

LEGAL FUND MEETING

UFCW & FELRA LEGAL FUND

AGENDA

DECEMBER 19, 2013

- I. CALL TO ORDER**
- II. MINUTES**
 - A. REGULAR MEETING – AUGUST 27, 2013**
- III. FINANCIAL REPORT**
 - A. PNC BANK**
- IV. ATTORNEY'S REPORT**
- V. ADMINISTRATIVE MANAGER'S REPORT – (2Q13, 3Q13) (pg. 1 – 28)**
- VI. OTHER FUND BUSINESS (pg. 29)**
 - A. MISCELLANEOUS CORRESPONDENCE**
 - B. MEMORANDUM OF AGREEMENT**
- VII. NEXT MEETING DATES AND LOCATION**
- VIII. ADJOURNMENT**

ADMINISTRATIVE MANAGER'S REPORT

**UFCW AND FELRA
LEGAL BENEFIT FUND
SECOND QUARTER 2013**

ADMINISTRATIVE MANAGER'S REPORT

FULL TIME
SECOND QUARTER 2013
CONTRIBUTIONS

<u>COMPANY</u>	<u>RATE</u>	<u>PARTICIPANTS</u>	<u>CONTRIBUTIONS</u>
LOCAL 400			
GIANT ¹	\$21.12	2,819	\$178,612
GIANT	11.87	8	285
FRESH & GREEN	21.12	6	381
LOCAL 400 STAFF	21.12	1	63
SAFEWAY ¹	21.12	1,815	114,998
SUBTOTAL		4,649	\$294,339
LOCAL 27			
GIANT ¹	\$21.12	1,153	\$73,053
METRO/BASICS	21.12	297	18,818
SAFEWAY ¹	21.12	669	42,408
SAFEWAY DELAWARE	21.12	73	4,626
SUBTOTAL		2,192	\$138,905
TOTAL		6,841	\$433,244

AVERAGE MONTHLY CONTRIBUTION \$21.11

¹INCLUDES ADJUSTMENTS FOR PRIOR MONTHS

FULL TIME
SECOND QUARTER 2013
EXPENSES

PROVIDERS

	<u>AMOUNT</u>		<u>AVERAGE COST</u>		<u>PERCENTAGE</u>
ADES & ASSOCIATES	\$280,301		\$20.098		63.94%
AKMAN & ASSOCIATES	131,038		19.927		29.89%
SUBTOTAL	\$411,339		\$20.043		93.83%

OPERATING EXPENSES

	<u>AMOUNT</u>		<u>AVERAGE COST</u>		<u>PERCENTAGE</u>
ADMINISTRATION	\$26,475		\$1.290		6.04%
LEGAL	265		0.013		0.06%
PNC	31		0.002		0.01%
POSTAGE	243		0.012		0.06%
PRINTING	20		0.001		0.00%
SUBTOTAL	\$27,034		\$1.318		6.17%
TOTAL	\$438,373		\$21.361		100%

FULL TIME 2013 QUARTERLY RECAPS

FIRST 2013 SECOND 2013 THIRD 2013 FOURTH 2013 TOTAL

EMPLOYER CONTRIB	\$438,183	\$433,244	\$0	\$0	\$871,427
EMPLOYEE CONTRIB	0	0	0	0	0
MISC. INCOME	0	0	0	0	0

TOTAL INCOME	\$438,183	\$433,244	\$0	\$0	\$871,427
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EXPENSES

PROVIDERS	\$414,154	\$411,339	\$0	\$0	\$825,493
OPERATING	28,326	27,034	0	0	55,360

TOTAL EXPENSES	\$442,480	\$438,373	\$0	\$0	\$880,853
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TOTAL INCOME	\$438,183	\$433,244	\$0	\$0	\$871,427
TOTAL EXPENSES	\$442,480	\$438,373	\$0	\$0	\$880,853

SURPLUS (DEFICIT)	(\$4,297)	(\$5,129)	\$0	\$0	(\$9,426)
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AVERAGE INCOME	\$21.11	\$21.11	\$0.00	\$0.00	\$21.11
AVERAGE EXPENSES	\$21.32	\$21.36	\$0.00	\$0.00	\$21.34

SURPLUS (DEFICIT)	(\$0.21)	(\$0.25)	\$0.00	\$0.00	(\$0.23)
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TOTAL PARTICIPANTS	6,919	6,841			6,880
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FULL TIME
2012
QUARTERLY RECAPS

FIRST 2012 SECOND 2012 THIRD 2012 FOURTH 2012 TOTAL

EMPLOYER CONTRIB	\$455,592	\$458,348	\$447,351	\$439,133	\$1,800,424
EMPLOYEE CONTRIB	0	0	0	0	0
MISC. INCOME	0	0	0	0	0

TOTAL INCOME	\$455,592	\$458,348	\$447,351	\$439,133	\$1,800,424
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EXPENSES

PROVIDERS	\$428,473	\$421,658	\$416,928	\$407,549	\$1,674,608
OPERATING	27,667	29,205	27,590	26,383	110,845

TOTAL EXPENSES	\$456,140	\$450,863	\$444,518	\$433,932	\$1,785,453
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TOTAL INCOME	\$455,592	\$458,348	\$447,351	\$439,133	\$1,800,424
TOTAL EXPENSES	\$456,140	\$450,863	\$444,518	\$433,932	\$1,785,453

SURPLUS (DEFICIT)	(\$548)	\$7,485	\$2,833	\$5,201	\$14,971
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AVERAGE INCOME	\$21.04	\$21.04	\$21.04	\$21.05	\$21.04
AVERAGE EXPENSES	\$21.06	\$20.70	\$20.91	\$20.80	\$20.87

SURPLUS (DEFICIT)	(\$0.02)	\$0.34	\$0.13	\$0.25	\$0.17
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TOTAL PARTICIPANTS	7,218	7,261	7,087	6,954	7,130
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PART TIME
SECOND QUARTER 2013
CONTRIBUTIONS

<u>COMPANY</u>	<u>RATE</u>	<u>PARTICIPANTS</u>	<u>CONTRIBUTIONS</u>
LOCAL 400			
GIANT	\$21.12	5,103	\$323,326
GIANT	11.87	11	393
FRESH & GREEN	21.12	32	2,028
SAFEWAY ¹	21.12	2,502	158,548
SUBTOTAL		7,648	\$484,295
LOCAL 27			
GIANT ¹	\$21.12	2,215	\$140,342
METRO/BASICS	21.12	561	35,567
SAFEWAY ¹	21.12	889	56,327
SAFEWAY DELAWARE	21.12	117	7,392
SUBTOTAL		3,782	\$239,628
TOTAL		11,430	\$723,923

AVERAGE MONTHLY CONTRIBUTION \$21.11

¹INCLUDES ADJUSTMENTS FOR PRIOR MONTHS

PART TIME
SECOND QUARTER 2013
EXPENSES

PROVIDERS

	<u>AMOUNT</u>		<u>AVERAGE COST</u>		<u>PERCENTAGE</u>
ADES & ASSOCIATES	\$441,388		\$19.238		62.84%
AKMAN & ASSOCIATES	215,784		19.019		30.72%
SUBTOTAL	\$657,172		\$19.165		93.6%

OPERATING EXPENSES

	<u>AMOUNT</u>		<u>AVERAGE COST</u>		<u>PERCENTAGE</u>
ADMINISTRATION	\$44,232		\$1.290		6.30%
LEGAL	450		0.013		0.06%
PNC	54		0.002		0.01%
POSTAGE	414		0.012		0.06%
PRINTING	35		0.001		0.00%
SUBTOTAL	\$45,185		\$1.318		6.4%
TOTAL	\$702,357		\$20.483		100%

PART TIME 2013 QUARTERLY RECAPS
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FIRST 2013 SECOND 2013 THIRD 2013 FOURTH 2013 TOTAL

EMPLOYER CONTRIB	\$720,743	\$723,923	\$0	\$0	\$1,444,666
EMPLOYEE CONTRIB	0	0	0	0	0
MISC. INCOME	0	0	0	0	0

TOTAL INCOME	\$720,743	\$723,923	\$0	\$0	\$1,444,666
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EXPENSES

PROVIDERS	\$653,827	\$657,172	\$0	\$0	\$1,310,999
OPERATING	46,585	45,185	0	0	91,770

TOTAL EXPENSES	\$700,412	\$702,357	\$0	\$0	\$1,402,769
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TOTAL INCOME	\$720,743	\$723,923	\$0	\$0	\$1,444,666
TOTAL EXPENSES	\$700,412	\$702,357	\$0	\$0	\$1,402,769

SURPLUS (DEFICIT)	\$20,331	\$21,566	\$0	\$0	\$41,897
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AVERAGE INCOME	\$21.10	\$21.11	\$0.00	\$0.00	\$21.11
AVERAGE EXPENSES	\$20.51	\$20.48	\$0.00	\$0.00	\$20.50

SURPLUS (DEFICIT)	\$0.59	\$0.63	\$0.00	\$0.00	\$0.61
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TOTAL PARTICIPANTS	11,384	11,430			11,407
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PART TIME
2012
QUARTERLY RECAPS

FIRST 2012 SECOND 2012 THIRD 2012 FOURTH 2012 TOTAL

EMPLOYER CONTRIB	\$735,322	\$747,104	\$729,557	\$711,690	\$2,923,673
EMPLOYEE CONTRIB	0	0	0	0	0
MISC. INCOME	0	0	0	0	0

TOTAL INCOME	\$735,322	\$747,104	\$729,557	\$711,690	\$2,923,673
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EXPENSES

PROVIDERS	\$657,659	\$666,041	\$657,905	\$642,950	\$2,624,555
OPERATING	44,654	47,586	44,978	42,766	179,984

TOTAL EXPENSES	\$702,313	\$713,627	\$702,883	\$685,716	\$2,804,539
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TOTAL INCOME	\$735,322	\$747,104	\$729,557	\$711,690	\$2,923,673
TOTAL EXPENSES	\$702,313	\$713,627	\$702,883	\$685,716	\$2,804,539

SURPLUS (DEFICIT)	\$33,009	\$33,477	\$26,674	\$25,974	\$119,134
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AVERAGE INCOME	\$21.05	\$21.05	\$21.06	\$21.05	\$21.05
AVERAGE EXPENSES	\$20.11	\$20.11	\$20.29	\$20.28	\$20.20

SURPLUS (DEFICIT)	\$0.94	\$0.94	\$0.77	\$0.77	\$0.85
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TOTAL PARTICIPANTS	11,643	11,828	11,550	11,270	11,573
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COMBINED
2013
QUARTERLY RECAP

FIRST 2013 SECOND 2013 THIRD 2013 FOURTH 2013 TOTAL

EMPLOYER CONTRIB	\$1,158,926	\$1,157,167	\$0	\$0	\$2,316,093
EMPLOYEE CONTRIB	0	0	0	0	0
MISC. INCOME	0	0	0	0	0
INTEREST & DIVIDENDS	49	43	0	0	92

TOTAL INCOME	\$1,158,975	\$1,157,210	\$0	\$0	\$2,316,185
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EXPENSES

PROVIDERS	\$1,067,981	\$1,068,511	\$0	\$0	\$2,136,492
OPERATING	\$74,911	\$72,219	\$0	\$0	147,130

TOTAL EXPENSES	\$1,142,892	\$1,140,730	\$0	\$0	\$2,283,622
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TOTAL INCOME	\$1,158,975	\$1,157,210	\$0	\$0	\$2,316,185
TOTAL EXPENSES	\$1,142,892	\$1,140,730	\$0	\$0	\$2,283,622

SURPLUS (DEFICIT)	\$16,083	\$16,480	\$0	\$0	\$32,563
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TOTAL PARTICIPANTS	18,303	18,271	0	0	18,287
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FUND RESERVE	\$728,433	\$530,115			
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COMBINED
2012
QUARTERLY RECAP

FIRST 2012 SECOND 2012 THIRD 2012 FOURTH 2012 TOTAL

EMPLOYER CONTRIB	\$1,190,914	\$1,205,452	\$1,176,908	\$1,150,823	\$4,724,097
EMPLOYEE CONTRIB	0	0	0	0	0
MISC. INCOME	0	0	0	0	0
INTEREST & DIVIDENDS	38	37	38	36	149

TOTAL INCOME	\$1,190,952	\$1,205,489	\$1,176,946	\$1,150,859	\$4,724,246
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EXPENSES

PROVIDERS	\$1,086,132	\$1,087,699	\$1,074,833	\$1,050,499	\$4,299,163
OPERATING	\$72,321	\$76,791	\$72,568	\$69,149	290,829

TOTAL EXPENSES	\$1,158,453	\$1,164,490	\$1,147,401	\$1,119,648	\$4,589,992
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TOTAL INCOME	\$1,190,952	\$1,205,489	\$1,176,946	\$1,150,859	\$4,724,246
TOTAL EXPENSES	\$1,158,453	\$1,164,490	\$1,147,401	\$1,119,648	\$4,589,992

SURPLUS (DEFICIT)	\$32,499	\$40,999	\$29,545	\$31,211	\$134,254
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TOTAL PARTICIPANTS	18,861	19,089	18,637	18,224	18,703
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FUND RESERVE	\$609,529	\$649,218	\$462,129	\$701,619	
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**UTILIZATION
SECOND QUARTER 2013**

ADES & ASSOC.

CODE	TYPE	OPEN CASE	ATTORNEY HOURS	PARALEGAL HOURS	SURCHG.
01	FAMILY	283	1,740.00	811.00	\$4,600
02	PROBATE	27	346.00	181.00	
03	WILL	120	268.00	230.00	
04	NEGLIGENCE	29	438.00	228.00	
05	REAL ESTATE	81	469.00	345.00	
06	CONSUMER	97	616.00	420.00	
07	CRIMINAL	24	639.00	144.00	
08	TRAFFIC	75	377.00	186.00	\$2,000
09	LANDLORD/TENANT	46	371.00	319.00	
10	ADMINISTRATION	123	812.00	720.00	
11	IMMIGRATION	3	60.00	3.00	
12	MISCELLANEOUS	0	0.00	0.00	
13	WORKER'S COMP.	0	0.00	0.00	
14	JUVENILE	35	540.00	187.00	
15	CIVIL LITIGATION	106	791.00	517.00	
16	T CASES	0	0.00	0.00	

TOTAL	1,049	7,467.00	4,291.00	\$6,600
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ALL HOURS	11,758.00
ADJUSTED HOURS	9,612.50
PAYMENT	\$721,689
COST PER HOUR	\$75.08

AKMAN & ASSOC.

CODE	TYPE	OPEN CASE	ATTORNEY HOURS	PARALEGAL HOURS	SURCHG.
01	FAMILY	45	508.05	485.60	\$5,788
02	PROBATE	9	246.00	226.65	
03	WILL	34	170.05	168.25	
04	NEGLIGENCE	9	209.55	237.85	
05	REAL ESTATE	24	124.45	67.90	
06	CONSUMER	69	576.05	469.10	
07	CRIMINAL	34	215.00	94.20	300
08	TRAFFIC	45	297.65	87.40	
09	LANDLORD/TENANT	11	82.75	84.35	
10	ADMINISTRATION	0	0.00	0.00	
11	IMMIGRATION	0	0.00	0.00	
12	MISCELLANEOUS	0	0.00	0.00	
13	WORKER'S COMP.	0	0.00	0.00	
14	JUVENILE	20	102.85	81.75	
15	CIVIL LITIGATION	0	0.00	0.00	
16	T CASES	194	177.45	221.25	

TOTAL	494	2,709.85	2,224.30	\$6,088
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ALL HOURS	4,934.15
ADJUSTED HOURS	3,822.00
PAYMENT	\$346,822
COST PER HOUR	\$90.74

UTILIZATION
SECOND QUARTER 2013
COMBINED

CODE	TYPE	OPENED CASES	ATTORNEY HOURS	PARALEGAL HOURS	SURCHARGE
01	FAMILY	328	2,248.05	1,296.60	\$10,388
02	PROBATE	36	592.00	407.65	
03	WILL	154	438.05	398.25	
04	NEGLIGENCE	38	647.55	465.85	
05	REAL ESTATE	105	593.45	412.90	
06	CONSUMER	166	1,192.05	889.10	
07	CRIMINAL	58	854.00	238.20	300
08	TRAFFIC	120	674.65	273.40	2,000
09	LANDLORD/TENANT	57	453.75	403.35	
10	ADMINISTRATION	123	812.00	720.00	
11	IMMIGRATION	3	60.00	3.00	
12	MISCELLANEOUS	0	0.00	0.00	
13	WORKER'S COMP.	0	0.00	0.00	
14	JUVENILE	55	642.85	268.75	
15	CIVIL LITIGATION	106	791.00	517.00	
16	T CASES	194	177.45	221.25	

TOTAL

1,543	10,176.85	6,515.30	\$12,688
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ALL HOURS

16,692.15

ADJUSTED HOURS

13,434.50

PAYMENT

\$1,068,511

COST PER HOUR

\$79.53

SECOND QUARTER 2013
DELINQUENCIES

NONE

**UFCW AND FELRA
LEGAL BENEFIT FUND
THIRD QUARTER 2013**

ADMINISTRATIVE MANAGER'S REPORT

FULL TIME
THIRD QUARTER 2013
CONTRIBUTIONS

<u>COMPANY</u>	<u>RATE</u>	<u>PARTICIPANTS</u>	<u>CONTRIBUTIONS</u>
LOCAL 400			
GIANT ¹	\$21.12	2,793	\$176,943
GIANT	11.87	8	285
FRESH & GREEN	21.12	6	402
LOCAL 400 STAFF	21.12	3	168
SAFEWAY ¹	21.12	1,812	114,830
SUBTOTAL		4,622	\$292,628
LOCAL 27			
GIANT ¹	\$21.12	1,134	\$71,829
METRO/BASICS	21.12	297	18,839
SAFEWAY ¹	21.12	672	42,579
SAFEWAY DELAWARE	21.12	73	4,626
SUBTOTAL		2,176	\$137,873
TOTAL		6,798	\$430,501

AVERAGE MONTHLY CONTRIBUTION \$21.11

¹INCLUDES ADJUSTMENTS FOR PRIOR MONTHS

FULL TIME
THIRD QUARTER 2013
EXPENSES

PROVIDERS

	<u>AMOUNT</u>		<u>AVERAGE COST</u>		<u>PERCENTAGE</u>
ADES & ASSOCIATES	\$277,405		\$20.006		63.67%
AKMAN & ASSOCIATES	131,119		20.086		30.09%
SUBTOTAL	\$408,524		\$20.032		93.76%

OPERATING EXPENSES

	<u>AMOUNT</u>		<u>AVERAGE COST</u>		<u>PERCENTAGE</u>
ADMINISTRATION	\$26,308		\$1.290		6.04%
CONFERENCE	137		0.007		0.03%
LEGAL	571		0.028		0.13%
PNC	66		0.003		0.02%
POSTAGE	41		0.002		0.01%
PRINTING	47		0.002		0.01%
SUBTOTAL	\$27,170		\$1.332		6.24%
TOTAL	\$435,694		\$21.364		100%

FULL TIME 2013 QUARTERLY RECAPS

FIRST 2013 SECOND 2013 THIRD 2013 FOURTH 2013 TOTAL

EMPLOYER CONTRIB	\$438,183	\$433,244	\$430,501	\$0	\$1,301,928
EMPLOYEE CONTRIB	0	0	0	0	0
MISC. INCOME	0	0	0	0	0

TOTAL INCOME	\$438,183	\$433,244	\$430,501	\$0	\$1,301,928
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EXPENSES

PROVIDERS	\$414,154	\$411,339	\$408,524	\$0	\$1,234,017
OPERATING	28,326	27,034	27,170	0	82,530

TOTAL EXPENSES	\$442,480	\$438,373	\$435,694	\$0	\$1,316,547
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TOTAL INCOME	\$438,183	\$433,244	\$430,501	\$0	\$1,301,928
TOTAL EXPENSES	\$442,480	\$438,373	\$435,694	\$0	\$1,316,547

SURPLUS (DEFICIT)	(\$4,297)	(\$5,129)	(\$5,193)	\$0	(\$14,619)
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AVERAGE INCOME	\$21.11	\$21.11	\$21.11	\$0.00	\$21.11
AVERAGE EXPENSES	\$21.32	\$21.36	\$21.36	\$0.00	\$21.35

SURPLUS (DEFICIT)	(\$0.21)	(\$0.25)	(\$0.25)	\$0.00	(\$0.24)
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TOTAL PARTICIPANTS	6,919	6,841	6,798		6,853
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FULL TIME
2012
QUARTERLY RECAPS

FIRST 2012 SECOND 2012 THIRD 2012 FOURTH 2012 TOTAL

EMPLOYER CONTRIB	\$455,592	\$458,348	\$447,351	\$439,133	\$1,800,424
EMPLOYEE CONTRIB	0	0	0	0	0
MISC. INCOME	0	0	0	0	0

TOTAL INCOME	\$455,592	\$458,348	\$447,351	\$439,133	\$1,800,424
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EXPENSES

PROVIDERS	\$428,473	\$421,658	\$416,928	\$407,549	\$1,674,608
OPERATING	27,667	29,205	27,590	26,383	110,845

TOTAL EXPENSES	\$456,140	\$450,863	\$444,518	\$433,932	\$1,785,453
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TOTAL EXPENSES	\$456,140	\$450,863	\$444,518	\$433,932	\$1,785,453

SURPLUS (DEFICIT)	(\$548)	\$7,485	\$2,833	\$5,201	\$14,971
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AVERAGE INCOME	\$21.04	\$21.04	\$21.04	\$21.05	\$21.04
AVERAGE EXPENSES	\$21.06	\$20.70	\$20.91	\$20.80	\$20.87

SURPLUS (DEFICIT)	(\$0.02)	\$0.34	\$0.13	\$0.25	\$0.17
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TOTAL PARTICIPANTS	7,218	7,261	7,087	6,954	7,130
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PART TIME
THIRD QUARTER 2013
CONTRIBUTIONS

<u>COMPANY</u>	<u>RATE</u>	<u>PARTICIPANTS</u>	<u>CONTRIBUTIONS</u>
LOCAL 400			
GIANT	\$21.12	4,978	\$315,426
GIANT	11.87	11	393
FRESH & GREEN	21.12	31	1,964
SAFEWAY ¹	21.12	2,490	157,746
SUBTOTAL		7,510	\$475,529
LOCAL 27			
GIANT ¹	\$21.12	2,185	\$138,441
METRO/BASICS	21.12	559	35,418
SAFEWAY ¹	21.12	870	55,123
SAFEWAY DELAWARE	21.12	114	7,244
SUBTOTAL		3,728	\$236,226
TOTAL		11,238	\$711,755

AVERAGE MONTHLY CONTRIBUTION \$21.11

¹INCLUDES ADJUSTMENTS FOR PRIOR MONTHS

PART TIME
THIRD QUARTER 2013
EXPENSES

PROVIDERS

	<u>AMOUNT</u>		<u>AVERAGE COST</u>		<u>PERCENTAGE</u>
ADES & ASSOCIATES	\$439,321		\$19,499		62.69%
AKMAN & ASSOCIATES	216,513		19,359		30.90%
SUBTOTAL	\$655,834		\$19,453		93.59%

OPERATING EXPENSES

	<u>AMOUNT</u>		<u>AVERAGE COST</u>		<u>PERCENTAGE</u>
ADMINISTRATION	\$43,500		\$1,290		6.21%
CONFERENCE	224		0.007		0.03%
LEGAL	932		0.028		0.13%
PNC	108		0.003		0.02%
POSTAGE	68		0.002		0.01%
PRINTING	77		0.002		0.01%
SUBTOTAL	\$44,909		\$1,332		6.41%
TOTAL	\$700,743		\$20,785		100%

PART TIME
2013
QUARTERLY RECAPS

FIRST 2013 SECOND 2013 THIRD 2013 FOURTH 2013 TOTAL

EMPLOYER CONTRIB	\$720,743	\$723,923	\$711,755	\$0	\$2,156,421
EMPLOYEE CONTRIB	0	0	0	0	0
MISC. INCOME	0	0	0	0	0

TOTAL INCOME	\$720,743	\$723,923	\$711,755	\$0	\$2,156,421
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EXPENSES

PROVIDERS	\$653,827	\$657,172	\$655,834	\$0	\$1,966,833
OPERATING	46,585	45,185	44,909	0	136,679

TOTAL EXPENSES	\$700,412	\$702,357	\$700,743	\$0	\$2,103,512
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TOTAL INCOME	\$720,743	\$723,923	\$711,755	\$0	\$2,156,421
TOTAL EXPENSES	\$700,412	\$702,357	\$700,743	\$0	\$2,103,512

SURPLUS (DEFICIT)	\$20,331	\$21,566	\$11,012	\$0	\$52,909
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AVERAGE INCOME	\$21.10	\$21.11	\$21.11	\$0.00	\$21.11
AVERAGE EXPENSES	\$20.51	\$20.48	\$20.78	\$0.00	\$20.59

SURPLUS (DEFICIT)	\$0.59	\$0.63	\$0.33	\$0.00	\$0.52
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TOTAL PARTICIPANTS	11,384	11,430	11,238		11,351
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PART TIME
2012
QUARTERLY RECAPS

FIRST 2012 SECOND 2012 THIRD 2012 FOURTH 2012 TOTAL

EMPLOYER CONTRIB	\$735,322	\$747,104	\$729,557	\$711,690	\$2,923,673
EMPLOYEE CONTRIB	0	0	0	0	0
MISC. INCOME	0	0	0	0	0

TOTAL INCOME	\$735,322	\$747,104	\$729,557	\$711,690	\$2,923,673
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EXPENSES

PROVIDERS	\$657,659	\$666,041	\$657,905	\$642,950	\$2,624,555
OPERATING	44,654	47,586	44,978	42,766	179,984

TOTAL EXPENSES	\$702,313	\$713,627	\$702,883	\$685,716	\$2,804,539
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TOTAL INCOME	\$735,322	\$747,104	\$729,557	\$711,690	\$2,923,673
TOTAL EXPENSES	\$702,313	\$713,627	\$702,883	\$685,716	\$2,804,539

SURPLUS (DEFICIT)	\$33,009	\$33,477	\$26,674	\$25,974	\$119,134
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AVERAGE INCOME	\$21.05	\$21.05	\$21.06	\$21.05	\$21.05
AVERAGE EXPENSES	\$20.11	\$20.11	\$20.29	\$20.28	\$20.20

SURPLUS (DEFICIT)	\$0.94	\$0.94	\$0.77	\$0.77	\$0.85
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TOTAL PARTICIPANTS	11,643	11,828	11,550	11,270	11,573
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COMBINED 2013 QUARTERLY RECAP
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FIRST 2013 SECOND 2013 THIRD 2013 FOURTH 2013 TOTAL

EMPLOYER CONTRIB	\$1,158,926	\$1,157,167	\$1,142,256	\$0	\$3,458,349
EMPLOYEE CONTRIB	0	0	0	0	0
MISC. INCOME	0	0	0	0	0
INTEREST & DIVIDENDS	49	43	43	0	135

TOTAL INCOME	\$1,158,975	\$1,157,210	\$1,142,299	\$0	\$3,458,484
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EXPENSES

PROVIDERS	\$1,067,981	\$1,068,511	\$1,064,358	\$0	\$3,200,850
OPERATING	\$74,911	\$72,219	\$72,079	\$0	219,209

TOTAL EXPENSES	\$1,142,892	\$1,140,730	\$1,136,437	\$0	\$3,420,059
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TOTAL INCOME	\$1,158,975	\$1,157,210	\$1,142,299	\$0	\$3,458,484
TOTAL EXPENSES	\$1,142,892	\$1,140,730	\$1,136,437	\$0	\$3,420,059

SURPLUS (DEFICIT)	\$16,083	\$16,480	\$5,862	\$0	\$38,425
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TOTAL PARTICIPANTS	18,303	18,271	18,036	0	18,203
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FUND RESERVE	\$728,433	\$530,115	\$754,774		
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COMBINED
2012
QUARTERLY RECAP

FIRST 2012 SECOND 2012 THIRD 2012 FOURTH 2012 TOTAL

EMPLOYER CONTRIB	\$1,190,914	\$1,205,452	\$1,176,908	\$1,150,823	\$4,724,097
EMPLOYEE CONTRIB	0	0	0	0	0
MISC. INCOME	0	0	0	0	0
INTEREST & DIVIDENDS	38	37	38	36	149

TOTAL INCOME	\$1,190,952	\$1,205,489	\$1,176,946	\$1,150,859	\$4,724,246
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EXPENSES

PROVIDERS	\$1,086,132	\$1,087,699	\$1,074,833	\$1,050,499	\$4,299,163
OPERATING	\$72,321	\$76,791	\$72,568	\$69,149	290,829

TOTAL EXPENSES	\$1,158,453	\$1,164,490	\$1,147,401	\$1,119,648	\$4,589,992
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TOTAL INCOME	\$1,190,952	\$1,205,489	\$1,176,946	\$1,150,859	\$4,724,246
TOTAL EXPENSES	\$1,158,453	\$1,164,490	\$1,147,401	\$1,119,648	\$4,589,992

SURPLUS (DEFICIT)	\$32,499	\$40,999	\$29,545	\$31,211	\$134,254
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TOTAL PARTICIPANTS	18,861	19,089	18,637	18,224	18,703
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FUND RESERVE	\$609,529	\$649,218	\$462,129	\$701,619	
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**UTILIZATION
THIRD QUARTER 2013**

ADES & ASSOC.

CODE	TYPE	OPEN CASE	ATTORNEY HOURS	PARALEGAL HOURS	SURCHG
01	FAMILY	296	1,817.00	859.20	\$7,200
02	PROBATE	16	311.00	159.00	
03	WILL	128	321.50	223.00	
04	NEGLIGENCE	40	440.00	284.00	
05	REAL ESTATE	77	487.00	401.00	
06	CONSUMER	88	585.00	386.00	
07	CRIMINAL	41	726.00	245.00	
08	TRAFFIC	106	483.00	283.00	\$7,000
09	LANDLORD/TENANT	65	420.00	304.00	
10	ADMINISTRATION	95	745.00	627.00	
11	IMMIGRATION	12	71.00	1.00	
12	MISCELLANEOUS	0	0.00	0.00	
13	WORKER'S COMP.	0	0.00	0.00	
14	JUVENILE	11	268.00	93.00	
15	CIVIL LITIGATION	101	836.00	474.50	
16	T CASES	0	0.00	0.00	

TOTAL	1,076	7,510.50	4,339.70	\$14,200
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ALL HOURS	11,850.20
ADJUSTED HOURS	9,680.35
PAYMENT	\$716,726
COST PER HOUR	\$74.04

AKMAN & ASSOC.

CODE	TYPE	OPEN CASE	ATTORNEY HOURS	PARALEGAL HOURS	SURCHG
01	FAMILY	58	562.30	551.10	\$2,800
02	PROBATE	12	242.30	276.20	
03	WILL	47	192.85	199.70	
04	NEGLIGENCE	12	223.30	246.65	
05	REAL ESTATE	22	163.45	95.15	
06	CONSUMER	65	567.25	487.65	
07	CRIMINAL	33	200.70	121.00	
08	TRAFFIC	44	284.75	109.45	
09	LANDLORD/TENANT	17	83.35	92.50	
10	ADMINISTRATION	0	0.00	0.00	
11	IMMIGRATION	0	0.00	0.00	
12	MISCELLANEOUS	0	0.00	0.00	
13	WORKER'S COMP.	0	0.00	0.00	
14	JUVENILE	15	128.70	83.35	
15	CIVIL LITIGATION	0	0.00	0.00	
16	T CASES	177	210.40	231.15	

TOTAL	502	2,859.35	2,493.90	\$2,800
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ALL HOURS	5,353.25
ADJUSTED HOURS	4,106.30
PAYMENT	\$347,632
COST PER HOUR	\$84.66

UTILIZATION THIRD QUARTER 2013 COMBINED

CODE	TYPE	OPENED CASES	ATTORNEY HOURS	PARALEGAL HOURS	SURCHARGE
01	FAMILY	354	2,379.30	1,410.30	\$10,000
02	PROBATE	28	553.30	435.20	
03	WILL	175	514.35	422.70	
04	NEGLIGENCE	52	663.30	530.65	
05	REAL ESTATE	99	650.45	496.15	
06	CONSUMER	153	1,152.25	873.65	
07	CRIMINAL	74	926.70	366.00	0
08	TRAFFIC	150	767.75	392.45	7,000
09	LANDLORD/TENANT	82	503.35	396.50	
10	ADMINISTRATION	95	745.00	627.00	
11	IMMIGRATION	12	71.00	1.00	
12	MISCELLANEOUS	0	0.00	0.00	
13	WORKER'S COMP.	0	0.00	0.00	
14	JUVENILE	26	396.70	176.35	
15	CIVIL LITIGATION	101	836.00	474.50	
16	T CASES	177	210.40	231.15	

TOTAL	1,578	10,369.85	6,833.60	\$17,000
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ALL HOURS	17,203.45
ADJUSTED HOURS	13,786.65
PAYMENT	\$1,064,358
COST PER HOUR	\$77.20

THIRD QUARTER 2013
DELINQUENCIES

NONE

**OTHER FUND
BUSINESS**

4. PENSION:

With regard to the aggregate payment to the two funds, the Employers will pay the annual six (6) cent hourly rate increases and concomitant percentage increase on the Tier 1 rate required by the Pension Fund's rehabilitation plan for the duration of the collective bargaining agreement.

5. SEVERANCE: See Attachment B

6. UFCW & FELRA LEGAL FUND:

Add new last paragraph to Article 17.2 C(L27 & SWY); Article 17.2.3 (L400 & SWY); Article 17.B.3 (L27 & Giant); Article 17.11.D (L400 & Giant):

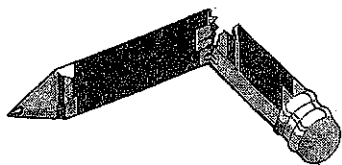
Giant and Safeway agree that the FELRA and UFCW Health and Welfare Fund will continue to provide a program of Legal Benefits with the continuation of Employer contributions to the UFCW & FELRA Legal Benefits Fund of \$20.25 per month plus the cost of administration for eligible employees hired prior to January 1, 2014. For employees hired on or after January 1, 2014, the monthly contribution by the Employers will commence with the first full payroll week of the month following the completion of eighteen (18) months of continuous employment with the Employer, and shall be in the amount of \$10.25 per month plus the cost of administration.

7. UFCW & FELRA SCHOLARSHIP FUND:

The Employers agree that the FELRA & UFCW Health & Welfare Fund will continue to provide a program of scholarship benefits for eligible participants and their eligible dependents and the Health & Welfare Fund will continue to maintain a separate accounting of the assets and liabilities attributable to the provision of scholarship benefits under the Health & Welfare Trust.

8. MID-ATLANTIC JOINT LABOR MANAGEMENT FUND:

The operations of the Mid-Atlantic Joint Labor Management Fund ("JLM Fund") shall cease effective immediately and the Trustees shall be instructed to take any and all action necessary to terminate the Fund by December 31, 2013. Giant and Safeway agree to pay all authorized and reasonable expenses incurred by October 31st, 2013, plus reasonable and necessary authorized expenses incurred after that date associated with the termination of the JLM fund. The total cost of the expenses referenced in the previous sentence will be allocated between the companies on a headcount basis, and in no event will exceed a total of fifty thousand dollars (\$50,000.00). In addition, a portion of the \$180,000/year for 2014 to be contributed by Safeway and Giant to the Health Fund for education, shall be redirected by the parties to pay JLM expenses that exceed the \$50,000 to the extent they agree to do so.



MEETING NOTES

[illegible]

