

**UFCW UNIONS AND PARTICIPATING EMPLOYERS
PENSION FUND**

BOARD OF TRUSTEES MEETING

DECEMBER 15, 2016

**United Food and Commercial Workers Unions
and Participating Employers
Pension Fund**

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Sparks, Maryland 21152-9451
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A G E N D A

DECEMBER 15, 2016

9:30 A.M.

- I. CALL TO ORDER**
 - A. RESIGNATION OF TRUSTEE**
- II. MINUTES**
 - A. REGULAR MEETING – SEPTEMBER 27, 2016 (pg. 1 – 7)**
- III. FINANCIAL REPORT (pg. 8)**
 - A. PNC REPORT**
 - B. INVESTMENT PERFORMANCE SERVICES**
 - 1. HAMILTON LANE INVESTORS**
 - C. AUDITOR'S REPORT**
- IV. ACTUARY'S REPORT**
 - A. REHABILITATION PLAN**
 - B. KROGER ASSET/LIABILITY TRANSFER**
 - C. SUPERVALU ASSET/LIABILITY TRANSFER**
- V. ATTORNEY'S REPORT**
- VI. ADMINISTRATIVE MANAGER'S REPORT – (3Q2016) (pg. 9 – 27)**
- VII. INVOICES (pg. 28 – 30)**
- VIII. OTHER FUND BUSINESS**
 - A. MISCELLANEOUS CORRESPONDENCE**
- IX. 2017 MEETING DATES AND LOCATIONS**
- X. ADJOURNMENT**

MINUTES

**United Food and Commercial Workers Unions
and Participating Employers
Pension Fund**

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**MINUTES OF THE MEETING OF THE
BOARD OF TRUSTEES OF THE
UFCW UNIONS AND PARTICIPATING EMPLOYERS
PENSION FUND
SEPTEMBER 27, 2016
LINTHICUM, MARYLAND**

The following Trustees were present:

UNION TRUSTEES

G. Murphy, Jr. – Secretary
Y. Anwar
J. Chorpenning
M. Federici
C. Hoffmann

EMPLOYER TRUSTEES

D. Gwin – Chairperson
J. Born
S. Loeffler
B. Seehafer

Also present were:

A. Bilgrami - Kroger
M. Bramstaedt - The Segal Company
H. Burton - Morgan, Lewis, & Bockius LLP
D. Clutts - Associated Administrators, LLC
M. Eubank - UFCW Local 27
P. Hardcastle - Cheiron
C. Heppner - The Segal Company
M. Harris - UFCW Local 400
J. Harrison - UFCW Local 27
T. Hipkins - UFCW Local 27
J. Ianniello - Associated Administrators, LLC
W. Jensen - Associated Administrators, LLC
R. Murray - Cheiron
D. Russell - Investment Performance Services, LLC
S. Sanchez - Slevin & Hart, P.C.
B. Slevin - Slevin & Hart, P.C.
L. Walsh - Associated Administrators, LLC

I. CALL TO ORDER

A quorum being present, the meeting was called to order. Mr. Jensen stated that he had received notice of the resignation of Trustee Scott Habermehl, effective July 19, 2016.

II. **MINUTES**

The Trustees reviewed the minutes of the regular meeting held on April 26, 2016, and the minutes of the Rehabilitation Plan Sub-Committee meeting held on June 6, 2016, which were pre-circulated.

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

RESOLVED that the minutes of the regular meeting held on April 26, 2016 and the Rehabilitation Plan Sub-Committee meeting held on June 6, 2016 are approved as presented.

III. **FINANCIAL REPORT**

A. **PNC Report**

Mr. Jensen presented the PNC Summary of Activity report for the period January 1, 2016 to August 31, 2016. Such report indicated a beginning market value of \$100,582,345, receipts of \$9,968,142, disbursements of \$8,773,521, and investment returns of \$3,854,760, producing an ending market value of \$105,631,727 as of August 31, 2016.

B. **Investment Performance Services ("IPS")**

The Trustees welcomed Mr. David Russell of IPS to the meeting.

1. **Master Consulting Report**

Mr. Russell distributed the Master Consulting Report for the period ended June 30, 2016. Such report indicated a market value of assets of \$100,173,023. The total portfolio had a 1.7% return gross of fees in the second quarter 2016, and a 1.3% return gross of fees year to date 2016.

2. **Manager's Review**

Mr. Russell reviewed each investment manager's performance. Entrust Capital Diversity Fund's ("Entrust") performance continues to lag behind the fund of funds composite index. Mr. Russell recommended decreasing Entrust's portfolio and hiring an opportunistic hedge fund of funds manager.

3. Asset Allocation

Mr. Russell reviewed the Fund's current asset allocation, noting all allocations are within investment policy target ranges. Mr. Russell presented an asset allocation review, providing scenarios that could enhance the Fund's returns with minimal risk. Scenario D would increase the international equity portfolio from 7% to 10%, reduce the diversified hedge fund of funds allocation from 11% to 5%, and increase the opportunistic hedge fund of funds allocation from 2.5% to 15%. The Trustees agreed to accept the asset allocation changes proposed by Mr. Russell. Mr. Russell recommended withdrawing \$2.5 million from American Realty and redeeming \$6 million from Entrust to fund the increased allocation of \$8.5 million in the opportunistic hedge fund of funds. Mr. Russell presented a comparative investment manager review that detailed strong performance by Corbin Capital Partners.

4. Corbin Capital Partners

Per the Trustees' direction at the April 26, 2016 meeting, Mr. Ralph Vasami and Mr. Rob Zellner from Corbin Capital Partners made a presentation to the Trustees on the Corbin ERISA Opportunity Fund ("CEOF"). The CEOF was launched July 1, 2016 with an investment strategy of a diversified, high-yielding credit portfolio focused on achieving substantial return on capital managed in accordance with ERISA standards. Founder Class shares are being offered for the first \$200 million invested in the Fund, with a fee structure of 75 basis points for two years. Mr. Vasami confirmed that Corbin would accept discretionary investment authority on behalf of the Fund.

The Trustees thanked Mr. Vasami and Mr. Zellner for their report and excused them from the meeting.

After further discussion, the Trustees voted approval of the following resolution:

RESOLVED to hire Corbin Capital Partners as an opportunistic hedge fund of funds manager for the Fund with an \$8.5 million investment in the Corbin ERISA Opportunity Fund, upon execution of an acceptable contract. The Corbin investment is to be funded by the withdrawal of \$2.5 million from American Realty and the redemption of \$6 million from Entrust.

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

IV. ACTUARY'S REPORT

The Trustees welcomed Mr. Peter Hardcastle and Mr. Robert Murray of Cheiron to the meeting.

A. 2016 Rehabilitation Plan

Mr. Hardcastle stated the 2016 Rehabilitation Plan Sub-Committee met on September 12, 2016. The Committee is scheduled to meet again on October 21, 2016.

B. Preliminary Actuarial Valuation Results January 1, 2016

Mr. Hardcastle presented preliminary results for the January 1, 2016 actuarial valuation. Mr. Hardcastle reported that there were a total of 4,539 active participants, 5,339 terminated vested participants, and 2,772 participants in pay status, resulting in a total of 12,650 participants as of January 1, 2016. Mr. Hardcastle stated that the market value of the assets totaled \$106.35 million, the actuarial value of the assets was \$110.07 million, and the present value of accrued benefits and accrued liability was \$178.58 million. The accrued benefit funding ratio was 61.6%. The liability increase from January 1, 2015 to January 1, 2016 was \$4.1 million. Mr. Hardcastle said that Cheiron would update the mortality tables and interest rate assumptions prior to finalizing the valuation results.

C. Kroger Transfer of Assets and Liabilities

Mr. Hardcastle reported that the transfer of Kroger-related assets and liabilities from this Pension Fund to the UFCW Consolidated Pension Fund, and the transfer of SuperValu related assets and liabilities from the Consolidated Pension Fund to this Pension Fund were fundamentally complete. He stated that Cheiron requested and received information from the Fund Office to finalize the transfers.

D. SuperValu Transfers

Trustee Gwin requested that the Fund Office confirm the appropriate contribution rate and payment owed by Shoppers Food Warehouse on behalf of the participants on whose behalf Shoppers now is obligated to contribute to this Pension Fund pursuant to a Memorandum of Agreement between UFCW Local 400 and Shoppers Food Warehouse.

The Trustees thanked the representatives from Cheiron for their report and they were excused from the meeting.

V. **ATTORNEYS' REPORT**

A. **Kroger Transfer of Assets and Liabilities**

Mr. Slevin said that the asset and liability transfer agreement between this Pension Fund and the UFCW Consolidated Pension Fund relating to the Kroger transfer has been executed.

B. **SuperValu Transfer of Assets and Liabilities**

Mr. Slevin said that the asset and liability transfer agreement between this Pension Fund and the UFCW Consolidated Pension Fund relating to the SuperValu transfer has been executed.

C. **Withdrawal Liability**

Mr. Slevin discussed the withdrawal liability obligations of the following employers: Boar's Head, Metropolitan Poultry & Seafood, Magruder, Bestway, Commodore Homes, Delmarva and Perdue.

RESOLVED to accept payment of no less than \$2,040,000 from Commodore Homes as payment in full of its withdrawal liability, subject to a properly executed settlement agreement.

D. **G & G Eddie's Delinquency**

Mr. Slevin reported on G & G Eddie's contribution delinquency.

E. **IRS Determination Letters**

Mr. Slevin reported on changes to the IRS determination letter program.

F. **Cheiron Agreement**

Mr. Slevin presented the amendment to Cheiron's agreement with the Fund.

G. **Audit Engagement Letter**

Mr. Slevin reported on the audit engagement letter presented to the fund by Bond Beebe.

VI. ADMINISTRATIVE MANAGER'S REPORT

Mr. Jensen reviewed the Administrative Manager's report for the second quarter 2016. Such report indicated total income of \$3,399,485 and total expenses of \$3,513,844, producing a net deficit of \$114,359. Mr. Jensen reported that contributions were remitted on behalf of 4,049 Plan participants.

Mr. Jensen reviewed a list of pension applications submitted for approval during the first and second quarters of 2016.

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 first and second quarter 2016 reports are approved for payment.

VII. INVOICES

Mr. Jensen presented a list of invoices dated September 27, 2016. He 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 September 27, 2016 are approved for payment.

VIII. OTHER FUND BUSINESS

Mr. Jensen reported the following:

A. Giant Food

The Fund received a payment of \$120,433.57 from Giant Food for the first and second quarter 2016 payments of withdrawal liability.

B. Canada Dry

The Fund received a payment of \$34,502 from Canada Dry for the fourth quarter 2015 payment of withdrawal liability.

C. Delmarva

Delmarva has been making monthly payments of its withdrawal liability, despite the quarterly schedule of required payments. As a result, the company has pre-paid into 2017.

D. Convergex

The Fund received a payment of \$604.02 from Convergex for the first quarter 2016 commission rebate recapture.

E. Withdrawal Liability Information Requests

Mr. Jensen reported that Lion's Manor, Giant Food, SuperValu and Associated Administrators requested and received estimates of their withdrawal liability. The estimates were prepared by the Fund Actuary.

F. SuperValu Memorandum of Agreement

The Fund received a Memorandum of Agreement between SuperValu and UFCW Local 27, with a contribution rate of \$1.83 per hour for all hours worked on or after July 1, 2016 for participants formerly participating in the FELRA and UFCW Pension Fund.

IX. NEXT MEETING DATE AND LOCATION

After discussion, the Trustees selected December 15, 2016 at 9:30 a.m. at the Residence Inn at National Harbor, Maryland as their next meeting date and location.

X. ADJOURNMENT

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

Respectfully submitted

George Murphy, Jr., Secretary

FINANCIAL REPORT

UFCW UNIONS & PARTICIPATING EMPLOYERS
PENSION FUND
SUMMARY OF ACTIVITY
JANUARY 01, 2016 to NOVEMBER 30, 2016

<u>MANAGERS</u>	<u>BALANCE 1/1/2016</u>	<u>RECEIPTS</u>	<u>INTER A/C TRANSFERS</u>	<u>EXPENSES</u>	<u>INVESTMENT RETURN</u>	<u>BALANCE 11/30/2016</u>	<u>%</u>
WEDGE	12,258,923	0	267,779	0	1,525,202	13,516,346	12.8%
BOYD WATTERSON GSA ¹	0	0	2,500,000	0	144,405	2,644,405	2.5%
SBH	5,068,376	0	275,000	0	88,714	4,882,090	4.6%
AMERICAN REALTY ¹	8,328,973	0	0	0	412,798	8,741,771	8.3%
PRINCIPAL RE ¹	11,292,590	0	1,121,992	0	687,079	10,857,677	10.3%
LOOMIS HY ¹	4,981,546	0	325,000	0	579,015	5,235,561	5.0%
WINSLOW ¹	6,397,315	0	300,000	0	85,683	6,782,998	6.4%
WESTFIELD	6,188,039	0	300,000	0	195,809	6,683,847	6.3%
LOOMIS-SMID ^{1 2}	10,065,663	0	400,000	0	573,449	10,239,112	9.7%
ENTRUST CAP DIVERSIFIED ¹	11,870,260	0	0	0	-176,511	11,693,749	11.1%
ENTRUST SPECIAL OP III ¹	1,516,869	0	1,015,438	0	224,248	2,756,555	2.6%
WELLINGTON TRUST ¹	7,520,462	0	2,500,000	0	235,635	5,256,097	5.0%
JOHNSTON ¹	7,392,981	0	400,000	0	494,308	8,287,289	7.9%
CHARTWELL	4,974,561	0	225,000	0	290,696	5,040,257	4.8%
SENTINEL REAL ESTATE FUND ¹	2,500,000	0	0	0	218,574	2,718,574	2.6%
CASH RESERVES	225,788	11,847,545	599,333	12,468,941	5,789	209,512	0.2%
TOTAL	100,582,345	11,847,545	0	12,468,941	5,584,893	105,545,841	100.0%

¹ Market values from IPS 9/30/2016 report

² Loomis SMID, adjusted for \$300,000 redemption proceeds received into Cash Reserves on 11/29/2016

PNC BANK

ADMINISTRATIVE MANAGER'S REPORT

UFCW UNIONS AND PARTICIPATING

EMPLOYERS PENSION FUND

THIRD QUARTER 2016

ADMINISTRATIVE MANAGER'S REPORT

**THIRD QUARTER 2016
CONTRIBUTIONS**

COMPANY	RATE	PARTICIPANTS	HOURS	CONTRIBUTIONS	CONTRACT EXPIRATION DATE
ALLEGANY COUNTY 27	\$0.20	84	36,143	\$7,229	9/30/2016
ASSOCIATED ADMINISTRATORS	1.12	69	29,960	33,555	10/29/2017
ASSOCIATED ADMINISTRATORS	0.70	75	33,093	23,165	10/29/2017
EDDIES ST. PAUL 27 ¹	.72	3	1,349	1,771	7/31/2016
EDDIES ST. PAUL 27 ¹	.68	2	919	934	7/31/2016
LION'S MANOR 27	.25	66	27,898	6,975	12/15/2018
METRO/BASICS 27 ²	1.02	458	183,953	178,496	7/8/2017
METRO/BASICS 27 ²	1.13	77	37,985	41,017	7/8/2017
METRO/BASICS 27 ²	1.39	168	77,425	102,606	7/8/2017
METRO/BASICS 27 ²	2.09	115	54,242	108,169	7/8/2017
METRO/BASICS 27 ²	2.08	2	770	1,527	7/8/2017
SHOPPERS 27 ²	1.39	29	13,682	18,120	7/8/2017
SHOPPERS 400 ²	0.94	658	234,491	210,243	7/8/2017
SHOPPERS 400 ²	1.16	1,488	669,330	740,103	7/8/2017
UFCW LOCAL 27	1.21	45	23,928	28,953	No CBA
UFCW LOCAL 400	1.08	52	27,291	29,474	No CBA
UFCW LOCAL 400 TEMPS	1.08	0	0	0	No CBA
TOTAL		3,391	1,452,459	\$1,532,337	

AVERAGE MONTHLY HOURS 142.78

¹INCLUDES ADJUSTMENT FOR REHAB. PLAN INCREASE 1/27/14-4/30/16

²RATE INCREASE AS OF 8/1/16

THIRD QUARTER 2016
EXPENSES

BENEFIT EXPENSES

CATEGORY	AMOUNT	AVG. HOURLY COST	PERCENTAGE
PENSION BENEFITS	\$2,815,008	\$1.938	85.41%

SUBTOTAL	\$2,815,008	\$1.938	85.41%
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OPERATING EXPENSES

CATEGORY	AMOUNT	AVG. HOURLY COST	PERCENTAGE
ADMINISTRATION	\$157,272	\$0.108	4.77%
MISCELLANEOUS	323,777	0.223	9.82%

SUBTOTAL	\$481,049	\$0.331	14.59%
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TOTAL EXPENSES	\$3,296,057	\$2.269	100.00%
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MISCELLANEOUS

CATEGORY	AMOUNT	AVG. HOURLY COST	PERCENTAGE
ACCOUNTING	\$40,000	\$0.028	1.214%
ACCURINT	124	0.000	0.004%
ACTUARIAL & CONSULTING	42,779	0.029	1.298%
AM. STABLE VALUE	24,108	0.017	0.731%
BNY CONVERGEX	(370)	0.000	-0.011%
BOYD WATTERSON	8,169	0.006	0.248%
CHARTWELL	5,263	0.004	0.160%
ENTRUST CAP	38,808	0.027	1.177%
JOHNSTON INTERNATIONAL	14,592	0.010	0.443%
LEGAL	84,014	0.058	2.549%
LOOMIS SAYLES	24,957	0.017	0.757%
MEETING	4,660	0.003	0.141%
PNC	1,166	0.001	0.035%
POSTAGE	1,927	0.001	0.058%
PRINTING	347	0.000	0.011%
SEGALL BRYANT & HAMILL	2,174	0.001	0.066%
TELEPHONE	72	0.000	0.002%
WEDGE CAPITAL	13,505	0.009	0.410%
WELLINGTON TRUST	8,089	0.006	0.245%
WESTFIELD CAPITAL	9,393	0.006	0.285%

SUBTOTAL	\$323,777	\$0.223	9.82%
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RETIREES	3,017
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AVG. MTH. PAYOUT	\$311.02
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THIRD QUARTER 2016
STIPEND INCOME & EXPENSES

STIPEND INCOME

CATEGORY	AMOUNT
STIPEND	\$81,450

STIPEND EXPENSES

CATEGORY	AMOUNT
BENEFIT	\$81,450
ADMINISTRATION	\$453

TOTAL EXPENSES

\$81,903

PARTICIPANTS 60

THIRD QUARTER 2016
QUARTERLY RECAP

	FIRST 2016	SECOND 2016	THIRD 2016	FOURTH 2016	TOTAL
CONTRIBUTIONS	\$1,513,332	\$1,472,452	\$1,532,337	\$0	\$4,518,121
STIPEND INCOME	96,300	88,650	81,450	0	\$266,400
WITHDRAWAL LIABILITY ¹	455,044	181,117	250,025	0	886,186
MISCELLANEOUS ²	1,254	1,279,705	3,351	0	1,284,310
INTEREST & DIVIDENDS	350,038	377,561	347,739	0	1,075,338
TOTAL INCOME	\$2,415,968	\$3,399,485	\$2,214,902	\$0	\$8,030,355

BENEFIT EXPENSES					
PENSION BENEFITS	\$2,702,339	\$2,844,592	\$2,815,008	\$0	\$8,361,939
STIPEND BENEFITS	96,300	88,650	81,450	0	\$266,400
SUBTOTAL	2,798,639	2,933,242	2,896,458	0	\$8,628,339

OPERATING EXPENSES					
ADMINISTRATION	\$178,749	\$179,468	\$157,272	\$0	\$515,489
STIPEND ADMINISTRATION	535	493	453	0	\$1,481
MISCELLANEOUS	475,575	400,641	323,777	0	1,199,993
SUBTOTAL	654,859	580,602	481,502	0	\$1,716,963

TOTAL EXPENSES	\$3,453,498	\$3,513,844	\$3,377,960	\$0	\$10,345,302
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TOTAL INCOME	\$2,415,968	\$3,399,485	\$2,214,902	\$0	\$8,030,355
TOTAL EXPENSE	\$3,453,498	\$3,513,844	\$3,377,960	\$0	\$10,345,302
SURPLUS (DEFICIT)	(\$1,037,530)	(\$114,359)	(\$1,163,058)	\$0	(\$2,314,947)

TOTAL PARTICIPANTS	4,109	4,049	3,391		3,850
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¹WITHDRAWAL LIABILITY PAYMENTS RECEIVED AS OF 9/30/16

²LITIGATION SETTLEMENTS - \$3,350.89

2015
QUARTERLY RECAP

	FIRST 2015	SECOND 2015	THIRD 2015	FOURTH 2015	TOTAL
CONTRIBUTIONS	\$1,808,179	\$1,562,851	\$1,649,944	\$1,684,992	\$6,705,966
WITHDRAWAL LIABILITY ¹	31,506	456,337	17,251	281,142	786,236
MISCELLANEOUS ²	1,261	31	86	68	1,446
INTEREST & DIVIDENDS	345,534	336,154	330,387	336,477	1,348,552

TOTAL INCOME	\$2,186,480	\$2,355,373	\$1,997,668	\$2,302,679	\$8,842,200
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BENEFIT EXPENSES

PENSION BENEFITS	\$2,504,147	\$2,614,475	\$2,616,060	\$2,589,957	\$10,324,639
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OPERATING EXPENSES

ADMINISTRATION	\$178,677	\$179,532	\$181,082	\$177,690	\$716,981
MISCELLANEOUS	328,117	371,613	277,099	676,213	1,653,042
SUBTOTAL	\$506,794	\$551,145	\$458,181	\$853,903	\$2,370,023

TOTAL EXPENSES	\$3,010,941	\$3,165,620	\$3,074,241	\$3,443,860	\$12,694,662
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TOTAL INCOME	\$2,186,480	\$2,355,373	\$1,997,668	\$2,302,679	\$8,842,200
TOTAL EXPENSE	\$3,010,941	\$3,165,620	\$3,074,241	\$3,443,860	\$12,694,662
SURPLUS (DEFICIT)	(\$824,461)	(\$810,247)	(\$1,076,573)	(\$1,141,181)	(\$3,852,462)

TOTAL PARTICIPANTS	6,191	6,116	6,029	5,954	6,073
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¹WITHDRAWAL LIABILITY PAYMENTS RECEIVED AS OF 12/31/15

²LITIGATION SETTLEMENT - \$67.79

THIRD QUARTER 2016
DELINQUENCIES

PRIOR QUARTERS

EMPLOYER	PERIOD	ESTIMATED CONTRIBUTION DUE	INTEREST DUE	TOTAL DUE	REFERRED TO LEGAL
BESTWAY PINEY BRANCH ¹	05/01/10-08/31/14	\$41,753.60		\$41,753.60	X

¹INCLUDES 2012-2014 PAYROLL AUDIT - \$26,703.08

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND
APPLICATIONS SUBMITTED FOR APPROVAL
THIRD QUARTER 2016

STATUS	NAME	AGE	EMPLOYER	LOCAL	EFEC DATE	TYPE	RECIP	FULL TIME YEARS	PART TIME YEARS	J&S	PENSION AMOUNT
FT	MORRIS, WALTER	63	AM BRIGS	400	05/01/16	V		26.60			\$ 1,010.80
FT	JUDY, RICHARD	65	ASPLUNDH TREE	27	09/01/13	VNR		14.50			\$ 66.70
FT	HEDRICK, VERNON	60	ASPLUNDH TREE, THE GILBERT CO	27	06/01/16	V		18.25		100	\$ 378.68
FT	HARVEY, RONALD	63	BOAR'S HEAD	400	04/01/16	VNR		11.30		50	\$ 70.63
FT	TUCKER, LARRY - BENEFICIARY	60	BOAR'S HEAD	400	07/01/16	PV					\$ 33.25
FT	PENICK, THOMAS	55	COMMODORE HOMES	27	07/01/15	X		14.25			\$ 260.64
FT	KINSEY, JULIA - BENEFICIARY	55	FARM FRESH	27	09/01/16	PX	Y	5.00			\$ 35.39
FT	OCKER, WILLIAM	64	FRESH FOODS/METRO/BASICS	27	04/01/16	EN		23.25	8.00	100	\$ 406.40
FT	FITZPATRICK, WILLIAM	66	FRESH&GREEN	400	07/01/16	NA	Y	2.50			\$ 93.22
FT	MARSH, JAMES	64	FRESH&GREEN	400	01/01/14	ENR	Y	2.50			\$ 69.63
PT	MIDDLETON, SHIRLEY	72	FRESH&GREEN	400	01/01/14	VNR	Y		2.75		\$ 38.31
FT	ZIMMERMAN, ROBERT	64	FRESH&GREENS	400	01/01/14	EN	Y	2.25			\$ 62.66
FT	BRYANT, MICHAEL	55	GIANT	400	07/01/16	E		3.25	2.25	100	\$ 32.26
FT	HARVEY, MICHAEL	58	GIANT	400	07/01/16	X		19.00		100	\$ 155.32
FT	KIRBY, KEVIN	55	JW TREUTH	27	08/01/15	X		22.00		50	\$ 295.10
FT	MOORE, MICHAEL	65	KROGER	400	06/01/16	V		9.25			\$ 154.94
FT	FREEMAN, JAMES	67	LOCAL 27 STAFF	27	06/01/16	N		8.25			\$ 445.50
FT	STOGSDILL, WILLIAM	72	LOCAL 27 STAFF	27	07/01/16	N		8.00			\$ 432.00
FT	HEPNER, JAMES	66	LOCAL 400 STAFF	400	08/01/16	N		10.75			\$ 580.50
FT	GARRIS, ROSCOE	60	MAGRUDERS	400	12/01/12	V		19.50			\$ 548.54
PT	MORRIS, AMPHORN	65	MAGRUDERS	400	08/01/16	VNA					\$ 129.12
PT	TRAN, HUONG	65	MAGRUDERS	400	09/01/16	NA	Y		3.75		\$ 57.15
PT	CIANCIOLO, MARIE	63	MEMCO SAFEWAY	400	08/01/16	EN	Y		4.75		\$ 33.88
PT	ENNIS, JAMES	79	METRO/BASICS	27	04/01/16	NR			19.25		\$ 214.06
PT	ILLIG, PATRICK	60	METRO/BASICS	400	10/01/15	V	Y	4.50			\$ 84.15
FT	RESTIVO, SALVATORE	60	METRO/BASICS	27	10/01/11	V	Y	2.50			\$ 41.88
FT	THOMPSON, DARLENE	60	METRO/BASICS	27	01/01/16	V	Y	14.25			\$ 429.35
FT	WILLIAMS, DIANE - BENEFICIARY	60	METRO/BASICS	400	11/01/12	PV					\$ 113.20
FT	SCHIFF, SYLVIA - BENEFICIARY	89	ROLAND FOODS	400	04/01/15	J					\$ 274.88
PT	FLACK, CHARLES - BENEFICIARY	70	SAFEWAY	400	06/01/16	J					\$ 48.41
FT	GREENBERG, DAVID	60	SCAN	27	09/01/11	V		14.25	1.00	100	\$ 237.56
PT	COLEMAN, CATHERINE	62	SHOPPERS	400	07/01/16	EN			26.75	50	\$ 322.39
FT	DOZIER, CHARLOTTE - BENEFICIARY	77	SHOPPERS	400	05/01/16	G					\$ 244.88
FT	FURCHER, DONALD	60	SHOPPERS	400	07/01/16	V		15.50			\$ 405.02
FT	JENKINS, KENNETH	60	SHOPPERS	400	03/01/14	V	Y	3.75			\$ 75.49
FT	KOVAK, RITA	65	SHOPPERS	400	08/01/16	V		7.75	7.00		\$ 293.93
FT	MANUEL, RAYMOND	66	SHOPPERS	400	08/01/16	N		24.00			\$ 627.12
FT	MCKINLEY, JAMES	67	SHOPPERS	400	07/01/16	VNA		16.75	1.50		\$ 868.35

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND
APPLICATIONS SUBMITTED FOR APPROVAL
THIRD QUARTER 2016

STATUS	NAME	AGE	EMPLOYER	LOCAL	EFEC DATE	TYPE	RECIP	FULL TIME YEARS	PART TIME YEARS	J&S	PENSION AMOUNT
PT	PHILLIPS, BOBBY	71	SHOPPERS	400	05/01/16	NR		10.75	17.00		\$ 502.92
PT	RAO, IFTIKHAR	65	SHOPPERS	400	05/01/16	NR		4.50	7.75	50	\$ 192.31
FT	RING, DIANNE	65	SHOPPERS	400	08/01/16	VNA		8.25	1.50		\$ 254.89
FT	SHIFLETT, WENDY	48	SHOPPERS	400	03/01/12	D		14.50			\$ 378.89
PT	WARD, RONALD	70	SHOPPERS	400	06/01/16	NR			7.50	100	\$ 73.70
PT	PAGE, JACQUELINE	65	SHOPPERS	400	10/01/14	VNR			12.00	50	\$ 126.43
FT	BALL, WALTER	64	SHOPPERS/SUPER VALUE	400	09/01/11	E		40.00			\$ 2,025.88
FT	BEALL, JOSEPH	60	SHOPPERS/SUPER VALUE	400	05/01/07	X		12.75			\$ 141.34
FT	BERRY, ODIS	60	SHOPPERS/SUPER VALUE	400	06/01/92	X		25.25			\$ 467.75
FT	BEST, WILLIAM	46	SHOPPERS/SUPER VALUE	400	07/01/91	N		9.00		100	\$ 196.06
FT	BLEICHER, GREG	56	SHOPPERS/SUPER VALUE	400	08/01/13	D		30.75		50	\$ 1,036.65
FT	BRISCOE, EDWARD	62	SHOPPERS/SUPER VALUE	400	10/01/05	N		4.25		100	\$ 41.09
FT	CARKIN, KENNETH	64	SHOPPERS/SUPER VALUE	400	08/01/11	N		29.25			\$ 1,550.20
FT	CLEM, WESLEY	67	SHOPPERS/SUPER VALUE	400	12/01/09	N		38.25			\$ 2,530.41
FT	COLBERT, CURTIS	71	SHOPPERS/SUPER VALUE	400	04/01/07	S		26.25			\$ 1,911.87
FT	GILES, DANIEL	62	SHOPPERS/SUPER VALUE	400	05/01/06	N		19.75			\$ 435.53
FT	GRINDSTAFF, ELIZABETH	64	SHOPPERS/SUPER VALUE	400	06/01/11	N		29.00		50	\$ 1,319.95
FT	HARRIS, ELLA	55	SHOPPERS/SUPER VALUE	27	12/01/97	X		2.50			\$ 41.98
FT	HART, LORETTA	54	SHOPPERS/SUPER VALUE	27	10/01/09	J		23.50			\$ 204.74
FT	HOLLAND, LEWIS	62	SHOPPERS/SUPER VALUE	400	02/01/89	N		33.00		75	\$ 670.30
FT	JAMES, PAMELA - BENEFICIARY	26	SHOPPERS/SUPER VALUE	27	09/01/90	P					\$ 141.34
FT	JARRATT, MELISSA	54	SHOPPERS/SUPER VALUE	400	02/01/04	J		14.50			\$ 243.25
FT	KELLER, SUE	59	SHOPPERS/SUPER VALUE	400	04/01/11	X		6.00			\$ 139.45
FT	LEE, ELIZABETH - BENEFICIARY	69	SHOPPERS/SUPER VALUE	27	06/01/15	J					\$ 344.64
FT	MOXLEY, LAURA	55	SHOPPERS/SUPER VALUE	27	12/01/11	X		12.50			\$ 144.58
FT	PHILIPS, RENARDO	55	SHOPPERS/SUPER VALUE	400	02/01/00	E		20.00		100	\$ 10.07
FT	PRINCE, GEORGE	58	SHOPPERS/SUPER VALUE	400	09/01/01	E		37.00			\$ 834.94
FT	PUGH, RONALD	66	SHOPPERS/SUPER VALUE	400	05/01/11	N		28.25			\$ 1,877.24
FT	RAMMARINE, SAMAROO	65	SHOPPERS/SUPER VALUE	400	12/01/09	N		32.25		100	\$ 1,446.63
FT	RICHARDSON, SAMUEL	62	SHOPPERS/SUPER VALUE	400	01/01/09	X		40.00			\$ 1,665.53
FT	ROBINSON, NORRIS	67	SHOPPERS/SUPER VALUE	400	02/01/00	N		20.00			\$ 892.92
FT	ROLLINS, NELSON	47	SHOPPERS/SUPER VALUE	400	02/01/88	N		27.75		50	\$ 467.97
FT	ROYSTER, MELVIN	62	SHOPPERS/SUPER VALUE	400	04/01/06	N		34.75		50	\$ 1,337.89
FT	SAUNDERS, EDNA	43	SHOPPERS/SUPER VALUE	400	02/01/92	P					\$ 304.05
FT	SHULER, LEONARD	62	SHOPPERS/SUPER VALUE	400	11/01/10	N		40.00			\$ 1,702.68
FT	SNEED, CALVIN	64	SHOPPERS/SUPER VALUE	400	03/01/97	N		15.50		50	\$ 571.81
FT	WILSON, MICHELLE - BENEFICIARY	44	SHOPPERS/SUPER VALUE	27	01/01/01	P					\$ 406.98
FT	WOODS, GLADYS - BENEFICIARY	60	SHOPPERS/SUPER VALUE	27	06/01/11	J					\$ 231.37
FT	WYNN, PATRICIA - BENEFICIARY	56	SHOPPERS/SUPER VALUE	400	06/01/04	P					\$ 46.39
FT	ZIMMERMAN, BRUCE	62	SHOPPERS/SUPER VALUE	400	02/01/09	E		33.50		100	\$ 1,190.92

**UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND
APPLICATIONS SUBMITTED FOR APPROVAL
THIRD QUARTER 2016**

STATUS	NAME	AGE	EMPLOYER	LOCAL	EFEC DATE	TYPE	RECIP	FULL TIME YEARS	PART TIME YEARS	J&S	PENSION AMOUNT
FT	ZIMMERMAN, KELLY - BENEFICIARY	46	SHOPPERS/SUPER VALUE	27	12/01/13	J					\$ 74.04
PT	BLAND, BRENDA	65	SHOPPPERS	27	06/01/09	VNR			8.75	75	\$ 95.28
PT	HARLESTON, BARBARA	65	SHOPPPERS	400	06/01/13	VNR			13.75	50	\$ 162.77
	REINSTATED - RETURNED RIF										
FT	FINECEY JR, JAMES										\$ 155.08
FT	GRAVES, WAYNE										\$ 143.25
FT	RILEY, MARGIE										\$ 91.35
FT	SMITH, THOMAS										\$ 261.69
FT	SMITH, VERNAL										\$ 176.13

**UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND
PENSION ADJUSTMENTS
THIRD QUARTER 2016**

FT/ PT	NAME	CHANGE	LOCAL	OLD AMOUNT	NEW AMOUNT
FT	HERRERA, FAUSTINA	GUARANTEED PAY EXPIRED	400	\$ (329.85)	\$ -
PT	ROSS, DANIEL	GUARANTEED PAY EXPIRED	27	\$ (66.04)	\$ -
FT	WISE, RUSSELL	OVERPAYMENT SATISFIED	400	\$ (57.39)	\$ 114.78

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND			
THIRD QUARTER 2016			
PENSION ROLL			
		PENSIONERS	MONTHLY PAYROLL
Pension Roll As Of	06/01/16	2,934	\$844,659.64
Deletes/Deceased	09/01/16	(80)	(\$8,385.59)
Death Benefit Drops	09/01/16	(11)	(\$1,751.68)
Pensions to be Approved On	09/01/16	81	\$38,106.92
Pension Reinstatements	09/01/16	5	\$827.50
Death Benefit Adds	09/01/16	10	\$1,688.74
Death Benefit Changes	09/01/16	0	(\$2,669.38)
Adjustments	09/01/16	(4)	(\$338.50)
Pension Roll As Of	09/01/16	2,935	\$872,137.65
TOTAL PENSIONERS			
THIRD QUARTER 2016			
Deferred Vested	09/01/16	688	\$117,553.65
Disability	09/01/16	104	\$42,541.10
Early	09/01/16	240	\$89,692.19
Early Deferred Vested	09/01/16	239	\$58,340.12
Early Non-Reduced	09/01/16	621	\$271,675.17
Guaranteed Pay	09/01/16	11	\$2,562.77
Normal	09/01/16	700	\$233,921.62
Post Retirement J & S	09/01/16	180	\$33,925.83
Pre Retirement J & S	09/01/16	81	\$10,776.07
QDRO	09/01/16	9	\$1,469.27
Seventy 1/2	09/01/16	1	\$1,911.87
Death Benefit Annuity	09/01/16	61	\$7,767.99
TOTAL		2,935	\$872,137.65

PROPRIETARY INFORMATION: THIS REPORT BELONGS TO UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND.

**UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND
DELETES
THIRD QUARTER 2016**

NAME	REASON	BENEFIT AMOUNT	TYPE OF PENSION
BARTER, ROBERT	KROGER TRANSFER OUT	\$ (107.75)	N
BATES, ANNIE	KROGER TRANSFER OUT	\$ (41.85)	NR
BENEDETTO, MARIE	KROGER TRANSFER OUT	\$ (75.33)	NR
BENITEZ, MIRIAM	KROGER TRANSFER OUT	\$ (131.65)	VNA
BIRKENBACH, BETTY	DECEASED 05/18/16	\$ (61.05)	X
BLANKENSHIP, RONNIE	KROGER TRANSFER OUT	\$ (92.13)	NR
BREEDLOVE, WILL	KROGER TRANSFER OUT	\$ (56.50)	NR
BRISBY, LINDA	KROGER TRANSFER OUT	\$ (154.94)	NR
BROWN, GEORGE	KROGER TRANSFER OUT	\$ (86.14)	NR
BROWN, LILLIAN	KROGER TRANSFER OUT	\$ (81.65)	DB
BUDNEY, ALAN	KROGER TRANSFER OUT	\$ (108.05)	V
BUNCOMBE, MILDRED	DECEASED 04/03/16	\$ (61.90)	J
BURDAN, PATRICIA	KROGER TRANSFER OUT	\$ (163.27)	EN
BURRELL, ELSIE	KROGER TRANSFER OUT	\$ (57.85)	NR
CARROLL, BARBARA	KROGER TRANSFER OUT	\$ (43.96)	N
COX, SHIRLEY	KROGER TRANSFER OUT	\$ (45.19)	P
DAVIS, ANNA	KROGER TRANSFER OUT	\$ (41.85)	NR
DAVIS, BARBARA	KROGER TRANSFER OUT	\$ (75.33)	G
DAVIS, ROSA	KROGER TRANSFER OUT	\$ (130.08)	VNR
DESILVA, CHARLES	KROGER TRANSFER OUT	\$ (43.94)	VNR
EVANS, FANNIE	DECEASED 06/14/16	\$ (608.32)	N
FAY, GEORGE	KROGER TRANSFER OUT	\$ (109.71)	NR
FISHER, JAMES	KROGER TRANSFER OUT	\$ (101.28)	NR
FLACK, CLAUDETTE	DECEASED 05/19/16	\$ (48.41)	EN
FLOOD, DELORES	KROGER TRANSFER OUT	\$ (184.69)	EN
GARRETT, MARION	KROGER TRANSFER OUT	\$ (95.57)	NR
GEHRING, HARRY	DECEASED 07/07/16	\$ (43.07)	N
GOLDBERG, PATRICIA	DECEASED 06/10/16	\$ (493.50)	EN
GOLDSTEIN, MAX	DECEASED 05/25/16	\$ (124.34)	N
GREINER, JOANNE	KROGER TRANSFER OUT	\$ (64.87)	N
HEISTON, ALBERT	KROGER TRANSFER OUT	\$ (63.74)	EN
HENSEL, RAYMOND	KROGER TRANSFER OUT	\$ (39.08)	NA
HERTING, SHARON	KROGER TRANSFER OUT	\$ (119.34)	NR
HODGES, COLLEEN	KROGER TRANSFER OUT	\$ (46.04)	VNR

PROPRIETARY INFORMATION: THIS REPORT BELONGS TO UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND.

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND DELETES THIRD QUARTER 2016				
NAME	REASON	BENEFIT AMOUNT	TYPE OF PENSION	
HOLLANDER, HELEN	DECEASED 06/01/16	\$ (178.61)	NR	
HUGHES, AUDREY	KROGER TRANSFER OUT	\$ (154.94)	NR	
HUTSKOW, ANTHONY	KROGER TRANSFER OUT	\$ (95.71)	N	
INGRAM, DAWN	KROGER TRANSFER OUT	\$ (60.69)	N	
IVEY, JANE	KROGER TRANSFER OUT	\$ (75.33)	N	
KANAKARIS, GLENDA	KROGER TRANSFER OUT	\$ (75.38)	NR	
KOZEL, ANTHONY	DECEASED 06/17/16	\$ (274.37)	V	
LAWRENCE, NELDA	KROGER TRANSFER OUT	\$ (54.41)	V	
LINDSEY, WILLIE	KROGER TRANSFER OUT	\$ (41.17)	NR	
LOPEZ, ELIZABETH	DECEASED 06/02/16	\$ (202.94)	NR	
LOVETT, RONALD	KROGER TRANSFER OUT	\$ (54.41)	NR	
LYONS, RICHARD	DECEASED 05/21/16	\$ (270.00)	V	
MCGRAW, LARRY	DECEASED 07/15/16	\$ (149.05)	EN	
MEDLEY, SHYRLE	KROGER TRANSFER OUT	\$ (110.94)	N	
MELIA, FRANK	KROGER TRANSFER OUT	\$ (43.10)	NR	
MOORE, ROSALIE	DECEASED 07/11/16	\$ (143.10)	EN	
MORGAN, MELVIN	DECEASED 06/26/16	\$ (37.99)	VNR	
MORRIS, CHIQUITA	KROGER TRANSFER OUT	\$ (100.65)	NR	
OSMUNDSON, CAROL	KROGER TRANSFER OUT	\$ (159.43)	EN	
OWENS, JIMMY	KROGER TRANSFER OUT	\$ (80.72)	VNR	
PARKS, CAROLYN	KROGER TRANSFER OUT	\$ (113.06)	VNR	
PYBURN, OLIVER	DECEASED 05/05/16	\$ (81.52)	N	
RAYFIELD, GLENN	KROGER TRANSFER OUT	\$ (60.84)	NA	
REBER, JEAN	KROGER TRANSFER OUT	\$ (163.31)	NR	
ROSSER, LARRY	KROGER TRANSFER OUT	\$ (54.97)	P	
SALYER, SHELBY	KROGER TRANSFER OUT	\$ (66.50)	J	
SIMMONS, PHYLLIS	KROGER TRANSFER OUT	\$ (146.56)	NR	
SIMON, SUSAN	KROGER TRANSFER OUT	\$ (46.04)	NR	
SMITH, OPAL	KROGER TRANSFER OUT	\$ (59.15)	VNR	
SNELLINGS, DONALD	KROGER TRANSFER OUT	\$ (39.11)	V	
SNODGRASS, CHARLIE	KROGER TRANSFER OUT	\$ (59.94)	NA	
STITH, RUTH	KROGER TRANSFER OUT	\$ (71.15)	N	
STOREY, ROBERT	DECEASED 04/30/16	\$ (100.50)	VNR	
SWAGGER, ANDREW	KROGER TRANSFER OUT	\$ (75.38)	V	

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND DELETES THIRD QUARTER 2016				
NAME	REASON	BENEFIT AMOUNT	TYPE OF PENSION	
THRONEBURG, LARRY	KROGER TRANSFER OUT	\$ (117.25)	VNR	
TOWE, RICHARD	KROGER TRANSFER OUT	\$ (42.78)	NR	
TUCKER, GORDON	KROGER TRANSFER OUT	\$ (51.51)	NR	
VALENTINE, LINDA	DECEASED 07/02/16	\$ (76.50)	VNR	
WALKER, ELLA	KROGER TRANSFER OUT	\$ (104.02)	NR	
WALMSLEY, ROBERT	KROGER TRANSFER OUT	\$ (50.22)	NR	
WARNER, GALE	KROGER TRANSFER OUT	\$ (119.82)	VNA	
WEBB, JOHN	KROGER TRANSFER OUT	\$ (83.85)	NR	
WHITEHURST, PATRICIA	KROGER TRANSFER OUT	\$ (92.13)	NR	
WILE, SHERWOOD	KROGER TRANSFER OUT	\$ (154.94)	NR	
WILLIAMS, CHARLOTTE	KROGER TRANSFER OUT	\$ (92.07)	N	
WILLIAMS, ROBERT	KROGER TRANSFER OUT	\$ (97.16)	N	

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND DEATH BENEFITS - TEMPORARY ANNUITY THIRD QUARTER 2016						
RETIREE STATUS	BENEFICIARY NAME	BENEFICIARY AGE	EMPLOYER OF RETIREE	LOCAL	EFEC DATE	PENSION AMOUNT
PT	DAVENPORT, KYLAH	12	METRO/BASICS	400	08/01/16	\$ 111.01
FT	DOZIER, CHARLOTTE	77	SHOPPERS	400	07/01/16	\$ 244.88
FT	EVANS, MICHAEL	56	SCAN	400	07/01/16	\$ 355.81
PT	FLACK, CHARLES	70	SAFEWAY	400	09/01/16	\$ 58.44
FT	GANEY, PAMELA	52	BOAR'S HEAD	400	07/01/16	\$ 115.00
FT	MOYER, BRENDA	59	METRO/BASICS	27	07/01/16	\$ 330.00
PT	POLLARD, PAMELA	53	SHOPPERS	400	07/01/16	\$ 78.36
FT	ROBESON, DENISE	57	SAFEWAY FOOD BARN	400	08/01/16	\$ 47.85
FT	SCHIFF, SYLVIA	90	ROLAND FOODS	400	09/01/16	\$ 288.10
FT	SHAFFER, CHARLOTTE	76	SAFEWAY	400	07/01/16	\$ 59.29

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND DEATH BENEFIT CHANGES THIRD QUARTER 2016						
RETIREE STATUS	BENEFICIARY NAME	LOCAL	OLD AMOUNT	NEW AMOUNT	EFFECTIVE DATE	
FT	ADKINS,BARRY	400	\$ (359.13)	\$ 345.22	09/01/16	
PT	BAROCH,JAMES	27	\$ (212.22)	\$ 14.46	08/01/16	
FT	BROWN,JOHN	400	\$ (545.34)	\$ 318.64	09/01/16	
FT	COMPTON,CARLENE	400	\$ (165.56)	\$ 16.60	09/01/16	
FT	CREAMER,USHA	400	\$ (685.91)	\$ 442.27	09/01/16	
PT	CRUTTI,SANDRA	27	\$ (93.62)	\$ 95.70	09/01/16	
FT	HARRIS,OLIVIA	27	\$ (451.95)	\$ 240.25	07/01/16	
PT	JAMES,LORENZO	400	\$ (248.14)	\$ 11.16	08/01/16	
FT	KAPRAUN,JENNIFER	27	\$ (255.88)	\$ 197.08	08/01/16	
FT	LACEY,FRANKCENE	400	\$ (439.86)	\$ 300.70	09/01/16	
FT	MAHONEY,GAYLE	27	\$ (485.24)	\$ 73.80	09/01/16	
FT	MAY,CARL	27	\$ (214.14)	\$ 144.46	07/01/16	
FT	PRITCHETT,JAMES	27	\$ (565.93)	\$ 236.28	07/01/16	
PT	SEIBEL,JOHN	400	\$ (441.53)	\$ 175.41	07/01/16	
FT	WASHINGTON,ANGELA	400	\$ (327.12)	\$ 210.16	07/01/16	

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND DEATH BENEFIT DROPS THIRD QUARTER 2016				
RETIREE STATUS	BENEFICIARY NAME	BENEFIT AMOUNT	EFFECTIVE DATE	
PT	BAROCH, JAMES	\$ (14.46)	09/01/16	
FT	BROOKS, LEONARD	\$ (24.04)	07/01/16	
FT	HARRIS, OLIVIA	\$ (240.25)	08/01/16	
PT	JAMES, LORENZO	\$ (11.16)	09/01/16	
FT	KAPRAUN, JENNIFER	\$ (197.08)	09/01/16	
FT	LOUGHRY, MARY	\$ (411.34)	07/01/16	
FT	MAY, CARL	\$ (144.46)	08/01/16	
FT	PRITCHETT, JAMES	\$ (236.28)	08/01/16	
PT	SEIBEL, JOHN	\$ (175.41)	08/01/16	
FT	THOMAS, PAMELA	\$ (87.04)	07/01/16	
FT	WASHINGTON, ANGELA	\$ (210.16)	08/01/16	

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND LUMP SUM CASH OUT THIRD QUARTER 2016		
NAME		GROSS
CIARPELLO, LOIS	\$	1,115.80
CONNER, BONNIE	\$	988.83
COOK, JACK	\$	4,014.03
CROWLEY, NORMAN	\$	4,652.08
TURNER, GERRY	\$	3,323.53

INVOICES

UFCW UNIONS & PARTICIPATING EMPLOYERS
PENSION FUND

INVOICES

DECEMBER 15, 2016

1. ASSOCIATED ADMINISTRATORS, LLC

09/27/16	Meeting Expenses – Regular Meeting	\$	1,839.15
10/21/16	Meeting Expenses – NF Pension Rehab Meeting	\$	497.66

2. BOND BEEBE

10/31/16	Final billing for services rendered in connection with the audit of the financial statements for the year ended December 31, 2015	\$	6,750.00
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3. CHARTWELL

10/25/16	For investment management services rendered for the period ending September 30, 2016	\$	5,292.47
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4. CHEIRON

08/31/16	Non-Retainer Services for July 2016	\$	7,020.00
08/31/16	Retainer Services rendered for July 2016	\$	3,153.00
09/23/16	Non-Retainer Services rendered for August 2016	\$	2,467.50
09/23/16	Retainer Services rendered for August 2016	\$	3,153.00
10/27/16	Non-Retainer Services rendered for September 2016	\$	7,240.25
10/27/16	Retainer Services rendered for September 2016	\$	3,153.00

5. INTERNATIONAL FOUNDATION OF EMPLOYEE BENEFIT PLANS

11/07/16	Membership Renewal – 2017	\$	1,150.00
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6. INVESTMENT PERFORMANCE SERVICES

09/01/16	Investment Consultant Services rendered during the Third Quarter 2016	\$	18,750.00
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7. LOOMIS SAYLES

10/14/16	Investment Management Fee – CT00392 – July 1, 2016 – September 30, 2016	\$	19,700.78
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10/14/16	Investment Management Fee – CT00099 – July 1, 2016 – September 30, 2016	\$	6,490.51
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8. MORGAN, LEWIS & BOCKIUS

10/20/16	For Professional Services rendered through August 31, 2016	\$	3,266.00
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10/20/16	For Professional Services rendered through August 31, 2016 – Response to Auditor's Inquiries	\$	203.00
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10/25/16	For Professional Services rendered through September 30, 2016	\$	10,224.00
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11/10/16	For Professional Services rendered through October 31, 2016	\$	6,178.50
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9. SEGALL BRYANT & HAMILL

10/19/16	Investment Management Services – Third Quarter 2016	\$	2,478.00
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10. SLEVIN & HART, P.C.

09/19/16	Professional Services rendered through August 31, 2016	\$	26,493.12
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10/21/16	Professional Services rendered through September 30, 2016	\$	24,169.01
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11. SUPERVALU

11/9/16	J. Born – Reimbursement of expenses incurred for attendance at the April 26, 2016 Board of Trustees Meeting	\$	249.88
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11/09/16	D. Gwin – Reimbursement of meeting expenses incurred at the 09/12/16 special meeting	\$	151.01
10/12/16	W. Seehafer – Reimbursement of expenses incurred for attendance at the September 12, 2016 special meeting	\$	791.90
11/07/16	W. Seehafer – Reimbursement of expenses incurred for attendance at the September 27, 2016 meeting of the Board of Trustees		494.65
12/02/16	W. Seehafer – Reimbursement of expenses incurred for attendance at the October 21, 2016 Rehabilitation Meeting	\$	435.50

12. TRUSTEE EXPENSE REIMBURSEMENTS

10/12/16	S. Loeffler – Reimbursement of expenses incurred at the September 12, 2016 Board of Trustees meeting	\$	412.05
11/07/16	D. Gwin – Reimbursement of expenses incurred at the 09/12/16 special meeting of the Board of Trustees	\$	28.06
11/07/16	D. Gwin – Reimbursement of expenses incurred at the 09/27/16 meeting of the Board of Trustees	\$	85.43
12/02/15	D. Gwin – Reimbursement of expenses incurred at the 09/12/16 special meeting of the Board of Trustees	\$	151.01

13. WEDGE CAPITAL MANAGEMENT

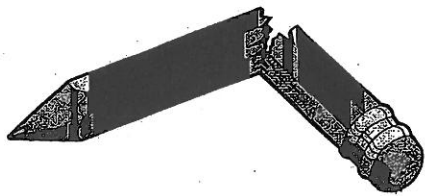
10/14/16	Investment Management Fee for the period July 1, 2016 through September 30, 2016	\$	14,752.07
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14. WELLINGTON MANAGEMENT

10/10/16	Investment Management Fee for the period ending September 30, 2016	\$	8,446.04
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15. WESTFIELD CAPITAL MANAGEMENT

10/24/16	Investment Management Fee for the period July 1, 2016 – September 30, 2016	\$	10,868.67
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MEETING NOTES

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