United Food and Commercial Workers
and Food Employers Labor Relations Association
Legal Benefits Fund

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

A Program of the
FELRA and UFCW
VEBA Fund

8400 Corporate Drive, Suite 430
Landover, Maryland 20785-2361
Telephone: (301) 459-3020
(800) 638-2972
www.associated-admin.com

MINUTES OF THE MEETING OF THE COMMITTEE MEMBERS
OF THE UFCW & FELRA LEGAL BENEFITS FUND
MARCH 2, 2018
HANOVER, MARYLAND

The following Committee Members were present:

Union Committee Members	**Employer Committee Members**
C. Hoffmann – Chairman	J. Paradis – Secretary
J. Harrison	M. Goble
Y. Anwar	

Also present were:

H. Burton – Morgan, Lewis & Bockius
J. Chorpenning – UFCW Local 27
L. DuVall – Associated Administrators, LLC
M. Federici – UFCW Local 400
N. Hill – UFCW Local 27
T. Hipkins – UFCW Local 27
W. Jensen – Associated Administrators, LLC
S. Sanchez – Slevin & Hart, P.C.
B. Slevin – Slevin & Hart, P.C.

I. CALL TO ORDER

A quorum being present, the meeting was called to order. Mr. Jensen noted that he had received correspondence from the Food Employers Labor Relations Association appointing Mr. Michael Goble to the Committee, replacing Mr. Meisen, who retired.

II. MINUTES

The Committee Members reviewed the minutes of the last regular meeting held on January 10, 2018, which were pre-circulated.

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

> **RESOLVED that the minutes of the regular meeting held on January 10, 2018 are approved as presented.**

III. FINANCIAL REPORT

A. PNC Bank

Mr. Jensen reviewed the Summary of Activity Report for the period January 1 to January 31, 2018. Such report indicated a beginning market value of $458,395, negative earnings of $1,535, receipts of $297,318, and disbursements of $318,360, producing an ending market value of $435,818 as of January 31, 2018.

B. Investment Performance Services ("IPS")

The Committee Members welcomed Mr. Rich Sichel of IPS to the meeting. Mr. Sichel presented the Master Consulting Report for the quarter ended December 31, 2017. Such report indicated a beginning market value for the fourth quarter 2017 of $431,818, net cash flow of $26,247 and a net investment change of $177, resulting in an ending market value of $458,242 for the quarter. The performance was 0.0% for the quarter.

Mr. Sichel presented the Preliminary Performance update as of January 31, 2018. The beginning market value was $458,242, net cash flow was a negative $20,970, and net investment change was a negative $1,587, resulting in an ending market value of $435,685 as of January 31, 2018. The year-to-date performance was a negative 0.3%.

IV. ATTORNEYS' REPORT

A. Giant Valley Collective Bargaining Agreement ("CBA")

Mr. Slevin reported that a side letter to the Giant Valley CBA regarding contribution rates to the Fund was signed between Committee meetings.

B. Amendment 8 to Legal Services Agreement with Akman & Associates, LLC

Mr. Slevin reported that Amendment 8 to the Fund's Legal Services Agreement with Akman & Associates, LLC was signed between Committee meetings.

C. Participation Agreement with UFCW Local 400

Mr. Slevin reported that the updated Participation Agreement between the Fund and UFCW Local 400 was signed between Committee meetings.

V. ADMINISTRATIVE MANAGER'S REPORT

A. Fourth Quarter 2017 Report

Mr. Jensen presented the Administrative Manager's Fourth Quarter 2017 Report. Such report indicated contribution income of $893,593 and interest income of $3,054, producing a total income of $896,647. Total expenses were $889,494, producing a surplus of $7,153 for the quarter. He noted that contributions were remitted on behalf of 15,569 active Plan participants.

B. Administrative Services Contract Renewal

Mr. Jensen stated that Associated Administrators' contract will expire March 31, 2018. He presented a request for a three-year extension of the contract and reviewed justification for a fee increase. After discussion and,

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

> **RESOLVED to recommend for approval the three-year extension of the administrative services contract at a fee increase of 3% per year effective April 1, 2018, in addition to the proposed hourly rates for implementing new regulatory changes and new vendor implementations.**

VI. INVOICES

Mr. Jensen presented a list of invoices dated March 2, 2018. It was noted there were no additions, deletions or changes to the list.

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

RESOLVED that the invoices on the list dated March 2, 2018 are recommended for approval as presented.

VII. NEXT MEETING DATE AND LOCATION

It was noted that the next meeting of the Board of Trustees is scheduled for June 28, 2018 in the offices of UFCW Local 400 located in Landover, Maryland.

VIII. ADJOURNMENT

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

Respectfully Submitted,

Jason Paradis, Secretary

20624452v1