PT	ALLISON, IRVIN	65	GIANT	II	400	11/01/11	VNR				9.00	135.00		135.00
FT	AXLER, HARRY	49	GIANT	I	400	10/01/12	3	Y	26.08	1225.76	3.17	101.44		1327.20
PT	BAKER, RONALD	41	GIANT	II	27	08/01/12	D				19.50	251.25		251.25
FT*	BAUMAN, MARK	48	GIANT	I	400	09/01/12	3		22.83	1075.32	7.50	240.00		1315.32
PT	BEALL, ELLEN	55	GIANT	II	400	04/01/09	X				15.00	225.00	50	81.55
FT*	BEMPONG, BEATRICE	61	GIANT	I	400	11/01/12	EN		31.83	1517.01	1.17	37.44	100	1435.07
PT*	BLANK, TERRI	60	GIANT	I	400	10/01/12	EN				37.83	1249.71		1249.71
FT	BLEVINS, BILLIE	60	GIANT	I	400	10/01/04	V		13.92	208.80				208.80
PT	BOOTS, ITALIA	70	GIANT	II	400	06/01/12	NR		10.00	250.00	15.50	232.50		482.50
PT*	CEBULA, DONALD	49	GIANT	I	400	09/01/12	3				30.33	972.21		972.21
FT	CHRISTENSEN, LOIS - BENEFICIARY	61	GIANT	I	400	12/01/12	J							656.46
PT	CHRISTIANI, MONIKA	55	GIANT	II	400	07/01/12	D				23.00	345.00		345.00
PT*	CONNOLLY, JOHN	66	GIANT	I	400	09/01/12	N		3.08	144.76	36.08	1200.73		1345.49
PT	CONSORTI, ANGELA	73	GIANT	II	400	07/01/12	NR				21.75	326.25		326.25
FT	CROSSMAN, MARY	61	GIANT	II	400	07/01/12	E		12.75	318.75	9.25	138.75		370.57
FT	DORSEY, MARIANN - BENEFICIARY	65	GIANT	I, II	400	08/01/12	J							710.35
PT	ECONOMAKIS, DESPINA - BENEFICIARY	77	GIANT	II	400	05/01/12	J							76.72
PT	FANSLER, ANNA	60	GIANT	I	400	08/01/12	V				19.67	590.10	66.23	526.90
PT	FASSELL, GERALDINE	62	GIANT	II	27	07/01/12	E		6.00	150.00	16.00	240.00	50	298.18
PT	FROOZI, FARIDEH	66	GIANT	II	400	08/01/12	NR				16.25	243.75	50	231.39
PT	FISHER, SHARON	67	GIANT	II	400	09/01/12	NR				7.75	116.25	50	105.87
PT	GARCIA-BALBON, MYRTHA	69	GIANT	II	400	07/01/12	NR				11.25	168.75		168.75
PT	GITTUS, TIMOTHY	56	GIANT	II	27	07/01/12	E		6.00	150.00	19.75	296.25	50	188.77
FT	GOFF, HELEN - BENEFICIARY	84	GIANT	II	400	01/01/12	G							271.37
FT	GREEN, ANTOINETTE - BENEFICIARY	41	GIANT	II	400	04/01/12	G							400.00
FT*	GUARNACCIA, RENATO	51	GIANT	I	27	09/01/12	3		20.83	980.76	9.42	301.44	100	1080.12
PT*	HALL, LORETTA - QDRO	55	GIANT	I	27	10/01/12	3		14.00	690.06	20.58	658.56		1218.26
PT	HALL, LOURDES	48	GIANT	I	400	09/01/12	3		8.92	419.25	21.08	674.56		1093.80
PT	HARRISON, SHARON	60	GIANT	I	27	11/01/09	V		3.58	114.20	15.00	240.00		354.20
FT	HARTSELL, CATHY	55	GIANT	II	27	07/01/12	D		12.50	265.00	9.00	90.00	100	320.40

APPLICATIONS SUBMITTED FOR APPROVAL
FOURTH QUARTER 2012

STATUS	NAME	AGE	EMPLOYER	TIER	LOCAL	EFEC DATE	TYPE	RECIP	FULL TIME YEARS	FULL TIME AMOUNT	PART TIME YEARS	PART TIME AMOUNT	J&S	PENSION AMOUNT
FT*	HENDRICK, CAROL	52	GIAIT	I	400	10/01/12	3		24.75	1177.81	7.33	234.56		1412.37
PT	HERRERA, MARIA	65	GIAIT	II	400	10/01/12	V				12.25	183.75	50	167.47
PT	HUNYADY, HELEN	62	GIAIT	II	400	07/01/12	D		7.75	193.75	17.50	262.50		456.25
FT*	HURNEY, DANIEL	58	GIAIT	I	400	10/01/12	3		40.00	1950.00				1950.00
FT	JADOONANAN, KRISHNA	67	GIAIT	II	400	08/01/12	VNR		15.00	375.00	2.00	30.00		405.00
PT	JOHNS, WILLIAM	66	GIAIT	II	400	10/01/11	NR				4.25	63.75		63.75
FT*	JOHNSON, ROBERT	55	GIAIT	I	400	09/01/12	3		27.67	1301.68	2.50	80.00		1381.68
PT	JOHNSON, STEPHEN	60	GIAIT	I	400	06/01/12	V				12.75	209.68	50	186.80
PT	KELLEY, LEIGH A - BENEFICIARY	32	GIAIT	II	400	07/01/12	G							210.00
FT	KLINE, RANDY	55	GIAIT	I	400	08/01/12	X		20.00	940.00	2.67	85.44		717.81
PT	KORINK, NANCY	65	GIAIT	II	400	05/01/10	VNR				10.75	107.50		107.50
FT*	LAMBIASI, THOMAS	56	GIAIT	I	400	11/01/12	3		35.50	1711.69	0.67	21.44		1733.13
PT	LANDI, ROXANNA - BENEFICIARY	60	GIAIT	I	400	09/01/12	J							252.18
PT	LONG, ZONA	71	GIAIT	II	27	08/01/12	NR				7.75	116.25		116.25
FT	LOPES, TONI	60	GIAIT	I	400	11/01/12	V		15.17	712.99	6.08	194.56		907.55
PT	LORENZ, PATRICIA	66	GIAIT	II	27	09/01/12	NR				19.25	288.75	50	264.70
FT	LOUGHNER, EVELYN	60	GIAIT	I	400	05/01/12	V		17.25	399.40	0.17	2.72		402.12
FT*	MACDOUGALL, DIANE	69	GIAIT	I	400	10/01/12	N		24.33	1195.92	13.08	418.56		1614.48
PT	MAGRAW, JOHN	55	GIAIT	I	27	03/01/11	X		9.67	435.15	11.98	332.40		537.29
PT*	MAINORD, DONNA	56	GIAIT	I	400	11/01/12	3				32.92	1068.04		1068.04
PT	MANZANARES, MARILYN	65	GIAIT	II	400	11/01/12	V				10.25	102.50		102.50
FT*	MCGINNIS, JOHN	54	GIAIT	I	400	07/01/12	D		28.67	1349.33	1.67	53.44		1402.77
FT	MCIVER, LONNIE	61	GIAIT	I	400	10/01/12	EN		26.17	1229.99	3.08	98.56		1328.55
FT	MCRABE, JAMES	43	GIAIT	II	400	06/01/12	D		16.75	418.75	6.00	90.00		508.75
PT	MESSINA, LINDA	65	GIAIT	II	27	05/01/10	VNR		1.75	43.75	7.75	116.25		160.00
PT	MEZZADRA, LINDA	65	GIAIT	II	27	11/01/12	V				8.75	121.25		121.25
FT	MOLL, MARINA - BENEFICIARY	63	GIAIT	II	400	03/01/12	G							199.07
PT	MONK, LOUIS	60	GIAIT	I	400	04/01/07	V				10.67	170.72		170.72
PT	MORGAN, ERROL	70	GIAIT	II	400	10/01/12	N		9.00	225.00	14.75	221.25	50	391.41
PT	MORRIS, JOHN - BENEFICIARY	52	GIAIT	I	400	09/01/12	J							1040.71
FT	MURPHY, GERALD	58	GIAIT	II	400	07/01/12	E		12.00	300.00	12.00	180.00	50	254.04
FT	NGUYEN, DIENTUONG	59	GIAIT	II	400	06/01/12	E		12.25	306.25	9.00	135.00	50	274.85
FT	NGUYEN, DUNG	70	GIAIT	II	400	06/01/12	NR		9.75	243.75	7.00	105.00	100	256.23
FT	NOAKES, JOYCE	65	GIAIT	II	400	06/01/10	V		7.00	92.40	1.00	6.60		99.00
FT	NOYES, JEFFREY	56	GIAIT	I	400	07/01/12	3	Y	10.42	489.74	3.25	104.00	68.23	520.18
PT	PENDELTON, FRANCES	69	GIAIT	II	27	03/01/12	NR				3.75	56.25		56.25
PT	POWELL, TERRI	60	GIAIT	I	400	05/01/12	V				12.33	197.28		197.28
FT*	RAHMAN, HISHAM	62	GIAIT	I	400	06/01/11	EN		33.92	1621.68			100	1343.56
PT*	RALEY, LYNN	50	GIAIT	I	400	11/01/12	3		11.67	548.49	18.67	598.77		1147.26
FT	RAWLINGS, ROBERT	65	GIAIT	II	400	11/01/12	N		11.00	275.00			100	248.77
PT	RECHIE, PATRICIA	60	GIAIT	I	400	11/01/10	V				15.08	348.18	50	322.03
PT	ROBINSON, ELIZABETH	59	GIAIT	II	27	09/01/12	D				17.25	172.50		172.50
FT	RUBY, DOROTHY	65	GIAIT	II	400	08/01/11	VNR		11.00	275.00	1.50	22.50		297.50

**APPLICATIONS SUBMITTED FOR APPROVAL
FOURTH QUARTER 2012**

STATUS	NAME	AGE	EMPLOYER	TIER	LOCAL	EFEC DATE	TYPE	RECIP	FULL TIME YEARS	FULL TIME AMOUNT	PART TIME YEARS	PART TIME AMOUNT	J&S	PENSION AMOUNT
FT	RUSSELL, SUSAN - BENEFICIARY	60	GIAIT	I	27	07/01/12	P							284.67
PT	SCHAD, BONNIE	69	GIAIT	II	27	06/01/12	NR				25.75	386.25		386.25
PT	SCHAPPAN, CHERYLE	65	GIAIT	II	400	09/01/12	V		9.50	190.00	3.25	32.50		222.50
PT	SEIFERT, LOREN	69	GIAIT	II	27	08/01/09	NR				7.25	108.75		108.75
PT	SHADE, MARY	67	GIAIT	II	400	06/01/10	VNR				8.00	120.00		120.00
FT	SHAWLER, CHARLES	58	GIAIT	I	27	08/01/11	3	Y	15.92	379.40	4.08	65.28		444.68
FT	SHIRLEY, DOUGLAS	53	GIAIT	I	400	07/01/12	3		23.75	1116.25	6.25	200.00	50	1203.97
FT	SHREVE, DENISE	60	GIAIT	I	400	05/01/12	V		11.67	525.15	4.67	140.10		665.25
FT	SMITH, MERCEDES - BENEFICIARY	69	GIAIT	I	400	09/01/12	J							130.76
PT	SPANGLER, SHARON	60	GIAIT	I	27	06/01/10	V				19.42	347.52		347.52
FT*	ST. CLAIR, WILLIAM	57	GIAIT	I	400	10/01/12	3		37.25	1801.50				1801.50
FT	STANLEY, LOIS	70	GIAIT	I	400	10/01/12	N		25.58	1202.26	4.17	133.44		1335.70
PT*	STARK, RONALD	65	GIAIT	I	27	11/01/12	N		13.25	708.50	29.00	928.00	75	1515.40
FT	THOMPSON, ROGER	60	GIAIT	I	27	09/01/10	V		12.50	258.04				258.04
FT	TOMPSETT, THOMAS	60	GIAIT	II	27	07/01/12	V		22.75	568.75			50	384.01
PT	TRINH, NGHI	73	GIAIT	II	400	05/01/10	NR				10.50	157.50	100	113.98
PT*	TROY, JEAN	53	GIAIT	I	400	10/01/12	3				31.58	1018.46		1018.46
FT	WALKER, ROBERT	65	GIAIT	II	27	02/01/10	VNR		9.75	243.75	1.75	26.25		270.00
FT	WALL, BETTY - BENEFICIARY	85	GIAIT	II	400	03/01/12	J							95.38
PT	WEHN, ROBYN - BENEFICIARY	58	GIAIT	I	27	10/01/12	PV							144.46
PT	WEISS, STEVEN	60	GIAIT	II	400	11/01/10	D	Y			7.00	105.00	100	85.03
FT	WELLS, DON	43	GIAIT	II	400	10/01/03	D		14.25	356.25	4.75	71.25	100	372.78
PT	WHITE, DENISE	55	GIAIT	I	27	08/01/12	X		9.42	423.90	10.25	307.50		511.98
FT*	WILLIAMS, RONALD	60	GIAIT	I	400	10/01/12	EN		38.17	1879.74	4.08	130.56		2010.30
PT	WINSLOW, FREDDIE - BENEFICIARY	62	GIAIT	II	400	09/01/12	PV							48.62
FT	Z'DERVELD, MARY	60	GIAIT	II	400	09/01/12	X		21.50	537.50	0.50	7.50		218.00
FT	SMITH, THOMAS	68	GIAIT, LUCKY/MEMCO	I	400	09/01/12	NR		16.08	321.60			50	258.31
FT*	PROCTOR, CHARLES	65	GIAIT, SAFEWAY	I	400	11/01/12	N		41.83	2048.82				2048.82
FT*	CEASE, LARRY	58	GIAIT, SUPER FRESH	I	400	11/01/12	3		36.58	1770.57	0.75	24.00	100	1481.68
FT	ALKIRE, RICHARD	60	GRAND UNION	I	400	07/01/07	V		11.58	231.60	0.42	6.72		238.32
FT	HARGIS, JOYCE - BENEFICIARY	69	GRAND UNION	I	400	08/01/12	J							136.69
FT	MITCHELL, WILLIAM	60	GRAND UNION	I	400	07/01/07	V		10.42	208.40			50	188.27
FT	SPRAGINS, ELMO	60	GRAND UNION	I	400	08/01/08	V		12.25	245.00				245.00
PT	BELL, SHARON - BENEFICIARY	60	GREENBELT	I	400	09/01/12	J							239.57
FT	DIXON, TERRY	55	LOCAL 400 STAFF	I	400	10/01/12	E		15.92	748.24			50	474.23
PT	GITTUS, TIMOTHY	56	MEMCO	I	27	07/01/12	E	Y	0.92	17.48	2.50	37.50	50	38.42
PT	STEVENS, KATHERINE	70	MEMCO	I	400	04/01/09	V		0.83	16.60	11.00	176.00	50	177.23
PT	ADELHARDT, HELEN	60	PANTRY PRIDE	I	27	01/01/08	V				12.92	167.96		167.96
PT	FINLEY, LINDA	60	PANTRY PRIDE	I	27	11/01/10	V				10.17	132.21		132.21
FT	HOFFMAN, DINAH - BENEFICIARY	67	PANTRY PRIDE	I	27	08/01/12	J							266.45
FT	LANAHAN, MICHAEL	60	PANTRY PRIDE	I	27	04/01/11	V		7.83	133.11	4.58	59.54	100	140.44
PT	ROHLFING, JUDITH	60	PANTRY PRIDE	I	27	11/01/10	V				13.17	171.21		171.21
PT	TILSON, JEAN	60	PANTRY PRIDE	I	27	11/01/02	V				10.17	132.21	50	120.05

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STATUS	NAME	AGE	EMPLOYER	TIER	LOCAL	EFREC DATE	TYPE	RECIP	FULL TIME YEARS	FULL TIME AMOUNT	PART TIME YEARS	PART TIME AMOUNT	J&S	PENSION AMOUNT
FT	TOMPSETT, THOMAS	60	PANTRY PRIDE	I	27	07/01/12	E	Y	0.67	11.39	7.00	91.00	50	92.80
FT	HENRY, LAWRENCE	60	PANTRY PRIDE	I	27	06/01/12	V		9.67	164.39	0.58	7.54		171.93
PT	ANDERSON, THOMAS	60	SAFEMAY	I	27	11/01/07	V				12.58	202.12	100	164.55
PT	AUMENT, LAURENCE	65	SAFEMAY	II	400	10/01/12	V				10.25	102.50		102.50
PT	BANKS-POPE-BELTON, CHARLENE	60	SAFEMAY	I	400	08/01/09	V		4.58	68.70	6.50	71.50		140.20
FT	BELLE, JEFFREY	40	SAFEMAY	II	400	05/01/12	D		12.25	306.25	6.00	90.00		396.25
FT*	BROWN, CORNELIA	55	SAFEMAY	I	400	09/01/12	3		32.92	1587.49	2.83	90.56		1678.05
FT	BROWN, JANICE - BENEFICIARY	42	SAFEMAY	I	400	01/01/12	G							178.00
FT	BRUST, KARL	60	SAFEMAY	I	400	04/01/07	V		13.92	278.40	5.50	88.00	50	337.27
FT	CHRISTIANSEN, PATRICIA - QDRO	59	SAFEMAY	I	400	03/01/11	D		20.25	951.75	8.00	256.00		791.06
FT	CHRISTIANSEN, VICTOR - ALT PAYEE	59	SAFEMAY	I	400	03/01/11	Q							416.69
PT	CLOUGH, JOANN	60	SAFEMAY	I	27	10/01/11	V				10.92	180.72	100	156.50
FT	COFFELT, JANICE - BENEFICIARY	72	SAFEMAY	I	400	07/01/12	J							264.72
FT	COFFREN, SHIRLEY - BENEFICIARY	67	SAFEMAY	I	400	10/01/12	J							757.58
PT	COLLINS, POLLY - BENEFICIARY	66	SAFEMAY	II	400	12/01/10	PV							64.10
FT	COLLUM, SHIRLEY - BENEFICIARY	76	SAFEMAY	I	400	07/01/12	J							323.71
FT	CORLEY, ROBERT	55	SAFEMAY	I	400	05/01/12	X		11.17	502.65	5.25	157.50	66.23	408.50
FT	CORNWELL, RICHARD	60	SAFEMAY	I	400	05/01/07	V		15.58	264.86	0.50	6.50		271.36
PT	EDWARDS, IVIN	70	SAFEMAY	II	400	10/01/12	NA				14.50	217.50	100	188.35
PT	EPHRAIM, NANCY	60	SAFEMAY	I	400	07/01/12	V		3.33	66.60	7.75	128.68	100	174.64
PT	FITCH, COLLEEN	60	SAFEMAY	I	400	06/01/12	V				14.67	469.44		469.44
FT	FLAGGS, MADELINE - ALT PAYEE	57	SAFEMAY	I	400	12/01/12	Q							526.92
PT*	GANDY, DELORES	62	SAFEMAY	I	400	10/01/12	EN		14.42	698.74	18.58	594.56		1293.30
FT	GASPARIS, IFIGENIA	79	SAFEMAY	II	400	04/01/12	NR		5.50	137.50	0.50	7.50		145.00
FT	GEIGER, PATRICIA - BENEFICIARY	73	SAFEMAY	I	400	09/01/12	J							1009.38
FT	GILL, DORA - BENEFICIARY	65	SAFEMAY	I	27	07/01/12	J							254.78
PT	GRIFFITH, JOSEPH	60	SAFEMAY	I	400	10/01/12	V				11.25	191.00		191.00
PT	GRIMES, CARMELITA	60	SAFEMAY	I	400	11/01/11	V				10.75	172.00		172.00
PT	HORTON, JEFFREY	55	SAFEMAY	I	27	12/01/12	X		6.75	202.50	9.75	226.31		300.17
FT	JOHNSON, EDWIN - BENEFICIARY	80	SAFEMAY	II	400	07/01/12	G							623.75
FT*	JONES, LUTHER	62	SAFEMAY	I	27	08/01/12	EN		39.00	1917.00	3.00	96.00	50	1801.03
PT	KOPP, NANCY	60	SAFEMAY	I	400	10/01/12	V				12.67	202.72		202.72
FT	LEGAL, DAVID	60	SAFEMAY	I	400	06/01/10	V		18.75	421.00	3.50	56.00	100	391.90
FT	LIPSCOMB, SUSAN	46	SAFEMAY	II	400	04/01/11	D		14.50	362.50	7.50	112.50		475.00
PT	MARSHALL, CHARLES	60	SAFEMAY	II	400	08/01/12	E				22.50	337.50	100	197.83
FT	MAZER, JAMES	60	SAFEMAY	I	27	06/01/12	V		8.00	163.96	3.33	53.28		217.24
PT	MCCAULEY, DONNA	63	SAFEMAY	II	400	06/01/12	E		11.50	287.50	12.25	183.75		424.12
PT	MCGRIFF, PAULETTE	65	SAFEMAY	II	400	07/01/12	NR				23.50	352.50		352.50
PT	MEERS, BOBBY - BENEFICIARY	57	SAFEMAY	II	400	07/01/11	PX							94.52
FT*	MERKLE, JOSEPH	60	SAFEMAY	I	400	09/01/12	EN		34.58	1681.17	3.33	106.56		1787.73
FT	MILLER, BERNICE - BENEFICIARY	86	SAFEMAY	I	400	10/01/12	J							383.47
PT	MILLER, MILDRED	65	SAFEMAY	II	400	10/01/12	V				6.50	97.50	50	88.92
PT	NUTWELL, SAMUEL	60	SAFEMAY	I	400	06/01/07	V		1.50	26.50	13.00	195.00		223.50

APPLICATIONS SUBMITTED FOR APPROVAL

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STATUS	NAME	AGE	EMPLOYER	TIER	LOCAL	EFEG DATE	TYPE	RECIP	FULL TIME YEARS	FULL TIME AMOUNT	PART TIME YEARS	PART TIME AMOUNT	J&S	PENSION AMOUNT
FT	PERKINS, THOMAS	60	SAFEWAY	I	400	12/01/08	V		16.33	336.56	2.75	44.00		380.56
FT	PLOWMAN, DOLLIE	59	SAFEWAY	II	27	12/01/11	D		9.25	231.25	1.75	26.25		257.50
PT	POWERS, JUANITA	70	SAFEWAY	II	400	09/01/12	VNR		1.58	31.60	11.50	184.00		215.60
PT	RALEIGH, SHARON	65	SAFEWAY	II	400	07/01/12	NR		4.00	100.00	6.50	97.50		197.50
PT	RUSS, HARRIETT	65	SAFEWAY	II	400	09/01/12	V				8.25	123.75	100	101.43
PT*	SCOTT, DIANE	61	SAFEWAY	I	400	12/01/12	EN		14.00	681.31	19.33	618.56		1299.87
FT	SEASAY, MOHAMED	41	SAFEWAY	II	400	11/01/10	D		17.75	443.75	4.00	60.00	100	439.27
FT*	SHEBORA, CAROLYN	64	SAFEWAY	I	400	04/01/11	EN		35.75	1742.69	3.17	101.44		1844.13
FT	SHIFFLETT, RODNEY	60	SAFEWAY	I	400	09/01/12	V		13.75	275.00	1.17	18.72	66 2/3	249.75
PT	SHOOK, DARLENE	65	SAFEWAY	II	400	07/01/12	NR				21.25	318.75		318.75
FT	SMITH, THOMAS	68	SAFEWAY	II	400	09/01/12	NR		17.50	437.50			50	351.40
FT	STARNER, ROBERT	60	SAFEWAY	I	27	08/01/09	V		8.75	175.00	0.92	14.72	66 2/3	166.42
FT*	STATON, MARJORIE	59	SAFEWAY	I	400	10/01/12	3		39.50	1943.44	2.92	93.44		2036.88
PT	STEVENS, PATRICIA	61	SAFEWAY	II	27	07/01/12	E		11.00	262.50	11.75	162.50		323.70
FT	TUCKER, LARRY - QDRO	58	SAFEWAY	I	400	08/01/12	X		27.58	1296.26			50	559.74
FT	WALLACE, JOHN	65	SAFEWAY	II	400	11/01/12	V		11.25	281.25			50	243.82
FT	WATERS, MARLENE - BENEFICIARY	71	SAFEWAY	I	400	10/01/12	J							1468.80
PT	WHITMORE, CAROLYN	52	SAFEWAY	II	27	07/01/11	D		12.00	300.00	13.00	195.00	100	450.70
FT	WILKINS-RAIKES, KIMBERLY - BENEFICIARY	48	SAFEWAY	I	400	10/01/12	G							1117.40
PT	WONG, SO	70	SAFEWAY	II	400	10/01/12	NA							108.92
PT	WOOD, LOUISE	72	SAFEWAY	II	27	06/01/12	NR				13.00	195.00		195.00
FT	SMITH, THOMAS	68	SHOPPERS	NC	400	09/01/12	NR		4.92	63.49			50	51.00
PT	AKEEFE, NAJLA	57	SUPER FRESH	II	400	12/01/10	D				12.50	187.50		187.50
PT	BARE, HARRIET	65	SUPER FRESH	II	27	10/01/12	V				8.50	127.50		127.50
PT	BLACKMON, CATHERINE	69	SUPER FRESH	II	27	11/01/12	NA		2.00	30.00	7.00	70.00		115.75
PT	DAVIS, LISA	49	SUPER FRESH	I	27	10/01/12	3	Y			29.58	946.56		946.56
FT	DILL, VELMA - BENEFICIARY	80	SUPER FRESH	I	27	02/01/12	J							42.13
PT*	ECKSTINE, DAVID	55	SUPER FRESH	I	27	05/01/12	3		17.08	868.67	20.83	666.56		1525.23
PT	EYRING, LAWRENCE	60	SUPER FRESH	I	27	10/01/10	V				10.83	108.30	100	83.21
PT	FORD, RICHARD	58	SUPER FRESH	I	27	08/01/11	3	Y			11.58	370.56		370.56
PT	GIBSON, DONNA	64	SUPER FRESH	II	27	08/01/11	E		0.25	6.25	14.75	206.25	50	157.48
FT	GRAHAM, THOMAS	60	SUPER FRESH	I	27	04/01/12	V		7.08	120.36	4.58	59.54		179.90
FT	KELLEY, TERRY LEE - BENEFICIARY	65	SUPER FRESH	I	400	11/01/12	J							110.53
PT	KEMP, HARRY	65	SUPER FRESH	II	27	09/01/12	V		6.50	162.50	9.00	135.00		297.50
PT	KRAFT, JERILYNN	55	SUPER FRESH	II	27	08/01/11	X				23.25	348.75		139.50
PT	LINTON, CAROLYN	60	SUPER FRESH	I	1776	01/01/11	V				12.58	188.70	100	156.28
FT	MORLOCK, RITA	62	SUPER FRESH	II	27	08/01/11	E		10.75	268.79	4.50	45.00		260.41
FT	MYERS-CAMPBELL, DIANNE	65	SUPER FRESH	II	1776	12/01/11	VNR		8.75	175.00				175.00
PT	PARSONS, JAMES	60	SUPER FRESH	I	27	12/01/07	V				11.67	105.03	100	81.36
PT	SACHS, PATRICIA	60	SUPER FRESH	I	27	05/01/11	V				12.08	157.04	50	148.01
FT	SCHIEPERS, SUSAN	65	SUPER FRESH	II	27	09/01/12	V		12.50	312.50	1.50	22.50		335.00
FT	SHAWLER, CHARLES	58	SUPER FRESH	II	27	08/01/11	E	Y	10.75	268.75				169.31
FT	SHUMAKER, BARBARA - BENEFICIARY	76	SUPER FRESH	I	400	02/01/12	J							436.41

**APPLICATIONS SUBMITTED FOR APPROVAL
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*Retirees With Over 30 Years of Employment

**RETIREES WITH OVER 30 YEARS BENEFIT SERVICE
FOURTH QUARTER 2012**

NAME	CREDIT	EXCESS OF 30 YEARS	
		54.00	57.00
BAUMAN, MARK	30.33	0.33	
BEMPONG, BEATRICE	33.00	3.00	
BLANK, TERRI	37.83		7.83
BROWN, CORNELIA	35.75	5.75	
CEASE, LARRY	37.33	7.33	
CEBULA, DONALD	30.33		0.33
COLEMAN, CLARA	30.92	0.92	
CONNOLLY, JOHN	39.17		9.17
ECKSTINE, DAVID	37.92	7.92	
GANDY, DELORES	33.00	3.00	
GUARNACCIA, RENATO	30.25	0.25	
HALL, LORETTA	34.58	4.58	
HENDRICK, CAROL	32.08	2.08	
HURNEY, DANIEL	40.00	10.00	
JOHNSON, ROBERT	30.17	0.17	
JONES, LUTHER	42.00	12.00	
LAMBIASI, THOMAS	36.17	6.17	
MACDOUGALL, DIANE	37.42	7.42	
MAINORD, DONNA	32.92		2.92
MCGINNIS, JOHN	30.33	0.33	
MERKLE, JOSEPH	37.92	7.92	
PROCTOR, CHARLES	41.83	11.83	
RAHMAN, HISHAM	33.92	3.92	
RALEY, LYNN	30.33		0.33
SCOTT, DIANE	33.33	3.33	
SEARCY, LARRY	40.75	10.75	
SHEBORA, CAROLYN	38.92	8.92	
ST. CLAIR, WILLIAM	37.25	7.25	
STARK, RONALD	42.25	12.25	
STATON, MARJORIE	42.42	12.42	
SUDBROOK, KAREN	31.25	1.25	
TINGLE, DIANNE	32.75		2.75
TROY, JEAN	31.58		1.58
WILLIAMS, RONALD	42.25	12.25	

**RETROACTIVE PENSION
OVER \$3000.00
FOURTH QUARTER 2012**

FT/PT	NAME	TYPE AND EFFECTIVE DATE	LOCAL	AMOUNT
PT	ADELHARDT, HELEN	DEFERRED VESTED RETROACTIVE TO JANUARY 1, 2008	27	10,077.60
PT	AKEEFE, NAJLA	DISABILITY RETROACTIVE TO DECEMBER 1, 2010	400	4,687.50
FT	ALKIRE, RICHARD	DEFERRED VESTED RETROACTIVE TO JULY 1, 2007	400	15,490.80
PT	ANDERSON, THOMAS	DEFERRED VESTED RETROACTIVE TO NOVEMBER 1, 2007	27	10,037.55
FT	AXLER, HARRY	30&OUT WITH RECIPROCITY RETROACTIVE TO OCTOBER 1, 2012	400	3,981.60
PT	BANKS-POPE-BELTON, CHARLENE	DEFERRED VESTED RETROACTIVE TO AUGUST 1, 2009	400	5,467.80
PT	BEALL, ELLEN	EARLY REDUCED DEFERRED VESTED RETROACTIVE TO APRIL 1, 2009	400	3,669.75
FT	BLEVINS, BILLIE	DEFERRED VESTED RETROACTIVE TO OCTOBER 1, 2004	400	20,253.60
FT	BROWN, CORNELIA	30&OUT RETROACTIVE TO SEPTEMBER 1, 2012	400	6,712.20
FT	BRUST, KARL	DEFERRED VESTED RETROACTIVE TO APRIL 1, 2007	400	22,597.09
FT	CHRISTIANSEN, VICTOR	QDRO RETROACTIVE TO MARCH 1, 2011	400	8,750.49
FT	COLLINS, DEWITT	EARLY REDUCED DEFERRED VESTED RETROACTIVE TO JULY 1, 2010	27	4,702.04
FT	CORLEY, ROBERT	EARLY REDUCED DEFERRED VESTED RETROACTIVE TO MAY 1, 2012	400	3,268.00
FT	CORNWELL, RICHARD	DEFERRED VESTED RETROACTIVE TO MAY 1, 2007	400	17,909.76
FT	DILWORTH, VIRGINIA	JOINT & SURVIVOR RETROACTIVE TO JANUARY 1, 2012	27	11,280.40
PT	ECKSTINE, DAVID	30&OUT RETROACTIVE TO MAY 1, 2012	27	12,201.84
PT	FINLEY, LINDA	DEFERRED VESTED RETROACTIVE TO NOVEMBER 1, 2010	27	3,437.47
PT	FORD, RICHARD	30&OUT WITH RECIPROCITY RETROACTIVE TO AUGUST 1, 2011	27	5,558.40
FT	GEIGER, PATRICIA	JOINT & SURVIVOR RETROACTIVE TO SEPTEMBER 1, 2012	400	3,028.15
FT	GREEN, ANTOINETTE	GUARANTEED PAYMENT RETROACTIVE TO APRIL 1, 2012	400	3,200.00
PT	HARRISON, SHARON	DEFERRED VESTED RETROACTIVE TO NOVEMBER 1, 2009	27	13,459.60
PT	HEINS, CHERYL	GUARANTEED PAYMENT RETROACTIVE TO DECEMBER 1, 2012	27	3,757.50
FT	HENDRICK, CAROL	30&OUT RETROACTIVE TO OCTOBER 1, 2012	400	4,237.11
FT	JONES, LUTHER	EARLY NON-REDUCED RETROACTIVE TO AUGUST 1, 2012	27	5,403.09
PT	KORINK, NANCY	VESTED NORMAL WITH RETRO RETROACTIVE TO MAY 1, 2010	400	3,333.84
FT	LAMBIASI, THOMAS	30&OUT RETROACTIVE TO NOVEMBER 1, 2012	400	3,466.26
FT	LEGAL, DAVID	DEFERRED VESTED RETROACTIVE TO JUNE 1, 2010	400	11,757.00
PT	LINTON, CAROLYN	DEFERRED VESTED RETROACTIVE TO JANUARY 1, 2011	1776	3,438.16
FT	LIPSCOMB, SUSAN	DISABILITY RETROACTIVE TO APRIL 1, 2011	400	9,500.00
PT	MAGRAW, JOHN	EARLY REDUCED DEFERRED VESTED RETROACTIVE TO MARCH 1, 2011	27	11,820.38
FT	MCGINNIS, JOHN	DISABILITY RETROACTIVE TO JULY 1, 2012	400	5,611.08
FT	MCRAE, JAMES	DISABILITY RETROACTIVE TO JUNE 1, 2012	400	3,561.25
FT	MERKLE, JOSEPH	EARLY NON-REDUCED RETROACTIVE TO SEPTEMBER 1, 2012	400	7,150.92
PT	MESSINA, LINDA	VESTED NORMAL WITH RETRO RETROACTIVE TO MAY 1, 2010	27	4,801.93

**RETROACTIVE PENSION
OVER \$3000.00
FOURTH QUARTER 2012**

FT/PT	NAME	TYPE AND EFFECTIVE DATE	LOCAL	AMOUNT
FT	MITCHELL, WILLIAM	DEFERRED VESTED RETROACTIVE TO JULY 1, 2007	400	12,049.28
PT	MONK, LOUIS	DEFERRED VESTED RETROACTIVE TO APRIL 1, 2007	400	11,779.68
FT	MORLOCK, RITA	EARLY REDUCED RETROACTIVE TO AUGUST 1, 2011	27	3,906.15
PT	NUTWELL, SAMUEL	DEFERRED VESTED RETROACTIVE TO JUNE 1, 2007	400	14,974.50
PT	PARSONS, JAMES	DEFERRED VESTED RETROACTIVE TO DECEMBER 1, 2007	27	4,800.24
PT	PAYNE, JOHN	PRE-RETIREMENT RETROACTIVE TO JUNE 1, 2009	27	6,647.80
FT	PERKINS, THOMAS	DEFERRED VESTED RETROACTIVE TO DECEMBER 1, 2008	400	17,886.32
FT	PHILLIPS, JOHN	EARLY NON-REDUCED RETROACTIVE TO JULY 1, 2000	27	32,389.82
FT	FLOWMAN, DOLLIE	DISABILITY RETROACTIVE TO DECEMBER 1, 2011	27	3,347.50
FT	PROCTOR, CHARLES	NORMAL RETROACTIVE TO NOVEMBER 1, 2012	400	4,097.64
FT	RAHMAN, HISHAM	EARLY NON-REDUCED RETROACTIVE TO JUNE 1, 2011	400	25,527.64
FT	RHINEHART, LEWIS	DEFERRED VESTED RETROACTIVE TO JUNE 1, 2011	27	3,834.72
PT	RITCHIE, PATRICIA	DEFERRED VESTED RETROACTIVE TO NOVEMBER 1, 2010	400	8,050.75
PT	ROHLFING, JUDITH	DEFERRED VESTED RETROACTIVE TO NOVEMBER 1, 2010	27	4,451.46
FT	RUBY, DOROTHY	VESTED NORMAL WITH RETRO RETROACTIVE TO AUGUST 1, 2011	400	5,059.48
FT	SEARCY, LARRY	EARLY NON-REDUCED RETROACTIVE TO NOVEMBER 1, 2012	400	3,981.00
FT	SEASAY, MOHAMED	DISABILITY RETROACTIVE TO NOVEMBER 1, 2010	400	10,542.48
PT	SEIFERT, LOREN	NORMAL WITH RETRO RETROACTIVE TO AUGUST 1, 2009	27	4,460.56
PT	SHADE, MARY	VESTED NORMAL WITH RETRO RETROACTIVE TO JUNE 1, 2010	400	3,721.50
FT	SHAWLER, CHARLES	EARLY REDUCED RETROACTIVE TO AUGUST 1, 2011	27	10,437.83
FT	SHEBORA, CAROLYN	EARLY NON-REDUCED RETROACTIVE TO APRIL 1, 2011	400	36,882.60
FT	SHIRLEY, DOUGLAS	30&OUT RETROACTIVE TO JULY 1, 2012	400	4,815.88
FT	SHREVE, DENISE	DEFERRED VESTED RETROACTIVE TO MAY 1, 2012	400	5,322.00
FT	SHUMAKER, BARBARA	JOINT & SURVIVOR RETROACTIVE To FEBRUARY 1, 2012	400	4,800.51
FT	SIMMS, RAYMOND	DEFERRED VESTED RETROACTIVE TO APRIL 1, 2010	27	6,854.41
PT	SMITH, CECIL	NORMAL WITH RETRO RETROACTIVE TO AUGUST 1, 2011	27	4,181.38
PT	SPANGLER, SHARON	DEFERRED VESTED RETROACTIVE TO JUNE 1, 2010	27	10,773.12
FT	SPICER, JACKIE	DEFERRED VESTED RETROACTIVE TO MARCH 1, 2007	27	6,723.84
FT	SPRAGINS, ELMO	DEFERRED VESTED RETROACTIVE TO AUGUST 1, 2008	400	12,985.00
FT	STANLEY, LUTHER	DEFERRED VESTED RETROACTIVE TO MAY 1, 2010	400	6,599.10
PT	STARK, RONALD	NORMAL RETROACTIVE TO NOVEMBER 1, 2012	27	3,030.80
FT	STARNER, ROBERT	DEFERRED VESTED RETROACTIVE TO AUGUST 1, 2009	27	6,823.22
FT	STATON, MARJORIE	30&OUT RETROACTIVE TO OCTOBER 1, 2012	400	4,073.76
PT	STEM, DENNIS	DEFERRED VESTED RETROACTIVE TO MAY 1, 2012	27	4,422.04

PROPRIETARY INFORMATION: THIS REPORT BELONGS TO FELRA AND UFCW PENSION FUND

**RETROACTIVE PENSION
OVER \$3000.00
FOURTH QUARTER 2012**

FT/PT	NAME	TYPE AND EFFECTIVE DATE	LOCAL	AMOUNT
PT	STEVENS, KATHERINE	DEFERRED VESTED RETROACTIVE TO APRIL 1, 2009	400	7,798.12
FT	STOTTLEMYER, GERALD	DEFERRED VESTED RETROACTIVE TO OCTOBER 1, 2008	1776	6,818.50
PT	SUDBROOK, KAREN	30&OUT RETROACTIVE TO JULY 1, 2011	27	17,098.20
PT	THOMAS, JEFFREY	DEFERRED VESTED RETROACTIVE TO NOVEMBER 1, 2010	400	8,590.08
FT	THOMPSON, ROGER	DEFERRED VESTED RETROACTIVE TO SEPTEMBER 1, 2010	27	6,709.04
PT	TILSON, JEAN	DEFERRED VESTED RETROACTIVE TO NOVEMBER 1, 2002	27	14,646.10
PT	TINGLE, DIANNE	30&OUT RETROACTIVE TO SEPTEMBER 1, 2012	27	4,247.00
FT	WALKER, ROBERT	VESTED NORMAL WITH RETRO RETROACTIVE TO FEBRUARY 1, 2010	27	9,183.72
FT	WELLS, DON	DISABILITY RETROACTIVE TO OCTOBER 1, 2003	400	41,005.80
PT	WHITMORE, CAROLYN	DISABILITY RETROACTIVE TO JULY 1, 2011	27	7,211.20
FT	WILKINS-RAIKES, KIMBERLY	GUARANTEED PAYMENT RETROACTIVE TO OCTOBER 1, 2012	400	3,352.20
FT	WILLIAMS, RONALD	EARLY NON-REDUCED RETROACTIVE TO OCTOBER 1, 2012	400	6,030.90

**PENSION ADJUSTMENTS
FOURTH QUARTER 2012**

FT/PT	NAME	CHANGE	LOCAL	OLD AMOUNT	NEW AMOUNT
FT	BOWEN, DANNY	LEVEL INCOME OPTION EXPIRED	400	(2,257.29)	870.29
FT	BROWN, AARON	60 DAY SEGREGATION COMPLETE	400	(794.24)	1,268.68
FT	CROCKER, MICHAEL, E	LEVEL INCOME OPTION EXPIRED	27	(1535.98)	528.98
PT	CURRY, DOROTHY	ADJUSTMENT FOR ADDITIONAL TIER II SERVICE	400	(749.25)	854.25
FT	DOYE, JEROME	ADJUST PENSION TYPE FROM EARLY TO DISABILITY	400	(348.00)	600.00
FT	DUNN, BARBARA	GUARANTEED PAY EXPIRED	400	(1,704.27)	-
FT	DUNN, BARBARA	GUARANTEED PAY EXPIRED	400	(1704.27)	-
FT	EDMONDSON, ARTHUR	LEVEL INCOME OPTION EXPIRED	27	(1,947.23)	826.23
PT	FINCH, ETA	ADJUSTMENT FOR ADDITIONAL TIER II SERVICE	400	(831.45)	912.00
FT	FITTS, CYNTHIA	LEVEL INCOME OPTION EXPIRED	400	(2,163.28)	949.86
FT	GREAR, PATRICIA	GUARANTEED PAY EXPIRED	400	(929.19)	-
FT	HAIR, TAMMY	GUARANTEED PAY EXPIRED	400	(181.11)	-
PT	HELMBRECHT, RONALD	GUARANTEED PAY EXPIRED	27	(480.13)	-
FT	HOWARD, ANGELA	LEVEL INCOME OPTION EXPIRED	400	(1811.75)	563.75
PT	LEE, KATHLEEN	GUARANTEED PAY EXPIRED	27	(135.00)	-
PT	MARDAGA, JANET	ADJUSTMENT FOR ADDITIONAL TIER II SERVICE	27	(903.01)	1,024.10
FT	MITCHNER, GLENNIS	LEVEL INCOME OPTION EXPIRED	400	(2,028.02)	939.02
FT	MURRAY, GEORGE	DELETE TIER II PENSION SERVICE-NEVER TERMED	400	(1,484.40)	1,410.00
PT	NGUYEN, JENNIFER	GUARANTEED PAY EXPIRED	400	(131.12)	-
FT	OLIVER, PAUL	ADJUSTMENT FOR ADDITIONAL TIER II SERVICE	400	(1,390.43)	1,487.93
FT	PERDUE, CAROL ANN	LEVEL INCOME OPTION EXPIRED	400	(1674.34)	656.91
FT	RICHARDSON, WILLIAM	ADJUSTMENT FOR ADDITIONAL TIER II SERVICE	400	(1,226.36)	1,334.64
FT	ROSE, RUTH	ADJUSTMENT FOR ADDITIONAL TIER II SERVICE	400	(1,210.84)	1,323.83
PT	STEPHANADIS, HOPE	ADJUST PENSION TYPE FROM EARLY TO DISABILITY	400	(177.97)	423.75
FT	WIERNEY, JEREMY	GUARANTEED PAY EXPIRED	400	(1,873.32)	-
FT	WRATCHFORD, MAYNARD	LEVEL INCOME OPTION EXPIRED	400	(1,901.36)	687.36
FT	ZYDERVELD, JAN	LEVEL INCOME OPTION EXPIRED	400	(1511.48)	666.48

DEATH BENEFITS - TEMPORARY ANNUITY
FOURTH QUARTER 2012

STATUS	NAME	AGE	EMPLOYER	TIER	LOCAL	EFFEC DATE	PENSION AMOUNT
FT	COLLUM, SHIRLEY	76	SAFEWAY	I	400	10/01/12	709.20
FT	DESKINS, KAY	75	SAFEWAY	I	400	10/01/12	644.20
FT	DILWORTH, VIRGINIA	71	ACME	I	27	10/01/12	1354.84
FT	DOYLE, JANET	61	SUPER FRESH	I	400	10/01/12	895.95
PT	GIAMMANCO, VINCENT	53	GIANT	I	400	10/01/12	306.18
FT	GOFF, HELEN	85	GIANT	II	400	10/01/12	271.37
FT	HARRISON, BARBARA	72	GIANT	I	400	10/01/12	1296.84
FT	HOTTER, JESSICA	18	GIANT	I	400	10/01/12	731.25
FT	JOHNSON, EDWIN	80	SAFEWAY	II	400	10/01/12	623.75
FT	MADIGAN, JANICE	64	ACME	I	400	10/01/12	390.12
FT	MARTIN, KEVIN	41	GIANT	I	400	10/01/12	1451.07
FT	MOLL, MARINA	64	GIANT	II	400	10/01/12	222.50
PT	MORRIS, JOHN	52	GIANT	I	400	10/01/12	1000.00
FT	NEWTON, KATHLEEN	59	GRAND UNION	I	400	10/01/12	425.00
PT	REED, ELBERT	75	GIANT	I	27	10/01/12	812.40
PT	REELEY, PATRICIA	55	GIANT	I	400	10/01/12	195.47
FT	SMITH, MARIAN	84	ACME	I	27	10/01/12	705.40
FT	WARNER, THOMAS	49	SAFEWAY	I	400	10/01/12	469.20
FT	WILLING, KENNETH	59	GIANT	I	27	10/01/12	980.77
FT	ARVEY, JOHN E ESTATE OF	82	ACME	I	27	11/01/12	387.13
FT	BODMER, MILDRED	69	SAFEWAY	I	400	11/01/12	960.00
FT	CALL, VIRGINIA	72	SAFEWAY	I	400	11/01/12	941.55
FT	COFFELT, JANICE	72	SAFEWAY	I	400	11/01/12	324.29
PT	CRITZER, BARBARA	74	SAFEWAY	I	400	11/01/12	1855.00
FT	DORSEY, MARIANN	65	GIANT	I, II	400	11/01/12	1594.68
FT	DRAYTON, MARIE	89	GIANT	I	400	11/01/12	819.55
PT	ECONOMAKIS, DESPINA	78	GIANT	II	400	11/01/12	176.25
PT	GALFORD, ELDON	87	SUPER FRESH	I	400	11/01/12	358.44
FT	GEIGER, PATRICIA	73	SAFEWAY	I	400	11/01/12	2240.07
FT	GREEN, ANTOINETTE	41	GIANT	II	400	11/01/12	400.00
FT	HILLFERDING, VANCE	86	PANTRY PRIDE	I	27	11/01/12	210.48
FT	HOFFMAN, DINAH	67	PANTRY PRIDE	I	27	11/01/12	307.39
FT	HOUSE, ARNOLD	77	SAFEWAY	I	400	11/01/12	1161.56
FT	HUMANE SOCIETY	88	PANTRY PRIDE	I	27	11/01/12	388.74
PT	JONES-WHITE, CATHIE	48	ACME	I	27	11/01/12	937.80
PT	KELLEY, LEIGH A	32	GIANT	II	400	11/01/12	210.00
FT	KING, IDA	69	SAFEWAY, GIANT	I, II	400	11/01/12	1505.40
FT	KIRKSEY, TONEY	51	GIANT	I	400	11/01/12	638.00
FT	LANDA, JACK	75	SUPER FRESH	II	27	11/01/12	178.35
FT	LINGER, ODEN	81	SAFEWAY	I	400	11/01/12	406.83
PT	PEARSON, WILLIAM	61	GIANT	I	400	11/01/12	308.17
FT	WATERS, MARLENE	72	SAFEWAY	I	400	11/01/12	1841.07
FT	WILLIAMS, ESTELLE	76	SUPER FRESH	I	400	11/01/12	818.64
FT	ALVEY, JOANNE	62	SAFEWAY	I	400	12/01/12	403.18
FT	ANNIS, BRENDA	52	SUPER FRESH	I	27	12/01/12	1615.25
PT	BELL, SHARON	60	GREENBELT	I	400	12/01/12	554.56
FT	BUCHERT, DONNA JILL	54	SUPER FRESH	I	400	12/01/12	864.46
FT	BURKE-RICE, SHARON	62	GIANT	I	400	12/01/12	657.46
FT	CHRISTENSEN, LOIS	61	GIANT	I	400	12/01/12	1464.75
FT	COFFREN, SHIRLEY	67	SAFEWAY	I	400	12/01/12	1761.00

DEATH BENEFITS - TEMPORARY ANNUITY
FOURTH QUARTER 2012

STATUS	NAME	AGE	EMPLOYER	TIER	LOCAL	EFFEC DATE	PENSION AMOUNT
FT	COOKSTON, ROBERT	68	SUPER FRESH	I	400	12/01/12	451.21
FT	DAVIS, DEBORAH	62	SAFEWAY	I	400	12/01/12	552.00
FT	DAVIS, ROBERT	74	FOOD-A-RAMA	NC	27	12/01/12	344.92
FT	ERNEST, GAIL	59	LOCAL 27 STAFF	I	27	12/01/12	83.92
PT	HEINS, CHERYL	53	FOOD-A-RAMA	NC	27	12/01/12	417.50
FT	HOSE, CHARLOTTE	86	ACME	I	27	12/01/12	803.63
FT	HUBER, ARLENE	70	LOCAL 27 STAFF	I	27	12/01/12	83.92
FT	LEE, BEATRICE	73	GIANT	II	400	12/01/12	629.90
FT	MARSHALL, BRENDA	67	SAFEWAY	I	400	12/01/12	502.53
FT	MCNUTT, DILLON	15	GIANT	II	27	12/01/12	87.50
FT	MILLER, BERNIECE	86	SAFEWAY	I	400	12/01/12	791.09
PT	PENN, CHARLES	73	GIANT	I	27	12/01/12	855.56
FT	SANDERS, STEELE SHIRLEY	72	GIANT	I	400	12/01/12	588.00
FT	SHUMAKER, BARBARA	76	SUPER FRESH	I	400	12/01/12	949.12
FT	SIMMERS, GERALDINE	86	SAFEWAY	I	400	12/01/12	952.32
FT	SMITH-MCGRIFF, SHARON	65	GIANT	I	400	12/01/12	307.96
FT	WALL, BETTY	86	GIANT	II	400	12/01/12	192.50
FT	WILKINS-RAIKES, KIMBERLY	48	SAFEWAY	I	400	12/01/12	1268.88
FT	ZIEGLER, GEORGE	73	LOCAL 27 STAFF	I	27	12/01/12	83.92

**DEATH BENEFIT CHANGES
FOURTH QUARTER 2012**

STATUS	NAME	LOCAL	OLD AMOUNT	NEW AMOUNT	MAINTENANCE MONTH
PT	BROWN, ELIZABETH	400	(940.95)	59.05	10/01/12
PT	BUDESHIEM, GARY	27	(295.16)	114.52	10/01/12
FT	CLARK, MAMIE	400	(411.56)	30.64	10/01/12
FT	COOKSEY, DAVID	400	(956.15)	587.70	10/01/12
FT	DAVIS, JOYCE	400	(265.25)	446.95	10/01/12
FT	DIXON-HILL, AMBER	400	(1111.33)	277.34	10/01/12
FT	GOLDBERG, SHIRLEY	27	(606.22)	75.12	10/01/12
FT	GREATHOUSE, BRIAN	400	(1599.57)	900.43	10/01/12
FT	HICKS, RUTH	400	(610.21)	59.16	10/01/12
FT	HIVELY, BARBARA	400	(642.91)	571.27	10/01/12
FT	JACKSON, LINDA	400	(814.11)	57.67	10/01/12
FT	KIRBY, BUFFY	400	(1731.63)	768.37	10/01/12
FT	MOBLEY-DIXON, PATRICIA	400	(630.10)	609.70	10/01/12
FT	PRESLEY, SHERRI	400	(240.88)	36.48	10/01/12
FT	PROSSER, ANNE	27	(1469.54)	1,030.46	10/01/12
FT	REDMOND, SUSAN	27	(1953.63)	546.37	10/01/12
PT	ROGERS, JOHN	400	(593.05)	406.95	10/01/12
FT	SHUMATE, DARLENE	400	(652.80)	541.60	10/01/12
FT	SMITH, GLEN	400	(631.05)	606.85	10/01/12
FT	TAYLOR, MONA	27	(754.37)	236.89	10/01/12
PT	TRAN, HUNG VIET	400	(86.25)	68.75	10/01/12
FT	WILLIAMS, MICHELE	27	(1317.45)	1,182.55	10/01/12
FT	WINGROVE, MICHAEL	27	(412.52)	12.44	10/01/12
FT	CROSSLEY, THOMAS ESTATE OF	400	(422.75)	386.25	11/01/12
FT	DILWORTH, VIRGINIA	27	(1354.84)	1145.16	11/01/12
FT	DONOHUE, NANCY	400	(1120.84)	258.32	11/01/12
FT	HARRISON, BARBARA	400	(1296.84)	1203.16	11/01/12
FT	JOHNSON, EDWIN	400	(623.75)	376.25	11/01/12
FT	KIDWILER, CAROLYN	27	(675.68)	472.96	11/01/12
PT	LAWSON, MYRA	400	(277.49)	167.53	11/01/12
FT	LEHNERT, NELSON	27	(539.32)	342.72	11/01/12
FT	LOWE, NANCY	27	(1188.90)	122.2	11/01/12
FT	MALAMPHY, EDWARD	27	(259.48)	164.68	11/01/12
FT	MARTIN, KEVIN	400	(1451.07)	1048.93	11/01/12
FT	MCCARTHY, WALTER	27	(836.52)	826.96	11/01/12
FT	MIDDLETON, KENNETH	400	(387.82)	173.08	11/01/12
PT	REED, ELBERT	27	(812.40)	187.6	11/01/12
FT	REXROAD, JOY	27	(292.50)	160	11/01/12
FT	REYNOLDS, AUDREY	400	(275.37)	21.67	11/01/12
FT	SAUCHUCK, PAUL ESTATE OF	400	(439.94)	300.3	11/01/12
FT	SCHENNING, BERNARD	27	(975.65)	548.7	11/01/12
FT	WHETSELL, PRISCILLA	400	(724.85)	325.45	11/01/12
PT	BEALL, ELSIE	400	261.22	216.34	12/01/12
PT	BODMER, MILDRED	400	(960.00)	40.00	12/01/12
PT	CALL, VIRGINIA	400	(941.55)	58.45	12/01/12
PT	CHAPMAN, MIYORI	400	(166.72)	166.40	12/01/12
FT	COCHRAN, MARY	400	(493.62)	31.90	12/01/12
FT	CRITZER, BARBARA	400	(1855.00)	645.00	12/01/12
FT	CURTIS, MARIE	400	(812.00)	64.00	12/01/12
FT	DORSEY, MARIANN	400	(1594.68)	905.32	12/01/12
FT	DOYLE, JANET	400	(895.95)	708.10	12/01/12

**DEATH BENEFIT CHANGES
FOURTH QUARTER 2012**

STATUS	NAME	LOCAL	OLD AMOUNT	NEW AMOUNT	MAINTENANCE MONTH
FT	GEIGER, PATRICIA	400	(2240.07)	259.93	12/01/12
PT	GREEN, ANTOINETTE	400	(400.00)	100.00	12/01/12
PT	JONES-WHITE, CATHIE	27	(937.80)	62.20	12/01/12
PT	KELLY, EARL	27	(280.62)	158.14	12/01/12
FT	KING, IDA	400	(1505.40)	994.60	12/01/12
FT	KLEHA, JOSEPH	400	(457.18)	214.10	12/01/12
FT	MCGRAW, HAROLD	400	(449.57)	252.15	12/01/12
FT	MEYERS, BEVERLY	400	(430.44)	347.80	12/01/12
PT	MOLL, MARINA	400	(222.50)	55.00	12/01/12
FT	RIDER, CHRISTOPHER	27	(603.00)	88.00	12/01/12
PT	ROLLE, PEGGY	400	(239.34)	42.64	12/01/12
PT	TEETER, TERRI	400	(605.10)	79.60	12/01/12
FT	WARNER, THOMAS	400	(469.20)	311.60	12/01/12
FT	WATERS, MARLENE	400	(1841.07)	658.93	12/01/12
FT	WILLING, KENNETH	27	(980.77)	538.46	12/01/12

**DEATH BENEFIT DROPS
FOURTH QUARTER 2012**

STATUS	NAME	BENEFIT AMOUNT	MAINTENANCE MONTH
FT	BERLIN, GREGORY	(21.78)	10/01/12
FT	BOWERS, MICHAEL	(31.96)	10/01/12
FT	BUSHEY, LINDA	(375.82)	10/01/12
PT	BUTTS, MICHELE	(61.58)	10/01/12
PT	BUTTS, SYLVIA	(61.58)	10/01/12
FT	CARYL, HOWARD	(134.25)	10/01/12
FT	CLEM, ASTER	(554.32)	10/01/12
PT	COBBS, JANET	(15.00)	10/01/12
FT	CRAMER, JUDITH	(258.40)	10/01/12
FT	DAVIS, JOYCE	(265.25)	10/01/12
FT	DIXON-BASIL, DENISE	(1,130.05)	10/01/12
FT	FULLERTON, TAMARRA	(311.60)	10/01/12
FT	GILLIS, JOSEPH	(153.28)	10/01/12
FT	HOLLAND, LAMONT	(152.53)	10/01/12
FT	HOSKINS, ROSA	(329.20)	10/01/12
FT	HOWARD, RICHARD	(263.62)	10/01/12
PT	JAMES, WILLIAM	(196.25)	10/01/12
FT	JENKINS, MADELINE	(113.48)	10/01/12
FT	JONES, DOROTHY	(479.40)	10/01/12
FT	KACKLEY, MARY	(571.48)	10/01/12
FT	MARTIN, GLORIA	(403.85)	10/01/12
FT	NAPIER, NANCY	(104.62)	10/01/12
FT	O'NEAL-HOWARD, TABITHA	(278.25)	10/01/12
FT	REHMANN, FLORENCE	(1,142.86)	10/01/12
PT	RUCK, MICHAEL	(265.18)	10/01/12
FT	THOMAS, DOREENA	(397.72)	10/01/12
PT	TIBURZI, JAMES	(111.16)	10/01/12
FT	UMSTEAD, RICHARD	(207.55)	10/01/12
PT	BROWN, ELIZABETH	(59.05)	11/01/12
PT	BUDESHIEM, GARY	(114.52)	11/01/12
FT	CLARK, MAMIE	(30.64)	11/01/12
FT	COOKSEY, DAVID	(587.70)	11/01/12
FT	DAVIS, JOYCE	(446.95)	11/01/12
FT	DIXON-HILL, AMBER	(277.34)	11/01/12
FT	GOLDBERG, SHIRLEY	(75.12)	11/01/12
FT	GREATHOUSE, BRIAN	(900.43)	11/01/12
FT	HICKS, RUTH	(59.16)	11/01/12
FT	HIVELY, BARBARA	(571.27)	11/01/12
FT	JACKSON, LINDA	(57.67)	11/01/12
FT	KIRBY, BUFFY	(768.37)	11/01/12
FT	MOBLEY-DIXON, PATRICIA	(609.70)	11/01/12
PT	MORRIS, JOHN	(1,000.00)	11/01/12
FT	PRESLEY, SHERRI	(36.48)	11/01/12
FT	PROSSER, ANNE	(1,030.46)	11/01/12
FT	REDMOND, SUSAN	(546.37)	11/01/12
PT	ROGERS, JOHN	(406.95)	11/01/12
FT	SHUMATE, DARLENE	(541.60)	11/01/12
FT	SMITH, GLEN	(606.85)	11/01/12
FT	TAYLOR, MONA	(236.89)	11/01/12
PT	TRAN, HUNG VIET	(68.75)	11/01/12
FT	WILLIAMS, MICHELE	(1,182.55)	11/01/12

**DEATH BENEFIT DROPS
FOURTH QUARTER 2012**

STATUS	NAME	BENEFIT AMOUNT	MAINTENANCE MONTH
FT	WINGROVE, MICHAEL	(12.44)	11/01/12
FT	CROSSLEY, THOMAS, ESTATE OF	(386.25)	12/01/12
FT	DILWORTH, VIRGINIA	(1145.16)	12/01/12
FT	DONOHUE, NANCY	(258.32)	12/01/12
FT	HARRISON, BARBARA	(1203.16)	12/01/12
FT	JOHNSON, EDWIN	(376.25)	12/01/12
FT	KIDWILER, CAROLYN	(472.96)	12/01/12
PT	LAWSON, MYRA	(167.53)	12/01/12
FT	LEHNERT, NELSON	(342.72)	12/01/12
FT	LOWE, NANCY, LEE	(122.20)	12/01/12
FT	MALAMPHY, EDWARD	(164.68)	12/01/12
FT	MARTIN, KEVIN	(1048.93)	12/01/12
FT	MCCARTHY, WALTER	(826.96)	12/01/12
FT	MIDDLETON, KENNETH	(173.08)	12/01/12
FT	REED, ELBERT	(187.60)	12/01/12
FT	REXROAD, JOY	(160.00)	12/01/12
FT	REYNOLDS, AUDREY	(21.67)	12/01/12
FT	SAUCHUCK, PAUL, ESTATE OF	(300.30)	12/01/12
FT	SCHENNING, BERNARD	(548.70)	12/01/12
FT	SHUMATE, DARLENE	(652.80)	12/01/12
FT	WHETSELL, PRISCILLA	(325.45)	12/01/12

LEGEND FOR ADDS ON THE QUARTERLY ADMINISTRATIVE REPORT

J & S Options:

100 = 100%
50 = 50%
66 2/3 = 66 2/3 %
75 = 75%

Level Income Option (L.I.O.):

L2 = Age 62 L.I.O. with no J&S
L2-2 = Reach age 62, second stage of Pension
L5 = Age 65 L.I.O. with no J&S
1L2 = 100% J&S with L.I.O. at age 62
1L5 = 100% J&S with L.I.O. at age 65

5L2 =
5L5 =
6L2 =
6L5 =

50% J&S with L.I.O. at age 62
50% J&S with L.I.O. at age 65
66 2/3% J&S with L.I.O. at age 62
66 2/3% J&S with L.I.O. at age 65

Type of Retirement:

3	30 & OUT	GX6	EARLY VESTED GUARANTEED THEN TO 66 2/3% J&S
D	DISABILITY	GX7	EARLY VESTED GUARANTEED THEN TO 75% J&S
DBA	DEATH BENEFIT ANNUITY	J	JOINT & SURVIVOR
E	EARLY REDUCED	JV	JOINT & SURVIVOR DEFERRED VESTED
EN	EARLY NON-REDUCED	JX	JOINT & SURVIVOR EARLY DEFERRED VESTED
G	GUARANTEED PAY	N	NORMAL
G1	5 YR GUARANTEED THEN TO 100% J&S	NA	NORMAL WITH ACTUARIAL ADJUSTMENT
G5	5 YR GUARANTEED THEN TO 50% J&S	NR	NORMAL WITH RETRO
G6	5 YR GUARANTEED THEN TO 66 2/3% J&S	P	PRE-RETIREMENT
G7	5 YR GUARANTEED THEN TO 75% J&S	PV	PRE-RETIREMENT VESTED
GV	DEFERRED VESTED GUARANTEED PAY	PX	PRE-RETIREMENT EARLY DEFERRED VESTED
GV1	VESTED GUARANTEED THEN TO 100% J&S	Q	QUALIFIED DOMESTIC RELATIONS ORDER (Alternate Payee)
GV5	VESTED GUARANTEED THEN TO 50% J&S	QP	QUALIFIED DOMESTIC RELATIONS ORDER PRE-RETIREMENT
GV6	VESTED GUARANTEED THEN TO 66 2/3% J&S	S	70 1/2
GV7	VESTED GUARANTEED THEN TO 75% J&S	V	DEFERRED VESTED
GX	EARLY VESTED GUARANTEED	VNA	VESTED NORMAL W/ACTUARIAL ADJUSTMENT
GX1	EARLY VESTED GUARANTEED THEN TO 100% J&S	VNR	VESTED NORMAL W/RETRO
GX5	EARLY VESTED GUARANTEED THEN TO 50% J&S	X	EARLY REDUCED DEFERRED VESTED

TIER:

I CORE EMPLOYERS
II CORE EMPLOYERS
NC NON-CORE EMPLOYERS: EDDIES, METRO/BASICS, SCAN, SHOPPERS

INVOICES

FELRA & UFCW
PENSION FUND
INVOICES

May 23, 2013

1. **A & R Associates**

04/30/13	Renewal of Fiduciary Insurance through Hartford for the period 04/29/13 – 04/29/14 – Excess Policy	\$ 112,622.00
04/30/13	Renewal of Fiduciary Insurance through Chubb for the period 04/29/13 – 04/29/14	\$ 235,707.00

2. **Associated Administrators, LLC**

12/19/12	Special and Regular Meeting	\$ 226.42
01/07/13	J. Slivosky - Trustee Nameplate	16.99
01/28/13	J. Champion – Trustee Nameplate	2.12
02/01/13	Special Meeting	225.73

3. **Cheiron**

12/17/12	Non - Retainer Services – 11/12	\$ 7,490.75
12/17/12	Retainer Services – 11/12	6,920.50
01/14/13	Non-Retainer Services - 12/12	4,913.75
01/16/13	Retainer Services – 12/12	6,920.50
02/25/13	Non-Retainer Services – 01/13	9,193.00
02/25/13	Retainer Services – 01/13	6,920.50
03/22/13	Non-Retainer Services – 02/13	2,903.50
03/25/13	Retainer Services – 02/13	2,246.16
04/12/13	Retainer Services – 03/13	4,583.33
04/12/13	Non-Retainer Services – 03/13	5,025.50

4. **CT Corporation**

12/01/12	Domestic Representation – 01/01/13 – 12/31/13	\$ 365.00
02/00/13	Domestic Representation – 2012	250.00

5. **Fifth Third**

01/18/13	Investment Management Fee – 12/12	\$ 25,650.14
02/19/13	Investment Management Fee – 01/13	8,931.07

6. **Gallagher Fiduciary Advisors, LLC**

12/21/12	Final Report	\$ 30,034.00
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7. **Gryphon**

01/23/13	Investment Management Fee – 4Q12	\$ 56,589.56
04/24/13	Investment Management Fee – 1Q13	58,122.25

8. **Halperin, Battaglia, Raicht, LLP**

12/14/12	Services rendered and expenses incurred for the period 11/01/12 – 11/30/12 relating to the A & P/Superfresh Bankruptcy	\$ 8,887.66
01/11/13	Services rendered and expenses incurred for the period 12/01/12 – 12/31/12 relating to the A & P/Superfresh Bankruptcy	\$ 3,837.00
02/11/13	Services rendered and expenses incurred for the period 01/01/13 – 01/31/13 relating to the A & P/Superfresh Bankruptcy	\$ 5,931.78
03/14/13	Services rendered and expenses incurred for the period 02/01/13 – 02/28/13 relating to the A & P/Superfresh Bankruptcy	\$ 2,751.48
04/17/13	Service rendered and expenses incurred for the period 03/01/13 – 03/31/13	\$ 164.00

9. **Income Research & Management**

01/11/13	Investment Management Fee – Transition Portfolio - 4Q12	\$ 739.40
01/11/13	Investment Management Fee – 4Q12	11,151.96
04/09/13	Investment Management Fee – 1Q13	10,859.19
04/09/13	Investment Management Fee – Transition Portfolio – 1Q13	713.35

10. **Intech**

12/17/12	Advisory Fee – 4Q12	\$ 609.04
01/10/13	Investment Management Fee – 4Q12	11,526.42
04/09/13	Investment Management Fee – 1Q13	12,261.00

11. **Investment Performance Services**

02/06/13	Professional Services Rendered – 1Q13	\$ 34,625.00
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12. **Lazard Asset Management, LLC**

01/11/13	Investment Management Fee – 4Q12	\$ 23,536.32
04/18/13	Investment Management Fee – 1Q13	24,213.55

13.	<u>Marco Consulting Group, Inc.</u>		
	12/21/12	Proxy voting service – 4Q12	\$ 2,162.50
14.	<u>Morgan, Lewis & Bockius, L.L.P.</u>		
	01/16/13	Professional Services Rendered – 09/12	\$ 1,364.00
	01/16/13	Professional Services Rendered – 10/12	4,650.00
	02/20/13	Professional Services Rendered – 11/12	4,650.00
	03/03/13	Professional Services Rendered – 12/12	15,314.00
15.	<u>NEPC</u>		
	12/17/12	Investment Consultant Fee - 4Q12	\$ 8,750.00
	02/01/13	Investment Consultant Expenses – 4Q12	39.11
	03/18/13	Investment Consultant Fee – 1Q13	21,539.72
16.	<u>NWQ</u>		
	12/31/12	Investment Management Fee – 4Q12	\$ 31,888.06
17.	<u>Putnam Investments</u>		
	01/10/13	Investment Management Fee – 4Q12	\$ 103,518.30
	04/09/13	Investment Management Fee – 1Q13	106,545.20
18.	<u>Segall, Bryant & Hamill</u>		
	01/18/13	Investment Management Fee – 4Q12 – Acct. B1F9854	\$ 9,012.39
	01/18/13	Investment Management Fee – 4Q12 – Acct. B1F9854T	4.98
	04/19/13	Investment Management Fee – 1Q13 – Acct. B1F9854T	3.78
	04/19/13	Investment Management Fee – 1Q13 – Acct. B1F9854	9,026.59
19.	<u>Slevin & Hart P.C.</u>		
	12/20/12	Professional Services Rendered through 11/12	\$ 41,478.14
	01/31/13	Professional Services Rendered through 12/12	55,677.16
	02/28/13	Professional Services Rendered through 01/13	69,069.11
	03/25/13	Professional Services Rendered through 02/13	29,584.74
	04/17/13	Professional Services Rendered through 03/13	13,276.00

20. **Trustee Expenses**

01/18/13	J. Slivosky – Reimbursement of expenses incurred at the FELRA and UFCW Pension Fund meeting held on December 19, 2012	\$	417.37
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21. **Wedge Capital Management**

01/08/13	Investment Management Fee – 4Q12	\$	38,335.19
04/08/13	Investment Management Fee – 1Q13		42,000.68

22. **Wellington Trust Company**

01/23/13	Investment Management Fee – 4Q12	\$	153,014.30
04/24/13	Investment Management Fee – 1Q13		158,755.62

23. **Westwood**

02/06/13	Investment Management Fee – 4Q12	\$	56,819.76
04/30/13	Investment Management Fee – 1Q13		59,138.27

24. **Windhaven**

02/06/13	Investment Management Fee – 4Q12	\$	107,045
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**OTHER FUND
BUSINESS**

BOT

Fund Office

911 Ridgebrook Road

Sparks, MD, 21152-99451

Re: Ian Sutton

Pension Fund - Local 400

I called and spoke to Ms. Sandy, at Local 400 Office in regards to my Pension Fund-Local 400, when I worked at The Giants for over 30 years. Ms. Sandy told me to write a letter.

I am now employed part-time at Village Supermarket, of Md, LLC, Shop Rite Store, Local 27 for the past 1 1/2 years.

I am therefore requesting payment of my Pension Fund from Local 400.

Thank you. 

IAN D SUTTON, SS-2488

3/25/13

P.S. I am enclosing my pay stubs and telephone number 301-579-6530.

CALVERTON STORE

