RETAIL CLERKS SPECIALTY STORES PENSION FUND

Application for Special Financial Assistance

Pursuant to Pension Benefit Guaranty Corporation's Final Rule, 29 CFR Parts 4000 and 4262, issued under Section 4000 and 4262 of the Employee Retirement Income Security Act, as amended 1974 ("ERISA") and published in the Federal Register on July 6, 2022 (the "Regulations"), the Board of Trustees of the Retail Clerks Specialty Stores Pension Fund (the "Plan") submits this application, and the accompanying Exhibits, to the PBGC for approval of Special Financial Assistance.

Name: MILTON HUM	Name:
Signature:	Signature:
Date: Nov 29, 2022	Date:
Title: Union Trustee	Title: Employer Trustee

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Name: ______________________________

Signature: ______________________________

Date: ______________________________

Title: Union Trustee

Name: DIANE VETTERLEIN

Signature: Diane Vetterlein

Date: 11.29.22 11/30/2022

Title: Employer Trustee

November 29, 2022

Pension Benefit Guaranty Corporation
1200 K Street, NW
Washington, DC 2005

VIA E-FILING PORTAL

Re: Retail Clerks Specialty Stores Pension Fund Application for Special Financial Assistance

Dear Sir or Madam:

Pursuant to section 4262 of the Employee Retirement Income Security Act and the Final Rule published in the Federal Register at 29 C.F.R. Part 4262 on July 6, 2022, the Board of Trustees of the Retail Clerks Specialty Stores Pension Fund (the "Fund") hereby submits to the Pension Benefits Guaranty Corporation this application and the accompanying exhibits for special financial assistance (SFA).

The Fund is a multiemployer defined benefit pension plan that has been certified to be in critical and declining status. The amount of SFA requested in the application is **$58,764,341** as of the August 31, 2022 measurement date. Without SFA, the Plan is projected to become insolvent by December 31, 2024.

If you have any questions or need additional information, please contact Fund actuary at Segal, Paul C. Poon by telephone at (415) 263-8277 or by email at ppoon@segalco.com or Fund counsel at McCracken, Stemerman & Holsberry, Sun Chang by telephone at (415) 547-7246, or by email at schang@msh.com

On behalf of the Trustees and the Fund's participants, we appreciate your consideration and look forward to your response.

Sincerely,

Paul C. Poon

Paul C. Poon

cc: Fred Herberick
Rick Silva
Sun Chang, Esq.

5747774v1/00957.017

(1) Cover Letter and Signatures

The preceding pages provide the cover letter for the application for Special Financial Assistance ("SFA") with signatures from authorized members of the Board of Trustees

(2) Plan Sponsor Information

Name:	Board of Trustees of the Retail Clerks Specialty Stores Pension Fund
Address:	1000 Burnett Ave. #110, Concord, CA 94520
Email:	rsilva@UFCWtrust.com
Phone Number:	925-490-1488
Authorized Representative:	Rick Silva
Additional Representatives:	Paul Poon and Sun Chang (contact information in cover letter).

(3) Eligibility

The Retail Clerks Specialty Stores Pension Fund meets the eligibility requirements under ERISA §4262.3(a)(1) as the Plan is in critical and declining status.

(4) Priority Group Identification

Under PBGC Regulation §4262.10(d)(2), the Retail Clerks Specialty Stores Pension Fund is in Priority Group 5 since the Plan is projected to become insolvent by December 31, 2024.

(5) Development of the assumed future contributions and future withdrawal liability payments

There are two employers with five active participants in the Plan. We have assumed annual contributions of $20,897, based on an 8.97% contribution rate and $232,966 in projected wages. We have excluded contribution increases after July 11, 2021 as there were no future increases bargained as of that date. The contribution rate includes employer surcharges under the Rehabilitation Plan that are assumed to continue indefinitely, as neither employer has bargained a contract consistent with the Rehabilitation Plan. There are no employers currently making withdrawal liability payments and we have not assumed any future withdrawals.

(6) Assumptions

a. **Eligibility Assumptions**

Not applicable, as the Plan is eligible for SFA based on actuarial certification of plan status completed before January 1, 2021.

b) SFA Assumptions

Mortality Rates	*Preretirement*: Pri-2012 Blue Collar Employee Mortality Table with generational projection using Scale MP-2021. *Healthy Postretirement:* Pri-2012 Blue Collar Healthy Retiree Mortality Table with generational projection using Scale MP-2021. *Disabled:* Pri-2012 Disabled Mortality Table with generational projection using Scale MP-2021. *Contingent:* Pri-2012 Blue Collar Contingent Survivor Mortality Table with generational projection using Scale MP-2021. The underlying tables with generational projection to the ages of participants as of the measurement date, reasonably reflect the mortality experience of the Plan as of the measurement date. These mortality tables were then adjusted to future years using the generational projection to reflect future mortality improvement between the measurement date and those years.
Termination Rates	See table below.

Age	Rate (%)
	Withdrawal*
20	12.00
25	11.70
30	11.31
35	10.69
40	9.60
45	7.90
50	5.48
55	2.77
60	1.72

* Withdrawal rates are 15% for those with less than five years of service and are 0% after retirement eligibility.

Retirement Rates for Active Participants

Age	Annual Retirement Rates
55 – 56	10%
57 – 59	5
60	10
61	20
62	25
63	15
64	20
65	100

Retirement Rates for Inactive Vested Participants

Age	Annual Retirement Rates
55 – 61	2%
62 – 63	8
64 – 66	20
67 – 70	6
71	100

Future Benefit Accruals	The larger of: (a) the participant's prior year accrual and (b) six months of the participant's prior year monthly accrual.
Unknown Data for Participants	Same as those exhibited by participants with similar known characteristics. If not specified, participants are assumed to be female.
Exclusion of Inactive Vested Participants	Inactive participants age 86 and over on the measurement date are excluded from the projections.
Percent Married	60%
Age of Spouse	Spouses of male participants are four years younger and spouses of female participants are four years older.
Benefit Election	Married participants are assumed to elect the 75% Joint and Survivor Annuity ("QOSA") and non-married participants are assumed to elect the Straight Life Annuity.
Delayed Retirement Factors	Active participants assumed to work enough hours each month to not qualify for delayed retirement adjustment. Inactive vested participants who are assumed to commence receipt of benefits after attainment of normal retirement age qualify for delayed retirement increases. For valuation purposes, benefits are increased by 12% per year for the first 5 years the retirement date occurs after the Normal Retirement Age and 18% per year thereafter. For inactive vested participants who are past their Required Beginning Date (RBD), benefits are increased to RBD with a lump sum paid for retroactive amounts from RBD to the SFA measurement date.
Withdrawal Liability Payments	No withdrawal liability payments are assumed for employers that have withdrawn from the plan. For all but one employer (Hawleys), the withdrawal liability assessment either has been settled or deemed uncollectible. Based on information obtained from Hawleys and on prior collection experience of similar employers, we do not believe that there is more than an insignificant likelihood of collecting any payments from Hawleys. Their assessment was $10,517 per quarter for 80 quarters.

Assumption Changes from 2020 Zone Certification	
Mortality Rates	The mortality assumptions used for the 2020 zone certification were based on the RP-2014 tables with generational projection using Scale MP-2017. These assumptions were reasonable for purposes of the 2020 zone certification because the assumptions did not affect the certification's overall results and projections. However, these assumptions are not reasonable for the longer-term projections required for the SFA determination because they are outdated. The new assumptions are based on the Pri-2021 Blue Collar tables with generational projections using Scale MP-2021. The mortality assumptions are consistent with the PBGC's guidelines to be acceptable.
Collective Bargaining Units (Wages)	For contribution purposes in the 2020 zone certification, CBUs were assumed to remain level. This assumption is still reasonable, based on the summary below of the most recent 10-year CBU history, excluding the COVID period. The data shows an average CBU decline of about 8% each year.

Plan Year Ending 12/31	CBUs (Salaries)	Ratio to prior year
2010	2,976,850	
2011	2,717,461	-8.7%
2012	2,265,870	-16.6%
2013	1,831,473	-19.2%
2014	1,500,967	-18.0%
2015	1,527,251	1.8%
2016	1,579,698	3.4%
2017	1,626,186	2.9%
2018	1,624,438	-0.1%
2019	1,380,023	-15.0%
	Annual change:	-8.2%

In the 2020 zone certification, the contribution projections were based on 10 active participants with contribution rates increasing by 10% each year as stipulated by the Rehabilitation Plan. For the SFA determination, the number of actives was reduced to 5 due to an employer withdrawal. In addition, contribution rate increases that were not negotiated by July 9, 2021 were not recognized based on §4262.4(c)(3).

<table>
<tr><td>Retirement Rates for Inactive Vested Participants</td><td>
For the 2020 zone certification, the retirement rate for inactive vested participants was 100% at age 65. Based on the actual retirement patterns among inactive vested participants over the last 5 years through January 1, 2021, the retirement rates were updated as summarized below:
<table>
<tr><th>Age</th><th>Eligible to Retire</th><th>Actual Retirements</th><th>Retirement Rate</th><th>New Assumption</th></tr>
<tr><td>55-61</td><td>459</td><td>8</td><td>1.7%</td><td>2%</td></tr>
<tr><td>62-63</td><td>222</td><td>18</td><td>8.1%</td><td>8%</td></tr>
<tr><td>64-66</td><td>323</td><td>69</td><td>21.4%</td><td>20%</td></tr>
<tr><td>67-70</td><td>253</td><td>16</td><td>6.3%</td><td>6%</td></tr>
<tr><td>71</td><td>47</td><td>22</td><td>46.8%</td><td>100%</td></tr>
</table>
The retirement age assumptions from the 2020 zone certification were reasonable for purposes of the 2020 zone certification because the assumption did not affect the certification’s overall results and projections. However, based on review of experience data for the 5 years ending December 31, 2020, we have determined that the assumption from the 2020 zone certification is not reasonable for the longer-term projections required for the SFA determination.
</td></tr>
<tr><td>Exclusion of Inactive Vested Participants</td><td>
For the 2020 zone certification, inactive vested participants over age 75 were excluded from the valuation. As allowed under the PBGC assumption guidelines, this assumption was changed to exclude inactive vested participants age 86 and over on the measurement date from the SFA determination.
See “Part data RCSS.pdf” in folder 13 – Participant Data Base for the required information. See “Missing Procedure RCSS.pdf” in folder 11 – Plan Docs for the Plan’s policies and procedures for locating missing participants.
</td></tr>
<tr><td>Delayed Retirement Factors</td><td>
For the 2020 zone certification, the benefits for inactive vested participants past their Required Beginning Date (RBD) were assumed to begin at the participant’s attained age with a late retirement factor applied from normal retirement age to attained age. This assumption was changed to apply the late retirement factor to RBD with a lump sum paid for retroactive amounts from RBD to the SFA measurement date.
The assumption was changed to be consistent with how benefits are actually paid in practice. The prior assumption was reasonable for the 2020 zone certification because the assumption did not affect the certification’s overall results and projections. However, we have determined that the assumption from the 2020 zone certification is not reasonable for the longer-term projections required for the SFA determination.
</td></tr>
<tr><td>Annual Administrative Expenses</td><td>
$450,000 for 2019, increasing 3% per year, payable monthly. The expenses were further increased in 2031 to account for the anticipated PBGC premium increase. The expenses were also capped at 12% of projected benefit payments.
The expense assumption from the 2020 zone certification was adjusted based on the PBGC’s guidelines to be acceptable.
</td></tr>
</table>

New Entrant Profile

Based on actual new hires in the most-recent 5-year period. Unless otherwise noted, assumptions for future new entrants are the same as observed for actual new hires as indicated below.

Age	Count	Percent
Below 20	0	0.0%
20-30	3	30.0%
30-40	4	40.0%
40-50	0	0.0%
50-60	1	10.0%
60-70	2	20.0%
70 & Above	0	0.0%

A single new entrant profile is used for both males and females. The male/female ratio as of 1/1/2021 is maintained.

The average annual credited contributions among continuing actives for the plan year ending 12/31/2020 was $1,687.67. All new entrants are assumed to accrue benefits based on $1,687.67 in credited contributions per 12 months worked.

New hires entered the valuation with an average of 0.94 years of Vesting Credit. Future new entrants are assumed to enter future valuation dates with 1 year of Vesting Credit and accrue 1 year of Vesting Credit for each full year of active service thereafter.

New hires entered the valuation with accruals ranging from 3 to 12 months. Future new entrants are assumed to enter future valuation dates with 7 months of accruals (i.e. assumed to enter the Plan approximately mid-year, on average), and earn 12 months of accruals for each full year of active service thereafter.

The 2020 zone certification was based on a closed group projection and did not include a new entrant profile as it would not have affected the cash flow during the projection period. Because of the longer-term projections required in the SFA determination, a closed group projection is no longer reasonable. The new entrant profile used in the SFA determination is reasonable because the distributions of age, service, and gender are based on the characteristics of the new entrants and rehires to the plan in the five plan years preceding the plan’s SFA measurement date (reflecting all new entrants and rehires in those five plan years rather than only those remaining in service), and the age bands used in the new entrant profile are no greater than 10 years.

(7) How Plan Will Reinstate Benefits

Not applicable, as there have been no benefit suspensions.

Certification of Priority Status

The Plan is eligible for Priority Group 5 based on the Plan's projected insolvency in 2024 as shown in the PPA zone certification for January 1, 2020, using the assumptions and methods from that certification. The conditions for Priority Group 5 eligibility are still met after recognizing the financial information as of the measurement date of August 31, 2022 and the January 1, 2021 valuation data that is used in the SFA application.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein.

Paul C. Poon

____

Paul C. Poon, ASA, MAAA
Vice President & Actuary
Enrolled Actuary No. 20-06069

Certification by Plan's Enrolled Actuary Certifying SFA Amount

This is to certify that the requested amount of Special Financial Assistance (“SFA”), \$58,764,341, is the amount to which Retail Clerks Specialty Stores Pension Fund (“Plan”) (EIN 94-6313558 PN 001) is entitled under section 4262(j)(1) of ERISA and §4262.4 of PBGC’s SFA regulation. The amount of SFA for the Plan was calculated as of the SFA measurement date of August 31, 2022 in accordance with generally accepted actuarial principles and practices and the provisions under §4262.4(e) of PBGC’s SFA regulation.

Segal has determined the amount of SFA at the request of the Board of Trustees as part of the Plan’s application for SFA. The calculation of the amount of SFA shown in the Plan’s application for SFA is not applicable for other purposes.

The calculation of the amount of SFA is based on the assumptions and methods used in the 2020 certification of actuarial plan status, dated March 30, 2020, modified as described in Section D, Item 6b of the “General Instructions for Multiemployer Plans Applying for Special Financial Assistance.” In addition, it is based on the participant data used for the 2021 actuarial valuation of the Plan, dated February 8, 2022, and the fair market value of assets as of the SFA measurement date certified by the plan sponsor and other relevant information provided by the Plan Administrator. Segal does not audit the data provided. The accuracy and comprehensiveness of the data is the responsibility of those supplying the data. To the extent we can, however, Segal does review the data for reasonableness and consistency. Based on our review of the data, we have no reason to doubt the substantial accuracy of the information on which we have based the calculation of the SFA amount and we have no reason to believe there are facts or circumstances that would affect the validity of these results.

Segal does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretation on which these calculations are based reflects Segal’s understanding as an actuarial firm.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of my knowledge, the information supplied herein is complete and accurate. Each prescribed assumption for the determination of the amount of SFA was applied in accordance with applicable law and regulations. In my opinion, all other assumptions are reasonable taking into account the experience of the plan and reasonable expectations.

Paul C. Poon

Paul C. Poon, ASA, MAAA
Vice President & Actuary
Enrolled Actuary No. 20-06069

Certification of Fair Market Value as of August 31, 2022

This is to certify that the fair market value of assets as of August 31, 3022 for the Retail Clerks Specialty Stores Pension Fund (EIN 94-6313558 PN 001) is S8,263,038. This amount is based on the August 31, 2022 financial statement as prepared by UFCWTrust. A reconciliation from the December 31, 2021 audit balance sheet to the August 31, 2022 unaudited financial statement is included in the SFA application. The unaudited balance of $8.266,938 in the August 31, 2022 financial statement was reduced by $3.900 in accrued contributions to the S8.263.038 shown in this certification

Name: MILTON HUM	Name:
Signature: Milton	Signature:
Date: Nov 29, 2022	Date:
Title: Union Trustee	Title: Employer Trustee

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Name: ______________________

Signature: ______________________

Date: ______________________

Title: Union Trustee

Name: DIANE VETTERLEIN

Signature: Diane Vetterlein

Date: 11.29.22

Title: Employer Trustee

AMENDMENT #3 TO THE
RETAIL CLERKS SPECIALTY STORES PENSION PLAN
(2015 RESTATEMENT)

Background

1. The Board of Trustees of the Retail Clerks Specialty Stores Pension Plan (the "Board") has applied to the Pension Benefit Guaranty Corporation ("PBGC") under section 4262 of the Employment Retirement Income Security Act of 1974, as amended ("ERISA"), and 29 C.F.R. § 4262 for special financial assistance for the Retail Clerks Specialty Stores Pension Plan (the "Plan").

2. 29 C.F.R. § 4262.6(e)(1) requires that the plan sponsor of a plan applying for special financial assistance amend the written instrument governing the plan to require that the plan be administered in accordance with the restrictions and conditions specified in section 4262 of ERISA and 29 C.F.R. part 4262 and that the amendment be contingent upon approval by PBGC of the plan's application for special financial assistance.

3. Under article 10, section 10.01 of the Retail Clerks Specialty Stores Pension Plan (2015 Restatement) (the "Plan Document"), the Board has the power to amend the Plan Document.

Amendment

The Plan Document is amended by adding a new SECTION 9.10 to ARTICLE 9 to read as follows:

SECTION 9.10 Special Financial Assistance

"Beginning with August 31, 2022, the SFA measurement date selected by the Plan in the Plan's application for special financial assistance, notwithstanding anything to the contrary in this or any other document governing the Plan, the plan shall be administered in accordance with the restrictions and conditions specified in section 4262 of ERISA and 29 CFR part 4262. This amendment is contingent upon approval by PBGC of the Plan's application for special financial assistance."

Employer Trustees	**Union Trustees**
Diane Vetterlein	
Diane Vetterlein, Chair	Milton Hum, Secretary
LynAnn King	
LynAnn King, Trustee	Jon Hughes, Trustee
______________________	Bambi Marien, Trustee

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Employer Trustees	**Union Trustees**
____________________	MH
Diane Vetterlein, Chair	Milton Hum, Secretary
____________________	____________________
LynAnn King, Trustee	Jon Hughes, Trustee
____________________	____________________
	Bambi Marien, Trustee

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Employer Trustees	**Union Trustees**
Diane Vetterlein, Chair	Milton Hum, Secretary
LynAnn King, Trustee	Jon D. Hughes Jon Hughes, Trustee
	Bambi Marien, Trustee

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Employer Trustees	**Union Trustees**
________________________	________________________
Diane Vetterlein, Chair	Milton Hum, Secretary
________________________	________________________
LynAnn King, Trustee	Jon Hughes, Trustee
________________________	________________________
	~~Bambi Marien~~, Trustee

Oscar Orozco, Trustee

Date of Execution: November 29, 2022

Penalty of Perjury Statement Pursuant to PBGC Regulations §4262.6(b)

Under penalties of perjury under the laws of the United States of America, I declare that I am an authorized trustee who is a current member of the Board of Trustees of the Retail Clerks Specialty Stores Pension Plan and I have examined this application, including accompanying documents, and, to the best of my knowledge and belief, the application contains all the relevant facts relating to the application, and such facts are true, correct, and complete.

Name: MILTON HUM

Signature: ______________________

Date: Nov 29, 2022

Title: Authorized Trustee

Name: ______________________

Signature: ______________________

Date: ______________________

Title: Authorized Trustee

Penalty of Perjury Statement Pursuant to PBGC Regulations §4262.6(b)

Under penalties of perjury under the laws of the United States of America, I declare that I am an authorized trustee who is a current member of the Board of Trustees of the Retail Clerks Specialty Stores Pension Plan and I have examined this application, including accompanying documents, and, to the best of my knowledge and belief, the application contains all the relevant facts relating to the application, and such facts are true, correct, and complete.

Name: DIANE VETTERLEIN

Signature: Diane Vetterlein

Date: 11.29.22

Title: Authorized Trustee

Name: ____________________

Signature: ____________________

Date: ____________________

Title: Authorized Trustee

Application Checklist

v20220802p

Instructions for Section E, Item 1 of the Instructions for Filing Requirements for Multiemployer Plans Applying for Special Financial Assistance (SFA):

The Application to PBGC for Approval of Special Financial Assistance Checklist ("Application Checklist" or "Checklist") identifies all information required to be filed with an initial or revised application. For a supplemented application, instead use "Application Checklist - Supplemented." The Application Checklist is not required for a lock-in application.

For a plan required to submit additional information described in Addendum A of the SFA Filing Instructions, also complete Checklist Items #39.a. to #48.b., and if there is a merger as described in Addendum A, also complete Checklist Items #49 through #62.

Applications (including this Application Checklist), with the exception of lock-in applications, must be submitted to PBGC electronically through PBGC's e-Filing Portal, (https://efilingportal.pbgc.gov/site/). After logging into the e-Filing Portal, go to the Multiemployer Events section and click "Create New ME Filing." Under "Select a filing type," select "Application for Financial Assistance – Special." Note: revised and supplemented applications must be submitted by selecting "Create New ME Filing."

Note: If you go to the e-Filing Portal and do not see "Application for Financial Assistance – Special" under the "Select a Filing Type," then the e-Filing Portal is temporarily closed and PBGC is not accepting applications (other than lock-in applications) at the time, unless the plan is eligible to make an emergency filing under § 4262.10(f). PBGC's website, *www.pbgc.gov* , will be updated when the e-Filing Portal reopens for applications. PBGC maintains information on its website at *www.pbgc.gov* to inform prospective applicants about the current status of the e-Filing portal, as well as to provide advance notice of when PBGC expects to open or temporarily close the e-Filing Portal.

General instructions for completing the Application Checklist:

Complete all items that are shaded:

If required information was already filed: (1) through PBGC's e-Filing Portal; or (2) through any means for an insolvent plan, a plan that has received a partition, or a plan that submitted an emergency filing, the filer may either upload the information with the application or include a statement in the Plan Comments section of the Application Checklist indicating the date on which and the submission with which the information was previously filed. For any such items previously provided, enter N/A as the **Plan Response**.

For a revised application, the filer may, but is not required to, submit an entire application. For all Application Checklist Items that were previously filed that are not being changed, the filer may include a statement in the Plan Comments section of the Application Checklist to indicate that the other information was previously provided as part of the initial application. For each, enter N/A as the **Plan Response**.

Instructions for specific columns:

Plan Response: Provide a response to each item on the Application Checklist, using only the **Response Options** shown for each Checklist Item.

Name(s) of Files Uploaded: Identify the full name of the file or files uploaded that are responsive to the Checklist Item. The column **Upload as Document Type** provides guidance on the "document type" to select when submitting documents on PBGC's e-Filing Portal.

Page Number Reference(s): For Checklist Items #21 to #28c, submit all information in a single document and identify here the relevant page numbers for each such Checklist Item.

Plan Comments: Use this column to provide explanations for any **Plan Response** that is N/A, to respond as may be specifically identified for Checklist Items, and to provide any optional explanatory comments.

Additional guidance is provided in the following columns:

Upload as Document Type: When uploading documents in PBGC's e-Filing Portal, select the appropriate Document Type for each document that is uploaded. This column provides guidance on the Document Type to select for each Checklist Item. You may upload more than one document using the same Document Type, and there may be Document Types on the e-Filing Portal for which you have no documents to upload.

Required Filenaming (if applicable): For certain Checklist Items, a specified format for naming the file is required.

SFA Instructions Reference: Identifies the applicable section and item number in PBGC's Instructions for Filing Requirements for Multiemployer Plans Applying for Special Financial Assistance.

You must select N/A if a Checklist Item # is not applicable to your application. Your application will be considered incomplete if No is entered as a Plan Response for any of Checklist Items #1 through #38 on the Application Checklist. If there has been an event as described in § 4262.4(f), complete Checklist Items #39.a. through #48.b., and if there has been a merger described in Addendum A, also complete Checklist Items #49 through #62. Your application will be considered incomplete if No is entered as a Plan Response for any of Checklist Items #39.a. through #48.b. if you are required to complete Checklist Items # 39a through #48b. Your application will also be considered incomplete if No is entered as a Plan Response for any of Checklist Items #49 through #62 if you are required to complete Checklist Items #49 through #62.

If a Checklist Item # asks multiple questions or requests multiple items, the Plan Response should only be Yes if the plan is providing all information requested for that Checklist Item.

Note, a Yes or No response is also required for Checklist Items #a through #f.

Note, in the case of a plan applying for priority consideration, the plan's application must also be submitted to the Treasury Department. If that requirement applies to an application, PBGC will transmit the application to the Treasury Department on behalf of the plan. See IRS Notice [NOTICE] for further information.

All information and documentation, unless covered by the Privacy Act, that is included in an SFA application may be posted on PBGC's website at *www.pbgc.gov* or otherwise publicly disclosed, without additional notification. Except to the extent required by the Privacy Act, PBGC provides no assurance of confidentiality in any information included in an SFA application.

Version Updates (newest version at top)

Version	Date updated

v20220802p	08/02/2022	Fixed some of the shading in the checklist
v20220706p	07/06/2022	

Application to PBGC for Approval of Special Financial Assistance (SFA)
APPLICATION CHECKLIST

v20220802p

Plan name: Retail Clerks Specialty Stores Pension Fund
EIN: 94-6313558
PN: 001

SFA Amount Requested: $58,764,341

Do NOT use this Application Checklist for a supplemented application. Instead use Application Checklist - Supplemented.

Unless otherwise specified:
YYYY = plan year
Plan Name = abbreviated plan name

--------------------------Filers provide responses here for each Checklist Item:--

Your application will be considered incomplete if No is entered as a Plan Response for any of Checklist Items #1 through #38. In addition, if required to provide information due to a "certain event" (see Addendum A of the SFA Filing Instructions), your application will be considered incomplete if No is entered as a Plan Response for any Checklist Items #39.a. through #48.b. If there is a merger event described in Addendum A, your application will also be considered incomplete if No is entered as a Plan Response for any Checklist Items #49 through #62.

Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
Plan Information, Checklist, and Certifications									
a.		Is this application a revised application submitted after the denial of a previously filed application for SFA?	Yes No	No	N/A	N/A		N/A	N/A
b.		Is this application a revised application submitted after a plan has withdrawn its application for SFA that was initially submitted under the interim final rule?	Yes No	No	N/A	N/A		N/A	N/A
c.		Is this application a revised application submitted after a plan has withdrawn its application for SFA that was submitted under the final rule?	Yes No	No	N/A	N/A		N/A	N/A
d.		Did the plan previously file a lock-in application?	Yes No	No	N/A	N/A	If a "lock-in" application was filed, provide the filing date.	N/A	N/A
e.		Has this plan been terminated?	Yes No	No	N/A	N/A	If terminated, provide date of plan termination.	N/A	N/A
f.		Is this plan a MPRA plan as defined under § 4262.4(a)(3) of PBGC's SFA regulation?	Yes No	No	N/A	N/A		N/A	N/A
1.	Section B, Item (1)a.	Does the application include the most recent plan document or restatement of the plan document and all amendments adopted since the last restatement (if any)?	Yes No	Yes	PlanDoc RCSS.pdf	N/A		Pension plan documents, all versions available, and all amendments signed and dated	N/A
2.	Section B, Item (1)b.	Does the application include the most recent trust agreement or restatement of the trust agreement, and all amendments adopted since the last restatement (if any)?	Yes No	Yes	Trust RCSS.pdf	N/A		Pension plan documents, all versions available, and all amendments signed and dated	N/A
3.	Section B, Item (1)c.	Does the application include the most recent IRS determination letter? Enter N/A if the plan does not have a determination letter.	Yes No N/A	Yes	Determination RCSS.pdf	N/A		Pension plan documents, all versions available, and all amendments signed and dated	N/A
4.	Section B, Item (2)	Does the application include the actuarial valuation report for the 2018 plan year and each subsequent actuarial valuation report completed before the filing date of the initial application? Enter N/A if no actuarial valuation report was prepared because it was not required for any requested year. Is each report provided as a separate document using the required filename convention?	Yes No N/A	Yes	2018AVR RCSS.pdf 2019AVR RCSS.pdf 2020AVR RCSS.pdf 2021AVR RCSS.pdf	N/A	Four valuation reports are included.	Most recent actuarial valuation for the plan	*YYYYAVR Plan Name*
5.a.		Does the application include the most recent rehabilitation plan (or funding improvement plan, if applicable), including all subsequent amendments and updates, and the percentage of total contributions received under each schedule of the rehabilitation plan or funding improvement plan for the most recent plan year available?	Yes No	Yes	Rehab RCSS.pdf	N/A		Rehabilitation plan (or funding improvement plan, if applicable)	N/A

Application to PBGC for Approval of Special Financial Assistance (SFA) v20220802p
APPLICATION CHECKLIST

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Plan name:	Retail Clerks Specialty Stores Pension Fund
EIN:	94-6313558
PN:	001
SFA Amount Requested:	$58,764,341

Unless otherwise specified:
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Your application will be considered incomplete if No is entered as a Plan Response for any of Checklist Items #1 through #38. In addition, if required to provide information due to a "certain event" (see Addendum A of the SFA Filing Instructions), your application will be considered incomplete if No is entered as a Plan Response for any Checklist Items #39.a. through #48.b. If there is a merger event described in Addendum A, your application will also be considered incomplete if No is entered as a Plan Response for any Checklist Items #49 through #62.

Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
5.b.	Section B, Item (3)	If the most recent rehabilitation plan does not include historical documentation of rehabilitation plan changes (if any) that occurred in calendar year 2020 and later, does the application include an additional document with these details? Enter N/A if the historical document is contained in the rehabilitation plans.	Yes No N/A	N/A		N/A	There have been no updates to the Rehab Plan	Rehabilitation plan (or funding improvement plan, if applicable)	N/A
6.	Section B, Item (4)	Does the application include the plan's most recently filed (as of the filing date of the initial application) Form 5500 (Annual Return/Report of Employee Benefit Plan) and all schedules and attachments (including the audited financial statement)? Is the 5500 filing provided as a single document using the required filename convention?	Yes No	Yes	2021Form5500 RCSS.pdf	N/A		Latest annual return/report of employee benefit plan (Form 5500)	*YYYYForm5500 Plan Name*
7.a.	Section B, Item (5)	Does the application include the plan actuary's certification of plan status ("zone certification") for the 2018 plan year and each subsequent annual certification completed before the filing date of the initial application? Enter N/A if the plan does not have to provide certifications for any requested plan year. Is each zone certification (including the additional information identified in Checklist Items #7.b. and #7.c. below, if applicable) provided as a single document, separately for each plan year, using the required filename convention?	Yes No N/A	Yes	2018Zone20180330 RCSS.pdf 2019Zone20190329 RCSS.pdf 2020Zone20200330 RCSS.pdf 2021Zone20210331 RCSS.pdf 2022Zone20220331 RCSS.pdf	N/A	Five zone certification are included. The assumptions for the 2020, 2021 and 2022 zone certifications are included in the 2019, 2020 and 2021 valuation reports, respectively. Those reports are attached under item 4.	Zone certification	*YYYYZoneYYYYMMDD Plan Name,* where the first "YYYY" is the applicable plan year, and "YYYYMMDD" is the date the certification was prepared.
7.b.		Does the application include documentation for all zone certifications that clearly identifies all assumptions used including the interest rate used for funding standard account purposes? If such information is provided in an addendum, addendums are only required for the most recent actuarial certification of plan status completed before January 1, 2021 and each subsequent annual certification. Is this information included in the single document in Checklist Item #7.a. for the applicable plan year?	Yes No N/A	Yes	N/A - include as part of documents in Checklist Item #7.a.	N/A		N/A - include as part of documents in Checklist Item #7.a.	N/A - included in a single document for each plan year - See Checklist Item #7.a.
7.c.		For a certification of critical and declining status, does the application include the required plan-year-by-plan-year projection (showing the items identified in Section B, Item (5)a. through (5)f. of the SFA Instructions) demonstrating the plan year that the plan is projected to become insolvent? If required, is this information included in the single document in Checklist Item #7.a. for the applicable plan year? Enter N/A if the plan entered N/A for Checklist Item #7.a. or if the application does not include a certification of critical and declining status.	Yes No N/A	Yes	N/A - include as part of documents in Checklist Item #7.a.	N/A		N/A - include as part of documents in Checklist Item #7.a.	N/A - included in a single document for each plan year - See Checklist Item #7.a.

Application to PBGC for Approval of Special Financial Assistance (SFA) v20220802p
APPLICATION CHECKLIST

Plan name: Retail Clerks Specialty Stores Pension Fund
EIN: 94-6313558
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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
8.	Section B, Item (6)	Does the application include the most recent account statements for each of the plan's cash and investment accounts? Insolvent plans may enter N/A, and identify in the Plan Comments that this information was previously submitted to PBGC and the date submitted.	Yes No N/A	Yes	MoneyCheck RCSS.pdf BusinessCheck RCSS.pdf Investment RCSS.pdf Cash Reconciliation RCSS.pdf	N/A		Bank/Asset statements for all cash and investment accounts	N/A
9.	Section B, Item (7)	Does the application include the most recent plan financial statement (audited, or unaudited if audited is not available)? Insolvent plans may enter N/A, and identify in the Plan Comments that this information was previously submitted to PBGC and the date submitted.	Yes No N/A	Yes	FinStmt RCSS.pdf	N/A		Plan's most recent financial statement (audited, or unaudited if audited not available)	N/A
10.	Section B, Item (8)	Does the application include all of the plan's written policies and procedures governing the plan's determination, assessment, collection, settlement, and payment of withdrawal liability? Are all such items included as a single document using the required filenaming convention?	Yes No N/A	Yes	WDL RCSS.pdf	N/A		Pension plan documents, all versions available, and all amendments signed and dated	*WDL Plan Name*
11.	Section B, Item (9)	Does the application include documentation of a death audit to identify deceased participants that was completed no earlier than one year before the plan's SFA measurement date, including identification of the service provider conducting the audit and a copy of the results of the audit provided to the plan administrator by the service provider? If applicable, has personally identifiable information in this report been redacted prior to submission to PBGC? Is this information included as a single document using the required filenaming convention?	Yes No	Yes	Death Audit RCSS.pdf	N/A	The file includes the most recent weekly death audit results from Life Status 360 and a copy of the fund's death audit procedures. The Life Status 360 report includes information for three plans including RCSS.	Pension plan documents, all versions available, and all amendments signed and dated	*Death Audit Plan Name*
12.	Section B, Item (10)	Does the application include information required to enable the plan to receive electronic transfer of funds if the SFA application is approved, including (if applicable) a notarized payment form? See SFA Instructions, Section B, Item (10).	Yes No	Yes	ACH RCSS.pdf	N/A		Other	N/A

Application to PBGC for Approval of Special Financial Assistance (SFA)
APPLICATION CHECKLIST

v20220802p

Plan name: Retail Clerks Specialty Stores Pension Fund
EIN: 94-6313558
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Your application will be considered incomplete if No is entered as a Plan Response for any of Checklist Items #1 through #38. In addition, if required to provide information due to a "certain event" (see Addendum A of the SFA Filing Instructions), your application will be considered incomplete if No is entered as a Plan Response for any Checklist Items #39.a. through #48.b. If there is a merger event described in Addendum A, your application will also be considered incomplete if No is entered as a Plan Response for any Checklist Items #49 through #62.

Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
13.	Section C, Item (1)	Does the application include the plan's projection of expected benefit payments that should have been attached to the Form 5500 Schedule MB in response to line 8b(1) on the Form 5500 Schedule MB for plan years 2018 through the last year the Form 5500 was filed by the filing date of the initial application? Enter N/A if the plan is not required to respond Yes to line 8b(1) on the Form 5500 Schedule MB. See Template 1. Does the uploaded file use the required filenaming convention?	Yes No N/A	Yes	Template 1 RCSS.xls	N/A		Financial assistance spreadsheet (template)	*Template 1 Plan Name*
14.	Section C, Item (2)	If the plan was required to enter 10,000 or more participants on line 6f of the most recently filed Form 5500 (by the filing date of the initial application), does the application include a current listing of the 15 largest contributing employers (the employers with the largest contribution amounts) and the amount of contributions paid by each employer during the most recently completed plan year before the filing date of the initial application (without regard to whether a contribution was made on account of a year other than the most recently completed plan year)? If this information is required, it is required for the 15 largest contributing employers even if the employer's contribution is less than 5% of total contributions. Enter N/A if the plan is not required to provide this information. See Template 2. Does the uploaded file use the required filenaming convention?	Yes No N/A	N/A		N/A		Contributing employers	*Template 2 Plan Name*
15.	Section C, Item (3)	Does the application include historical plan information for the 2010 plan year through the plan year immediately preceding the date the plan's initial application was filed that separately identifies: total contributions, total contribution base units (including identification of the unit used), average contribution rates, and number of active participants at the beginning of each plan year? For the same period, does the application show all other sources of non-investment income such as withdrawal liability payments collected, reciprocity contributions (if applicable), additional contributions from the rehabilitation plan (if applicable), and other identifiable sources of contributions? See Template 3. Does the uploaded file use the required filenaming convention?	Yes No	Yes	Template 3 RCSS.xls	N/A		Historical Plan Financial Information (CBUs, contribution rates, contribution amounts, withdrawal liability payments)	*Template 3 Plan Name*

Application to PBGC for Approval of Special Financial Assistance (SFA)
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v20220802p

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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
16.a.	Section C, Items (4)a., (4)e., and (4)f.	Does the application include the information used to determine the amount of SFA for the plan using the basic method described in § 4262.4(a)(1) based on a deterministic projection and using the actuarial assumptions as described in § 4262.4(e)? See Template 4A, *4A-4 SFA Details .4(a)(1)* sheet and Section C, Item (4) of the SFA Filing Instructions for more details on these requirements. Does the uploaded file use the required filenaming convention?	Yes No	Yes	Template 4A RCSS.xls	N/A		Projections for special financial assistance (estimated income, benefit payments and expenses)	*Template 4A Plan Name*
16.b.i.	Addendum D Section C, Item (4)a. - MPRA plan information A. Addendum D Section C, Item (4)e. - MPRA plan information A.	If the plan is a MPRA plan, does the application also include the information used to determine the amount of SFA for the plan using the increasing assets method described in § 4262.4(a)(2)(i) based on a deterministic projection and using the actuarial assumptions as described in § 4262.4(e)? See Template 4A, *4A-5 SFA Details .4(a)(2)(i)* sheet and Addendum D for more details on these requirements. Enter N/A if the plan is not a MPRA Plan.	Yes No N/A	N/A	N/A - included as part of Template 4A Plan Name	N/A		N/A	N/A - included in Template 4A Plan Name
16.b.ii.	Addendum D Section C, Item (4)f. - MPRA plan information A.	If the plan is a MPRA plan for which the requested amount of SFA is determined using the increasing assets method described in § 4262.4(a)(2)(i), does the application also explicitly identify the projected SFA exhaustion year based on the increasing assets method? See Template 4A, *4A-5 SFA Details .4(a)(2)(i)* sheet and Addendum D. Enter N/A if the plan is not a MPRA Plan or if the requested amount of SFA is determined based on the present value method.	Yes No N/A	N/A	N/A - included as part of Template 4A Plan Name	N/A		N/A	N/A - included in Template 4A Plan Name
16.b.iii.	Addendum D Section C, Item (4)a. - MPRA plan information B Addendum D Section C, Item (4)e. (4)f., and (4)g. - MPRA plan information B.	If the plan is a MPRA plan for which the requested amount of SFA is determined using the present value method described in § 4262.4(a)(2)(ii), does the application also include the information for such plans as shown in Template 4B, including *4B-1 SFA Ben Pmts* sheet, *4B-2 SFA Details 4(a)(2)(ii)* sheet, and *4B-3 SFA Exhaustion* sheet? See Addendum D and Template 4B. Enter N/A if the plan is not a MPRA Plan or if the requested amount of SFA is determined based on the increasing assets method.	Yes No N/A	N/A		N/A		N/A	*Template 4B Plan Name*
16.c.	Section C, Items (4)b. and (4)c.	Does the application include identification of the non-SFA interest rate and the SFA interest rate, including details on how each was determined? See Template 4A, *4A-1 Interest Rates* sheet.	Yes No	Yes	N/A - included as part of Template 4A Plan Name	N/A		N/A	N/A - included in Template 4A Plan Name

Application to PBGC for Approval of Special Financial Assistance (SFA)
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v20220802p

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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
16.d.	Section C, Item (4).e.ii.	For each year in the SFA coverage period, does the application include the projected benefit payments (excluding make-up payments, if applicable), separately for current retirees and beneficiaries, current terminated vested participants not yet in pay status, current active participants, and new entrants? See Template 4A, *4A-2 SFA Ben Pmts* sheet.	Yes No	Yes	N/A - included as part of Template 4A Plan Name	N/A		N/A	N/A - included in Template 4A Plan Name
16.e.	Section C, Item (4)e.iv. and (4)e.v.	For each year in the SFA coverage period, does the application include a breakdown of the administrative expenses between PBGC premiums and all other administrative expenses? Does the application include the projected total number of participants at the beginning of each plan year in the SFA coverage period? See Template 4A, *4A-3 SFA Pcount and Admin Exp* sheet.	Yes No	Yes	N/A - included as part of Template 4A Plan Name	N/A		N/A	N/A - included in Template 4A Plan Name
17.a.	Section C, Item (5)	For a plan that is not a MPRA plan, does the application include a separate deterministic projection ("Baseline") in the same format as Checklist Items #16.a., #16.d., and #16.e. that shows the amount of SFA that would be determined using the basic method if the assumptions/methods used are the same as those used in the most recent actuarial certification of plan status completed before January 1, 2021 ("pre-2021 certification of plan status") excluding the plan's non-SFA interest rate and SFA interest rate, which should be the same as in Checklist Item #16.a.? See Section C, Item (5) of the SFA Filing Instructions for other potential exclusions from this requirement. If (a) the plan is a MPRA plan, or if (b) this item is not required for a plan that is not a MPRA plan, enter N/A. If entering N/A due to (b), add information in the Plan Comments to explain why this item is not required. Does the uploaded file use the required filenaming convention?	Yes No N/A	Yes	Template 5A RCSS.xls	N/A	Uploaded into document type "Other" because portal would not allow multiple files in "Projections for special financial assistance".	Projections for special financial assistance (estimated income, benefit payments and expenses)	*Template 5A Plan Name*
17.b.	Addendum D Section C, Item (5)	For a MPRA plan for which the requested amount of SFA is determined using the increasing assets method, does the application include a separate deterministic projection ("Baseline") in the same format as Checklist Items #16.b.i., #16.d., and #16.e. that shows the amount of SFA that would be determined using the increasing assets method if the assumptions/methods used are the same as those used in the most recent actuarial certification of plan status completed before January 1, 2021 ("pre-2021 certification of plan status") excluding the plan's non-SFA interest rate and SFA interest rate, which should be the same as used in Checklist Item #16.b.i.? See Section C, Item (5) of the SFA Filing Instructions for other potential exclusions from this requirement. Also see Addendum D. If the plan is (a) not a MPRA plan, (b) a MPRA plan using the present value method, or (c) is otherwise not required to provide this item, enter N/A. If entering N/A due to (c), add information in the Plan Comments to explain why this item is not required. Does the uploaded file use the required filenaming convention?	Yes No N/A	N/A		N/A		Projections for special financial assistance (estimated income, benefit payments and expenses)	*Template 5A Plan Name*

Application to PBGC for Approval of Special Financial Assistance (SFA)
APPLICATION CHECKLIST

v20220802p

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SFA Amount Requested:	$58,764,341

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Your application will be considered incomplete if No is entered as a Plan Response for any of Checklist Items #1 through #38. In addition, if required to provide information due to a "certain event" (see Addendum A of the SFA Filing Instructions), your application will be considered incomplete if No is entered as a Plan Response for any Checklist Items #39.a. through #48.b. If there is a merger event described in Addendum A, your application will also be considered incomplete if No is entered as a Plan Response for any Checklist Items #49 through #62.

Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
17.c.	Addendum D Section C, Item (5)	For a MPRA plan for which the requested amount of SFA is determined using the present value method, does the application include a separate deterministic projection ("Baseline") in the same format as Checklist Item #16.b.iii. that shows the amount of SFA that would be determined using the present value method if the assumptions used/methods are the same as those used in the most recent actuarial certification of plan status completed before January 1, 2021 ("pre-2021 certification of plan status") excluding the plan's SFA interest rate which should be the same as used in Checklist Item #16.b.iii. See Section C, Item (5) of the SFA Filing Instructions for other potential exclusions from this requirement. Also see Addendum D. If the plan is (a) not a MPRA plan, (b) a MPRA plan using the increasing assets method, or (c) is otherwise not required to provide this item, enter N/A. If entering N/A due to (c), add information in the Plan Comments to explain why this item is not required. Has this document been uploaded using the required filenaming convention?	Yes No N/A	N/A		N/A		Projections for special financial assistance (estimated income, benefit payments and expenses)	*Template 5B Plan Name*
18.a.	Section C, Item (6)	For a plan that is not a MPRA plan, does the application include a reconciliation of the change in the total amount of requested SFA due to each change in assumption/method from the Baseline to the requested SFA amount? Does the application include a deterministic projection and other information for each assumption/method change, in the same format as Checklist Item #16.a? Enter N/A if the plan is not required to provide Baseline information in Checklist Item #17.a. Enter N/A if the requested SFA amount in Checklist Item #16.a. is the same as the amount shown in the Baseline details of Checklist Item #17.a. See Section C, Item (6) of the SFA Filing Instructions for other potential exclusions from this requirement. If the plan is a MPRA plan, enter N/A. If the plan is otherwise not required to provide this item, enter N/A and provide an explanation in the Plan Comments. Does the uploaded file use the required filenaming convention?	Yes No N/A	Yes	Template 6A RCSS.xls	N/A	Uploaded into document type "Other" because portal would not allow multiple files in "Projections for special financial assistance".	Projections for special financial assistance (estimated income, benefit payments and expenses)	*Template 6A Plan Name*

Application to PBGC for Approval of Special Financial Assistance (SFA)
APPLICATION CHECKLIST

v20220802p

Plan name: Retail Clerks Specialty Stores Pension Fund
EIN: 94-6313558
PN: 001
SFA Amount Requested: $58,764,341

Do NOT use this Application Checklist for a supplemented application. Instead use Application Checklist - Supplemented.

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Plan Name = abbreviated plan name

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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
18.b.	Addendum D Section C, Item (6)	For a MPRA plan for which the requested amount of SFA is based on the increasing assets method, does the application include a reconciliation of the change in the total amount of requested SFA using the increasing assets method due to each change in assumption/method from the Baseline to the requested SFA amount? Does the application include a deterministic projection and other information for each assumption/method change, in the same format as Checklist Item #16.b.i.? Enter N/A if the plan is not required to provide Baseline information in Checklist Item #17.b. Enter N/A if the requested SFA amount in Checklist Item #16.b.i. is the same as the amount shown in the Baseline details of Checklist Item #17.b. See Addendum D. See Section C, Item (6) of the SFA Filing Instructions for other potential exclusions from this requirement, and enter N/A if this item is not otherwise required. If the plan is (a) not a MPRA plan, (b) a MPRA plan using the present value method, or (c) is otherwise not required to provide this item, enter N/A. If entering N/A due to (c), add information in the Plan Comments to explain why this item is not required. Does the uploaded file use the required filenaming convention?	Yes No N/A	N/A		N/A		Projections for special financial assistance (estimated income, benefit payments and expenses)	*Template 6A Plan Name*
18.c.	Addendum D Section C, Item (6)	For a MPRA plan for which the requested amount of SFA is based on the present value method, does the application include a reconciliation of the change in the total amount of requested SFA using the present value method due to each change in assumption/method from Baseline to the requested SFA amount? Does the application include a deterministic projection and other information for each assumption/method change, in the same format as Checklist Item #16.b.iii.? See Section C, Item (6) of the SFA Filing Instructions for other potential exclusions from this requirement. Also see Addendum D. If the plan is (a) not a MPRA plan, (b) a MPRA plan using the increasing assets method, or (c) is otherwise not required to provide this item, enter N/A. If entering N/A due to (c), add information in the Plan Comments to explain why this item is not required. Has this document been uploaded using the required filenaming convention?	Yes No N/A	N/A		N/A		Projections for special financial assistance (estimated income, benefit payments and expenses)	*Template 6B Plan Name*

Application to PBGC for Approval of Special Financial Assistance (SFA) v20220802p

APPLICATION CHECKLIST

Plan name:	Retail Clerks Specialty Stores Pension Fund
EIN:	94-6313558
PN:	001
SFA Amount Requested:	$58,764,341

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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
19.a.	Section C, Item (7)a.	For plans eligible for SFA under § 4262.3(a)(1) or § 4262.3(a)(3), does the application include a table identifying which assumptions/methods used in determining the plan's eligibility for SFA differ from those used in the pre-2021 certification of plan status, and does that table include brief explanations as to why using those assumptions/methods is no longer reasonable and why the changed assumptions/methods are reasonable (an abbreviated version of information provided in Checklist Item #27.a.)? Enter N/A if the plan is eligible for SFA under § 4262.3(a)(2) or § 4262.3(a)(4) or if the plan is eligible based on a certification of plan status completed before 1/1/2021. Also enter N/A if the plan is eligible based on a certification of plan status completed after 12/31/2020 but that reflects the same assumptions as those in the pre-2021 certification of plan status. See Template 7, *7a Assump Changes for Elig* sheet. Does the uploaded file include both Checklist Items #19.a. and #19.b., and does it use the required filenaming convention?	Yes No N/A	N/A		N/A		Financial assistance spreadsheet (template)	*Template 7 Plan Name.*
19.b.	Section C, Item (7)b.	Does the application include a table identifying which assumptions/methods used to determine the requested SFA differ from those used in the pre-2021 certification of plan status (except the interest rates used to determine SFA)? Does this item include brief explanations as to why using those original assumptions/methods is no longer reasonable and why the changed assumptions/methods are reasonable? If a changed assumption is an extension of the CBU assumption or the administrative expenses assumption as described in Paragraph A "Adoption of assumptions not previously factored into pre-2021 certification of plan status" of Section III, Acceptable Assumption Changes of PBGC's SFA assumptions guidance, does the application state so? This should be an abbreviated version of information provided in Checklist Item #27.b. See Template 7, *7b Assump Changes for Amount* sheet. Does the uploaded file include both Checklist Items #19.a. and #19.b., and does it use the required filenaming convention?	Yes No	Yes	Template 7 RCSS.xls	N/A		Financial assistance spreadsheet (template)	*Template 7 Plan Name*
20.a.	Section C, Item (8)	Does the application include details of the projected contributions and withdrawal liability payments used to calculate the requested SFA amount, including total contributions, contribution base units (including identification of base unit used), average contribution rate(s), reciprocity contributions (if applicable), additional contributions from the rehabilitation plan (if applicable), and any other identifiable contribution streams? See Template 8.	Yes No	Yes	Template 8 RCSS.xls	N/A	Uploaded into document type "Other" because portal would not allow multiple files in "Projections for special financial assistance".	Projections for special financial assistance (estimated income, benefit payments and expenses)	*Template 8 Plan Name*

Application to PBGC for Approval of Special Financial Assistance (SFA)
APPLICATION CHECKLIST

v20220802p

Plan name:	Retail Clerks Specialty Stores Pension Fund
EIN:	94-6313558
PN:	001
SFA Amount Requested:	$58,764,341

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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
20.b.	Section C, Item (6)	Does the application separately show the amounts of projected withdrawal liability payments for employers that are currently withdrawn as of the date the initial application is filed, and assumed future withdrawals? Does the application also provide the projected number of active participants at the beginning of each plan year? See Template 8.	Yes No	Yes	N/A - include as part of Checklist Item #20.a.	N/A		N/A	N/A - included in *Template 8 Plan Name*
21.	Section D	Was the application signed and dated by an authorized trustee who is a current member of the board of trustees or another authorized representative of the plan sponsor and include the printed name and title of the signer?	Yes No	Yes	SFA App RCSS.pdf		Identify here the name of the single document that includes all information requested in Section D of the SFA Filing Instructions (Checklist Items #21 through #28.c.).	Financial Assistance Application	*SFA App Plan Name*
22.a.	Section D, Item (1)	For a plan that is not a MPRA plan, does the application include an optional cover letter? Enter N/A if the plan is a MPRA plan, or if the plan is not a MPRA plan and did not include an optional cover letter.	Yes N/A	Yes	N/A - included as part of SFA App Plan Name		Page 3 of SFA App RCSS.pdf.	N/A	N/A - included as part of SFA App Plan Name
22.b.	Section D, Item (1)	For a plan that is a MPRA plan, does the application include a cover letter? Does the cover letter identify the calculation method (basic method, increasing assets method, or present value method) that provides the greatest amount of SFA? For a MPRA plan with a partition, does the cover letter include a statement that the plan has been partitioned under section 4233 of ERISA? Enter N/A if the plan is not a MPRA plan.	Yes No N/A	N/A	N/A - included as part of SFA App Plan Name		For each Checklist Item #21 through #28.c., identify the relevant page number(s) within the single document.	N/A	N/A - included as part of SFA App Plan Name
23.	Section D, Item (2)	Does the application include the name, address, email, and telephone number of the plan sponsor, plan sponsor's authorized representative, and any other authorized representatives?	Yes No	Yes	N/A - included as part of SFA App Plan Name		Pages 3 and 4 of SFA App RCSS.pdf.	N/A	N/A - included as part of SFA App Plan Name
24.	Section D, Item (3)	Does the application identify the eligibility criteria in § 4262.3 that qualifies the plan as eligible to receive SFA, and include the requested information for each item that is applicable, as described in Section D, Item (3) of the SFA Filing Instructions?	Yes No	Yes	N/A - included as part of SFA App Plan Name		Page 4 of SFA App RCSS.pdf. The plan was in critical and declining status.	N/A	N/A - included as part of SFA App Plan Name
25.a.	Section D, Item (4)	If the plan's application is submitted on or before March 11, 2023, does the application identify the plan's priority group (see § 4262.10(d)(2))? Enter N/A if the plan's application is submitted after March 11, 2023.	Yes No N/A	Yes	N/A - included as part of SFA App Plan Name		Page 4 of SFA App RCSS.pdf. Priority group 5.	N/A	N/A - included as part of SFA App Plan Name

Application to PBGC for Approval of Special Financial Assistance (SFA) v20220802p
APPLICATION CHECKLIST

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Plan name:	Retail Clerks Specialty Stores Pension Fund
EIN:	94-6313558
PN:	001
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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
25.b.	Section D, Item (4)	If the plan is submitting an emergency application under § 4262.10(f), is the application identified as an emergency application with the applicable emergency criteria identified? Enter N/A if the plan is not submitting an emergency application.	Yes No N/A	N/A	N/A - included as part of SFA App Plan Name		Briefly identify the emergency criteria, if applicable.	N/A	N/A - included as part of SFA App Plan Name
26.	Section D, Item (5)	Does the application include a detailed narrative description of the development of the assumed future contributions and assumed future withdrawal liability payments used in the basic method (and in the increasing assets method for a MPRA plan)?	Yes No	Yes	N/A - included as part of SFA App Plan Name		Page 4 of SFA App RCSS.pdf.	N/A	N/A - included as part of SFA App Plan Name
27.a.	Section D, Item (6)a.	For plans eligible for SFA under § 4262.3(a)(1) or § 4262.3(a)(3), does the application identify which assumptions/methods (if any) used in showing the plan's eligibility for SFA differ from those used in the most recent certification of plan status completed before 1/1/2021? If there are any assumption/method changes, does the application include detailed explanations and supporting rationale and information as to why using the identified assumptions/methods is no longer reasonable and why the changed assumptions/methods are reasonable? Enter N/A if the plan is not eligible under § 4262.3(a)(1) or § 4262.3(a)(3). Enter N/A if there are no such assumption changes.	Yes No N/A	N/A	N/A - included as part of SFA App Plan Name			N/A	N/A - included as part of SFA App Plan Name
27.b.	Section D, Item (6)b.	Does the application identify which assumptions/methods (if any) used to determine the requested SFA amount differ from those used in the most recent certification of plan status completed before 1/1/2021 (excluding the plan's non-SFA and SFA interest rates, which must be the same as the interest rates required by § 4262.4(e)(1) and (2))? If there are any assumption/method changes, does the application include detailed explanations and supporting rationale and information as to why using the identified original assumptions/methods is no longer reasonable and why the changed assumptions/methods are reasonable? Does the application state if the changed assumption is an extension of the CBU assumption or the administrative expenses assumption as described in Paragraph A "Adoption of assumptions not previously factored into pre-2021 certification of plan status" of Section III, Acceptable Assumption Changes of PBGC's SFA Assumptions?	Yes No	Yes	N/A - included as part of SFA App Plan Name		Pages 5 through 10 of SFA App RCSS.pdf.	N/A	N/A - included as part of SFA App Plan Name

Application to PBGC for Approval of Special Financial Assistance (SFA)
APPLICATION CHECKLIST

v20220802p

Plan name:	Retail Clerks Specialty Stores Pension Fund
EIN:	94-6313558
PN:	001
SFA Amount Requested:	$58,764,341

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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
27.c.	Section D, Item (6)	If the mortality assumption uses a plan-specific mortality table or a plan-specific adjustment to a standard mortality table (regardless of if the mortality assumption is changed or unchanged from that used in the most recent certification of plan status completed before 1/1/2021), is supporting information provided that documents the methodology used and the rationale for selection of the methodology used to develop the plan-specific rates, as well as detailed information showing the determination of plan credibility and plan experience? Enter N/A is the mortality assumption does not use a plan-specific mortality table or a plan-specific adjustment to a standard mortality table for eligibility or for determining the SFA amount.	Yes No N/A	N/A	N/A - included as part of SFA App Plan Name			N/A	N/A - included as part of SFA App Plan Name
28.a.	Section D, Item (7)	Does the application include, for an eligible plan that implemented a suspension of benefits under section 305(e)(9) or section 4245(a) of ERISA, a narrative description of how the plan will reinstate the benefits that were previously suspended and a proposed schedule of payments (equal to the amount of benefits previously suspended) to participants and beneficiaries? Enter N/A for a plan that has not implemented a suspension of benefits.	Yes No N/A	N/A	N/A - included as part of SFA App Plan Name			N/A	N/A - included as part of SFA App Plan Name
28.b.	Section D, Item (7)	If Yes was entered for Checklist Item #28.a., does the proposed schedule show the yearly aggregate amount and timing of such payments, and is it prepared assuming the effective date for reinstatement is the day after the SFA measurement date? Enter N/A for a plan that entered N/A for Checklist Item #28.a.	Yes No N/A	N/A	N/A - included as part of SFA App Plan Name			N/A	N/A - included as part of SFA App Plan Name
28.c.	Section D, Item (7)	If the plan restored benefits under 26 CFR 1.432(e)(9)-1(e)(3) before the SFA measurement date, does the proposed schedule reflect the amount and timing of payments of restored benefits and the effect of the restoration on the benefits remaining to be reinstated? Enter N/A for a plan that did not restore benefits under 26 CFR 1.432(e)(9)-1(e)(3) before the SFA measurement date. Also enter N/A for a plan that entered N/A for Checklist Items #28.a. and #28.b.	Yes No N/A	N/A	N/A - included as part of SFA App Plan Name			N/A	N/A - included as part of SFA App Plan Name
29.a.	Section E, Item (1)	Does the application include a fully completed Application Checklist, including the required information at the top of the Application Checklist (plan name, employer identification number (EIN), 3-digit plan number (PN), and SFA amount requested)?	Yes No	Yes	App Checklist RCSS.xls	N/A		Special Financial Assistance Checklist	*App Checklist Plan Name*

Application to PBGC for Approval of Special Financial Assistance (SFA) v20220802p
APPLICATION CHECKLIST

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EIN:	94-6313558
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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

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29.b.	Section E, Item (1) - Addendum A	If the plan is required to provide information required by Addendum A of the SFA Filing Instructions (for "certain events"), are the additional Checklist Items #39.a. through #48.b. completed? Enter N/A if the plan is not required to submit the additional information described in Addendum A.	Yes No N/A	N/A	N/A	N/A		Special Financial Assistance Checklist	N/A
30.	Section E, Item (2)	If the plan claims SFA eligibility under § 4262.3(a)(1) of PBGC's SFA regulation based on a certification by the plan's enrolled actuary of plan status for SFA eligibility purposes completed on or after January 1, 2021, does the application include: (i) plan actuary's certification of plan status for SFA eligibility purposes for the specified year (and, if applicable, for each plan year after the plan year for which the pre-2021 zone certification was prepared and for the plan year immediately prior to the specified year)? (ii) for each certification in (i) above, does the application include all details and additional information described in Section B, Item (5) of the SFA Filing Instructions, including clear documentation of all assumptions, methods and census data used? (iii) for each certification in (i) above, does the application identify all assumptions and methods that are different from those used in the pre-2021 zone certification? Does the certification by the plan's enrolled actuary include clear indication of all assumptions and methods used including source of and date of participant data, measurement date, and a statement that the actuary is qualified to render the actuarial opinion? If the plan does not claim SFA eligibility under § 4262.3(a)(1) or claims SFA eligibility under § 4262.3(a)(1) using a zone certification completed before January 1, 2021, enter N/A. Is the information for this Checklist Item #30.a. contained in a single document and uploaded using the required filenaming convention?	Yes No N/A	N/A		N/A		Financial Assistance Application	*SFA Elig Cert CD Plan Name*

Application to PBGC for Approval of Special Financial Assistance (SFA)
APPLICATION CHECKLIST

v20220802p

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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
31.a.	Section E, Item (3)	If the plan claims SFA eligibility under § 4262.3(a)(3) of PBGC's SFA regulation based on a certification by the plan's enrolled actuary of plan status for SFA eligibility purposes completed on or after January 1, 2021, does the application include: (i) plan actuary's certification of plan status for SFA eligibility purposes for the specified year (and, if applicable, for each plan year after the plan year for which the pre-2021 zone certification was prepared and for the plan year immediately prior to the specified year)? (ii) for each certification in (i) above, does the application include all details and additional information described in Section B, Item (5) of the SFA Filing Instructions, including clear documentation of all assumptions, methods and census data used? (iii) for each certification in (i) above, does the application identify all assumptions and methods that are different from those used in the pre-2021 zone certification? Does the certification by the plan's enrolled actuary include clear indication of all assumptions and methods used including source of and date of participant data, measurement date, and a statement that the actuary is qualified to render the actuarial opinion? If the plan does not claim SFA eligibility under § 4262.3(a)(3) or claims SFA eligibility under § 4262.3(a)(3) using a zone certification completed before January 1, 2021, enter N/A. Is the information for Checklist Items #31.a. and #31.b. contained in a single document and uploaded using the required filenaming convention?		N/A		N/A		Financial Assistance Application	*SFA Elig Cert C Plan Name*
31.b.	Section E, Item (3)	If the plan claims SFA eligibility under § 4262.3(a)(3) of PBGC's SFA regulation, does the application include a certification from the plan's enrolled actuary that the plan qualifies for SFA based on the applicable certification of plan status for SFA eligibility purposes for the specified year, and by meeting the other requirements of § 4262.3(c) of PBGC's SFA regulation. Does the provided certification include: (i) identification of the specified year for each component of eligibility (certification of plan status for SFA eligibility purposes, modified funding percentage, and participant ratio) (ii) derivation of the modified funded percentage (iii) derivation of the participant ratio Does the certification identify all assumptions and methods (including supporting rationale, and where applicable, reliance on the plan sponsor) used to develop the withdrawal liability that is utilized in the calculation of the modified funded percentage? Enter N/A if response to Checklist Item #31.a. is N/A. Is the information for Checklist Items #31.a. and #31.b. contained in a single document and uploaded using the required filenaming convention?	Yes No N/A	N/A	N/A - included with SFA Elig Cert C Plan Name	N/A		Financial Assistance Application	N/A - included in SFA Elig Cert C Plan Name

Application to PBGC for Approval of Special Financial Assistance (SFA)
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Your application will be considered incomplete if No is entered as a Plan Response for any of Checklist Items #1 through #38. In addition, if required to provide information due to a "certain event" (see Addendum A of the SFA Filing Instructions), your application will be considered incomplete if No is entered as a Plan Response for any Checklist Items #39.a. through #48.b. If there is a merger event described in Addendum A, your application will also be considered incomplete if No is entered as a Plan Response for any Checklist Items #49 through #62.

Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
32.	Section E, Item (4)	If the plan's application is submitted on or prior to March 11, 2023, does the application include a certification from the plan's enrolled actuary that the plan is eligible for priority status, with specific identification of the applicable priority group? This item is not required (enter N/A) if the plan is insolvent, has implemented a MPRA suspension as of 3/11/2021, is in critical and declining status and had 350,000+ participants, or is listed on PBGC's website at *www.pbgc.gov* as being in priority group 6. See § 4262.10(d). Does the certification by the plan's enrolled actuary include clear indication of all assumptions and methods used including source of and date of participant data, measurement date, and a statement that the actuary is qualified to render the actuarial opinion? Is the filename uploaded using the required filenaming convention?	Yes No N/A	Yes	PG Cert RCSS.pdf	N/A		Financial Assistance Application	*PG Cert Plan Name*
33.a.	Section E, Item (5)	Does the application include the certification by the plan's enrolled actuary that the requested amount of SFA is the amount to which the plan is entitled under section 4262(j)(1) of ERISA and § 4262.4 of PBGC's SFA regulation? Does this certification include: (i) plan actuary's certification that identifies the requested amount of SFA and certifies that this is the amount to which the plan is entitled? (ii) clear indication of all assumptions and methods used including source of and date of participant data, measurement date, and a statement that the actuary is qualified to render the actuarial opinion? Is the information in Checklist #33a combined with #33b (if applicable) as a single document, and uploaded using the required filenaming convention?	Yes No	Yes	SFA Amount Cert RCSS.pdf	N/A		Financial Assistance Application	*SFA Amount Cert Plan Name*

Application to PBGC for Approval of Special Financial Assistance (SFA) v20220802p
APPLICATION CHECKLIST

Plan name:	Retail Clerks Specialty Stores Pension Fund
EIN:	94-6313558
PN:	001
SFA Amount Requested:	$58,764,341

Do NOT use this Application Checklist for a supplemented application. Instead use Application Checklist - Supplemented.

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Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
33.b.	Section E, Item (5)	If the plan is a MPRA plan, does the certification by the plan's enrolled actuary identify the amount of SFA determined under the basic method described in § 4262.4(a)(1) and the amount determined under the increasing assets method in § 4262.4(a)(2)(i)? If the amount of SFA determined under the "present value method" described in § 4262.4(a)(2)(ii) is not the greatest amount of SFA under § 4262.4(a)(2), does the certification state as such? If the amount of SFA determined under the "present value method" described in § 4262.4(a)(2)(ii) is the greatest amount of SFA under § 4262.4(a)(2), does the certification identify that amount? Enter N/A if the plan is not a MPRA plan.	Yes No N/A	N/A	N/A - included with SFA Amount Cert Plan Name	N/A		N/A - included in SFA Amount Cert Plan Name	N/A - included in SFA Amount Cert Plan Name
34.	Section E, Item (6)	Does the application include the plan sponsor's identification of the amount of fair market value of assets at the SFA measurement date and certification that this amount is accurate? Does the application also include: (i) information that substantiates the asset value and how it was developed (e.g., trust or account statements, specific details of any adjustments)? (ii) a reconciliation of the fair market value of assets from the date of the most recent audited plan financial statements to the SFA measurement date (showing beginning and ending fair market value of assets for this period as well as the following items for the period: contributions, withdrawal liability payments, benefits paid, administrative expenses, and investment income)? With the exception of account statements and financial statements already provided as Checklist Items #8 and #9, is all information contained in a single document that is uploaded using the required filenaming convention?	Yes No	Yes	FMV Cert RCSS.pdf	N/A	Also, see list of statements included under document type "6 List of all cash and investment accounts maintained for the plan".	Financial Assistance Application	*FMV Cert Plan Name*
35.	Section E, Item (7)	Does the application include a copy of the executed plan amendment required by § 4262.6(e)(1) of PBGC's SFA regulation which (i) is signed by authorized trustee(s) of the plan and (ii) includes the plan compliance language in Section E, Item (7) of the SFA Filing Instructions?	Yes No	Yes	Compliance Amend RCSS.pdf	N/A		Pension plan documents, all versions available, and all amendments signed and dated	*Compliance Amend Plan Name*

Application to PBGC for Approval of Special Financial Assistance (SFA) v20220802p
APPLICATION CHECKLIST

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Plan name: Retail Clerks Specialty Stores Pension Fund
EIN: 94-6313558
PN: 001
SFA Amount Requested: $58,764,341

Unless otherwise specified:
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Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
36.	Section E, Item (8)	In the case of a plan that suspended benefits under section 305(e)(9) or section 4245 of ERISA, does the application include: (i) a copy of the proposed plan amendment(s) required by § 4262.6(e)(2) to reinstate suspended benefits and pay make-up payments? (ii) a certification by the plan sponsor that the proposed plan amendment(s) will be timely adopted? Is the certification signed by either all members of the plan's board of trustees or by one or more trustees duly authorized to sign the certification on behalf of the entire board (including, if applicable, documentation that substantiates the authorization of the signing trustees)? Enter N/A if the plan has not suspended benefits. Is all information included in a single document that is uploaded using the required filenaming convention?	Yes No N/A	N/A		N/A		Pension plan documents, all versions available, and all amendments signed and dated	*Reinstatement Amend Plan Name*
37.	Section E, Item (9)	In the case of a plan that was partitioned under section 4233 of ERISA, does the application include a copy of the executed plan amendment required by § 4262.9(c)(2)? Enter N/A if the plan was not partitioned. Is the document uploaded using the required filenaming convention?	Yes No N/A	N/A		N/A		Pension plan documents, all versions available, and all amendments signed and dated	*Partition Amend Plan Name*
38.	Section E, Item (10)	Does the application include one or more copies of the penalties of perjury statement (see Section E, Item (10) of the SFA Filing Instructions) that (a) are signed by an authorized trustee who is a current member of the board of trustees, and (b) includes the trustee's printed name and title. Is all such information included in a single document and uploaded using the required filenaming convention?	Yes No	Yes	Penalty RCSS.pdf	N/A		Financial Assistance Application	*Penalty Plan Name*
Additional Information for Certain Events under § 4262.4(f) - Applicable to Any Events in § 4262.4(f)(2) through (f)(4) and Any Mergers in § 4262.4(f)(1)(ii) **NOTE: If the plan is not required to provided information described in Addendum A of the SFA Filing Instructions, the Plan Response should be left blank for the remaining Checklist Items.**									
39.a.	Addendum A for Certain Events Section C, Item (4)	Does the application include an additional version of Checklist Item #16.a. (also including Checklist Items #16.c., #16.d., and #16.e.), that shows the determination of the SFA amount <u>using the basic method</u> described in § 4262.4(a)(1) <u>as if any events had not occurred?</u> See Template 4A.	Yes No			N/A		Projections for special financial assistance (estimated income, benefit payments and expenses)	For additional submission due to any event: *Template 4A Plan Name CE* . For an additional submission due to a merger, *Template 4A Plan Name Merged* , where "Plan Name Merged" is an abbreviated version of the plan name for the separate plan involved in the merger.

Application to PBGC for Approval of Special Financial Assistance (SFA)
APPLICATION CHECKLIST

v20220802p

Plan name: Retail Clerks Specialty Stores Pension Fund
EIN: 94-6313558
PN: 001

SFA Amount Requested: $58,764,341

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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
39.b.i.	Addendum A for Certain Events Section C, Item (4)	If the plan is a MPRA plan for which the requested amount of SFA is based on the <u>increasing assets method</u> described in § 4262.4(a)(2)(i), does the application also include an additional version of Checklist Item #16.b.i. that shows the determination of the SFA amount using the <u>increasing assets method</u> as if any events had not occurred? See Template 4A, sheet *4A-5 SFA Details .5(a)(2)(i)* . Enter N/A if the plan is not a MPRA Plan or if the plan is a MPRA plan for which the requested amount of SFA is based on the present value method.	Yes No N/A		N/A - included as part of file in Checklist Item #39.a.	N/A		N/A	N/A - included as part of file in Checklist Item #39.a.
39.b.ii.	Addendum A for Certain Events Section C, Item (4)	If the plan is a MPRA plan for which the requested amount of SFA is based on the <u>increasing assets method</u> described in § 4262.4(a)(2)(i), does the application also include an additional version of Checklist Item #16.b.ii. that explicitly identifies the projected SFA exhaustion year based on the <u>increasing assets method</u>? See Template 4A, *4A-5 SFA Details .4(a)(2)(i)* sheet and Addendum D. Enter N/A if the plan is not a MPRA Plan or if the plan is a MPRA plan for which the requested amount of SFA is based on the present value method.	Yes No N/A			N/A		N/A	N/A - included as part of file in Checklist Item #39.a.
39.b.iii.	Addendum A for Certain Events Section C, Item (4)	If the plan is a MPRA plan for which the requested amount of SFA is based on the <u>present value method</u> described in § 4262.4(a)(2)(ii), does the application also include an additional version of Checklist Item #16.b.iii. that shows the determination of the SFA amount using the <u>present value method</u> as if any events had not occurred? See Template 4B, sheet *4B-1 SFA Ben Pmts,* sheet *4B-2 SFA Details .4(a)(2)(ii),* and sheet *4B-3 SFA Exhaustion.* Enter N/A if the plan is not a MPRA Plan or if the plan is a MPRA plan for which the requested amount of SFA is based on the increasing assets method.	Yes No N/A			N/A		Projections for special financial assistance (estimated income, benefit payments and expenses)	For additional submission due to any event: *Template 4B Plan Name CE* . For an additional submission due to a merger, *Template 4B Plan Name Merged* , where "Plan Name Merged" is an abbreviated version of the plan name for the separate plan involved in the merger.
40.	Addendum A for Certain Events Section C, Item (4)	For any merger, does the application show the SFA determination for this plan <u>and for each plan merged into this plan</u> (each of these determined as if they were still separate plans)? See Template 4A for a non-MPRA plan using the basic method, and for a MPRA plan using the increasing assets method. See Template 4B for a MPRA Plan using the present value method. Enter N/A if the plan has not experienced a merger.	Yes No N/A			N/A		Projections for special financial assistance (estimated income, benefit payments and expenses)	For an additional submission due to a merger, *Template 4A (or Template 4B) Plan Name Merged* , where "Plan Name Merged" is an abbreviated version of the plan name for the separate plan involved in the merger.

Application to PBGC for Approval of Special Financial Assistance (SFA)
APPLICATION CHECKLIST

v20220802p

Plan name:	Retail Clerks Specialty Stores Pension Fund
EIN:	94-6313558
PN:	001
SFA Amount Requested:	$58,764,341

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Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
41.a.	Addendum A for Certain Events Section D	Does the application include a narrative description of any event and any merger, including relevant supporting documents which may include plan amendments, collective bargaining agreements, actuarial certifications related to a transfer or merger, or other relevant materials?	Yes No		N/A - included as part of SFA App Plan Name		For each Checklist Item #41.a. through #44.b., identify the relevant page number(s) within the single document.	Financial Assistance Application	*SFA App Plan Name*
41.b.	Addendum A for Certain Events Section D	For a transfer or merger event, does the application include identifying information for all plans involved including plan name, EIN and plan number, and the date of the transfer or merger?	Yes No		N/A - included as part of SFA App Plan Name			Financial Assistance Application	N/A - included as part of SFA App Plan Name
42.a.	Addendum A for Certain Events Section D	Does the narrative description in the application identify the amount of SFA reflecting any event, the amount of SFA determined as if the event had not occurred, and confirmation that the requested SFA is no greater than the amount that would have been determined if the event had not occurred, unless the event is a contribution rate reduction and such event lessens the risk of loss to plan participants and beneficiaries?	Yes No		N/A - included as part of SFA App Plan Name			Financial Assistance Application	N/A - included as part of SFA App Plan Name
42.b.	Addendum A for Certain Events Section D	For a merger, is the determination of SFA as if the event had not occurred equal to the sum of the amount that would be determined for this plan and each plan merged into this plan (each as if they were still separate plans)? Enter N/A if the event described in Checklist Item #41.a. was not a merger.	Yes No N/A		N/A - included as part of SFA App Plan Name			Financial Assistance Application	N/A - included as part of SFA App Plan Name
43.a.	Addendum A for Certain Events Section D	Does the application include an additional version of Checklist Item #24 that shows the determination of SFA eligibility as if any events had not occurred?	Yes No		N/A - included as part of SFA App Plan Name			Financial Assistance Application	N/A - included as part of SFA App Plan Name
43.b.	Addendum A for Certain Events Section D	For any merger, does this item include demonstrations of SFA eligibility for this plan and for each plan merged into this plan (each of these determined as if they were still separate plans)? Enter N/A if the event described in Checklist Item #42.a. was not a merger.	Yes No N/A		N/A - included as part of SFA App Plan Name			Financial Assistance Application	N/A - included as part of SFA App Plan Name

Application to PBGC for Approval of Special Financial Assistance (SFA)
APPLICATION CHECKLIST

v20220802p

Plan name:	Retail Clerks Specialty Stores Pension Fund
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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
44.a.	Addendum A for Certain Events Section D	If the event is a contribution rate reduction and the amount of requested SFA is not limited to the amount of SFA determined as if the event had not occurred, does the application include a detailed demonstration that shows that the event lessens the risk of loss to plan participants and beneficiaries? Enter N/A if the event is not a contribution rate reduction, or if the event is a contribution rate reduction but the requested SFA is limited to the amount of SFA determined as if the event had not occurred.	Yes No N/A		N/A - included as part of SFA App Plan Name			Financial Assistance Application	N/A - included as part of SFA App Plan Name
44.b.	Addendum A for Certain Events Section D	Does the demonstration in Checklist Item #44.a. also identify all assumptions used, supporting rationale for the assumptions and other relevant information? Enter N/A if the plan entered N/A for Checklist Item #44.a.	Yes No N/A		N/A - included as part of SFA App Plan Name			Financial Assistance Application	N/A - included as part of SFA App Plan Name
45.a.	Addendum A for Certain Events Section E, Items (2) and (3)	Does the application include an additional certification from the plan's enrolled actuary with respect to the plan's SFA eligibility but with eligibility determined as if any events had not occurred? This should be in the format of Checklist Item #30 if the SFA eligibility is based on the plan status of critical and declining using a zone certification completed on or after January 1, 2021. This should be in the format of Checklist Items #31.a. and #31.b. if the SFA eligibility is based on the plan status of critical using a zone certification completed on or after January 1, 2021. If the above SFA eligibility is not based on § 4262.3(a)(1) or § 4262.3(a)(3) or is based on a zone certification completed prior to January 1, 2021, enter N/A. Is all relevant information contained in a single document and uploaded using the required filenaming convention?	Yes No N/A			N/A		Financial Assistance Application	*SFA Elig Cert Plan Name CE*
45.b.	Addendum A for Certain Events Section E, Items (2) and (3)	For any merger, does the application include additional certifications of the SFA eligibility for this plan and for each plan merged into this plan (each of these determined as if they were still separate plans)? If the above SFA eligibility is not based on § 4262.3(a)(1) or § 4262.3(a)(3) or is based on a zone certification completed prior to January 1, 2021, enter N/A. Enter N/A if the event described in Checklist Item #41.a. was not a merger.	Yes No N/A			N/A		Financial Assistance Application	*SFA Elig Cert Plan Name Merged CE* "Plan Name Merged" is an abbreviated version of the plan name for the separate plan involved in the merger.

Application to PBGC for Approval of Special Financial Assistance (SFA)
APPLICATION CHECKLIST

v20220802p

Plan name: Retail Clerks Specialty Stores Pension Fund
EIN: 94-6313558
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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
46.a.	Addendum A for Certain Events Section E, Item (5)	Does the application include an additional certification from the plan's enrolled actuary with respect to the plan's SFA amount (in the format of Checklist Item #33.a.), but with the SFA amount determined as if any events had not occurred?	Yes No			N/A		Financial Assistance Application	SFA Amount Cert Plan Name CE
46.b.	Addendum A for Certain Events Section E, Item (5)	If the plan is a MPRA plan, does the certification in Checklist Item #46.a. identify the amount of SFA determined under the basic method described in § 4262.4(a)(1) and the amount determined under the increasing assets method in § 4262.4(a)(2)(i)? If the amount of SFA determined under the "present value method" described in § 4262.4(a)(2)(ii) is not the greatest amount of SFA under § 4262.4(a)(2), does the certification state as such? If the amount of SFA determined under the "present value method" described in § 4262.4(a)(2)(ii) is the greatest amount of SFA under § 4262.4(a)(2), does the certification identify that amount? Enter N/A if the plan is not a MPRA plan.	Yes No N/A		N/A - included in SFA Amount Cert Plan Name CE	N/A		N/A - included in SFA Amount Cert Plan Name	N/A - included in SFA Amount Cert Plan Name CE
46.c.	Addendum A for Certain Events Section E, Item (5)	Does the certification in Checklist Items #46.a. and #46.b. (if applicable) clearly identify all assumptions and methods used, sources of participant data and census data, and other relevant information?	Yes No		N/A - included in SFA Amount Cert Plan Name CE	N/A		N/A - included in SFA Amount Cert Plan Name	N/A - included in SFA Amount Cert Plan Name CE
47.a.	Addendum A for Certain Events Section E, Item (5)	For any merger, does the application include additional certifications of the SFA amount determined for this plan and for each plan merged into this plan (each of these determined as if they were still separate plans*)* ? Enter N/A if the event described in Checklist Item #42.a. was not a merger.	Yes No N/A			N/A		Financial Assistance Application	*SFA Amount Cert Plan Name Merged CE* "Plan Name Merged" is an abbreviated version of the plan name for the separate plan involved in the merger.
47.b.	Addendum A for Certain Events Section E, Item (5)	For any merger, do the certifications clearly identify all assumptions and methods used, sources of participant data and census data, and other relevant information? Enter N/A if the event described in Checklist Item #42.a. was not a merger.	Yes No N/A		N/A - included in SFA Amount Cert Plan Name CE	N/A		N/A - included in SFA Amount Cert Plan Name CE	N/A - included in SFA Amount Cert Plan Name CE

Application to PBGC for Approval of Special Financial Assistance (SFA)
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Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
48.a.	Addendum A for Certain Events Section E	If the event is a contribution rate reduction and the amount of requested SFA is not limited to the amount of SFA determined as if the event had not occurred, does the application include a certification from the plan's enrolled actuary (or, if appropriate, from the plan sponsor) with respect to the demonstration to support a finding that the event lessens the risk of loss to plan participants and beneficiaries? Enter N/A if the event is not a contribution rate reduction, or if the event is a contribution rate reduction but the requested SFA is limited to the amount of SFA determined as if the event had not occurred.	Yes No N/A			N/A		Financial Assistance Application	*Cont Rate Cert Plan Name CE*
48.b.	Addendum A for Certain Events Section E	Does the demonstration in Checklist Item #48.a. also identify all assumptions used, supporting rationale for the assumptions and other relevant information? Enter N/A if the event is not a contribution rate reduction, or if the event is a contribution rate reduction but the requested SFA is limited to the amount of SFA determined as if the event had not occurred.	Yes No N/A		N/A - included in Cont Rate Cert Plan Name CE	N/A		N/A - included in Cont Rate Cert Plan Name CE	N/A - included in Cont Rate Cert Plan Name CE
Additional Information for Certain Events under § 4262.4(f) - Applicable Only to Any Mergers in § 4262.4(f)(1)(ii)									
		Plans that have experienced mergers identified in § 4262.4(f)(1)(ii) must complete Checklist Items #49 through #62. If you are required to complete Checklist Items #49 through #62, your application will be considered incomplete if No is entered as a Plan Response for any of Checklist Items #49 through #62. All other plans should not provide any responses for Checklist Items #49 through #62.							
49.	Addendum A for Certain Events Section B, Item (1)a.	In addition to the information provided with Checklist Item #1, does the application also include similar plan documents and amendments for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii)?	Yes No			N/A		Pension plan documents, all versions available, and all amendments signed and dated	N/A
50.	Addendum A for Certain Events Section B, Item (1)b.	In addition to the information provided with Checklist Item #2, does the application also include similar trust agreements and amendments for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii)?	Yes No			N/A		Pension plan documents, all versions available, and all amendments signed and dated	N/A
51.	Addendum A for Certain Events Section B, Item (1)c.	In addition to the information provided with Checklist Item #3, does the application also include the most recent IRS determination for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii)? Enter N/A if the plan does not have a determination letter.	Yes No N/A			N/A		Pension plan documents, all versions available, and all amendments signed and dated	N/A

Application to PBGC for Approval of Special Financial Assistance (SFA) v20220802p
APPLICATION CHECKLIST

Do NOT use this Application Checklist for a supplemented application. Instead use Application Checklist - Supplemented.

Plan name:	Retail Clerks Specialty Stores Pension Fund
EIN:	94-6313558
PN:	001
SFA Amount Requested:	$58,764,341

Unless otherwise specified:
YYYY = plan year
Plan Name = abbreviated plan name

---------------------------Filers provide responses here for each Checklist Item:--

Your application will be considered incomplete if No is entered as a Plan Response for any of Checklist Items #1 through #38. In addition, if required to provide information due to a "certain event" (see Addendum A of the SFA Filing Instructions), your application will be considered incomplete if No is entered as a Plan Response for any Checklist Items #39.a. through #48.b. If there is a merger event described in Addendum A, your application will also be considered incomplete if No is entered as a Plan Response for any Checklist Items #49 through #62.

Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
52.	Addendum A for Certain Events Section B, Item (2)	In addition to the information provided with Checklist Item #4, for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii), does the application include the actuarial valuation report for the 2018 plan year and each subsequent actuarial valuation report completed before the application filing date?	Yes No			N/A	Identify here how many reports are provided.	Most recent actuarial valuation for the plan	*YYYYAVR Plan Name Merged* , where "Plan Name Merged" is abbreviated version of the plan name for the plan merged into this plan.
53.	Addendum A for Certain Events Section B, Item (3)	In addition to the information provided with Checklist Items #5.a. and #5.b., does the application include similar rehabilitation plan information for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii)?	Yes No			N/A		Rehabilitation plan (or funding improvement plan, if applicable)	N/A
54.	Addendum A for Certain Events Section B, Item (4)	In addition to the information provided with Checklist Item #6, does the application include similar Form 5500 information for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii)?	Yes No			N/A		Latest annual return/report of employee benefit plan (Form 5500)	*YYYYForm5500 Plan Name Merged* , "Plan Name Merged" is abbreviated version of the plan name for the plan merged into this plan.
55.	Addendum A for Certain Events Section B, Item (5)	In addition to the information provided with Checklist Items #7.a., #7.b., and #7.c., does the application include similar certifications of plan status for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii)?	Yes No			N/A	Identify how many zone certifications are provided.	Zone certification	*YYYYZoneYYYYMMDD Plan Name Merged,* where the first "YYYY" is the applicable plan year, and "YYYYMMDD" is the date the certification was prepared. "Plan Name Merged" is an abbreviated version of the plan name for the plan merged into this plan.
56.	Addendum A for Certain Events Section B, Item (6)	In addition to the information provided with Checklist Item #8, does the application include the most recent cash and investment account statements for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii)?	Yes No			N/A		Bank/Asset statements for all cash and investment accounts	N/A
57.	Addendum A for Certain Events Section B, Item (7)	In addition to the information provided with Checklist Item #9, does the application include the most recent plan financial statement (audited, or unaudited if audited is not available) for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii)?	Yes No			N/A		Plan's most recent financial statement (audited, or unaudited if audited not available)	N/A

Application to PBGC for Approval of Special Financial Assistance (SFA)
APPLICATION CHECKLIST

v20220802p

Plan name:	Retail Clerks Specialty Stores Pension Fund
EIN:	94-6313558
PN:	001
SFA Amount Requested:	$58,764,341

Do NOT use this Application Checklist for a supplemented application. Instead use Application Checklist - Supplemented.

Unless otherwise specified:
YYYY = plan year
Plan Name = abbreviated plan name

--------------------------Filers provide responses here for each Checklist Item:--

Your application will be considered incomplete if No is entered as a Plan Response for any of Checklist Items #1 through #38. In addition, if required to provide information due to a "certain event" (see Addendum A of the SFA Filing Instructions), your application will be considered incomplete if No is entered as a Plan Response for any Checklist Items #39.a. through #48.b. If there is a merger event described in Addendum A, your application will also be considered incomplete if No is entered as a Plan Response for any Checklist Items #49 through #62.

Explain all N/A responses. Provide comments where noted. Also add any other optional explanatory comments.

Checklist Item #	SFA Filing Instructions Reference		Response Options	Plan Response	Name of File(s) Uploaded	Page Number Reference(s)	Plan Comments	In the e-Filing Portal, upload as Document Type	Use this Filenaming Convention
58.	Addendum A for Certain Events Section B, Item (8)	In addition to the information provided with Checklist Item #10, does the application include all of the written policies and procedures governing the plan's determination, assessment, collection, settlement, and payment of withdrawal liability for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii)? Are all such items included in a single document using the required filenaming convention?	Yes No			N/A		Pension plan documents, all versions available, and all amendments signed and dated	*WDL Plan Name Merged* , where "Plan Name Merged" is an abbreviated version of the plan name for the plan merged into this plan.
59.	Addendum A for Certain Events Section B, Item (9)	In addition to the information provided with Checklist Item #11, does the application include documentation of a death audit (with the information described in Checklist Item #11) for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii)?	Yes No					Pension plan documents, all versions available, and all amendments signed and dated	*Death Audit Plan Name Merged* , where "Plan Name Merged" is an abbreviated version of the plan name for the plan merged into this plan.
60.	Addendum A for Certain Events Section C, Item (1)	In addition to the information provided with Checklist Item #13, does the application include the same information in the format of Template 1 for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii)? Enter N/A if each plan that fully merged into this plan is not required to respond Yes to line 8b(1) on the most recently filed Form 5500 Schedule MB.	Yes No N/A					Financial assistance spreadsheet (template)	*Template 1 Plan Name Merged* , where "Plan Name Merged" is an abbreviated version of the plan name for the plan merged into this plan.
61.	Addendum A for Certain Events Section C, Item (2)	In addition to the information provided with Checklist Item #14, does the application include the same information in the format of Template 2 (if required based on the participant threshold) for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)(ii)? Enter N/A if each plan that merged into this plan has less than 10,000 participants on line 6f of the most recently filed Form 5500.	Yes No N/A					Contributing employers	*Template 2 Plan Name Merged* , where "Plan Name Merged" is an abbreviated version of the plan name fore the plan merged into this plan.
62.	Addendum A for Certain Events Section C, Item (3)	In addition to the information provided with Checklist Item #15, does the application include similar information in the format of Template 3 for each plan that merged into this plan due to a merger described in § 4262.4(f)(1)?	Yes No					Historical Plan Financial Information (CBUs, contribution rates, contribution amounts, withdrawal liability payments)	*Template 3 Plan Name Merged* , where "Plan Name Merged" is an abbreviated version of the plan name for the plan merged into this plan.

Segal Consulting

Retail Clerks Specialty Stores Pension Fund

Actuarial Valuation and Review as of January 1, 2018

This report has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing requirements of federal government agencies. This valuation report may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety. The measurements shown in this actuarial valuation may not be applicable for other purposes.

Segal Consulting

100 Montgomery Street, Suite 500 San Francisco, CA 94104-4308
T 415.263.8200 www.segalco.com

October 22, 2018

Board of Trustees
Retail Clerks Specialty Stores Pension Fund
Walnut Creek, CA

Dear Trustees:

We are pleased to submit the Actuarial Valuation and Review as of January 1, 2018. It establishes the funding requirements for the current year and analyzes the preceding year's experience. It also summarizes the actuarial data and includes the actuarial information that is required to be filed with Form 5500 to federal government agencies.

The census information upon which our calculations were based was prepared by the Fund Office, under the direction of Richard A. Silva. That assistance is gratefully acknowledged. The actuarial calculations were completed under the supervision of Paul C. Poon, ASA, MAAA, Enrolled Actuary.

We look forward to reviewing this report with you at your next meeting and to answering any questions you may have.

Sincerely,

Segal Consulting, a Member of The Segal Group

By: Frederick C. K. Herberich

Frederick C. K. Herberich
Senior Vice President

MW/hy

cc: Florence Culp, Esq.
Alex W. Miller, CPA
Rick A. Silva
Jennifer Snow, CPA

Table of Contents

Retail Clerks Specialty Stores Pension Fund Actuarial Valuation and Review as of January 1, 2018

Section 1: Actuarial Valuation Summary

Section 2: Actuarial Valuation Results

Section 3: Supplementary Information

Section 4: Certificate of Actuarial Valuation

Introduction

There are several ways of evaluating funding adequacy for a pension plan. In monitoring the Plan's financial position, the Trustees should keep in mind all of these concepts.

Funding Standard Account	The ERISA Funding Standard Account (FSA) measures the cumulative difference between actual contributions and the minimum required contributions. If actual contributions exceed the minimum required contributions, the excess is called the credit balance. If actual contributions fall short of the minimum required contributions, a funding deficiency occurs.
Zone Information	The Pension Protection Act of 2006 (PPA'06) called on plan sponsors to actively monitor the projected FSA credit balance, the funded percentage (the ratio of the actuarial value of assets to the present value of benefits earned to date) and cash flow sufficiency. Based on these measures, plans are then categorized as critical (*Red Zone*), endangered (*Yellow Zone*), or neither (*Green Zone*). The Multiemployer Pension Reform Act of 2014 (MPRA), among other things, made the zone provisions permanent.
Solvency Projections	Pension plan funding anticipates that, over the long term, both contributions and investment earnings will be needed to cover benefit payments and expenses. To the extent that contributions are less than benefit payments, investment earnings and fund assets will be needed to cover the shortfall. In some situations, a plan may be faced with insufficient assets to cover its current obligations and may need assistance from the Pension Benefit Guaranty Corporation (PBGC). MPRA provides options for some plans facing insolvency.
Scheduled Cost	The Scheduled Cost is an annual amount based on benefit levels and assets that allows a comparison to current contribution levels, given the expectation of a continuing Plan.
Withdrawal Liability	ERISA provides for assessment of withdrawal liability to employers who withdraw from a multiemployer plan based on unfunded vested benefit liabilities. A separate report is available.

Important Information about Actuarial Valuations

An actuarial valuation is a budgeting tool with respect to the financing of future uncertain obligations of a pension plan. As such, it will never forecast the precise future contribution requirements or the precise future stream of benefit payments. In any event, it is an estimated forecast — the actual cost of the plan will be determined by the benefits and expenses paid, not by the actuarial valuation.

In order to prepare a valuation, Segal Consulting ("Segal") relies on a number of input items. These include:

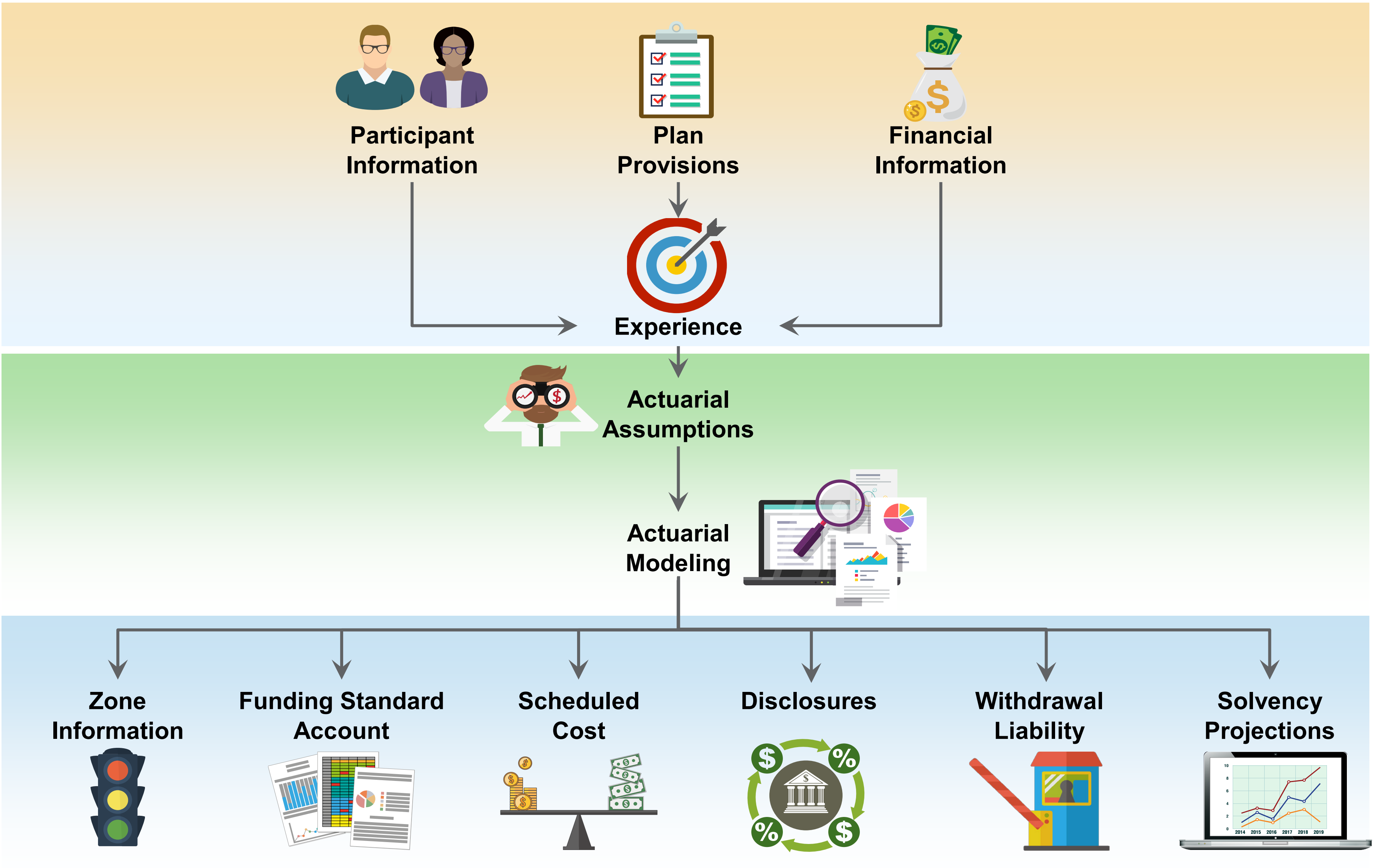
Plan Provisions	Plan provisions define the rules that will be used to determine benefit payments, and those rules, or the interpretation of them, may change over time. Even where they appear precise, outside factors may change how they operate. For example, a plan may require the award of a Social Security disability pension as a condition for receiving a disability pension from the plan. If so, changes in the Social Security law or administration may change the plan's costs without any change in the terms of the plan itself. It is important for the Trustees to keep Segal informed with respect to plan provisions and administrative procedures, and to review the plan summary included in our report to confirm that Segal has correctly interpreted the plan of benefits.
Participant Information	An actuarial valuation for a plan is based on data provided to the actuary by the plan. Segal does not audit such data for completeness or accuracy, other than reviewing it for obvious inconsistencies compared to prior data and other information that appears unreasonable. For most plans, it is not possible nor desirable to take a snapshot of the actual workforce on the valuation date. It is not necessary to have perfect data for an actuarial valuation: the valuation is an estimated forecast, not a prediction. The uncertainties in other factors are such that even perfect data does not produce a "perfect" result. Notwithstanding the above, it is important for Segal to receive the best possible data and to be informed about any known incomplete or inaccurate data.
Financial Information	Part of the cost of a plan will be paid from existing assets – the balance will need to come from future contributions and investment income. The valuation is based on the asset values as of the valuation date, typically reported by the auditor. Some plans include assets, such as private equity holdings, real estate, or hedge funds, that are not subject to valuation by reference to transactions in the marketplace. A snapshot as of a single date may not be an appropriate value for determining a single year's contribution requirement, especially in volatile markets. Plan sponsors often use an "actuarial value of assets" that differs from market value to gradually reflect year-to-year changes in the market value of assets in determining the contribution requirements.
Actuarial Assumptions	In preparing an actuarial valuation, Segal starts by developing a forecast of the benefits to be paid to existing plan participants for the rest of their lives and the lives of their beneficiaries. This requires actuarial assumptions as to the probability of death, disability, withdrawal, and retirement of participants in each year, as well as forecasts of the plan's benefits for each of those events. The forecasted benefits are then discounted to a present value, typically based on an estimate of the rate of return that will be achieved on the plan's assets. All of these factors are uncertain and unknowable. Thus, there will be a range of reasonable assumptions, and the results may vary materially based on which assumptions the actuary selects within that range. That is, there is no right answer (except with hindsight). It is important for any user of an actuarial valuation to understand and accept this constraint. The actuarial model may use approximations and estimates that will have an immaterial impact on our results and will have no impact on the actual cost of the plan (the total of benefits and expenses paid out over time). In addition, the actuarial assumptions may change over time, and while this can have a significant impact on the reported results, it does not mean that the previous assumptions or results were unreasonable or wrong.

Given the above, the user of Segal's actuarial valuation (or other actuarial calculations) needs to keep the following in mind:

- The actuarial valuation is prepared for use by the Trustees. It includes information for compliance with federal filing requirements and for the plan's auditor. Segal is not responsible for the use or misuse of its report, particularly by any other party.
- An actuarial valuation is a measurement at a specific date — it is not a prediction of a plan's future financial condition. Accordingly, Segal did not perform an analysis of the potential range of financial measurements, except where otherwise noted.
- Actuarial results in this report are not rounded, but that does not imply precision.
- Critical events for a plan include, but are not limited to, decisions about changes in benefits and contributions. The basis for such decisions needs to consider many factors such as the risk of changes in employment levels and investment losses, not just the current valuation results.
- ERISA requires a plan's enrolled actuary to provide a statement for inclusion in the plan's annual report disclosing any event or trend that the actuary has not taken into account, if, to the best of the actuary's knowledge, such an event or trend may require a material increase in plan costs or required contribution rates. If the Trustees are currently aware of any event that was not considered in this valuation and that may materially increase the cost of the Plan, they must advise Segal, so that we can evaluate it and take it into account.
- A certification of "zone" status under PPA'06 is a separate document from the actuarial valuation.
- Segal does not provide investment, legal, accounting, or tax advice. This valuation is based on Segal's understanding of applicable guidance in these areas and of the plan's provisions, but they may be subject to alternative interpretations. The Trustees should look to their other advisors for expertise in these areas.
- While Segal maintains extensive quality assurance procedures, an actuarial valuation involves complex computer models and numerous inputs. In the event that an inaccuracy is discovered after presentation of Segal's valuation, Segal may revise that valuation or make an appropriate adjustment in the next valuation.
- Segal's report shall be deemed to be final and accepted by the Trustees upon delivery and review. Trustees should notify Segal immediately of any questions or concerns about the final content.

As Segal Consulting has no discretionary authority with respect to the management or assets of the Plan, it is not a fiduciary in its capacity as actuaries and consultants with respect to the Plan.

ACTUARIAL VALUATION OVERVIEW



Section 1: Actuarial Valuation Summary

Summary of Key Valuation Results

		2017	2018
Certified Zone Status		***Critical and Declining***	***Critical and Declining***
Demographic Data:	• Number of active participants	39	37
	• Number of inactive participants with vested rights	405	376
	• Number of retired participants and beneficiaries	1,160	1,102
Assets:	• Market value of assets (MVA)	$31,715,208	$30,143,483
	• Actuarial value of assets (AVA)	31,715,208	30,143,483
	• AVA as a percent of MVA	100.0%	100.0%
Cash Flow:	• Projected employer contributions[1] (excluding withdrawal liability payments)	$135,493	$147,434
	• Actual contributions	138,995[2]	--
	• Projected benefit payments and expenses	7,153,246	6,300,126
	• Insolvency projected in Plan Year beginning	2022	2024
Statutory Funding Information:	• Minimum required contribution	$0	$4,069,664
	• Maximum deductible contribution	86,564,925	90,194,948
	• Annual Funding Notice percentage	49.1%	49.4%
Cost Elements on an FSA Cost Basis:	• Normal cost, including administrative expenses	$790,510	$574,118
	• Actuarial accrued liability	64,630,944	61,056,207
	• Unfunded actuarial accrued liability (based on AVA)	$32,915,736	$30,912,724

1 Projected contributions are 110% of the prior year's actual contributions, due to the 10% annual rate increases under the Default Schedule.
2 Includes withdrawal liability payments of $4,964.

Comparison of Funded Percentages

	Funded Percentages as of January 1		2018	
	2017	2018	Liabilities	Assets
1. Present Value of Future Benefits	48.8%	49.0%	$61,496,748	$30,143,483
2. Actuarial Accrued Liability	49.1%	49.4%	61,056,207	30,143,483
3. PPA'06 Liability and Annual Funding Notice	49.1%	49.4%	61,056,207	30,143,483
4. Accumulated Benefits Liability	49.1%	49.4%	61,056,207	30,143,483
5. Current Liability	37.6%	35.1%	85,788,694	30,143,483

Notes:

1. The value of benefits earned through the valuation date (accrued benefits) plus the value of benefits projected to be earned in the future for current participants. Used to develop the actuarial accrued liability, based on the funding investment return assumption of 6.00% and the actuarial value of assets. The funded percentage using market value of assets is 48.8% for 2017 and 49.0% for 2018.
2. The portion of the present value of future benefits allocated by the actuarial cost method to years prior to the valuation date. Used for the Funding Standard Account, based on the funding investment return assumption of 6.00% and the actuarial value of assets. The funded percentage using market value of assets is 49.1% for 2017 and 49.4% for 2018.
3. The present value of benefits earned through the valuation date (accrued benefits) defined by PPA'06, based on the funding investment return assumption of 6.00% and compared to the actuarial value of assets.
4. The present value of accrued benefits for disclosure in the audited financial statements, based on the funding investment return assumption of 6.00%, and compared to the market value of assets.
5. The present value of accrued benefits based on a government-prescribed mortality table and investment return assumption of 3.05% for 2017 and 2.98% for 2018, and compared to the market value of assets. Used to develop the maximum tax-deductible contribution and shown on the Schedule MB if less than 70%.

Disclosure: These measurements are not necessarily appropriate for assessing the sufficiency of Plan assets to cover the estimated cost of settling the Plan's benefit obligations or the need for or the amount of future contributions.

This January 1, 2018 actuarial valuation report is based on financial and demographic information as of that date. Changes subsequent to that date are not reflected unless specifically identified, and will affect future results. Segal is prepared to work with the Trustees to analyze the effects of any subsequent developments. The current year's actuarial valuation results follow.

A. Developments Since Last Valuation

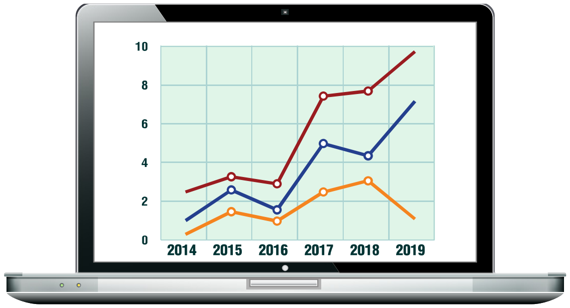
1. The rate of return on the actuarial value and market value of plan assets was 16.31% for the 2017 plan year. Given the low fixed income interest rate environment, target asset allocation and expectations of future investment returns for various asset classes, we will continue to monitor the Plan's actual and anticipated investment returns relative to the assumed rate of return on investments of 6.00%.
2. As a result of the plan being in critical status, the Trustees adopted a Rehabilitation Plan on March 14, 2013. The Rehabilitation Plan is designed to forestall plan insolvency and includes one schedule (Default Schedule) of benefit cuts and contribution increases. The Default Schedule was implemented effective January 1, 2014 and is recognized for active participants in this valuation.
3. Based on past experience, future expectations and plan design, the mortality improvement scale was updated from MP-2016 to MP-2017, the retirement age for inactive vested participants was increased from age 62 to age 65, and the administrative expense assumption was reduced from $750,000 to $525,000. These changes did not affect the year of projected plan insolvency.
4. The 2018 certification, issued on March 30, 2018, based on the liabilities calculated in the 2017 actuarial valuation, projected to December 31, 2017, and estimated asset information as of December 31, 2017, classified the Plan as critical and declining (in the *Red Zone*) because the Plan was in critical status last year with a projected deficiency in the FSA within the next 10 years and a projected insolvency within 15 years. This projection was based on the Trustees' industry activity assumption of 31 active participants, each receiving $1,500 in contributions per year, prior to the rate increases under the Default Schedule.

B. Funded Percentage and Funding Standard Account

1. Based on this January 1, 2018 actuarial valuation, the funded percentage that will be reported on the 2018 Annual Funding Notice is 49.4%.
2. The credit balance in the FSA as of December 31, 2017 was $1,725,540, a decrease of $6,493,543 from the prior year.

C. Solvency Projections

1. Based on this valuation, the current value of assets plus future investment earnings and contribution income is projected to exceed benefit payments and administrative expenses for at least 6 years through 2023, with a projected insolvency in 2024, assuming experience emerges as projected and there are no changes in the Plan provisions, actuarial assumptions, law or regulations. The projected assets are shown in *Section 2*. If requested by the Trustees, we can perform additional projections of the financial status of the Plan.



D. Funding Concerns

1. The projected inability to pay future benefits must continue to be monitored.
2. We will work with the Trustees to review alternatives that may help address the imbalance between the benefit levels in the Plan and resources available to pay for them.
3. The actions already taken to address this issue include the Trustees' Rehabilitation Plan that was designed to forestall plan insolvency.

E. Risk

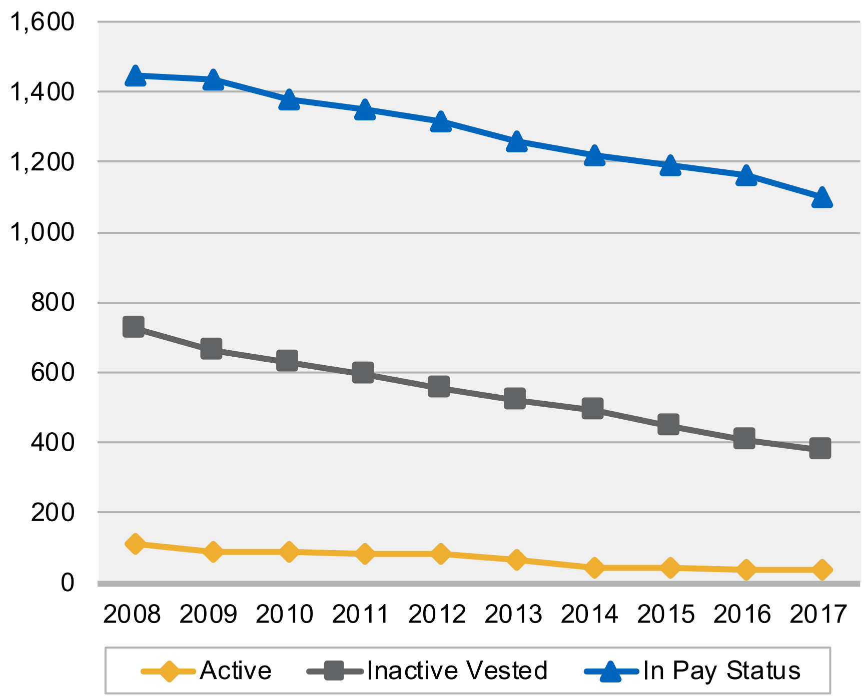
1. The actuarial valuation results are dependent on a single set of assumptions; however, there is a risk that emerging results may differ significantly as actual experience proves to be different from the current assumptions. We have included a discussion of various risks that may affect the Plan in *Section 2,* beginning on page 35.

Section 2: Actuarial Valuation Results

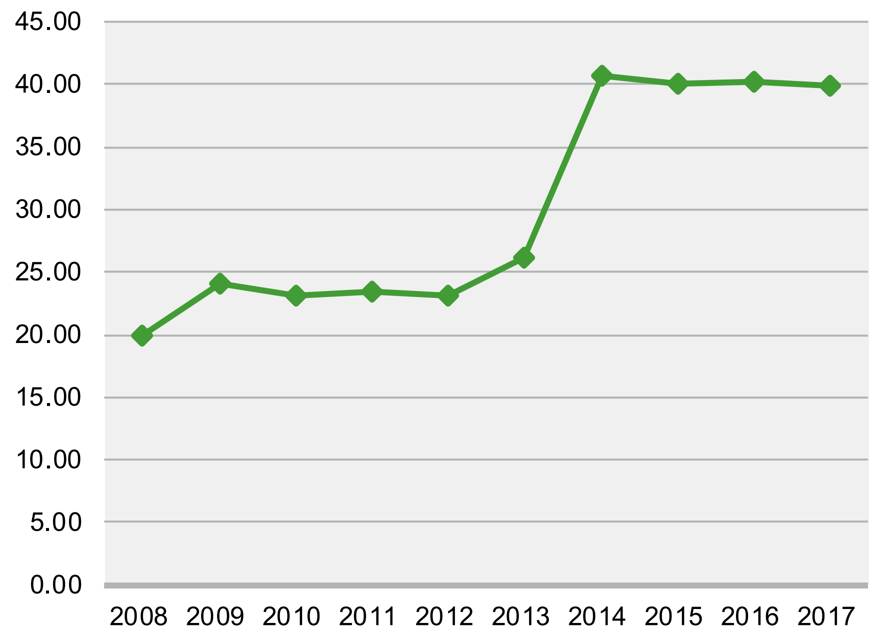
Participant Information

- The Actuarial Valuation is based on demographic data as of December 31, 2017.
- There are 1,515 total participants in the current valuation, compared to 1,604 in the prior valuation.
- The ratio of non-actives to actives has remained at 40 since last year.
- More details on the historical information are included in *Section 3, Exhibits A* and *B*.

POPULATION AS OF DECEMBER 31



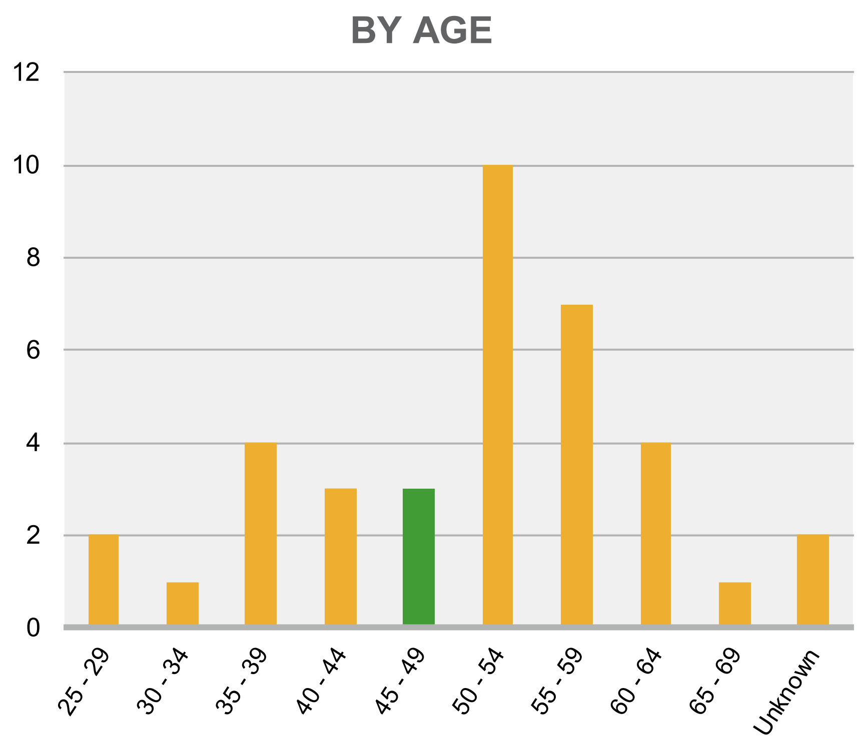
RATIO OF NON-ACTIVES TO ACTIVES AS OF DECEMBER 31

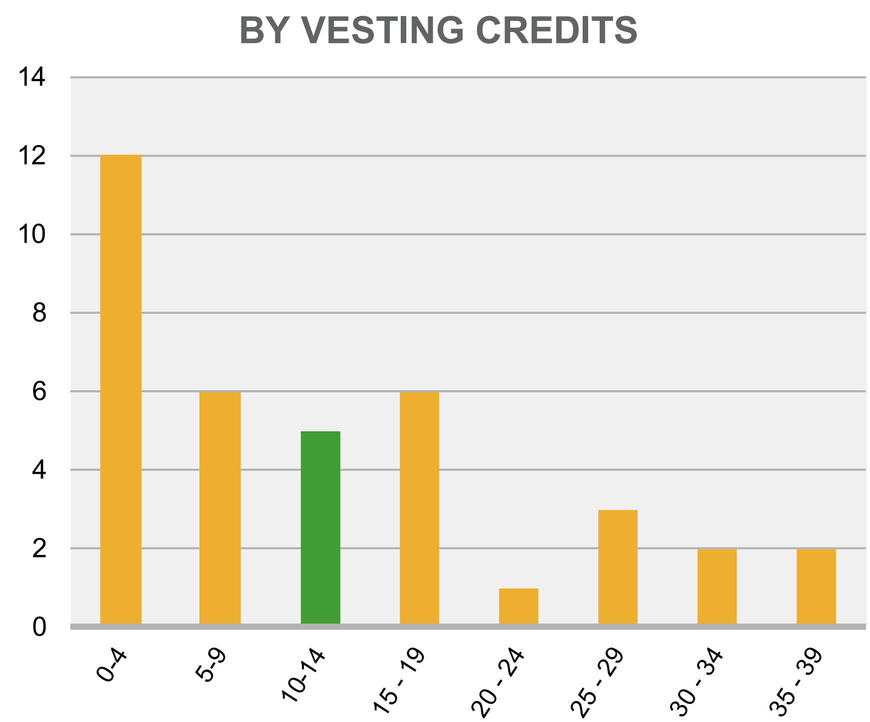


Active Participants

- There were 37 active participants this year, a decrease of 5.1% compared to 39 in the prior year.
- The age and service distribution is included in *Section 4, Exhibit 6*.

Distribution of Active Participants as of December 31, 2017



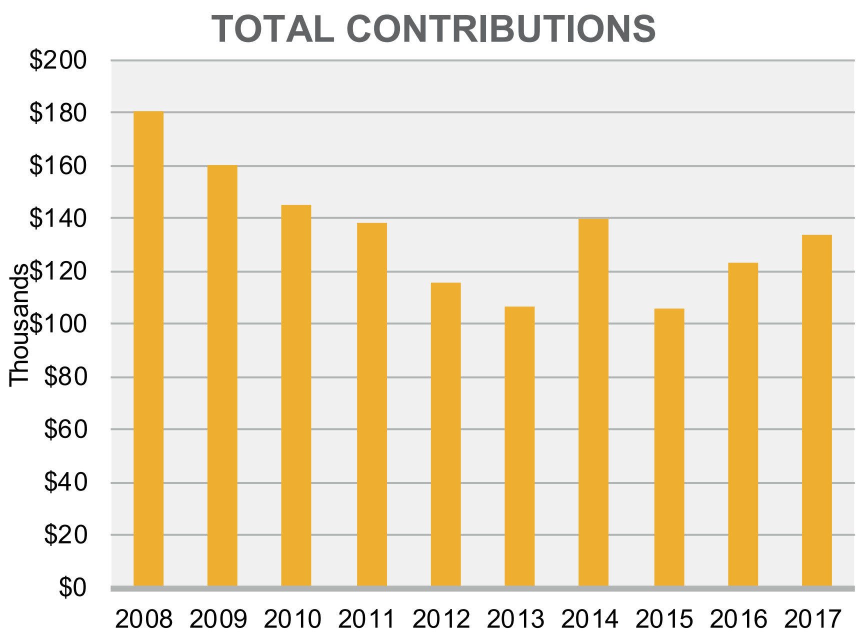


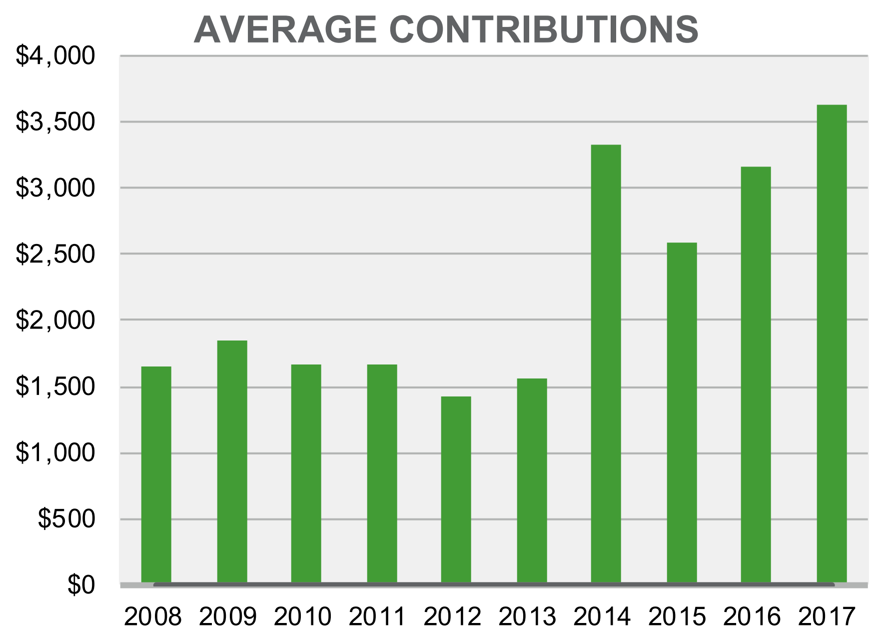
Average age	49.3
Prior year average age	52.0
Difference	-2.7

Average Vesting Credits	12.6
Prior year average Vesting Credits	13.4
Difference	-0.8

Historical Employment

- The charts below show a history of contributions over the last ten years. Additional detail is in *Section 3, Exhibit C*.
- The 2018 zone certification was based on an industry activity assumption of 31 active participants each receiving $1,500 in contributions per year, prior to the rate increases under the Default Schedule.





Historical Average Total Contributions	
Last year	134,031
Last five years	121,866
Last 10 years	134,990

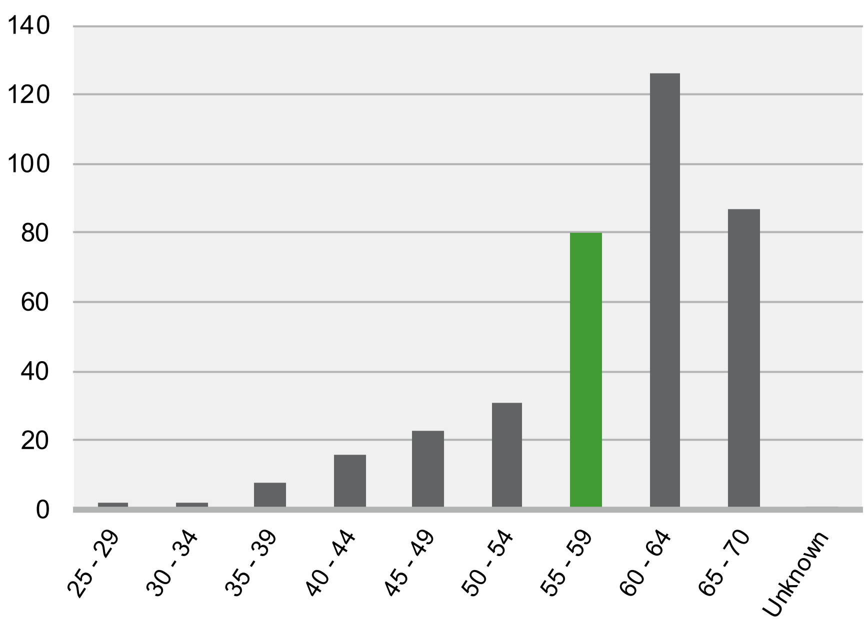
Historical Average Contributions per Active	
Last year	3,622
Last five years	2,851
Last 10 years	2,253

Inactive Vested Participants

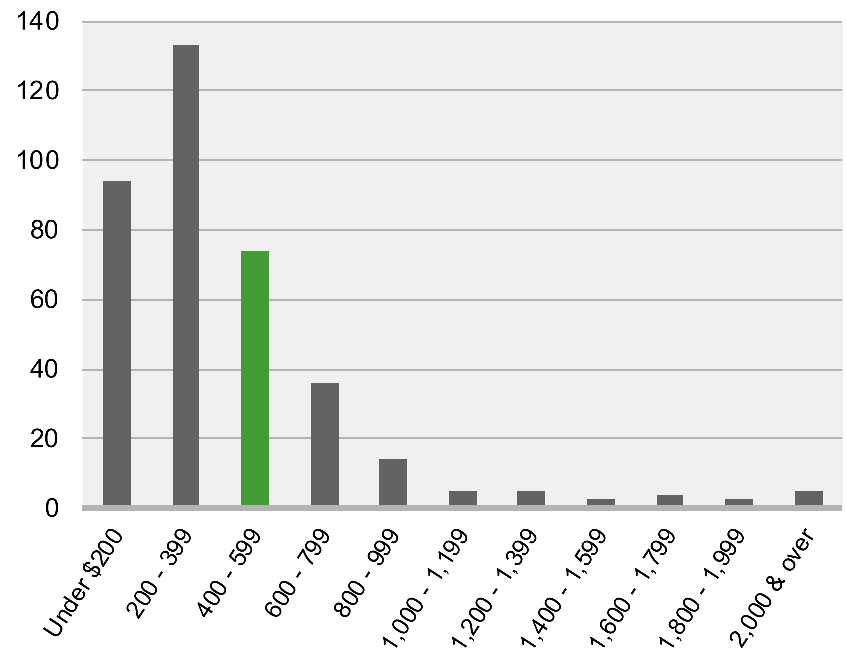
- A participant who is not currently active and has satisfied the vesting requirements for, but has not yet commenced, a pension is considered an "inactive vested" participant.
- There were 376 inactive vested participants this year, a decrease of 7.2% compared to 405 last year.

Distribution of Inactive Vested Participants as of December 31, 2017

BY AGE



BY MONTHLY AMOUNT



Average age	58.7
Prior year average age	58.4
Difference	0.3

Average amount	$439
Prior year average amount	$441
Difference	-$2

New Pensions Awarded

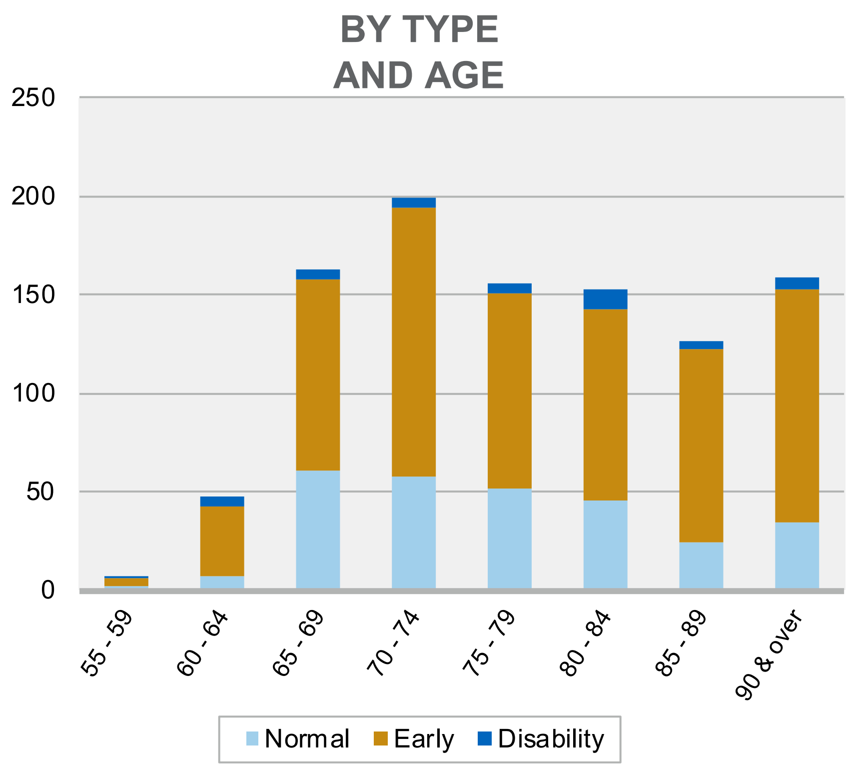
- During the fiscal year ended December 31, 2017, there were 24 pensions awarded.
- The average monthly pension awarded, after adjustment for optional forms of payment, was $818.

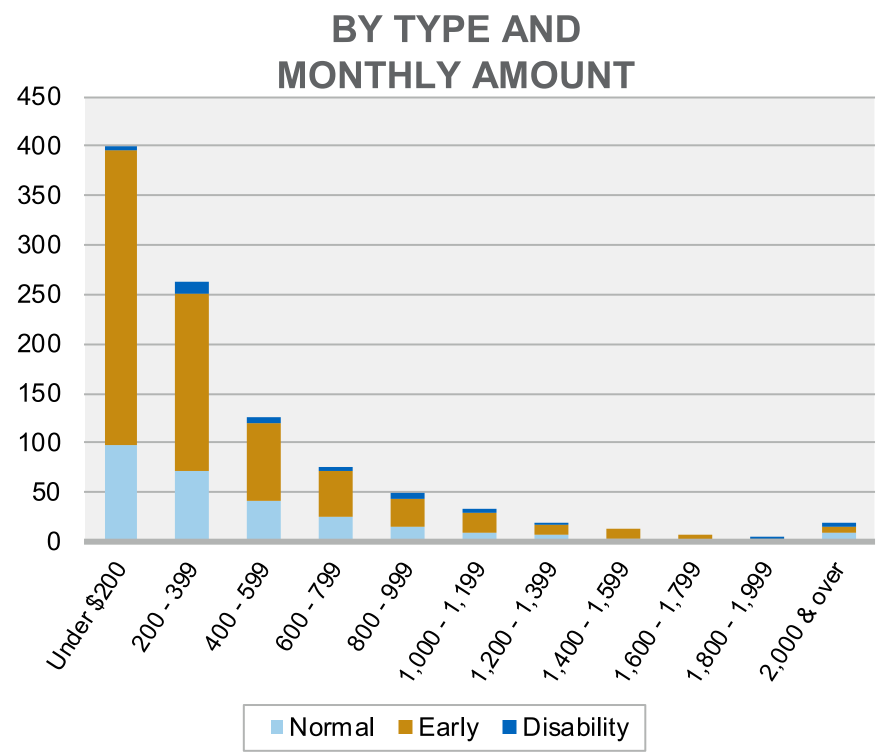
	Total		Normal		Early		Disability	
Year Ended Dec 31	Number	Average Amount	Number	Average Amount	Number	Average Amount	Number	Average Amount
2008	27	$555	4	$809	22	$526	1	$185
2009	52	434	14	873	38	273	–	–
2010	40	358	18	389	22	332	–	–
2011	47	347	21	268	26	412	–	–
2012	38	491	12	397	25	466	1	2,250
2013	38	653	20	548	16	438	2	3,417
2014	37	359	25	355	12	369	–	–
2015	39	498	22	434	17	581	–	–
2016	39	388	35	413	4	175	–	–
2017	24	818	19	803	5	875	–	–

Pay Status Information

- There were 1,011 pensioners and 91 beneficiaries this year, compared to 1,059 and 101, respectively, in the prior year.
- Monthly benefits for the Plan Year ending December 31, 2017 total $465,873, as compared to $490,175 in the prior year.

Distribution of Pensioners as of December 31, 2017



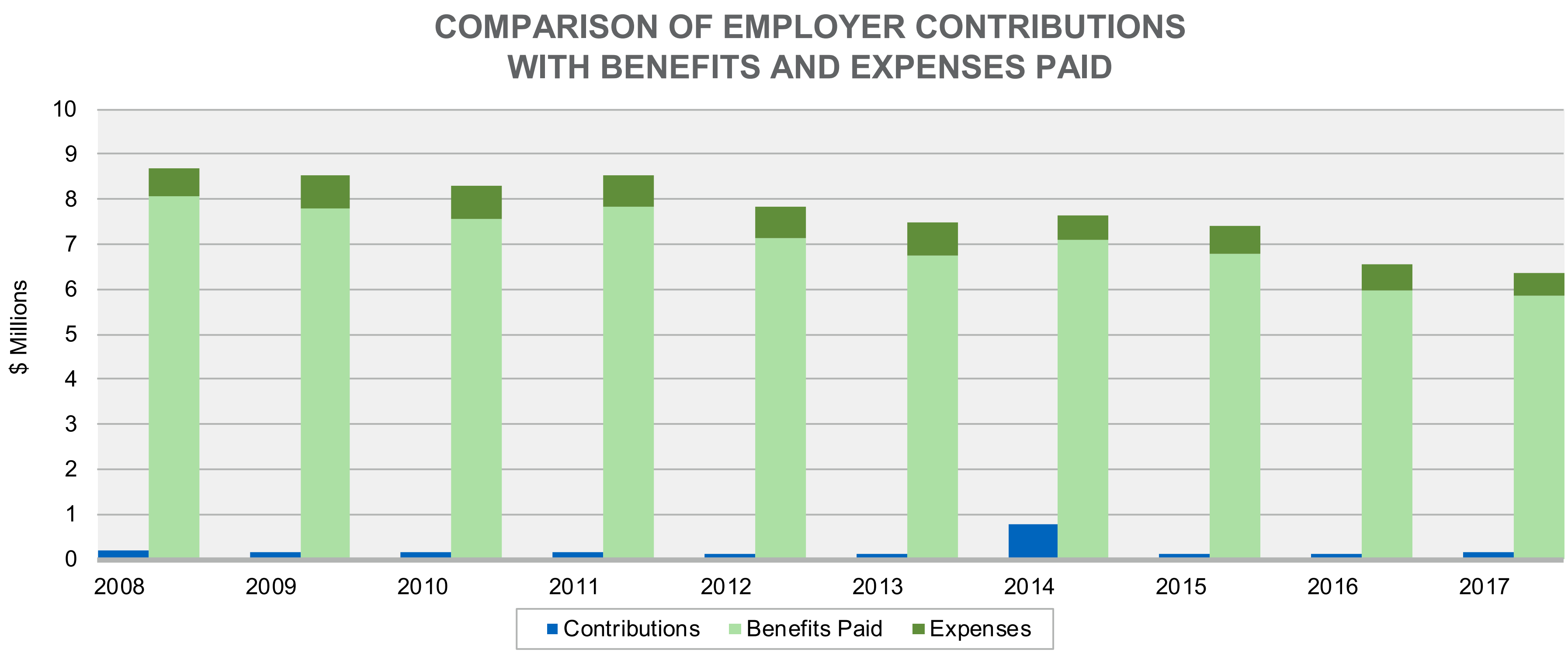


Average age	78.2
Prior year average age	78.1
Difference	0.1

Average amount	$439
Prior year average amount	$439
Difference	$0

Financial Information

- Benefits and expenses are funded solely from contributions and investment earnings.
- Additional detail is in *Section 3, Exhibit E*.
- For the most recent year, benefit payments and expenses were 45.9 times contributions, compared to 52.1 the prior year.
- In the chart below, the contributions for 2014 include a payment from a withdrawn employer for contributions due in earlier years.



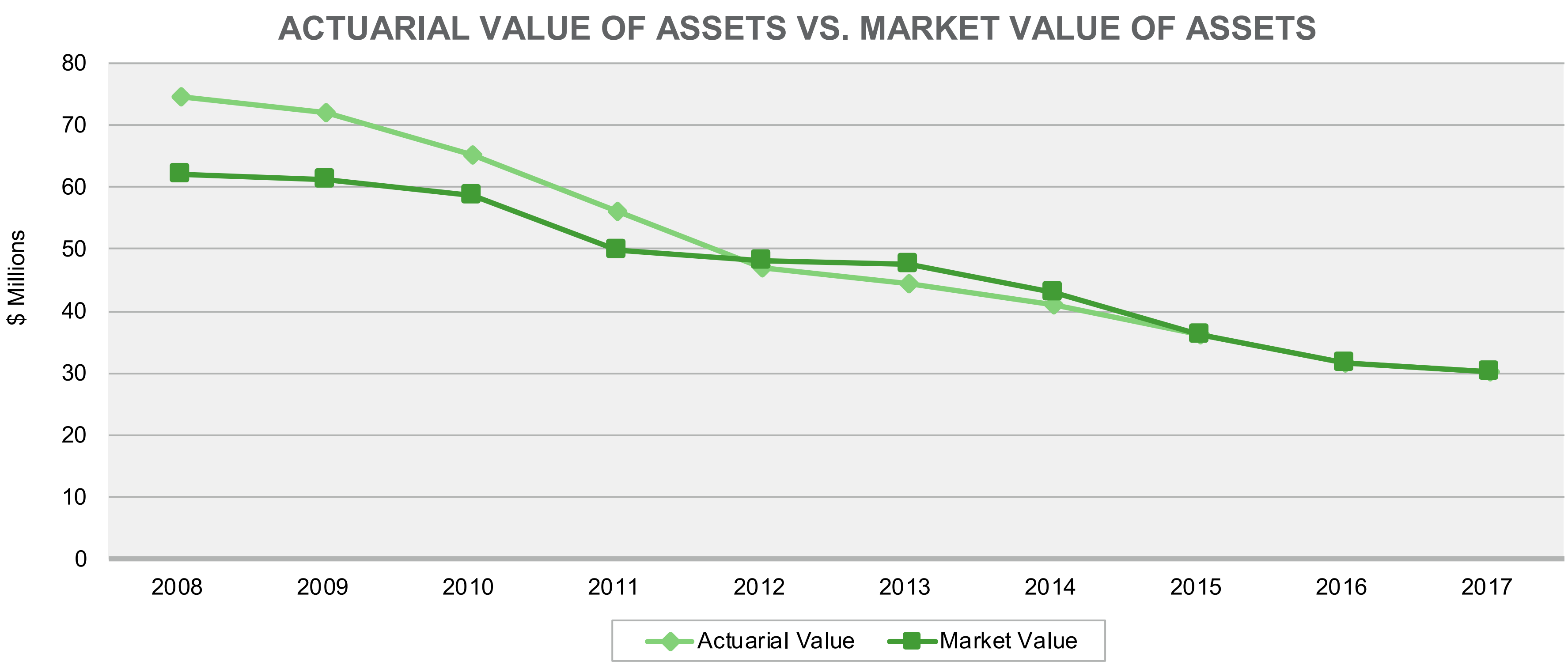
Determination of Actuarial Value of Assets

- The actuarial value of assets is equal to the market value of assets for the valuation. Under this asset method, the full value of market fluctuation is recognized in a single year and, as a result, the asset value and the pension plan cost are relatively volatile. However, the volatility of plan costs is not an important factor for plans projected to become insolvent.

1	Actuarial value of assets = Market value of assets	$30,143,483

Asset History for Years Ended December 31

- Both the actuarial value and the market value of assets are representations of the Plan's financial status.
- The actuarial value is subtracted from the Plan's total actuarial accrued liability to determine the portion that is not funded and is used to determine the PPA'06 funded percentage.
- Amortization of the unfunded accrued liability is an element in the contribution requirements of the Plan.



Actuarial Experience

- Assumptions should reflect experience and should be based on reasonable expectations for the future.
- Each year actual experience is compared to that projected by the assumptions. Differences are reflected in the contribution requirement as an experience gain or loss.
- Assumptions are not changed if experience is believed to be a short-term development and that, over the long run, experience will return to assumed levels.
- The net experience variation for the year, other than investment experience, was 3.0% of the projected actuarial accrued liability from the prior valuation, and was significant when compared to that liability. This was primarily due to higher than expected number of deaths, including a death of a relatively young disabled pensioner with a large benefit, and lower than expected administrative expenses.

EXPERIENCE FOR THE YEAR ENDED DECEMBER 31, 2017

1	Gain from investments	$2,947,027
2	Gain from administrative expenses	245,388
3	Net gain from other experience	1,580,967
4	**Net experience gain: 1 + 2 + 3**	**$4,773,382**

Actuarial Value Investment Experience

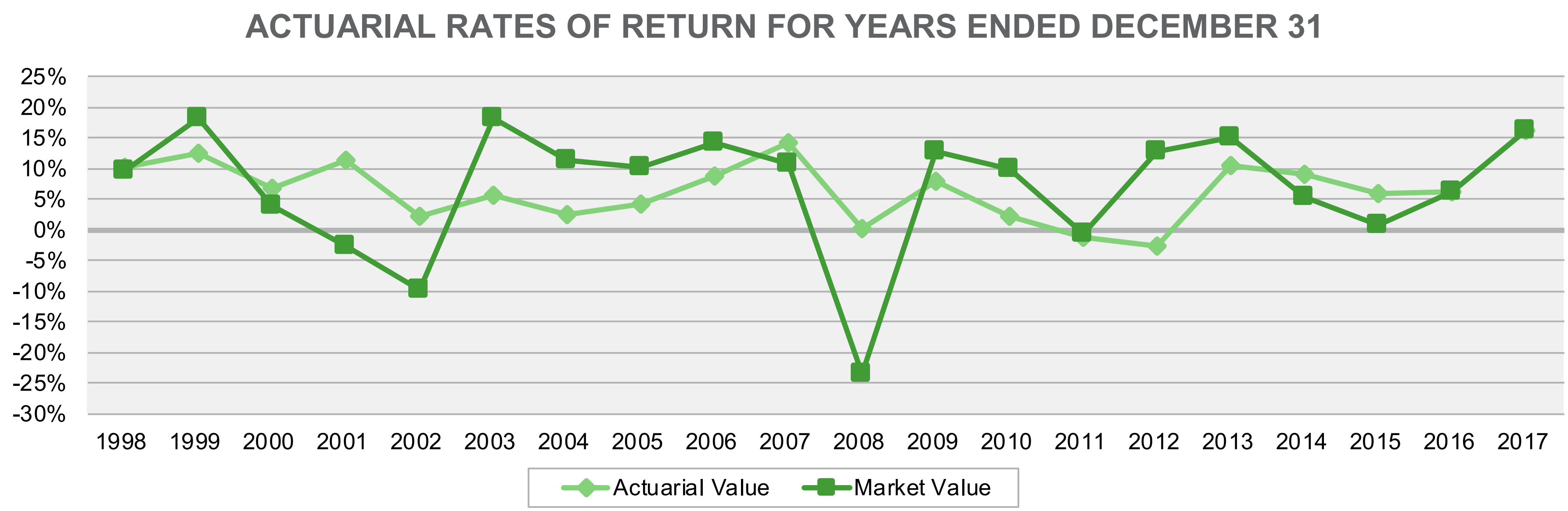
- Net investment income consists of the income at the actuarially assumed rate of return (net of investment expenses) and an adjustment for market value changes.

INVESTMENT EXPERIENCE FOR THE YEAR ENDED DECEMBER 31, 2017

1	Net investment income	$4,662,901
2	Average actuarial value of assets	28,597,895
3	Rate of return: 1 ÷ 2	16.31%
4	Assumed rate of return	6.00%
5	Expected net investment income: 2 x 4	$1,715,874
6	**Actuarial gain from investments: 1 - 5**	**$2,947,027**

Historical Investment Returns

- The assumed rate of return of 6.00% considers past experience, the Trustees' asset allocation policy and future expectations.



Average Rates of Return	Actuarial Value	Market Value
Most recent year return:	16.31%	16.31%
Most recent five-year average return:	9.40%	8.56%
Most recent ten-year average return:	4.38%	2.92%
20-year average return:	6.64%	6.28%

Non-Investment Experience

Administrative Expenses

- Administrative expenses for the year ended December 31, 2017 totaled $511,112, as compared to the assumption of $750,000.

Mortality Experience

- Mortality experience (more or fewer than expected deaths) yields actuarial gains or losses.
- The average number of deaths for all pensioners over the past 5 years was 73.0 per year compared to 68.0 projected deaths per year.

Other Experience

- Other differences between projected and actual experience include the extent of turnover among the participants and retirement experience (earlier or later than projected).

Actuarial Assumptions

- The following assumptions were changed with this valuation:
  - The annual administrative expense assumption was reduced from $750,000 to $525,000, payable monthly.
  - The assumed retirement age for inactive vested participants was increased from age 62 to age 65.
  - The scale used for the generational projection of mortality rates was updated from MP-2016 to MP-2017.
- These changes did not affect the year of projected plan insolvency.
- Details on actuarial assumptions and methods are in *Section 4, Exhibit 8*.

Plan Provisions

- There were no changes in plan provisions since the prior valuation.
- A summary of plan provisions is in *Section 4, Exhibit 9*.

Contribution Rate Changes

- All active participants are covered under the Default Schedule of the Rehabilitation Plan, which calls for a 10% increase in contribution rates each year, with all increases not counted towards benefit accruals.

Pension Protection Act of 2006

2018 Actuarial Status Certification

- PPA'06 requires trustees to actively monitor their plans' financial prospects to identify emerging funding challenges so they can be addressed effectively. Details are shown in *Section 3, Exhibit J*.
- The 2018 certification, completed on March 30, 2018, was based on the liabilities calculated in the January 1, 2017 actuarial valuation projected to December 31, 2017, and estimated asset information as of December 31, 2017. The Trustees provided an industry activity assumption of 31 active participants each receiving annual contributions of $1,500, prior to the contribution rate increases under the Default Schedule.
- The Plan was classified as being in "critical status" (*Red Zone*) due to having been in critical status the prior year and having a projected deficiency in the FSA within ten years. In addition, the plan was classified as "critical and declining" due to a projected insolvency within 15 years.
- In addition, the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan.

Year	Zone Status
2009	GREEN
2010	GREEN
2011	GREEN
2012	YELLOW
2013	RED
2014	RED
2015	RED
2016	RED
2017	RED
2018	RED

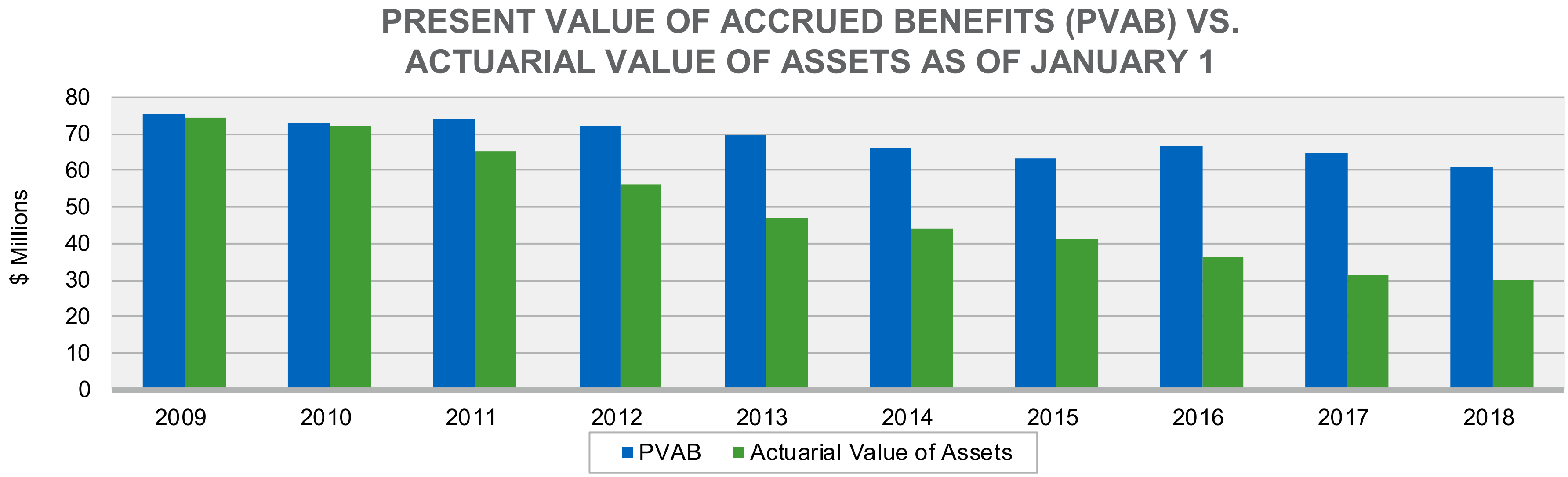
Rehabilitation Plan Update

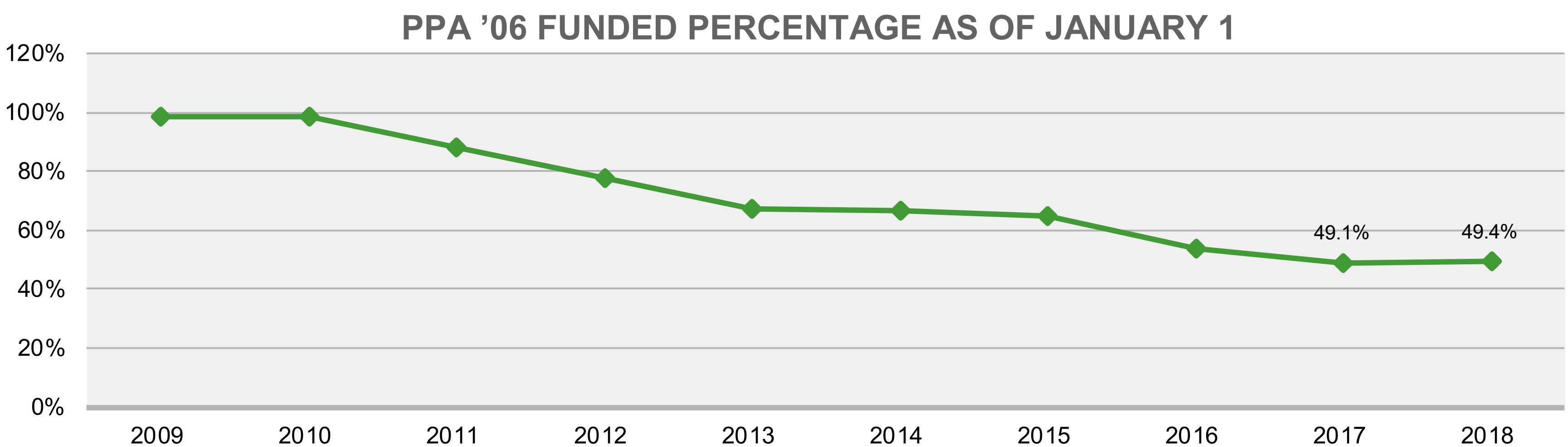
- The Trustees adopted a Rehabilitation Plan on March 14, 2013 to forestall plan insolvency.
- The annual standard for the January 1, 2018 status certification is for the unaudited fair market value of plan assets to be at least $22 million as of December 31, 2017. The standard was met for 2018.
- Section 432(e)(3)(B) requires that the Trustees annually update the Rehabilitation Plan and Schedules. Segal will continue to assist the Trustees to evaluate and update the Rehabilitation Plan and prepare the required assessment of Scheduled Progress in meeting the requirements of the Rehabilitation Plan.

Funding Standard Account (FSA)

- On December 31, 2017, the FSA had a credit balance of $1,725,540, as shown on the 2017 Schedule MB. Contributions meet the legal requirement on a cumulative basis if that account shows no deficiency.
- Employers contributing to plans in critical status will generally not be penalized if a funding deficiency develops, provided the parties fulfill their obligations under the Rehabilitation Plan, including negotiation of bargaining agreements consistent with Schedules provided by the Trustees.
- The minimum funding requirement for the year beginning January 1, 2018 is $4,069,664.
- Based on the contributions projected for the year of $147,434, the plan is expected to have a funding deficiency as of December 31, 2018.
- A summary of the ERISA minimum funding requirements and the FSA for the year ended December 31, 2017 is included in *Section 3, Exhibit H.*

PPA'06 Funded Percentage Historical Information

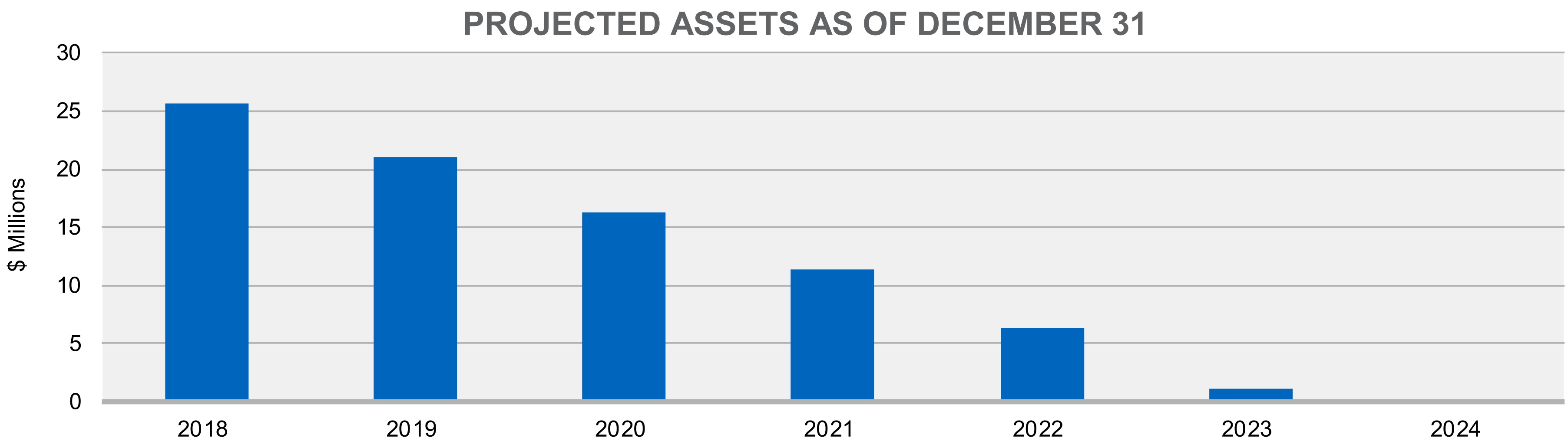




The above charts show the declining funded percentages as the plan heads towards insolvency.

Solvency Projection

- PPA'06 requires Trustees to monitor plan solvency - the ability to pay benefits and expenses when due. MPRA classifies red zone plans that are projected to become insolvent within 15 or 20 years as "critical and declining." See *Section 3, Exhibit J* for more information.
- This Plan was certified as critical and declining in 2018 based on a projected insolvency within 6 years in 2023.
- Based on this valuation, assets are now projected to be exhausted in 2024, as shown below. This is 1 year later than projected in this year's PPA certification, due to the mortality experience during 2017 and a lower administrative expense assumption.
- This projection is based on the current valuation assumptions and also assumes that the prior year's contributions will increase by 10% each year pursuant to the Default Schedule.
- The Plan is operating under a Rehabilitation Plan that is intended to forestall insolvency.



Additional scenarios would demonstrate sensitivity to investment return, employment and other alternative assumptions.

Funding Concerns

- The projected inability to pay future benefits must continue to be monitored.
- We will work with the Trustees to review alternatives that may help address the imbalance between the benefit levels in the Plan and the resources available to pay for them.
- The actions already taken to address this issue include the Trustees' Rehabilitation Plan that was designed to forestall plan insolvency.

Risk

- The actuarial valuation results are dependent on a single set of assumptions; however, there is a risk that emerging results may differ significantly as actual experience proves to be different from the current assumptions.
- We have not been engaged to perform a detailed analysis of the potential range of the impact of risk relative to the Plan's future financial condition, but have included a brief discussion of some risks that may affect the Plan.
- A more detailed assessment of the risks would provide the Trustees with a better understanding of the risks inherent in the Plan. This assessment may include scenario testing, sensitivity testing, stress testing and stochastic modeling.
- A detailed risk assessment could be important for your Plan because the Plan assets are quickly diminishing.
- Investment Risk (the risk that returns will be different than expected)

  As can be seen in Section 3, the market value rate of return over the last 20 years has ranged from a low of -23.58% to a high of 18.40%.
- Contribution/Employment Risk (the risk that actual contributions will be different from projected contributions)
- Longevity Risk (the risk that mortality experience will be different than expected)
- Other Demographic Risk (the risk that participant experience will be different than assumed)

  Examples of this risk include:
  - Actual retirements occurring earlier or later than assumed.
  - More or less active participant turnover than assumed.
  - Return to covered employment of previously inactive participants.

- Actual Experience over the Last 10 years and Implications for the Future

  Past experience can help demonstrate the sensitivity of key results to the Plan's actual experience. Over the past ten years:

  - The investment gain(loss) on market value for a year has ranged from a loss of $26,576,557 to a gain of $3,645,789. If all investment returns were equal to the assumed return over the last ten years, the market value of assets as of the current valuation date would be approximately $68,060,312 as opposed to the actual value of $30,143,483.
  - The funded percentage for PPA purposes has ranged from a low of 49.1% to a high of 98.7% since 2008.

- Maturity Measures

  The risk associated with a pension plan increases as it becomes more mature, meaning that the actives represent a smaller portion of the liabilities of the plan. When this happens, there is a greater risk that fluctuations in the experience of the non-active participants or of the assets of the plan can result in large swings in the contribution requirements.

  - Over the past ten years, the ratio of non-active participants to active participants has increased from a low of 19.93 to a high of 40.74.

Disclosure Requirements

Annual Funding Notice

- The actuarial information to be provided in the annual funding notice is shown in *Section 3, Exhibit G.*
- The value of plan benefits earned to date as of January 1, 2018 is $61,056,207 using the funding interest rate of 6.00%. As the actuarial value of assets is $30,143,483, the Plan's funded percentage is 49.4%, compared to 49.1% in the prior year.

Current Liability

- The Plan's current liability as of January 1, 2018 is $85,788,694 using an interest rate of 2.98%. As the market value of assets is $30,143,483, the funded current liability percentage is 35.1%. This is required to be disclosed on the 2018 Schedule MB of IRS Form 5500 since it is less than 70%. Details are shown in *Section 4, Exhibit 3*.

Accounting Information

- The Financial Accounting Standards Board (FASB) requires determination of the present value of accumulated plan benefits - the single-sum value of the benefits, vested or not, earned by participants as of the valuation date. Additional details on the present value of the accumulated plan benefits can be found in *Section 4, Exhibit 2.*

Section 3: Supplementary Information

EXHIBIT A - TABLE OF PLAN COVERAGE

Category	Year Ended December 31		Change from Prior Year
	2016	2017	
Active participants in valuation:			
• Number	39	37	-5.1%
• Average age	52.0	49.3	-2.7
• Average Vesting Credits	13.4	12.6	-0.8
• Average projected annual contributions for upcoming year	$3,474	$3,985	14.7%
• Number with unknown age	0	2	N/A
• Total active vested participants	29	25	-13.8%
Inactive participants with rights to a pension:			
• Number	405	376	-7.2%
• Average age	58.4	58.7	0.3
• Average monthly benefit	$441	$439	-0.5%
Pensioners (including disableds):			
• Number in pay status	1,059	1,011	-4.5%
• Average age	78.1	78.2	0.1
• Average monthly benefit	$439	$439	0.0%
Beneficiaries:			
• Number in pay status	101	91	-9.9%
• Average age	79.3	79.1	-0.2
• Average monthly benefit	$251	$241	-4.0%
Total Participants	**1,604**	**1,515**	**-5.5%**

EXHIBIT B - PARTICIPANT POPULATION

Year Ended December 31	Active Participants	Inactive Vested Participants	Pensioners and Beneficiaries	Ratio of Non-Actives to Actives
2008	109	724	1,448	19.93
2009	87	664	1,435	24.13
2010	87	630	1,378	23.08
2011	83	592	1,350	23.40
2012	81	557	1,315	23.11
2013	68	520	1,262	26.21
2014	42	491	1,220	40.74
2015	41	449	1,193	40.05
2016	39	405	1,160	40.13
2017	37	376	1,102	39.95

EXHIBIT C - EMPLOYMENT HISTORY

Year Ended December 31	Total Contributions		Active Participants		Average Contributions	
	Number	Percent Change	Number	Percent Change	Number	Percent Change
2008	180,628	0.9%	109	-4.4%	1,657	5.6%
2009	160,271	-11.3%	87	-20.2%	1,842	11.2%
2010	145,087	-9.5%	87	0.0%	1,668	-9.5%
2011	138,547	-4.5%	83	-4.6%	1,669	0.1%
2012	116,037	-16.2%	81	-2.4%	1,433	-14.2%
2013	106,307	-8.4%	68	-16.0%	1,563	9.1%
2014	139,823	31.5%	42	-38.2%	3,329	113.0%
2015	105,992	-24.2%	41	-2.4%	2,585	-22.3%
2016	123,175	16.2%	39	-4.9%	3,158	22.2%
2017	134,031	8.8%	37	-5.1%	3,622	14.7%
			Five-year average contributions:		**2,851**	
			Ten-year average contributions:		**2,253**	

EXHIBIT D – PROGRESS OF PENSION ROLLS OVER THE PAST TEN YEARS

IN PAY STATUS AT YEAR END

Year	Number	Average Age	Average Amount	Terminations[1]	Additions[2]
2008	1,320	77.8	$460	82	27
2009	1,310	77.9	459	62	52
2010	1,252	77.9	452	98	40
2011	1,228	78.0	443	75	51
2012	1,199	78.0	444	71	42
2013	1,151	78.0	448	86	38
2014	1,113	78.0	440	75	37
2015	1,087	78.0	443	65	39
2016	1,059	78.1	439	67	39
2017	1,011	78.2	439	72	24

1 Terminations include pensioners who died or were suspended during the prior plan year.
2 Additions to the pension rolls include new pensions awarded and suspended pensioners who have been reinstated.

EXHIBIT E - SUMMARY STATEMENT OF INCOME AND EXPENSES ON AN ACTUARIAL BASIS

	Year Ended December 31, 2016		Year Ended December 31, 2017	
Contribution income:				
• Employer contributions	$123,175		$134,031	
• Withdrawal liability payments	2,482		4,964	
Net contribution income		*$125,657*		*$138,995*
Investment income:				
• Expected investment income	$1,974,234		$1,715,874	
• Adjustment toward market value	49,240		2,947,027	
Net investment income		*2,023,474*		*4,662,901*
Total income available for benefits		**$2,149,131**		**$4,801,896**
Less benefit payments and expenses:				
• Pension benefits	-$5,990,894		-$5,862,509	
• Administrative expenses	-559,100		-511,112	
Total benefit payments and expenses		*-$6,549,994*		*-$6,373,621*
Change in reserve for future benefits		**-$4,400,863**		**-$1,571,725**

EXHIBIT F - INVESTMENT RETURN – ACTUARIAL VALUE VS. MARKET VALUE

Year Ended December 31	Actuarial Value Investment Return[1]		Market Value Investment Return		Year Ended December 31	Actuarial Value Investment Return[1]		Market Value Investment Return	
	Amount	Percent	Amount	Percent		Amount	Percent	Amount	Percent
1998	$10,682,831	10.32%	$10,634,700	9.76%	2008	$99,659	0.13%	-$20,493,162	-23.58%
1999	13,239,820	12.55%	20,196,558	18.21%	2009	5,682,951	8.07%	7,383,168	12.73%
2000	7,429,926	6.91%	4,779,217	3.99%	2010	1,567,395	2.31%	5,657,522	9.91%
2001	11,642,181	11.47%	-3,021,584	-2.72%	2011	-676,529	-1.11%	-364,902	-0.67%
2002	2,287,707	2.24%	-9,358,678	-9.64%	2012	-1,383,266	-2.64%	5,963,823	12.96%
2003	5,419,133	5.73%	14,347,417	18.40%	2013	4,550,564	10.48%	6,756,861	15.20%
2004	2,191,295	2.42%	9,432,854	11.38%	2014	3,723,528	9.11%	2,402,408	5.45%
2005	3,485,346	4.17%	8,577,463	10.31%	2015	2,273,702	6.06%	371,337	0.94%
2006	6,847,471	8.76%	11,920,789	14.39%	2016	2,023,474	6.15%	2,023,474	6.15%
2007	10,969,718	14.38%	9,350,666	10.86%	2017	4,662,901	16.31%	4,662,901	16.31%
					Total	$96,719,807		$91,222,832	
				Most recent five-year average return:			**9.40%**		**8.56%**
				Most recent ten-year average return:			**4.38%**		**2.92%**
				20-year average return:			**6.64%**		**6.28%**

Note: Each year's yield is weighted by the average asset value in that year.

[1] The investment return for 2000 and 2015 includes the effect of a change in the method for determining the actuarial value of assets.

EXHIBIT G - ANNUAL FUNDING NOTICE FOR PLAN YEAR BEGINNING JANUARY 1, 2018 AND ENDING DECEMBER 31, 2018

	2018 Plan Year	2017 Plan Year	2016 Plan Year
Actuarial valuation date	January 1, 2018	January 1, 2017	January 1, 2016
Funded percentage	49.4%	49.1%	54.0%
Value of assets	$30,143,483	$31,715,208	$36,116,071
Value of liabilities	61,056,207	64,630,944	66,879,119
Fair market value of assets as of plan year end	Not available	30,143,483	31,715,208

Critical, Critical and Declining or Endangered Status

The Plan was in critical status in the plan year because the Plan was in critical status the prior year and there was a projected Funding Standard Account deficiency within ten years.

The Plan was in critical and declining status because it was in critical status with a projected insolvency within 15 years.

EXHIBIT H - FUNDING STANDARD ACCOUNT

- ERISA imposes a minimum funding standard that requires the Plan to maintain an FSA. The accumulation of contributions in excess of the minimum required contributions is called the FSA credit balance. If actual contributions fall short on a cumulative basis, a funding deficiency has occurred. For a plan that is in critical status under PPA'06, employers will generally not be penalized if a funding deficiency develops, provided the parties fulfill their obligations in accordance with the Rehabilitation Plan developed by the Trustees and the negotiated bargaining agreements reflect that Rehabilitation Plan.
- The FSA is charged with the normal cost and the amortization of increases or decreases in the unfunded actuarial accrued liability due to plan amendments, experience gains or losses, and changes in actuarial assumptions and funding methods. The FSA is credited with employer contributions and withdrawal liability payments. All items, including the prior credit balance or deficiency, are adjusted with interest at the actuarially assumed rate.
- Increases or decreases in the unfunded actuarial accrued liability are amortized over 15 years except that short-term benefits, such as 13^{th} checks, are amortized over the scheduled payout period.

FSA FOR THE YEAR ENDED DECEMBER 31, 2017

Charges			Credits		
1	Prior year funding deficiency	$0	6	Prior year credit balance	$8,219,083
2	Normal cost, including administrative expenses	790,510	7	Employer contributions	138,995
3	Total amortization charges	7,893,512	8	Total amortization credits	1,957,745
4	Interest to end of the year	521,041	9	Interest to end of the year	614,780
5	*Total charges*	*$9,205,063*	10	Full-funding limitation credit	0
			11	*Total credits*	*$10,930,603*
			Credit balance: 11 - 5		**$1,725,540**

EXHIBIT I - MAXIMUM DEDUCTIBLE CONTRIBUTION

- Employers that contribute to defined benefit pension plans are allowed a current deduction for payments to such plans. There are various measures of a plan's funded level that are considered in the development of the maximum deductible contribution amount.
- One of the limits is the excess of 140% of "current liability" over assets. "Current liability" is one measure of the actuarial present value of all benefits earned by the participants as of the valuation date. This limit is significantly higher than the current contribution level.
- Contributions in excess of the maximum deductible amount are not prohibited; only the deductibility of these contributions is subject to challenge and may have to be deferred to a later year. In addition, if contributions are not fully deductible, an excise tax in an amount equal to 10% of the non-deductible contributions may be imposed. However, the plan sponsor may elect to exempt the non-deductible amount up to the ERISA full-funding limitation from the excise tax.
- The Trustees should review the interpretation and applicability of all laws and regulations concerning any issues as to the deductibility of contribution amounts with Fund Counsel.

1	Normal cost, including administrative expenses	$574,118
2	Amortization of unfunded actuarial accrued liability (fresh start as of January 1, 2018)	3,962,310
3	Preliminary maximum deductible contribution: **1 + 2**, with interest to the end of the plan year	$4,808,614
4	Full-funding limitation (FFL)	48,888,029
5	Preliminary maximum deductible contribution, adjusted for FFL: **lesser of 3 and 4**	4,808,614
6	Current liability, projected to the end of the plan year	82,613,839
7	Actuarial value of assets, projected to the end of the plan year	25,464,427
8	Excess of 140% of current liability over projected assets at end of plan year: **[140% of (6)] - (7),** not less than zero	90,194,948
9	End of year minimum required contribution	4,069,664
Maximum deductible contribution: greatest of 5, 8, and 9		**$90,194,948**

PPA'06 Zone Status

- Based on projections of the credit balance in the FSA, the funded percentage, and cash flow sufficiency tests, plans are categorized in one of three "zones": critical status, endangered status, or neither.
- The funded percentage is determined using the actuarial value of assets and the present value of benefits earned to date, based on the actuary's best estimate assumptions.

Critical Status **(*Red Zone*)**	A plan is classified as being in critical status (the *Red Zone*) if: • The funded percentage is less than 65%, and either there is a projected FSA deficiency within five years or the plan is projected to be unable to pay benefits within seven years, or • There is a projected FSA deficiency within four years, or • There is a projected inability to pay benefits within five years, or • The present value of vested benefits for inactive participants exceeds that for actives, contributions are less than the value of the current year's benefit accruals plus interest on existing unfunded accrued benefit liabilities, and there is a projected FSA deficiency within five years, or • As permitted by the Multiemployer Pension Reform Act of 2014, the plan is projected to be in the *Red Zone* within the next five years and the plan sponsor elects to be in critical status. A critical status plan is further classified as being in critical and declining status if: • The ratio of inactives to actives is at least 2 to 1, and there is an inability to pay benefits projected within 20 years, or • The funded percentage is less than 80%, and there is an inability to pay benefits projected within 20 years, or • There is an inability to pay benefits projected within 15 years. Any amortization extensions are ignored for testing initial entry into the *Red Zone*. The Trustees are required to adopt a formal Rehabilitation Plan, designed to allow the plan to emerge from critical status by the end of the rehabilitation period. If they determine that such emergence is not reasonable, the Rehabilitation Plan must be designed to emerge as of a later time or to forestall possible insolvency. Trustees of *Red Zone* plans have tools, such as the ability to reduce or eliminate early retirement subsidies, to remedy the situation. Accelerated forms of benefit payment (such as lump sums) are prohibited. However, unless the plan is critical and declining, Trustees may not reduce benefits of participants who retired before being notified of the plan's critical status (other than rolling back recent benefit increases) or alter core retirement benefits payable at normal retirement age.

Endangered Status (*Yellow Zone*)	A plan not in critical status (*Red Zone*) is classified as being in endangered status (the *Yellow Zone*) if: • The funded percentage is less than 80%, or • There is a projected FSA deficiency within seven years. A plan that has both of the endangered conditions present is classified as seriously endangered. Trustees of a plan that was in the *Green Zone* in the prior year can elect not to enter the *Yellow Zone* in the current year (although otherwise required to do so) if the plan's current provisions would be sufficient (with no further action) to allow the plan to emerge from the *Yellow Zone* within 10 years. The Trustees are required to adopt a formal Funding Improvement Plan, designed to improve the current funded percentage, and avoid a funding deficiency as of the emergence date.

Green Zone	A plan not in critical status (the *Red Zone*) nor in endangered status (the *Yellow Zone*) is classified as being in the *Green Zone.*

Early Election of Critical Status	Trustees of a *Green* or *Yellow Zone* plan that is projected to enter the *Red Zone* within the next five years must elect whether or not to enter the *Red Zone* for the current year.

Section 4: Certificate of Actuarial Valuation

OCTOBER 22, 2018

CERTIFICATE OF ACTUARIAL VALUATION

This is to certify that Segal Consulting, a Member of The Segal Group, Inc. ("Segal") has prepared an actuarial valuation of the Retail Clerks Specialty Stores Pension Fund as of January 1, 2018 in accordance with generally accepted actuarial principles and practices. It has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing requirements of federal government agencies. This valuation report may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety.

The measurements shown in this actuarial valuation may not be applicable for other purposes. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements (such as the end of an amortization period or additional cost or contribution requirements based on the plan's funded status); and changes in plan provisions or applicable law.

The valuation is based on the assumption that the Plan is qualified as a multiemployer plan for the year and on draft information supplied by the auditor with respect to contributions and assets and reliance on the Plan Administrator with respect to the participant data. Segal Consulting does not audit the data provided. The accuracy and comprehensiveness of the data is the responsibility of those supplying the data. To the extent we can, however, Segal does review the data for reasonableness and consistency. Based on our review of the data, we have no reason to doubt the substantial accuracy of the information on which we have based this report and we have no reason to believe there are facts or circumstances that would affect the validity of these results. Adjustments for incomplete or apparently inconsistent data were made as described in the attached *Exhibit 8*.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of my knowledge, the information supplied in this actuarial valuation is complete and accurate, except as noted in *Exhibit 1*. Each prescribed assumption for the determination of Current Liability was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

Paul C. Poon

Paul C. Poon, ASA, MAAA
Vice President & Actuary
Enrolled Actuary No. 17-06069

EXHIBIT 1 - SUMMARY OF ACTUARIAL VALUATION RESULTS

The valuation was made with respect to the following data supplied to us by the Plan Administrator:

Pensioners as of the valuation date (including 91 beneficiaries in pay status)		1,102
Participants inactive during year ended December 31, 2017 with vested rights (including 1 participant with unknown age)		376
Participants active during the year ended December 31, 2017 (including 2 participants with unknown age)		37
• Fully vested	25	
• Not vested	12	
Total participants		**1,515**

The actuarial factors as of the valuation date are as follows:

Normal cost, including administrative expenses		$574,118
Actuarial present value of projected benefits		61,496,748
Present value of future normal costs		440,541
Actuarial accrued liability		61,056,207
• Pensioners and beneficiaries	$43,267,529	
• Inactive participants with vested rights	15,552,548	
• Active participants	2,236,130	
Actuarial value of assets ($30,143,483 at market value as reported by Vavrinek, Trine, Day & Co., LLP)		$30,143,483
Unfunded actuarial accrued liability		30,912,724

EXHIBIT 2 - ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

The actuarial present value of accumulated plan benefits calculated in accordance with FASB ASC 960 is shown below as of January 1, 2017 and as of January 1, 2018. In addition, the factors that affected the change between the two dates follow.

	Benefit Information Date	
	January 1, 2017	January 1, 2018
Actuarial present value of vested accumulated plan benefits:		
• Participants currently receiving payments	$45,240,543	$43,267,529
• Other vested benefits	19,371,602	17,771,708
• Total vested benefits	$64,612,145	$61,039,237
Actuarial present value of non-vested accumulated plan benefits	18,799	16,970
Total actuarial present value of accumulated plan benefits	**$64,630,944**	**$61,056,207**

Factors	Change in Actuarial Present Value of Accumulated Plan Benefits
Benefits accumulated, net experience gain or loss, changes in data	-$1,514,859
Benefits paid	-5,862,509
Changes in actuarial assumptions	100,650
Interest	3,701,981
Total	**-$3,574,737**

EXHIBIT 3 - CURRENT LIABILITY

The table below presents the current liability for the Plan Year beginning January 1, 2018.

Item[1]		Amount
Retired participants and beneficiaries receiving payments		$56,332,895
Inactive vested participants		25,552,875
Active participants		
• Non-vested benefits	$53,022	
• Vested benefits	3,849,902	
• *Total active*		*$3,902,924*
Total		**$85,788,694**

Expected increase in current liability due to benefits accruing during the plan year	$126,061
Expected release from current liability for the plan year	5,775,126
Expected plan disbursements for the plan year, including administrative expenses of $525,000	6,300,126

Current value of assets	$30,143,483
Percentage funded for Schedule MB	35.1%

[1] The actuarial assumptions used to calculate these values are shown in Exhibit 8.

EXHIBIT 4 - INFORMATION ON PLAN STATUS AS OF JANUARY 1, 2018

Plan status (as certified on March 30, 2018, for the 2018 zone certification)	***Critical and Declining***
Scheduled progress (as certified on March 30, 2018, for the 2018 zone certification)	Yes
Actuarial value of assets for FSA	$30,143,483
Accrued liability under unit credit cost method	61,056,207
Funded percentage for monitoring plan's status	49.4%
Reduction in unit credit accrued liability benefits since the prior valuation date resulting from the reduction in adjustable benefits	$0
Year in which insolvency is expected	2022

EXHIBIT 5 - SCHEDULE OF PROJECTION OF EXPECTED BENEFIT PAYMENTS

(SCHEDULE MB, LINE 8b(1))

Plan Year	Expected Annual Benefit Payments[1]
2018	$5,761,878
2019	5,576,738
2020	5,451,819
2021	5,265,770
2022	5,126,134
2023	4,952,089
2024	4,814,909
2025	4,698,891
2026	4,580,018
2027	4,414,814

[1] Assuming as of the valuation date:

- no additional accruals,
- experience is in line with valuation assumptions,
- no new entrants are covered by the plan, and
- does not reflect any benefit reductions at plan insolvency.

EXHIBIT 6 - SCHEDULE OF ACTIVE PARTICIPANT DATA

(SCHEDULE MB, LINE 8b(2))

The participant data is for the year ended December 31, 2017.

		Vesting Credits								
Age	Total	Under 1	1-4	5-9	10-14	15 - 19	20 - 24	25 - 29	30 - 34	35 - 39
25 - 29	2	–	2	–	–	–	–	–	–	–
30 - 34	1	–	–	1	–	–	–	–	–	–
35 - 39	4	–	1	–	–	3	–	–	–	–
40 - 44	3	–	–	–	2	–	1	–	–	–
45 - 49	3	–	1	1	1	–	–	–	–	–
50 - 54	10	–	4	1	2	2	–	1	–	–
55 - 59	7	–	1	2	–	1	–	1	1	1
60 - 64	4	–	1	–	–	–	–	1	1	1
65 - 69	1	–	–	1	–	–	–	–	–	–
Unknown	2	1	1	–	–	–	–	–	–	–
Total	**37**	**1**	**11**	**6**	**5**	**6**	**1**	**3**	**2**	**2**

EXHIBIT 7 - FUNDING STANDARD ACCOUNT

The table below presents the FSA for the Plan Year ending December 31, 2018.

	Charges			Credits	
1	Prior year funding deficiency	$0	6	Prior year credit balance	$1,725,540
2	Normal cost, including administrative expenses	574,118	7	Amortization credits	2,421,409
3	Amortization charges	7,412,137	8	Interest on **6 and 7**	248,817
4	Interest on **1, 2 and 3**	479,175	9	Full-funding limitation credit	0
5	Total charges	$8,465,430	10	Total credits	$4,395,766
	Minimum contribution with interest required to avoid a funding deficiency: **5 - 10**, not less than zero				$4,069,664

Full Funding Limitation (FFL) and Credits	
ERISA FFL (accrued liability FFL)	$35,205,125
RPA'94 override (90% current liability FFL)	48,888,029
FFL credit	0

EXHIBIT 7 - FUNDING STANDARD ACCOUNT (*CONTINUED)*

Schedule of FSA Bases (Charges) (Schedule MB, Line 9c)

Type of Base	Date Established	Amortization Amount	Years Remaining	Outstanding Balance
Changes in Actuarial Assumptions	01/01/1995	$120,521	7	$713,164
Plan Amendment	01/01/1995	364,730	7	2,158,224
Plan Amendment	01/01/1997	383,872	9	2,767,639
Plan Amendment	01/01/1998	2,114,194	10	16,494,289
Plan Amendment	01/01/1999	427,213	11	3,571,542
Plan Amendment	01/01/2000	84,556	12	751,442
Changes in Actuarial Assumptions	01/01/2000	287,701	12	2,556,760
Plan Amendment	01/01/2001	2,168	13	20,347
Plan Amendment	01/01/2002	7,118	14	70,127
Experience Loss	01/01/2004	7,903	1	7,903
Experience Loss	01/01/2005	540,308	2	1,050,032
Experience Loss	01/01/2006	124,928	3	353,971
Experience Loss	01/01/2009	560,455	6	2,921,297
Experience Loss	01/01/2011	302,597	8	1,991,811
Changes in Actuarial Assumptions	01/01/2011	401,590	8	2,643,420
Experience Loss	01/01/2012	550,993	9	3,972,547
Experience Loss	01/01/2013	471,345	10	3,677,285
Changes in Actuarial Assumptions	01/01/2014	21,428	11	179,136
Experience Loss	01/01/2016	21,282	13	199,711
Change in Asset Method	01/01/2016	40,025	8	263,457
Changes in Actuarial Assumptions	01/01/2016	567,433	13	5,324,702
Changes in Actuarial Assumptions	01/01/2018	9,777	15	100,650
Total		**$7,412,137**		**$51,789,456**

EXHIBIT 7 - FUNDING STANDARD ACCOUNT (*CONTINUED)*

Schedule of FSA Bases (Credits) (Schedule MB, Line 9h)

Type of Base	Date Established	Amortization Amount	Years Remaining	Outstanding Balance
Changes in Actuarial Assumptions	01/01/1997	$212,018	9	$1,528,603
Plan Amendment	01/01/2003	1,363	15	14,027
Changes in Actuarial Assumptions	01/01/2004	41,224	16	441,598
Changes in Actuarial Assumptions	01/01/2005	374,718	17	4,161,575
Experience Gain	01/01/2007	168,685	4	619,581
Experience Gain	01/01/2008	531,051	5	2,371,197
Experience Gain	01/01/2010	50,197	7	297,033
Plan Amendment	01/01/2014	112,863	11	943,544
Experience Gain	01/01/2014	213,638	11	1,786,036
Plan Amendment	01/01/2015	54,361	12	483,096
Changes in Actuarial Assumptions	01/01/2015	55,583	12	493,955
Experience Gain	01/01/2015	77,228	12	686,316
Change in Funding Method	01/01/2016	26,723	8	175,901
Experience Gain	01/01/2017	38,096	14	375,348
Experience Gain	01/01/2018	463,661	15	4,773,382
Total		**$2,421,409**		**$19,151,192**

EXHIBIT 8 - STATEMENT OF ACTUARIAL ASSUMPTIONS/METHODS

(SCHEDULE MB, LINE 6)

Mortality Rates	*Preretirement*:	RP-2014 Blue Collar Employee Mortality Table, set forward 1 year, with generational projection using Scale MP-2017 from 2014.
	Postretirement:	RP-2014 Blue Collar Healthy Annuitant Mortality Table, set forward 1 year, with generational projection using Scale MP-2017 from 2014.
	The underlying tables, set forward 1 year, with generational projection to the ages of participants as of the measurement date, reasonably reflect the mortality experience of the Plan as of the measurement date.	
	These mortality tables were then adjusted to future years using the generational projection to reflect future mortality improvement between the measurement date and those years.	
	The mortality rates were based on historical and current demographic data, estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of deaths and the projected number based on the assumption over the most recent 5 years.	

Termination Rates

	Rate (%)		
	Mortality*		
Age	Male	Female	Withdrawal**
20	0.06	0.02	12.00
25	0.06	0.02	11.70
30	0.06	0.03	11.31
35	0.07	0.03	10.69
40	0.09	0.05	9.60
45	0.14	0.08	7.90
50	0.24	0.14	5.48
55	0.40	0.20	2.77
60	0.68	0.30	1.72

* The pre-retirement mortality rates are shown for the base table, RP-2014 Blue Collar Employee Mortality Table, set forward 1 year.

** Withdrawal rates are 15% for those with less than five years of service and are 0% after retirement eligibility.

The termination rates were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of terminations and the projected number based on the assumption over the most recent 5 years.

Retirement Rates

Age	Annual Retirement Rates
55 – 56	10%
57 – 59	5
60	10
61	20
62	25
63	15
64	20
65	100

The retirement rates were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of retirements and the projected number based on the prior years' assumption over the most recent 5 years.

Description of Weighted Average Retirement Age

Age 62.1, determined as follows: The weighted average retirement age for each participant is calculated as the sum of the product of each potential current or future retirement age times the probability of surviving from current age to that age and then retiring at that age, assuming no other decrements. The overall weighted retirement age is the average of the individual retirement ages based on all the active participants included in this actuarial valuation.

Retirement Age for Inactive Vested Participants:	Age 65. The retirement age was based on historical and current demographic data, adjusted to reflect plan design, estimated future experience and professional judgment. As part of the analysis, the ages of new retirees from inactive status were reviewed.
Future Benefit Accruals	The larger of: (a) the participant's prior year accrual and (b) six months of the participant's prior year monthly accrual. The future benefit accruals were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the assumed and the actual benefit accruals over the most recent 5 years.
Unknown Data for Participants	Same as those exhibited by participants with similar known characteristics. If not specified, participants are assumed to be female.
Definition of Active Participants	Active participants are defined as those with at least 2 months of contributions in the most recent Plan Year, excluding those who have retired as of the valuation date.
Exclusion of Inactive Vested Participants	Inactive participants over age 70 excluded from the valuation. The exclusion of inactive vested participants over age 70 was based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, the ages of new retirees from inactive vested status were reviewed.
Percent Married	60%
Age of Spouse	Females 4 years younger than males.
Benefit Election	Married participants are assumed to elect the 75% Joint and Survivor Annuity ("QOSA") and non-married participants are assumed to elect the Straight Life Annuity. The benefit elections assumption was based on historical and current demographic data, adjusted to reflect the plan design, estimated future experience and professional judgment. As part of the analysis, a comparison was made between the assumed and the actual option election patterns over the most recent 5 years.
Delayed Retirement Factors	Active participants assumed to work enough hours each month to not qualify for delayed retirement adjustment. Inactive vested participants who are assumed to commence receipt of benefits after attainment of normal retirement age qualify for delayed retirement increases. For valuation purposes, benefits are increased by 12% per year for the first 5 years the retirement date occurs after the Normal Retirement Age and 18% per year thereafter.
Net Investment Return	6.00% The net investment return assumption is an estimate derived from historical data, current and recent market expectations, and professional judgment. As part of the analysis, a building block approach was used that reflects inflation expectations and anticipated risk premiums for each of the portfolio's asset classes, as provided by Segal Marco Advisors, as well as the Plan's target asset allocation.

Annual Administrative Expenses	$525,000, payable monthly (equivalent to $508,760 payable at the beginning of the year) The annual administrative expenses were based on historical and current data, adjusted to reflect estimated future experience and professional judgment.
Actuarial Value of Assets	At market value
Actuarial Cost Method	Unit Credit Actuarial Cost Method. Normal Cost and Actuarial Accrued Liability are calculated on an individual basis and are allocated by service.
Benefits Valued	Unless otherwise indicated, includes all benefits summarized in *Exhibit 9*.
Current Liability Assumptions	*Interest:* 2.98%, within the permissible range prescribed under IRC Section 431(c)(6)(E) *Mortality:* Mortality prescribed under IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1(a)(2): RP-2014 employee and annuitant mortality tables, adjusted backward to the base year (2006 using scale MP-2014, projected forward generationally using scale MP-2016
Estimated Rate of Investment Return	*On actuarial value of assets (Schedule MB, line 6g):* 16.3%, for the Plan Year ending December 31, 2017 *On current (market) value of assets (Schedule MB, line 6h):* 16.3%, for the Plan Year ending December 31, 2017
FSA Contribution Timing (Schedule MB, line 3a)	Unless otherwise noted, contributions are paid periodically throughout the year pursuant to collective bargaining agreements. The interest credited in the Funding Standard Account is therefore assumed to be equivalent to a July 1 contribution date.

Justification for Change in Actuarial Assumptions (Schedule MB, line 11)	For purposes of determining current liability, the current liability interest rate was changed from 3.05% to 2.98% due to a change in the permissible range and recognizing that any rate within the permissible range satisfies the requirements of IRC Section 413(c)(6)(E) and the mortality tables were changed in accordance with IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1. Based on past experience, future expectations and plan design, the following actuarial assumptions were changed: Preretirement mortality, previously RP-2014 Blue Collar Employee Mortality Table, set forward 1 year, with generational projection using Scale MP-2016 from 2014 Postretirement mortality, previously RP-2014 Blue Collar Healthy Annuitant Mortality Table, set forward 1 year, with generational projection using Scale MP-2016 from 2014 Retirement age for inactive vested participants, previously age 62 with 10 years of Vesting Credit, or age 65 Annual administrative expenses, previously $750,000, payable monthly

EXHIBIT 9 - SUMMARY OF PLAN PROVISIONS

(SCHEDULE MB, LINE 6)

This exhibit summarizes the major provisions of the Plan included in the valuation. It is not intended to be, nor should it be interpreted as, a complete statement of all plan provisions.

Plan Year	January 1 through December 31
Pension Credit Year	January 1 through December 31
Plan Status	Ongoing plan
Normal Retirement	• *Age and Service Requirements:* 65 and fifth anniversary of participation • *Amount:* (a) For Past Service: 8.0% of the employee's "Adjusted Past Service Earnings" divided by twelve. (b) For Future Service: A percentage of contributions made on the member's behalf according to the following table: Contributions Credited In Plan Years — Percentage Pre - 2003 — 8.00% 2003 - 2013 — 3.00 2014 and later — 1.00
Early Retirement	• *Age and Service Requirements:* 55 and 10 years of Vesting Credit • *Amount:* Accrued Normal Retirement Benefit, reduced 6% for each year that the member is younger than age 65 down to age 60, plus 4% for each year that the member is younger than age 60. Benefits earned under the Rehabilitation Plan Default Schedule are actuarially reduced based on a 7% interest rate assumption and the RP-2000 Combined Healthy Mortality Table (50% male, 50% female).

Vesting	• *Age and Service Requirements:* 5 years of Vesting Credit • *Amount:* Accrued Normal Retirement Benefit, payable commencing at Normal Retirement Age or, on a reduced basis, as early as age 55, if eligible. The reduced benefit is calculated as described under “Early Retirement” above. • *Normal Retirement Age:* Later of age 65 and fifth anniversary of participation
Spouse’s Benefit	• *Age and Service Requirements:* 5 years of Vesting Credit • *Amount:* 50% of the benefit that the Participant would have received had he or she retired the day before death and elected the 50% joint and survivor pension. If the participant’s death occurs before age 55, benefits to the surviving spouse will be deferred to the date when the participant would have attained that age. Benefits will be payable for the life of the surviving spouse.
Joint and Survivor Benefit	All retirements are paid in the form of a 50% joint and survivor annuity unless this form is rejected by the Participant and spouse. The benefit amount otherwise payable is reduced to reflect the joint and survivor coverage. If this type of pension is rejected or if the Participant is not married, benefits are payable for the life of the Participant or in any other available optional form elected by the Participant in an actuarially equivalent amount.
Optional Forms of Benefits	Single Life Annuity 50% Joint and Survivor Annuity (“QJSA”) 75% Joint and Survivor Annuity (“QOSA”)
Service Schedules	*Vesting Credit:* For Plan Years after 1975, an employee earns Vesting Credit in accordance with the following schedule:

Hours of Service in Plan Year	Vesting Credit
Under 380	0
380 - 569	.40 year
570 - 759	.60 year
760 - 869	.80 year
870 or more	One Year

Credited Future Service: Beginning March 1961, a participant receives a month of Credited Future Service for each calendar month in which a contribution is payable on their behalf.

Break in Service Rules	*One-Year Break:* A participant incurs a One-Year Break in Service upon failure to work at least 380 hours of service in covered employment in a Calendar Year. *Permanent Break:* A non-vested participant incurs a Permanent Break in Service if the number of consecutive One-Year Breaks in Service is at least five and it equals or exceeds the number of full years of Vesting Credit previously accumulated. At this time, all accumulated Vesting Credit, Credited Past Service, and Credited Future Service are cancelled.
Participation Rules	*Participation:* An employee becomes a "Participant" upon completion of at least 760 hours of service in covered employment. *Termination of Participation:* A Participant who incurs a One-Year Break in Service ceases to be a Participant as of the last day of the Plan Year which constituted the One-Year Break in Service unless he or she has retired or attained vested rights.
Separation in Service	A Participant is deemed to be separated from employment at the end of any two-consecutive Calendar Year period in which he or she does not work at least 380 hours in covered employment in either Calendar Year. The monthly amount payable for contributions received before the last separation from employment is frozen at the then present benefit level.
Changes in Plan Provisions	There were no changes in plan provisions reflected in this actuarial valuation.

5554679v2/01963.001

Retail Clerks Specialty Stores Pension Fund

Actuarial Certification of Plan Status as of January 1, 2018 under IRC Section 432

Segal Consulting

100 Montgomery Street Suite 500 San Francisco, CA 94104-4308
T 415.263.8200 www.segalco.com

March 30, 2018

Board of Trustees
Retail Clerks Specialty Stores Pension Fund
Concord, CA

Dear Trustees:

As required by ERISA Section 305 and Internal Revenue Code (IRC) Section 432, we have completed the Plan's actuarial status certification as of January 1, 2018 in accordance with the Multiemployer Pension Reform Act of 2014 (MPRA). The attached exhibits outline the projections performed and the results of the various tests required by the statute. These projections have been prepared based on the Actuarial Valuation as of January 1, 2017 and in accordance with generally accepted actuarial principles and practices and a current understanding of the law. The actuarial calculations were completed under the supervision of Paul C. Poon, ASA, MAAA Enrolled Actuary.

As of January 1, 2018, the Plan is in critical status and in critical and declining status.

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards in the Rehabilitation Plan. This certification is being filed with the Internal Revenue Service, pursuant to ERISA section 305(b)(3) and IRC section 432(b)(3).

Segal Consulting ("Segal") does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretation on which the certification is based reflects Segal's understanding as an actuarial firm. Due to the complexity of the statute and the significance of its ramifications, Segal recommends that the Board of Trustees consult with legal counsel when making any decisions regarding compliance with ERISA and the Internal Revenue Code.

We look forward to reviewing this certification with you at your next meeting and to answering any questions you may have. We are available to assist the Trustees in communicating this information to plan stakeholders as well as in updating the Rehabilitation Plan.

Sincerely,

Segal Consulting, a Member of the Segal Group

By: ______________________________ ______________________________

Frederick C. K. Herberich
Senior Vice President

Paul C. Poon, ASA, MAAA, EA
Vice President & Associate Actuary

MW/bqb

cc: *Florence Culp, Esq.*
Alex W. Miller, CPA
Linda Reed
Richard A. Silva, MBA
Jennifer Snow, CPA

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Segal Consulting

March 30, 2018

Internal Revenue Service
Employee Plans Compliance Unit
Group 7602 (TEGE:EP:EPCU)
230 S. Dearborn Street
Room 1700 - 17th Floor
Chicago, IL 60604

To Whom It May Concern:

As required by ERISA Section 305 and the Internal Revenue Code (IRC) Section 432, we have completed the actuarial status certification as of January 1, 2018 for the following plan:

Name of Plan:	*Retail Clerks Specialty Stores Pension Fund*
Plan number:	*EIN 94-6313558 / PN 001*
Plan sponsor:	*Board of Trustees, Retail Clerks Specialty Stores Pension Fund*
Address:	*1000 Burnett Avenue, Suite 110, Concord, CA 94520-2000*
Phone number:	*925.746.7530*

As of January 1, 2018, the Plan is in critical status and in critical and declining status.

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards of the Rehabilitation Plan.

If you have any questions on the attached certification, you may contact me at the following:

Segal Consulting
100 Montgomery Street, Suite 500
San Francisco, CA 94104-4308
Phone number: 415.263.8200

Sincerely,

Paul C. Poon

Paul C. Poon, ASA, MAAA
Vice President & Associate Actuary
Enrolled Actuary No. 17-06069

EIN 94-6313558 / PN 001

March 30, 2018

Illustration Supporting Actuarial Certification of Status (Schedule MB, line 4b)

ACTUARIAL STATUS CERTIFICATION AS OF JANUARY 1, 2018 UNDER IRC SECTION 432

This is to certify that Segal Consulting, a Member of The Segal Group, Inc. ("Segal") has prepared an actuarial status certification under Internal Revenue Code Section 432 for the Retail Clerks Specialty Stores Pension Fund as of January 1, 2018 in accordance with generally accepted actuarial principles and practices. It has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing and compliance requirements under federal law. This certification may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety.

The measurements shown in this actuarial certification may not be applicable for other purposes. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements; differences in statutory interpretation and changes in plan provisions or applicable law.

This certification is based on the January 1, 2017 actuarial valuation, dated October 17, 2017. This certification reflects the changes in the law made by the Multiemployer Pension Reform Act of 2014 (MPRA). Additional assumptions required for the projections (including those under MPRA), and sources of financial information used are summarized in Exhibit VI.

Segal Consulting does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretations on which this certification is based reflect Segal's understanding as an actuarial firm.

This certification was based on the assumption that the Plan was qualified as a multiemployer plan for the year.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of my knowledge, the information supplied in this actuarial certification is complete and accurate. As required by IRC Section 432(b)(3)(B)(iii), the projected industry activity is based on information provided by the plan sponsor. In addition, as allowed by IRC Section 432(b)(3)(B), in my opinion, the contributions used for Insolvency Projections are reasonable. In my opinion, the projections are based on reasonable actuarial estimates, assumptions and methods that (other than projected industry activity and contributions as otherwise specified) offer my best estimate of anticipated experience under the Plan.

Paul C. Poon

Paul C. Poon, ASA, MAAA
Vice President & Associate Actuary
Enrolled Actuary No. 17-06069

EIN 94-6313558 / PN 001

Certificate Contents

EIN 94-6313558 / PN 001

EXHIBIT I
Status Determination as of January 1, 2018

Status	Condition	Component Result	Final Result
Critical Status:			
I. Initial critical status tests:			
C1.	A funding deficiency is projected in four years?	Yes	Yes
C2. (a)	A funding deficiency is projected in five years,	Yes	
(b)	AND the present value of vested benefits for non-actives is more than present value of vested benefits for actives,	Yes	
(c)	AND the normal cost plus interest on unfunded actuarial accrued liability (unit credit basis) is greater than contributions for current year?	Yes	Yes
C3. (a)	A funding deficiency is projected in five years,	Yes	
(b)	AND the funded percentage is less than 65%?	Yes	Yes
C4. (a)	The funded percentage is less than 65%,	Yes	
(b)	AND the present value of assets plus contributions is less than the present value of benefit payments and administrative expenses over seven years?	Yes	Yes
C5.	The present value of assets plus contributions is less than the present value of benefit payments and administrative expenses over five years?	No	No
II. Emergence test:			
C6. (a)	Was in critical status for the immediately preceding plan year,	Yes	
(b)	AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extension of amortization periods under ERISA Section 304(d)(2) or ERISA Section 304 as in effect prior to PPA'06,	Yes	
(c)	OR insolvency is projected for the current year or any of the 30 succeeding plan years?	Yes	
	Plan did NOT emerge?		**Yes**
III. In Critical Status? (If C1-C6 is Yes, then Yes)			**Yes**

Segal Consulting

EIN 94-6313558 / PN 001

EXHIBIT I (continued)

Status Determination as of January 1, 2018

Status	Condition	Component Result	Final Result
IV. Determination of critical and declining status:			
C7. (a) Any of (C1) through (C5) are Yes?		Yes	Yes
(b) AND EITHER Insolvency is projected within 15 years?		Yes	Yes
(c) OR			
(i) The ratio of inactives to actives is at least 2 to 1,		Yes	
(ii) AND insolvency is projected within 20 years?		Yes	Yes
(d) OR			
(i) The funded percentage is less than 80%?		Yes	
(ii) AND insolvency is projected within 20 years?		Yes	Yes
In Critical and Declining Status?			**Yes**
Endangered Status:			
E1. (a) Is not in critical status		**No**	
(b) AND the funded percentage is less than 80%?		**N/A**	**No**
E2. (a) Is not in critical status		**No**	
(b) AND a funding deficiency is projected in seven years?		**N/A**	No
In Endangered Status? (Yes when either (E1) or (E2) is Yes,			**No**
In Serious Endangered Status? (Yes when BOTH (E1) and (E2) are Yes)			**No**
Neither Critical Status Nor Endangered Status:			
Neither Critical nor Endangered Status?			**No**

This certificate also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards of the Rehabilitation Plan.

EXHIBIT II
Summary of Actuarial Valuation Projections

The actuarial factors as of January 1, 2018 (based on projections from the January 1, 2017 valuation certificate):

		Benefit Payments	Administrative Expenses	Total
I.	**Financial Information**			
	1. Market value of assets			$30,412,424
	2. Actuarial value of assets			30,412,424
	3. Reasonably anticipated contributions			
	a. Upcoming year			82,378
	b. Present value for the next five years			431,599
	c. Present value for the next seven years			627,900
	4. Projected benefit payments			6,132,366
	5. Projected administrative expenses (beginning of year)			748,604
II.	**Liabilities**			
	1. Present value of vested benefits for active participants			3,064,843
	2. Present value of vested benefits for non-active participants			59,434,502
	3. Total unit credit accrued liability			62,516,915
	4. Present value of payments	**Benefit Payments**	**Administrative Expenses**	**Total**
	a. Next five years	$25,012,660	$3,537,063	$28,549,723
	b. Next seven years	32,191,677	4,815,708	37,007,385
	5. Unit credit normal cost plus expenses			799,245
	6. Ratio of inactive participants to active participants			40.1
III.	**Funded Percentage** (I.2)/(II.3)			48.6%
IV.	**Funding Standard Account**			
	1. Credit Balance as of the end of prior year			$1,729,715
	2. Years to projected funding deficiency			1
V.	**Years to Projected Insolvency**			6

EXHIBIT III (continued)
Funding Standard Account Projections

The table below presents the Funding Standard Account Projections for the Plan Years beginning January 1.

	Year Beginning January 1,					
	2017	**2018**	**2019**	**2020**	**2021**	**2022**
1. Credit balance (BOY)	$8,219,083	$1,729,715	($4,342,161)	($10,785,294)	($17,057,467)	($23,588,537)
2. Interest on (1)	493,145	103,783	(260,530)	(647,118)	(1,023,448)	(1,415,312)
3. Normal cost	63,710	50,641	50,641	50,641	50,641	50,641
4. Administrative expenses	726,800	748,604	771,062	794,194	818,020	842,561
5. Net amortization charges	5,935,767	5,106,895	5,098,992	4,558,677	4,433,750	4,602,427
6. Interest on (3), (4) and (5)	403,578	354,368	355,241	324,210	318,145	329,738
7. Expected contributions	143,050	82,378	90,615	99,677	109,645	120,609
8. Interest on (7)	4,292	2,471	2,718	2,990	3,289	3,618
9. Full-funding limit credit	0	0	0	0	0	0
10. Credit balance (EOY): (1) + (2) – (3) – (4) – (5) – (6) + (7) + (8) + (9)	$1,729,715	($4,342,161)	($10,785,294)	($17,057,467)	($23,588,537)	($30,704,989)
	2023	**2024**	**2025**	**2026**	**2027**	
1. Credit balance (BOY)	($30,704,989)	($38,825,710)	($46,853,518)	($54,915,232)	($62,712,849)	
2. Interest on (1)	(1,842,299)	(2,329,543)	(2,811,211)	(3,294,914)	(3,762,771)	
3. Normal cost	50,641	50,641	50,641	50,641	50,641	
4. Administrative expenses	867,838	893,873	920,689	948,310	976,759	
5. Net amortization charges	5,133,476	4,573,015	4,137,962	3,420,469	2,697,612	
6. Interest on (3), (4) and (5)	363,117	331,051	306,558	265,165	223,501	
7. Expected contributions	132,670	145,937	160,531	176,584	194,242	
8. Interest on (7)	3,980	4,378	4,816	5,298	5,827	
9. Full-funding limit credit	0	0	0	0	0	
10. Credit balance (EOY): (1) + (2) – (3) – (4) – (5) – (6) + (7) + (8) + (9)	($38,825,710)	($46,853,518)	($54,915,232)	($62,712,849)	($70,224,064)	

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EXHIBIT IV

Funding Standard Account – Projected Bases Assumed Established After January 1, 2017

Schedule of Funding Standard Account Bases

Type of Base	Date Established	Base Established	Amortization Period	Amortization Payment
Experience (Gain)/Loss	1/ 1/2018	($3,476,788)	15	($337,717)

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EXHIBIT V
Solvency Projection

The table below presents the projected Market Value of Assets for the Plan Years beginning January 1, 2017 through 2023.

	Year Beginning January 1,						
	2017	**2018**	**2019**	**2020**	**2021**	**2022**	**2023**
1. Market Value at beginning of year	$31,715,208	$30,412,424	$25,212,198	$19,849,927	$14,397,989	$8,816,846	$3,070,509
2. Contributions	143,050	82,378	90,615	99,677	109,645	120,609	132,670
3. Withdrawal liability payments	0	0	0	0	0	0	0
4. Benefit payments	5,882,930	6,132,366	5,971,891	5,731,839	5,525,141	5,346,119	5,183,430
5. Administrative expenses	523,079	772,500	795,675	819,545	844,131	869,455	895,539
6. Interest earnings	4,960,175	1,622,262	1,314,680	999,769	678,484	348,628	8,381
7. Market Value at end of year: (1)+(2)+(3)-(4)-(5)+(6)	$30,412,424	$25,212,198	$19,849,927	$14,397,989	$8,816,846	$3,070,509	$0

Note: *The projected benefit payments shown above are based on a closed group, i.e. not reflecting new participants entering the plan. If such new entrants were reflected in our judgment this would not change the conclusion that the plan is projected to become insolvent in 2023, under the assumptions used. This projection is not intended to be used for any purpose other than this certification.*

EXHIBIT VI
Actuarial Assumptions and Methodology

The actuarial assumptions and plan of benefits are as used in the January 1, 2017 actuarial valuation certificate, dated October 17, 2017, except as specifically described below. We also assumed that experience would emerge as projected, except as described below. The calculations are based on a current understanding of the requirements of ERISA Section 305 and IRC Section 432.

Contribution Rates: All actives are covered under the Default Schedule of the Rehabilitation Plan that calls for a 10% contribution rate increase each year. Because of the Evergreen Clause of the CBAs, the certification assumes the rate increases indefinitely.

Asset Information: The financial information as of December 31, 2017 was based on an unaudited financial statement provided by the Fund Administrator.

For projections after that date, the assumed administrative expenses were increased by 3% per year and the benefit payments were projected based on the January 1, 2017 actuarial valuation. The projected net investment return was assumed to be 6.00% of the average market value of assets for the 2018 - 2026 Plan Years. Any resulting investment gains or losses due to the operation of the asset valuation method are amortized over 15 years in the Funding Standard Account.

Projected Industry Activity: As required by Internal Revenue Code Section 432, assumptions with respect to projected industry activity are based on information provided by the plan sponsor. Based on this information, the number of active participants is assumed to be 31, with each active receiving $1,500 in contributions per year, prior to the rate increases under the Default Schedule.

Future Normal Costs: We have assumed that the Normal Cost under the Unit Credit method will be the same as in the 2017 Plan year, adjusted for the above Projected Industry Activity.

EXHIBIT VII
Documentation Regarding Progress Under Rehabilitation Plan

Based on the Rehabilitation Plan in effect as of December 31, 2017, the applicable standard for January 1, 2018 was that the unaudited fund assets on January 1, 2018 would be at least $22 million. This certification shows unaudited assets of $30.4 million as of that date and therefore demonstrates that this standard is met.

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Segal Consulting

Retail Clerks Specialty Stores Pension Fund

Actuarial Valuation and Review as of January 1, 2019

This report has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing requirements of federal government agencies. This valuation report may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety. The measurements shown in this actuarial valuation may not be applicable for other purposes.

Segal Consulting

180 Howard Street, Suite 1100 San Francisco, CA 94105-6147
T 415.263.8200 www.segalco.com

February 10, 2020

Board of Trustees
Retail Clerks Specialty Stores Pension Fund
Walnut Creek, CA

Dear Trustees:

We are pleased to submit the Actuarial Valuation and Review as of January 1, 2019. It establishes the funding requirements for the current year and analyzes the preceding year's experience. It also summarizes the actuarial data and includes the actuarial information that is required to be filed with Form 5500 to federal government agencies.

The census information upon which our calculations were based was prepared by the Fund Office, under the direction of Richard A. Silva. That assistance is gratefully acknowledged. The actuarial calculations were completed under the supervision of Paul C. Poon, ASA, MAAA, Enrolled Actuary.

We look forward to reviewing this report with you at your next meeting and to answering any questions you may have.

Sincerely,

Segal Consulting, a Member of The Segal Group

By:

Frederick C. K. Herberich
Senior Vice President

JL2/bbf

cc: Kimberly Hancock, Esq.
Alex W. Miller, Esq., CPA
A. Mirella Nieto
Rick A. Silva,
Jennifer Snow, CPA
Steven Stemerman, Esq.

Table of Contents

Retail Clerks Specialty Stores Pension Fund Actuarial Valuation and Review as of January 1, 2019

Section 1: Actuarial Valuation Summary

Section 2: Actuarial Valuation Results

Section 3: Supplementary Information

Section 4: Certificate of Actuarial Valuation

Introduction

There are several ways of evaluating funding adequacy for a pension plan. In monitoring the Plan's financial position, the Trustees should keep in mind all of these concepts.

Funding Standard Account	The ERISA Funding Standard Account (FSA) measures the cumulative difference between actual contributions and the minimum required contributions. If actual contributions exceed the minimum required contributions, the excess is called the credit balance. If actual contributions fall short of the minimum required contributions, a funding deficiency occurs.
Zone Information	The Pension Protection Act of 2006 (PPA'06) called on plan sponsors to actively monitor the projected FSA credit balance, the funded percentage (the ratio of the actuarial value of assets to the present value of benefits earned to date) and cash flow sufficiency. Based on these measures, plans are then categorized as critical (*Red Zone*), endangered (*Yellow Zone*), or neither (*Green Zone*). The Multiemployer Pension Reform Act of 2014 (MPRA), among other things, made the zone provisions permanent.
Solvency Projections	Pension plan funding anticipates that, over the long term, both contributions and investment earnings will be needed to cover benefit payments and expenses. To the extent that contributions are less than benefit payments, investment earnings and fund assets will be needed to cover the shortfall. In some situations, a plan may be faced with insufficient assets to cover its current obligations and may need assistance from the Pension Benefit Guaranty Corporation (PBGC). MPRA provides options for some plans facing insolvency.
Scheduled Cost	The Scheduled Cost is an annual amount based on benefit levels and assets that allows a comparison to current contribution levels, given the expectation of a continuing Plan.
Withdrawal Liability	ERISA provides for assessment of withdrawal liability to employers who withdraw from a multiemployer plan based on unfunded vested benefit liabilities. A separate report is available.

Important Information about Actuarial Valuations

An actuarial valuation is a budgeting tool with respect to the financing of future uncertain obligations of a pension plan. As such, it will never forecast the precise future contribution requirements or the precise future stream of benefit payments. In any event, the actual cost of the plan will be determined by the benefits and expenses paid, not by the actuarial valuation.

In order to prepare a valuation, Segal Consulting (“Segal”) relies on a number of input items. These include:

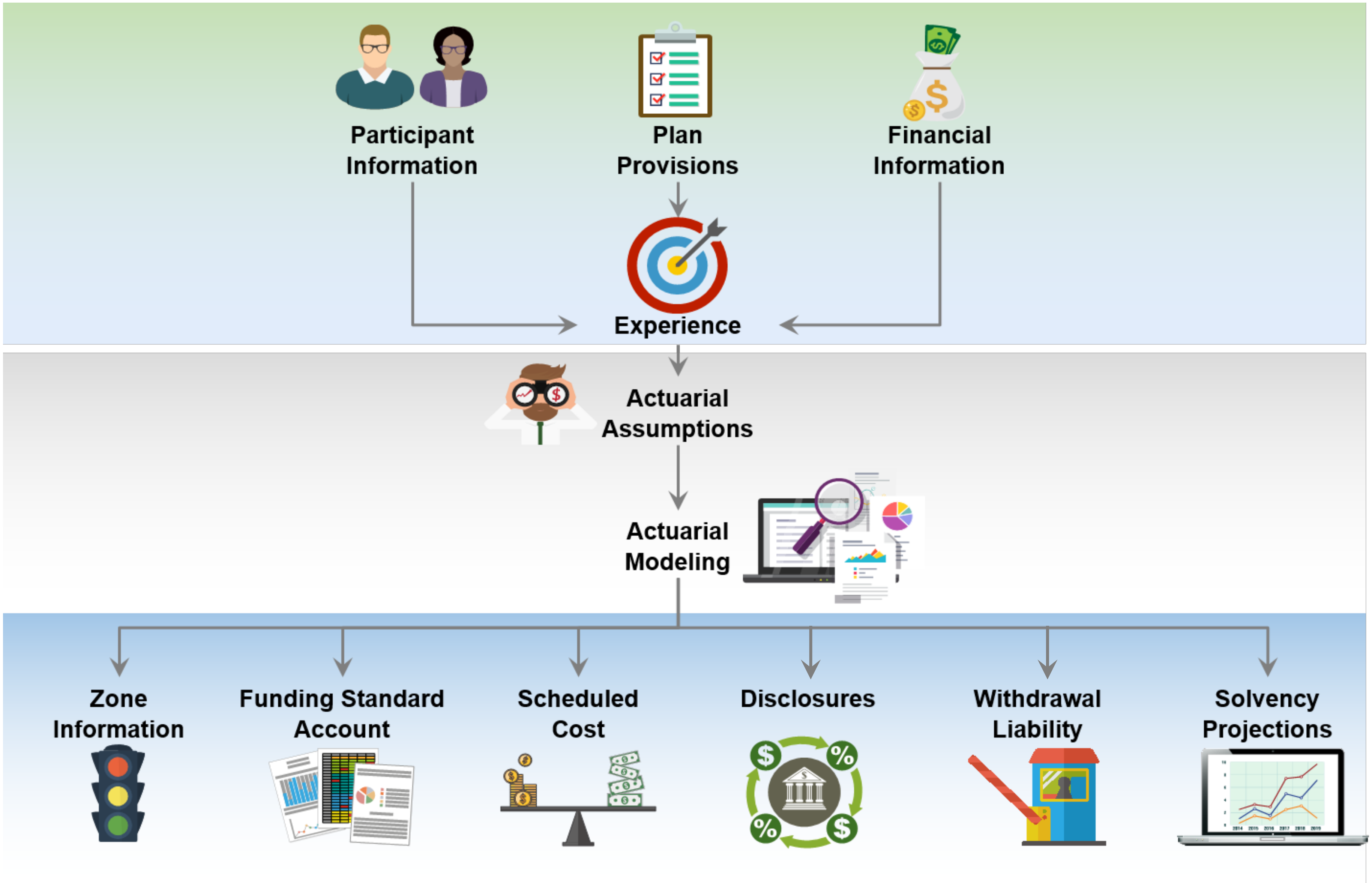
Plan Provisions	Plan provisions define the rules that will be used to determine benefit payments, and those rules, or the interpretation of them, may change over time. Even where they appear precise, outside factors may change how they operate. It is important for the Trustees to keep Segal informed with respect to plan provisions and administrative procedures, and to review the plan summary included in our report to confirm that Segal has correctly interpreted the plan of benefits.
Participant Information	An actuarial valuation for a plan is based on data provided to the actuary by the plan. Segal does not audit such data for completeness or accuracy, other than reviewing it for obvious inconsistencies compared to prior data and other information that appears unreasonable. For most plans, it is not possible nor desirable to take a snapshot of the actual workforce on the valuation date. It is not necessary to have perfect data for an actuarial valuation. The uncertainties in other factors are such that even perfect data does not produce a “perfect” result. Notwithstanding the above, it is important for Segal to receive the best possible data and to be informed about any known incomplete or inaccurate data.
Financial Information	Part of the cost of a plan will be paid from existing assets – the balance will need to come from future contributions and investment income. The valuation is based on the asset values as of the valuation date, typically reported by the auditor. A snapshot as of a single date may not be an appropriate value for determining a single year’s contribution requirement, especially in volatile markets. Plan sponsors often use an “actuarial value of assets” that differs from market value to gradually reflect year-to-year changes in the market value of assets in determining the contribution requirements.
Actuarial Assumptions	In preparing an actuarial valuation, Segal starts by developing a forecast of the benefits to be paid to existing plan participants for the rest of their lives and the lives of their beneficiaries. This requires actuarial assumptions as to the probability of death, disability, withdrawal, and retirement of participants in each year, as well as forecasts of the plan’s benefits for each of those events. The forecasted benefits are then discounted to a present value, typically based on an estimate of the rate of return that will be achieved on the plan’s assets. All of these factors are uncertain and unknowable. Thus, there will be a range of reasonable assumptions, and the results may vary materially based on which assumptions the actuary selects within that range. That is, there is no right answer (except with hindsight). It is important for any user of an actuarial valuation to understand and accept this constraint. The actuarial model may use approximations and estimates that will have an immaterial impact on our results. In addition, the actuarial assumptions may change over time, and while this can have a significant impact on the reported results, it does not mean that the previous assumptions or results were unreasonable or wrong.

Given the above, the user of Segal's actuarial valuation (or other actuarial calculations) needs to keep the following in mind:

- The actuarial valuation is prepared for use by the Trustees. It includes information for compliance with federal filing requirements and for the plan's auditor. Segal is not responsible for the use or misuse of its report, particularly by any other party.
- An actuarial valuation is a measurement at a specific date — it is not a prediction of a plan's future financial condition. Accordingly, Segal did not perform an analysis of the potential range of financial measurements, except where otherwise noted.
- Critical events for a plan include, but are not limited to, decisions about changes in benefits and contributions. The basis for such decisions needs to consider many factors such as the risk of changes in employment levels and investment losses, not just the current valuation results.
- ERISA requires a plan's enrolled actuary to provide a statement in the plan's annual report disclosing any event or trend that the actuary has not taken into account, if, to the best of the actuary's knowledge, such an event or trend may require a material increase in plan costs or required contribution rates. If the Trustees are aware of any event that was not considered in this valuation and that may materially increase the cost of the Plan, they must advise Segal, so that an appropriate statement can be included.
- Segal does not provide investment, legal, accounting, or tax advice. This valuation is based on Segal's understanding of applicable guidance in these areas and of the plan's provisions, but they may be subject to alternative interpretations. The Trustees should look to their other advisors for expertise in these areas.
- While Segal maintains extensive quality assurance procedures, an actuarial valuation involves complex computer models and numerous inputs. In the event that an inaccuracy is discovered after presentation of Segal's valuation, Segal may revise that valuation or make an appropriate adjustment in the next valuation.
- Segal's report shall be deemed to be final and accepted by the Trustees upon delivery and review. Trustees should notify Segal immediately of any questions or concerns about the final content.

As Segal Consulting has no discretionary authority with respect to the management of assets of the Plan, it is not a fiduciary in its capacity as actuaries and consultants with respect to the Plan.

ACTUARIAL VALUATION OVERVIEW



Section 1: Actuarial Valuation Summary

Summary of Key Valuation Results

		2018	2019
Certified Zone Status		***Critical and Declining***	***Critical and Declining***
Demographic Data:	• Number of active participants	37	36
	• Number of inactive participants with vested rights	376	374
	• Number of retired participants and beneficiaries	1,102	1,055
Assets:	• Market value of assets (MVA)	$30,143,483	$23,347,092
	• Actuarial value of assets (AVA)	30,143,483	23,347,092
	• AVA as a percent of MVA	100.0%	100.0%
Cash Flow:	• Projected employer contributions[1] (excluding withdrawal liability payments)	$147,434	$149,719
	• Actual contributions	136,108	- -
	• Projected benefit payments and expenses	6,300,126	6,116,221
	• Insolvency projected in Plan Year beginning	2024	2023
Statutory Funding Information:	• Minimum required contribution	$4,069,664	$10,262,973
	• Maximum deductible contribution	90,194,948	90,976,730
	• Annual Funding Notice percentage	49.4%	39.4%
Cost Elements on an FSA Cost Basis:	• Normal cost, including administrative expenses	$574,118	$505,472
	• Actuarial accrued liability	61,056,207	59,303,679
	• Unfunded actuarial accrued liability (based on AVA)	$30,912,724	$35,956,587

[1] Projected contributions are 110% of the prior year's actual contributions, due to the continuing 10% annual rate increases under the Default Schedule.

Comparison of Funded Percentages

	Funded Percentages as of January 1		2019	
	2018	2019	Liabilities	Assets
1. Present Value of Future Benefits	49.0%	39.1%	$59,727,401	$23,347,092
2. Actuarial Accrued Liability	49.4%	39.4%	59,303,679	23,347,092
3. PPA'06 Liability and Annual Funding Notice	49.4%	39.4%	59,303,679	23,347,092
4. Accumulated Benefits Liability	49.4%	39.4%	59,303,679	23,347,092
5. Current Liability	35.1%	28.7%	81,295,470	23,347,092

Notes:

1. The value of benefits earned through the valuation date (accrued benefits) plus the value of benefits projected to be earned in the future for current participants. Used to develop the actuarial accrued liability, based on the funding investment return assumption of 6.00% and the actuarial value of assets. The funded percentage using market value of assets is 49.0% for 2018 and 39.1% for 2019.
2. The portion of the present value of future benefits allocated by the actuarial cost method to years prior to the valuation date. Used for the Funding Standard Account, based on the funding investment return assumption of 6.00% and the actuarial value of assets. The funded percentage using market value of assets is 49.4% for 2018 and 39.4% for 2019.
3. The present value of benefits earned through the valuation date (accrued benefits) defined by PPA'06, based on the funding investment return assumption of 6.00% and compared to the actuarial value of assets.
4. The present value of accrued benefits for disclosure in the audited financial statements, based on the funding investment return assumption of 6.00%, and compared to the market value of assets.
5. The present value of accrued benefits based on a government-prescribed mortality table and investment return assumption of 2.98% for 2018 and 3.06% for 2019, and compared to the market value of assets. Used to develop the maximum tax-deductible contribution and shown on the Schedule MB if less than 70%.

Disclosure: These measurements are not necessarily appropriate for assessing the sufficiency of Plan assets to cover the estimated cost of settling the Plan's benefit obligations or the need for or the amount of future contributions.

This January 1, 2019 actuarial valuation report is based on financial and demographic information as of that date. Changes subsequent to that date are not reflected unless specifically identified, and will affect future results. Segal is prepared to work with the Trustees to analyze the effects of any subsequent developments. The current year's actuarial valuation results follow.

A. Developments Since Last Valuation

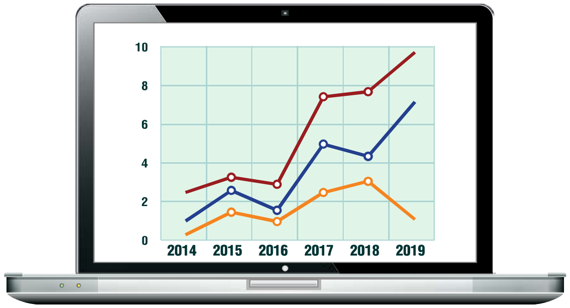
1. The rate of return on the actuarial value and market value of plan assets was -3.44% for the 2018 plan year. Given the current interest rate environment, target asset allocation and expectations of future investment returns for various asset classes, we will continue to evaluate the Plan's anticipated investment returns relative to the assumed rate of return on investments of 6.00%.
2. As a result of the plan being in critical status, the Trustees adopted a Rehabilitation Plan on March 14, 2013. The Rehabilitation Plan is designed to forestall plan insolvency and includes one schedule (Default Schedule) of benefit cuts and contribution increases. The Default Schedule was implemented effective January 1, 2014 and is recognized for active participants in this valuation.
3. Based on past experience and future expectations, the exclusion age for inactive vested participants was increased from age 70 to age 75 and the annual administrative expense assumption was reduced from $525,000 to $450,000. These changes did not affect the year of projected plan insolvency.
4. The 2019 certification, issued on March 29, 2019, based on the liabilities calculated in the 2018 actuarial valuation, projected to December 31, 2018, and estimated asset information as of December 31, 2018, classified the Plan as critical and declining (in the *Red Zone*) because the Plan was in critical status last year with a projected deficiency in the FSA within the next 10 years and a projected insolvency within 15 years. This projection was based on the Trustees' industry activity assumption of 31 active participants, each receiving $1,500 in contributions per year, prior to the rate increases under the Default Schedule.

B. Funded Percentage and Funding Standard Account

1. Based on this January 1, 2019 actuarial valuation, the funded percentage that will be reported on the 2019 Annual Funding Notice is 39.4%.
2. The FSA credit balance of $1,725,540 as of December 31, 2017 declined to a funding deficiency of $3,929,473 as of December 31, 2018.

C. Solvency Projections

1. Based on this valuation, the current value of assets plus future investment earnings and contribution income is projected to exceed benefit payments and administrative expenses for at least 4 years through 2022, with a projected insolvency in 2023, assuming experience emerges as projected and there are no changes in the Plan provisions, actuarial assumptions, law or regulations. The projected assets are shown in *Section 2*. If requested by the Trustees, we can perform additional projections of the financial status of the Plan.



D. Funding Concerns and Risk

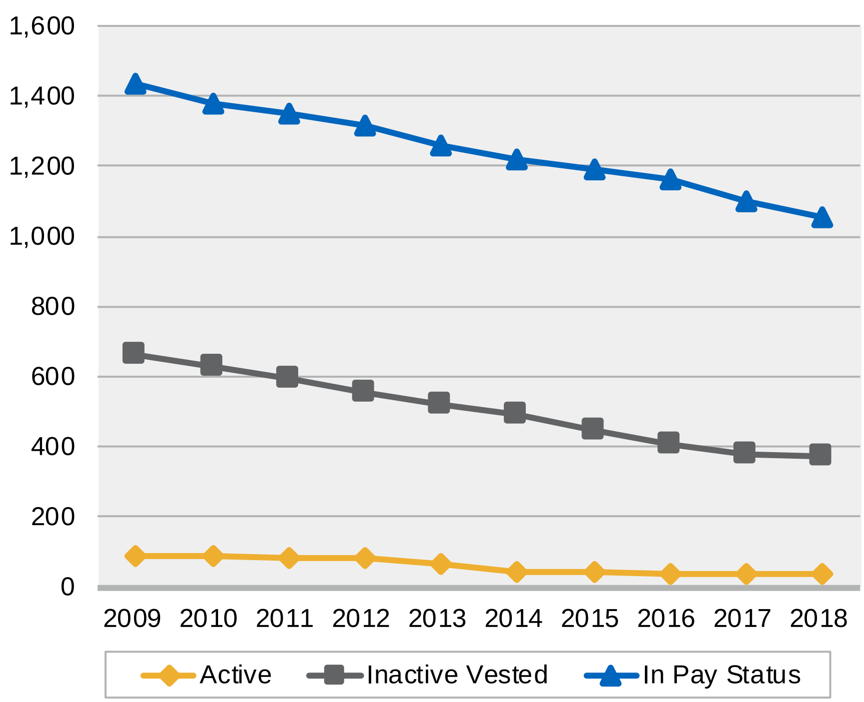
1. The projected inability to pay future benefits must continue to be monitored.
2. We will work with the Trustees to review alternatives that may help address the imbalance between the benefit levels in the Plan and resources available to pay for them.
3. The actions already taken to address this issue include the Trustees' Rehabilitation Plan that was designed to forestall plan insolvency, and the Trustees' review of the potential impact of a MPRA suspension on this plan.
4. The actuarial valuation results are dependent on a single set of assumptions. Typically, there is risk that emerging results may differ significantly as actual experience proves to be different from the current assumptions. However, due to the Plan's near-term projected insolvency, the Plan has limited risk.

Section 2: Actuarial Valuation Results

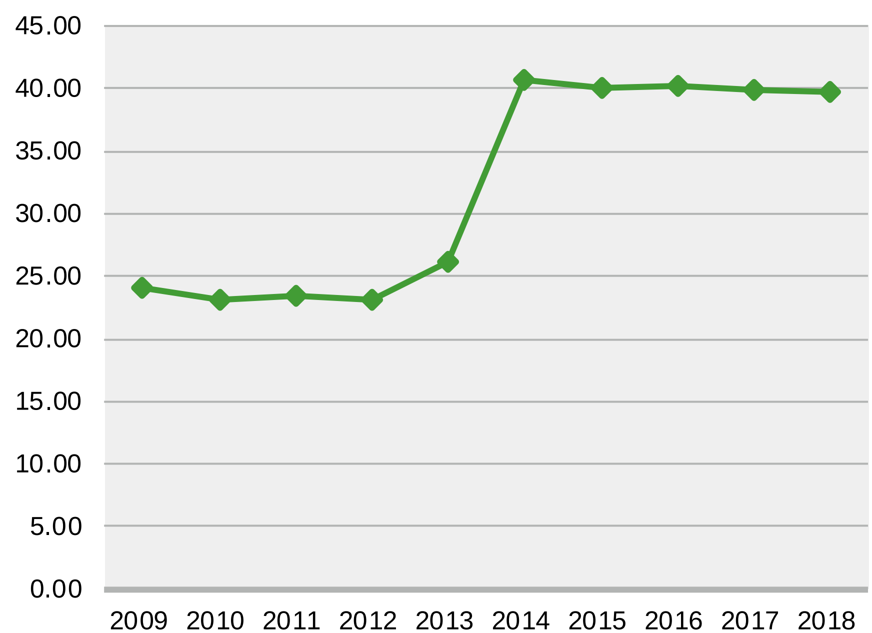
Participant Information

- The Actuarial Valuation is based on demographic data as of December 31, 2018.
- There are 1,465 total participants in the current valuation, compared to 1,515 in the prior valuation.
- The ratio of non-actives to actives has remained at 40 since the prior year.
- More details on the historical information are included in *Section 3, Exhibits A.* and *B.*

POPULATION AS OF DECEMBER 31



RATIO OF NON-ACTIVES TO ACTIVES AS OF DECEMBER 31

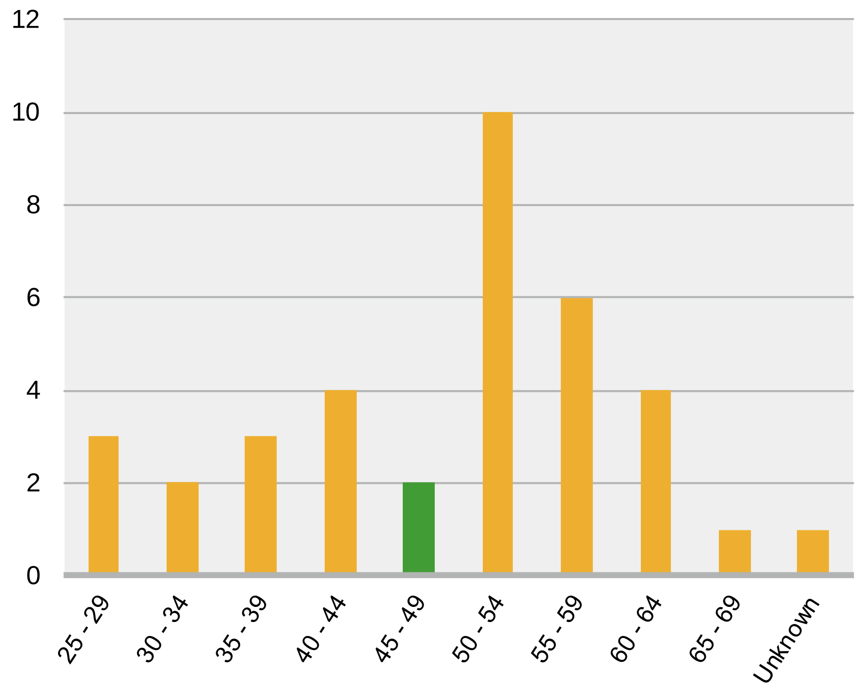


Active Participants

- There are 36 active participants this year, a decrease of 2.7% compared to 37 in the prior year.
- The age and service distribution is included in *Section 4, Exhibit 6*.

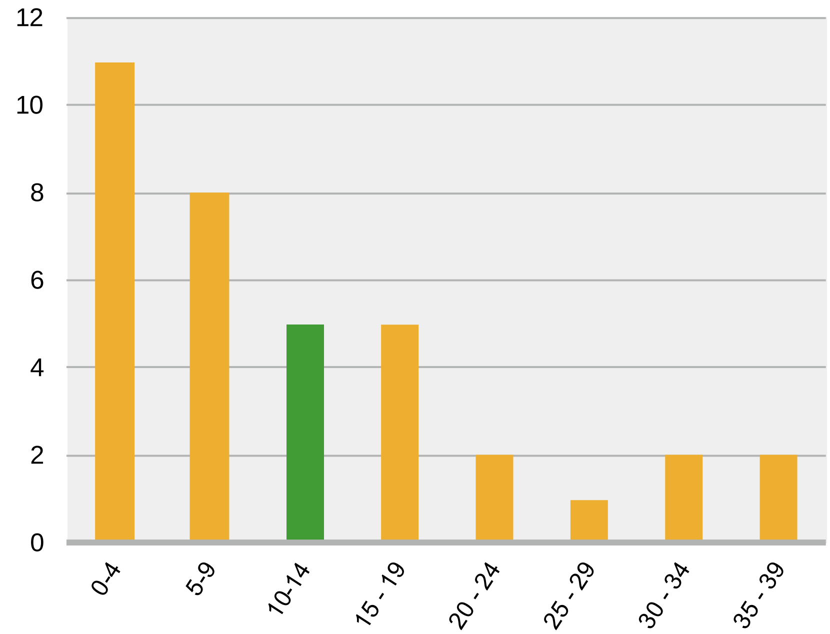
Distribution of Active Participants as of December 31, 2018

BY AGE



Average age	49.0
Prior year average age	49.3
Difference	-0.3

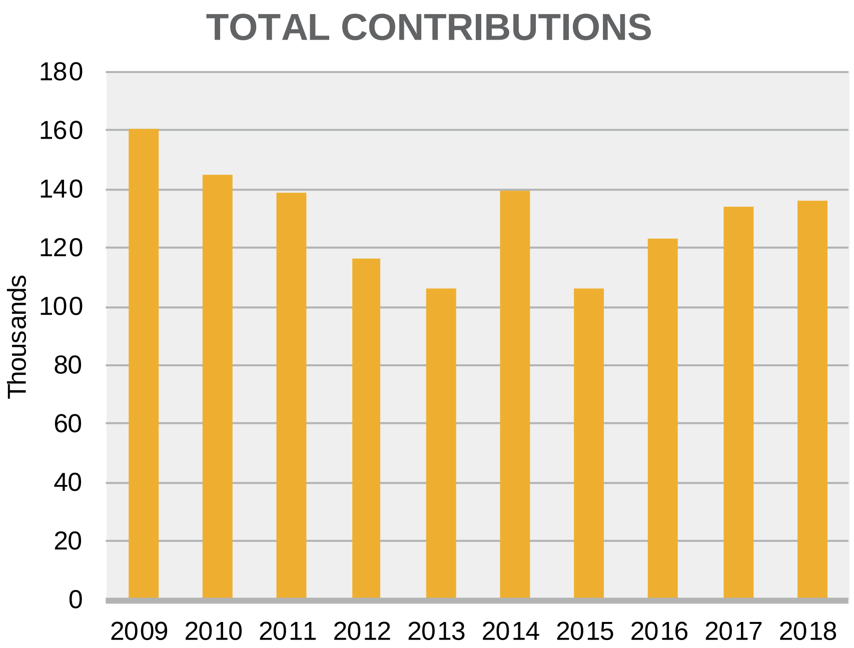
BY VESTING CREDITS

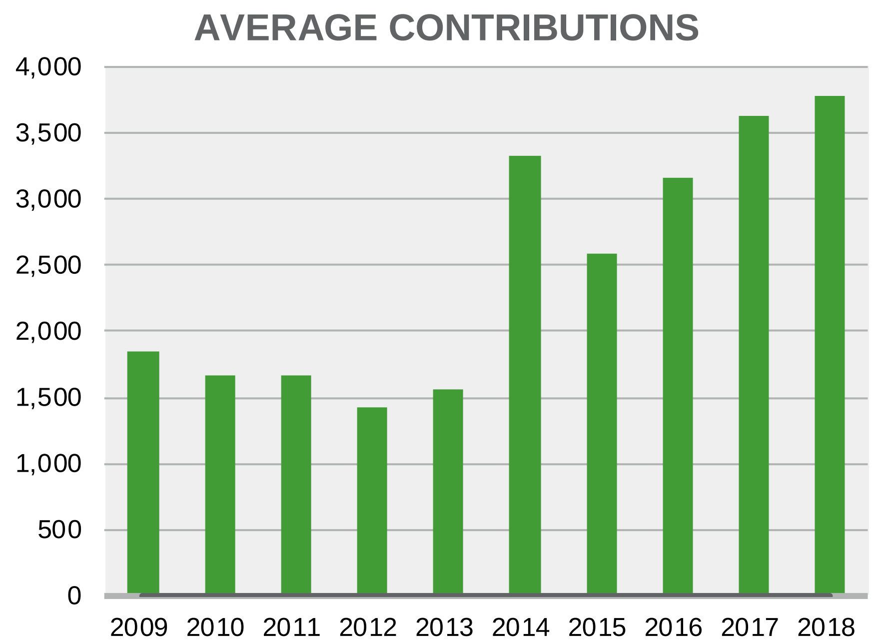


Average Vesting Credits	11.9
Prior year average Vesting Credits	12.6
Difference	-0.7

Historical Employment

- The 2019 zone certification was based on an industry activity assumption of 31 active participants each receiving $1,500 in contributions per year, prior to rate increases under the Default Schedule.
- The charts below show a history of contributions over the last 10 years. Additional detail is in *Section 3, Exhibit C*.





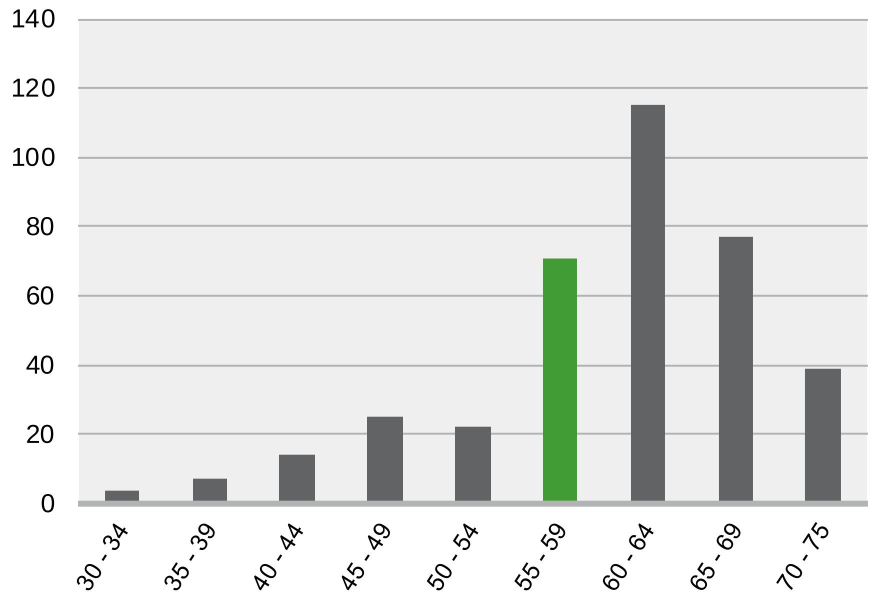
Historical Average Total Contributions	
Last year	136,108
Last five years	127,826
Last 10 years	130,538

Historical Average Contributions Per Active	
Last year	3,781
Last five years	3,295
Last 10 years	2,465

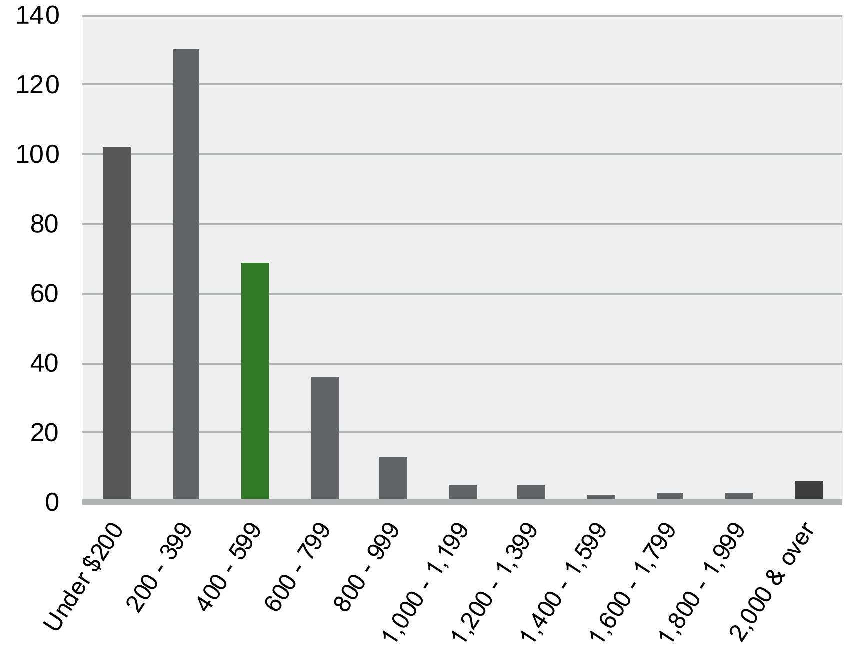
Inactive Vested Participants

- A participant who is not currently active and has satisfied the vesting requirements for, but has not yet commenced, a pension is considered an "inactive vested" participant.
- There are 374 inactive vested participants this year, a decrease of 0.5% compared to 376 last year.
- This excludes 31 inactive vested participants over age 75.

Distribution of Inactive Vested Participants as of December 31, 2018



Average age	**59.9**
Prior year average age	58.7
Difference	**1.2**



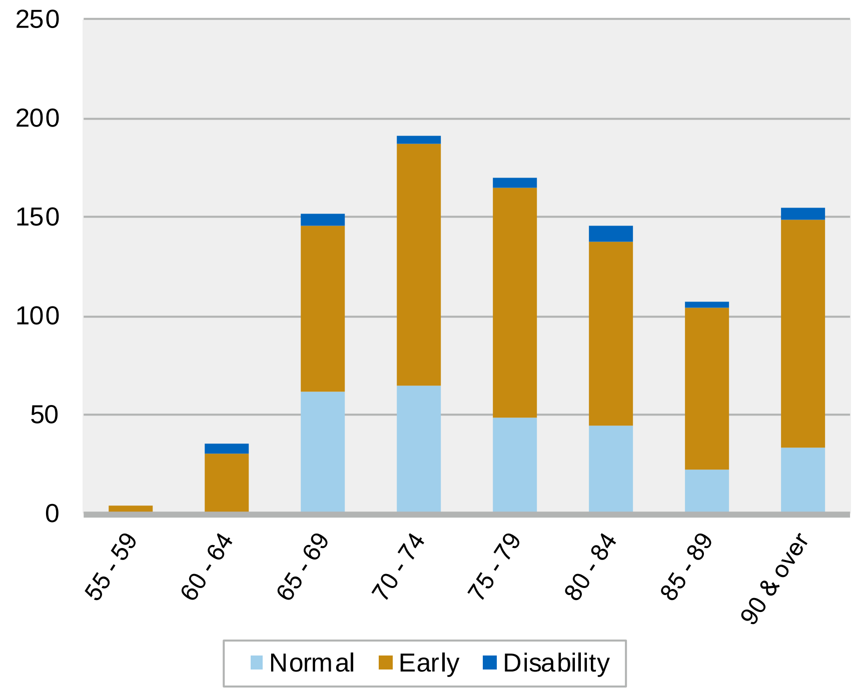
Average amount	**$429**
Prior year average amount	$439
Difference	**-$10**

Pay Status Information

- There are 960 pensioners and 95 beneficiaries this year, compared to 1,011 and 91, respectively, in the prior year.
- Monthly benefits for the Plan Year ending December 31, 2018 total $444,940, as compared to $465,873 in the prior year.

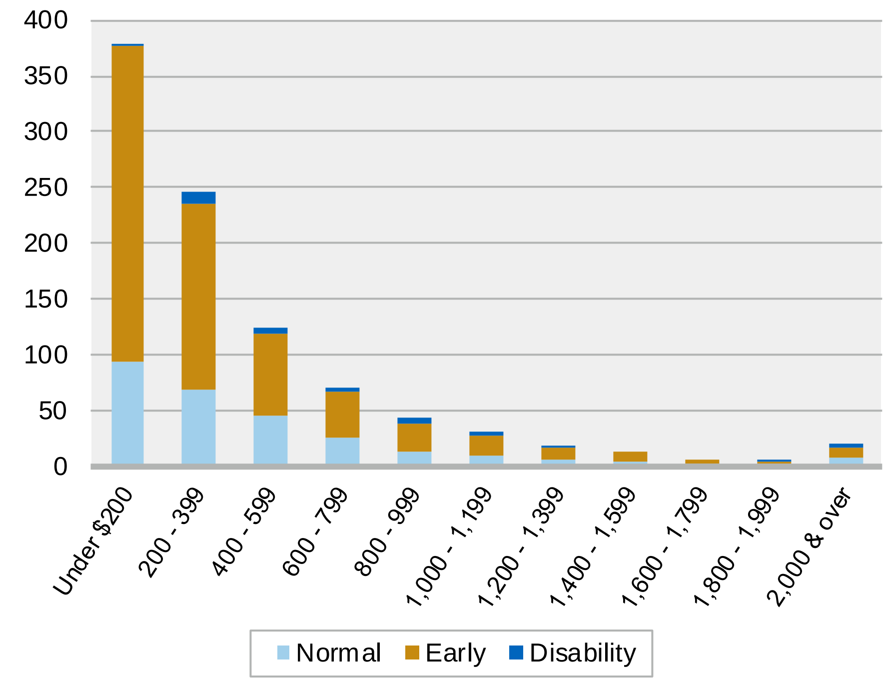
Distribution of Pensioners as of December 31, 2018

BY TYPE AND AGE



Average age	**78.4**
Prior year average age	78.2
Difference	**0.2**

BY TYPE AND MONTHLY AMOUNT

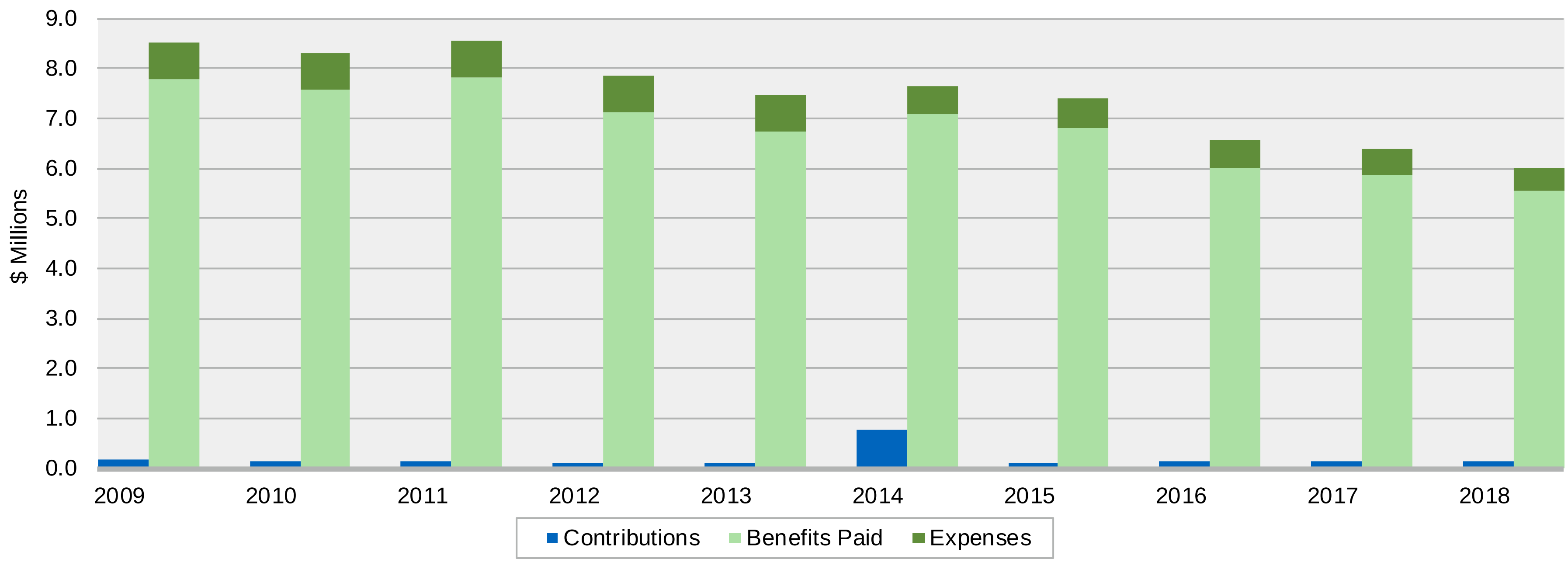


Average amount	**$439**
Prior year average amount	$439
Difference	**$0**

Financial Information

- Benefits and expenses are funded solely from contributions and investment earnings.
- For the most recent year, benefit payments and expenses were 44.1 times contributions, compared to 45.9 the prior year.
- Additional detail is in *Section 3, Exhibit F*.
- In the chart below, the contributions for 2014 include a payment from a withdrawn employer for contributions due in earlier years.

COMPARISON OF EMPLOYER CONTRIBUTIONS WITH BENEFITS AND EXPENSES PAID



Determination of Actuarial Value of Assets

- The actuarial value of assets is equal to the market value of assets for the valuation. Under this asset method, the full value of market fluctuation is recognized in a single year and, as a result, the asset value and the pension plan cost are relatively volatile. However, the volatility of plan costs is not an important factor for plans projected to become insolvent.

1	Actuarial value of assets = Market value of assets	$23,347,092

Actuarial Experience

- Assumptions should reflect experience and should be based on reasonable expectations for the future.
- Each year actual experience is compared to that projected by the assumptions. Differences are reflected in the contribution requirement as an experience gain or loss.
- Assumptions are not changed if experience is believed to be a short-term development that will not continue over the long term.
- The net experience variation for the year was 1.7% of the projected actuarial accrued liability from the prior valuation, and was significant when compared to that liability. This was primarily due to the reported death of about 25 inactive vested participants from last year and to higher than expected number of deaths among pensioners.

EXPERIENCE FOR THE YEAR ENDED DECEMBER 31, 2018

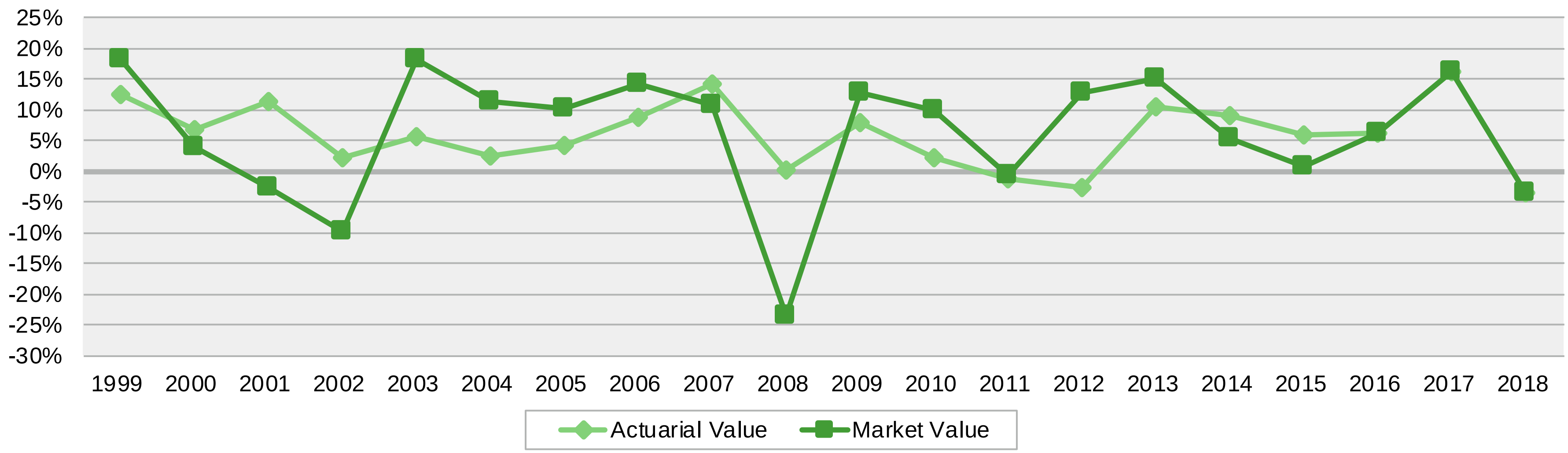
1	Loss from investments	
	a. Net investment income	-$936,123
	b. Average actuarial value of assets	27,213,349
	c. Rate of return: a ÷ b	-3.44%
	d. Assumed rate of return	6.00%
	e. Expected net investment income: b x d	$1,632,801
	f. Actuarial loss from investments: a - e	-2,568,924
2	Gain from administrative expenses	81,684
3	Net gain from other experience	1,023,513
4	**Net experience loss:** 1f + 2 + 3	**-$1,463,727**

- Net investment income consists of the income at the actuarially assumed rate of return, net of investment expenses, and an adjustment for market value changes.

Historical Investment Returns

- The assumed rate of return of 6.00% considers past experience, the Trustees' asset allocation policy and future expectations.

ACTUARIAL RATES OF RETURN FOR YEARS ENDED DECEMBER 31



Average Rates of Return	Actuarial Value	Market Value
Most recent year return:	-3.44%	-3.44%
Most recent five-year average return:	7.03%	4.95%
Most recent ten-year average return:	4.65%	7.85%
20-year average return:	6.17%	5.81%

Non-Investment Experience

Administrative Expenses

- Administrative expenses for the year ended December 31, 2018 totaled $445,480, as compared to the prior year's assumption of $525,000.

Mortality Experience

- Mortality experience (more or fewer than expected deaths) yields actuarial gains or losses.
- The average number of deaths for nondisabled pensioners over the past 5 years was 67.2 per year compared to 62.7 projected deaths per year. The underlying mortality table used was published by the Society of Actuaries and is appropriate for the valuation of this plan.

Other Experience

- Other differences between projected and actual experience include the extent of turnover among the participants, retirement experience (earlier or later than projected) and mortality experience of disabled pensioners.

Actuarial Assumptions

- The following assumptions were changed with this valuation:
  - The annual administrative expense assumption was reduced from $525,000 to $450,000, payable monthly.
  - The exclusion age for inactive vested participants was increased from age 70 to age 75.
- These changes did not affect the year of projected insolvency.
- Details on actuarial assumptions and methods are in *Section 4, Exhibit 8*.

Plan Provisions

- There were no changes in plan provisions since the prior valuation.
- A summary of plan provisions is in *Section 4, Exhibit 9*.

Contribution Rate Changes

- All active participants are covered under the Default Schedule of the Rehabilitation Plan, which calls for a 10% increase in contribution rates each year, with all increases not counted towards benefit accruals.

Pension Protection Act of 2006

2019 Actuarial Status Certification

- PPA'06 requires trustees to actively monitor their plans' financial prospects to identify emerging funding challenges so they can be addressed effectively. Details are shown in *Section 3, Exhibit K*.
- The 2019 certification, completed on March 29, 2019, was based on the liabilities calculated in the January 1, 2018 actuarial valuation, projected to December 31, 2018, and estimated asset information as of December 31, 2018. The Trustees provided an industry activity assumption of 31 active participants each receiving annual contributions of $1,500, prior to the contribution rate increases under the Default Schedule.
- The Plan was classified as being in "critical status" (*Red Zone*) due to having been in critical status the prior year and having a projected deficiency in the FSA within ten years. In addition, the plan was classified as "critical and declining" due to a projected insolvency within 15 years.
- In addition, the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan.

Year	Zone Status
2010	GREEN
2011	GREEN
2012	YELLOW
2013	RED
2014	RED
2015	RED
2016	RED
2017	RED
2018	RED
2019	RED

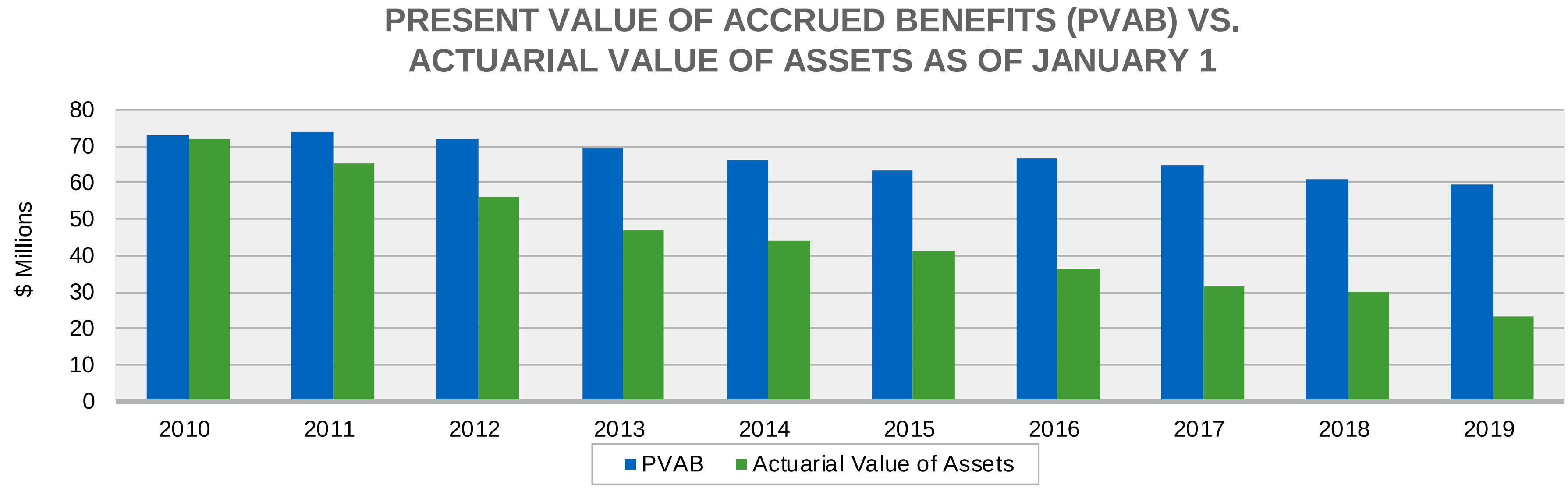
Rehabilitation Plan

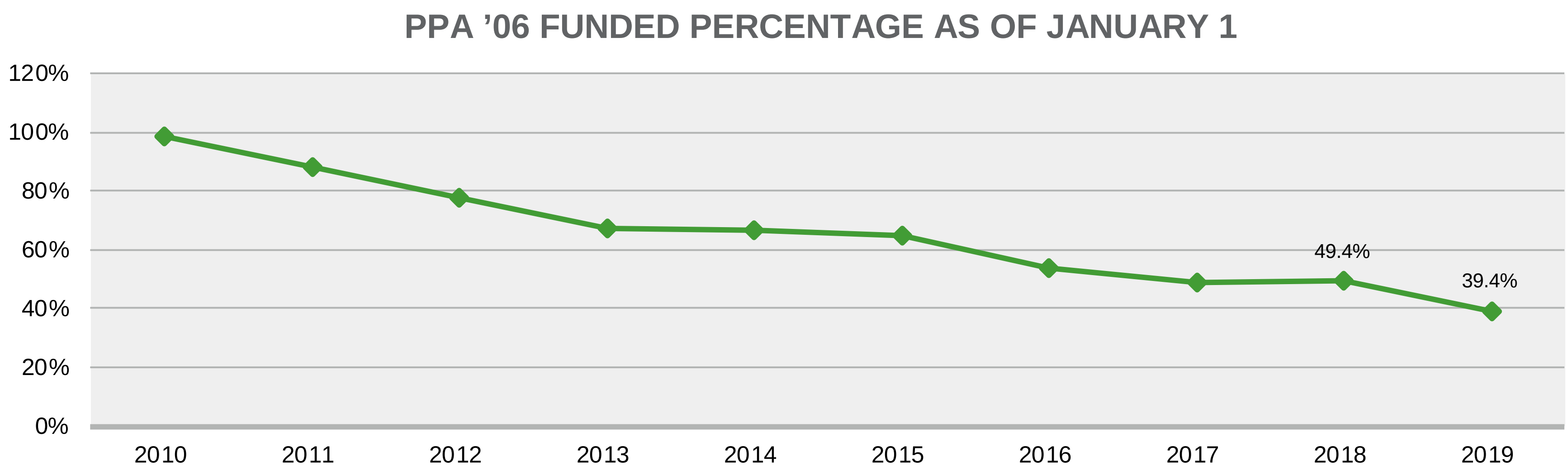
- The Trustees adopted a Rehabilitation Plan on March 14, 2013 to forestall plan insolvency.
- The annual standard for the January 1, 2019 status certification is for the unaudited fair market value of plan assets to be at least $17 million as of January 1, 2019. The standard was met for 2019.
- Section 432(e)(3)(B) requires that the Trustees annually update the Rehabilitation Plan and Schedules. Segal will continue to assist the Trustees to evaluate and update the Rehabilitation Plan and prepare the required assessment of Scheduled Progress in meeting the requirements of the Rehabilitation Plan.

Funding Standard Account (FSA)

- The minimum funding requirement for the year beginning January 1, 2019 is $10,262,973, compared to projected contributions of $149,719.
- Employers contributing to plans in critical status will generally not be penalized if a funding deficiency develops, provided the parties fulfill their obligations under the Rehabilitation Plan, including negotiation of bargaining agreements consistent with the Schedules provided by the Trustees.

PPA'06 Funded Percentage Historical Information

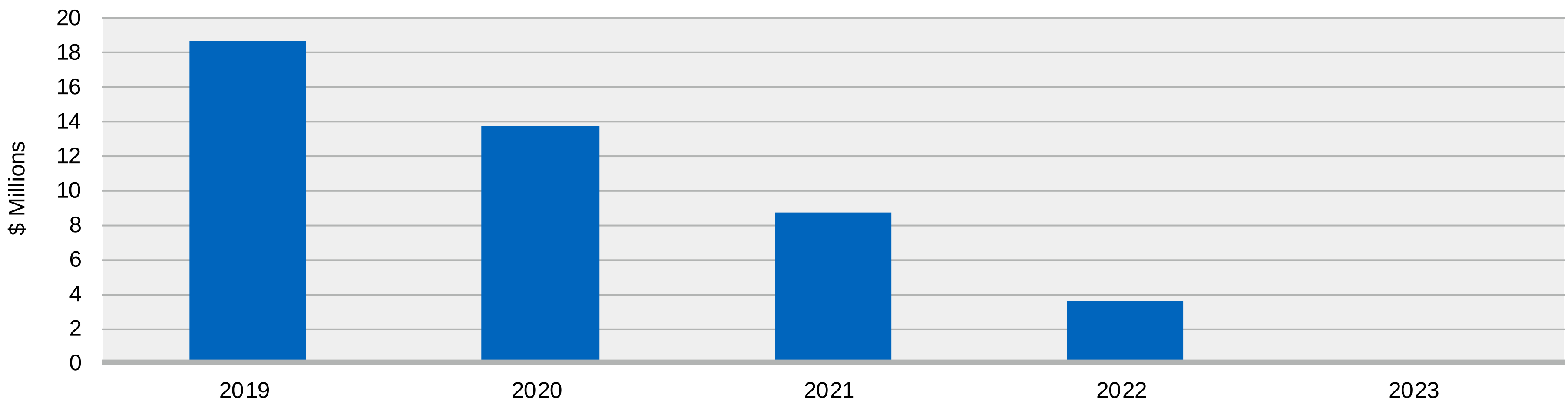




Solvency Projection

- PPA'06 requires Trustees to monitor plan solvency - the ability to pay benefits and expenses when due. MPRA classifies red zone plans that are projected to become insolvent within 15 or 20 years as "critical and declining." See *Section 3, Exhibit K* for more information.
- This Plan was certified as critical and declining in 2019 based on a projected insolvency within 5 years in 2023.
- Based on this valuation, assets are still projected to be exhausted in 2023, as shown below.
- This projection is based on the negotiated contribution rates, including all future contribution rate increases contemplated in the Rehabilitation Plan, the current valuation assumptions and the Trustees' industry activity assumptions.
- The Plan is operating under a Rehabilitation Plan that is intended to forestall insolvency.

PROJECTED ASSETS AS OF DECEMBER 31



Additional scenarios would demonstrate sensitivity to investment return, employment and other alternative assumptions.

Funding Concerns

- The projected inability to pay future benefits must continue to be monitored.
- We will work with the Trustees to review alternatives that may help address the imbalance between the benefit levels in the Plan and the resources available to pay for them.
- The actions already taken to address this issue include the Trustees' Rehabilitation Plan that was designed to forestall plan insolvency, and the Trustees' review of the potential impact of a MPRA suspension on this plan.

Risk

- The actuarial valuation results are dependent on a single set of assumptions. Typically, there is a risk that emerging results may differ significantly as actual experience proves to be different from the current assumptions. However, due to the Plan's near-term projected insolvency, the Plan has limited risk.

Section 3: Supplementary Information

EXHIBIT A – TABLE OF PLAN COVERAGE

Category	Year Ended December 31 2017	Year Ended December 31 2018	Change from Prior Year
Active participants in valuation:			
• Number	37	36	-2.7%
• Average age	49.3	49.0	-0.3
• Average Vesting Credits	12.6	11.9	-0.7
• Average projected annual contributions for upcoming year	$3,985	$4,159	4.4%
• Number with unknown age	2	1	-50.0%
• Total active vested participants	25	25	0.0%
Inactive participants with rights to a pension:			
• Number	376	374	-0.5%
• Average age	58.7	59.9	1.2
• Average monthly benefit	$439	$429	-2.3%
Pensioners (including disableds):			
• Number in pay status	1,011	960	-5.0%
• Average age	78.2	78.4	0.2
• Average monthly benefit	$439	$439	0.0%
Beneficiaries:			
• Number in pay status	91	95	4.4%
• Average age	79.1	78.7	-0.4
• Average monthly benefit	$241	$248	2.9%
Total participants	**1,515**	**1,465**	**-3.3%**

EXHIBIT B – PARTICIPANT POPULATION

Year Ended December 31	Active Participants	Inactive Vested Participants	Pensioners and Beneficiaries	Ratio of Non-Actives to Actives
2009	87	664	1,435	24.13
2010	87	630	1,378	23.08
2011	83	592	1,350	23.40
2012	81	557	1,315	23.11
2013	68	520	1,262	26.21
2014	42	491	1,220	40.74
2015	41	449	1,193	40.05
2016	39	405	1,160	40.13
2017	37	376	1,102	39.95
2018	36	374	1,055	39.69

EXHIBIT C – EMPLOYMENT HISTORY

Year Ended December 31	Total Contributions		Active Participants		Average Contributions	
	Number	Percent Change	Number	Percent Change	Number	Percent Change
2009	160,271	-11.3%	87	-20.2%	1,842	11.2%
2010	145,087	-9.5%	87	0.0%	1,668	-9.5%
2011	138,547	-4.5%	83	-4.6%	1,669	0.1%
2012	116,037	-16.2%	81	-2.4%	1,433	-14.2%
2013	106,307	-8.4%	68	-16.0%	1,563	9.1%
2014	139,823	31.5%	42	-38.2%	3,329	113.0%
2015	105,992	-24.2%	41	-2.4%	2,585	-22.3%
2016	123,175	16.2%	39	-4.9%	3,158	22.2%
2017	134,031	8.8%	37	-5.1%	3,622	14.7%
2018	136,108	1.5%	36	-2.7%	3,781	4.4%
			Five-year average contributions:		**3,295**	
			Ten-year average contributions:		**2,465**	

EXHIBIT D – NEW PENSION AWARDS

- During the fiscal year ended December 31, 2018, there were 27 pensions awarded.
- The average monthly pension awarded, after adjustment for optional forms of payment, was $457.

	Total		Normal		Early		Disability	
Year Ended Dec 31	Number	Average Monthly Amount	Number	Average Monthly Amount	Number	Average Monthly Amount	Number	Average Monthly Amount
2009	52	$434	14	$873	38	$273	–	–
2010	40	358	18	389	22	332	–	–
2011	47	347	21	268	26	412	–	–
2012	38	491	12	397	25	466	1	2,250
2013	38	653	20	548	16	438	2	3,417
2014	37	359	25	355	12	369	–	–
2015	39	498	22	434	17	581	–	–
2016	39	388	35	413	4	175	–	–
2017	24	818	19	803	5	875	–	–
2018	27	457	20	425	7	549	–	–

EXHIBIT E – PROGRESS OF PENSION ROLLS OVER THE PAST TEN YEARS

IN PAY STATUS AT YEAR END

Year	Number	Average Age	Average Amount	Terminations[1]	Additions[2]
2009	1,310	77.9	$459	62	52
2010	1,252	77.9	452	98	40
2011	1,228	78.0	443	75	51
2012	1,199	78.0	444	71	42
2013	1,151	78.0	448	86	38
2014	1,113	78.0	440	75	37
2015	1,087	78.0	443	65	39
2016	1,059	78.1	439	67	39
2017	1,011	78.2	439	72	24
2018	960	78.4	439	78	27

1 Terminations include pensioners who died or were suspended during the prior plan year.
2 Additions to the pension rolls include new pensions awarded and suspended pensioners who have been reinstated.

EXHIBIT F – SUMMARY STATEMENT OF INCOME AND EXPENSES ON AN ACTUARIAL BASIS

	Year Ended December 31, 2017		Year Ended December 31, 2018	
Contribution income:				
• Employer contributions	$134,031		$136,108	
• Withdrawal liability payments	4,964		0	
Contribution income		*$138,995*		*$136,108*
Investment income:				
• Expected investment income	$1,715,874		$1,632,801	
• Adjustment toward market value	2,947,027		-2,568,924	
Net investment income		*4,662,901*		*-936,123*
Total income available for benefits		**$4,801,896**		**-$800,015**
Less benefit payments and expenses:				
• Pension benefits	-$5,862,509		-$5,550,896	
• Administrative expenses	-511,112		-445,480	
Total benefit payments and expenses		*-$6,373,621*		*-$5,996,376*
Change in actuarial value of assets		**-$1,571,725**		**-$6,796,391**
Actuarial value of assets		**$30,143,483**		**$23,347,092**
Market value of assets		**$30,143,483**		**$23,347,092**

EXHIBIT G – INVESTMENT RETURN – ACTUARIAL VALUE VS. MARKET VALUE

Year Ended December 31	Actuarial Value Investment Return[1]		Market Value Investment Return		Year Ended December 31	Actuarial Value Investment Return[1]		Market Value Investment Return	
	Amount	Percent	Amount	Percent		Amount	Percent	Amount	Percent
1999	$13,239,820	12.55%	$20,196,558	18.21%	2009	$5,682,951	8.07%	$7,383,168	12.73%
2000	7,429,926	6.91%	4,779,217	3.99%	2010	1,567,395	2.31%	5,657,522	9.91%
2001	11,642,181	11.47%	-3,021,584	-2.72%	2011	-676,529	-1.11%	-364,902	-0.67%
2002	2,287,707	2.24%	-9,358,678	-9.64%	2012	-1,383,266	-2.64%	5,963,823	12.96%
2003	5,419,133	5.73%	14,347,417	18.40%	2013	4,550,564	10.48%	6,756,861	15.20%
2004	2,191,295	2.42%	9,432,854	11.38%	2014	3,723,528	9.11%	2,402,408	5.45%
2005	3,485,346	4.17%	8,577,463	10.31%	2015	2,273,702	6.06%	371,337	0.94%
2006	6,847,471	8.76%	11,920,789	14.39%	2016	2,023,474	6.15%	2,023,474	6.15%
2007	10,969,718	14.38%	9,350,666	10.86%	2017	4,662,901	16.31%	4,662,901	16.31%
2008	99,659	0.13%	-20,493,162	-23.58%	2018	-936,123	-3.44%	-936,123	-3.44%
					Total	$85,100,853		$79,652,009	
					Most recent five-year average return:		**7.03%**		**4.95%**
					Most recent ten-year average return:		**4.65%**		**7.85%**
					20-year average return:		**6.17%**		**5.81%**

Note: Each year's yield is weighted by the average asset value in that year.

[1] The investment return for 2000 and 2015 includes the effect of a change in the method for determining the actuarial value of assets.

EXHIBIT H – ANNUAL FUNDING NOTICE FOR PLAN YEAR BEGINNING JANUARY 1, 2019 AND ENDING DECEMBER 31, 2019

	2019 Plan Year	2018 Plan Year	2017 Plan Year
Actuarial valuation date	January 1, 2019	January 1, 2018	January 1, 2017
Funded percentage	39.4%	49.4%	49.1%
Value of assets	$23,347,092	$30,143,483	$31,715,208
Value of liabilities	59,303,679	61,056,207	64,630,944
Market value of assets as of plan year end	Not available	23,347,092	30,143,483

Critical, Critical and Declining, or Endangered Status

The Plan was in critical status in the plan year because the Plan was in critical status the prior year and there was a projected Funding Standard Account deficiency within ten years.

The Plan was in critical and declining status because it was in critical status with a projected insolvency within 15 years.

EXHIBIT I – FUNDING STANDARD ACCOUNT

- ERISA imposes a minimum funding standard that requires the Plan to maintain an FSA. The accumulation of contributions in excess of the minimum required contributions is called the FSA credit balance. If actual contributions fall short on a cumulative basis, a funding deficiency has occurred.
- The FSA is charged with the normal cost and the amortization of increases or decreases in the unfunded actuarial accrued liability due to plan amendments, experience gains or losses, and changes in actuarial assumptions and funding methods. The FSA is credited with employer contributions and withdrawal liability payments.
- Increases or decreases in the unfunded actuarial accrued liability are amortized over 15 years except that short-term benefits, such as 13th checks, are amortized over the scheduled payout period.
- On December 31, 2018, the FSA had a funding deficiency of $3,929,473, as shown on the 2018 Schedule MB. Contributions meet the legal requirement on a cumulative basis if that account shows no deficiency.
- Employers contributing to plans in critical status will generally not be penalized if a funding deficiency develops, provided the parties fulfill their obligations under the Rehabilitation Plan, including negotiation of bargaining agreements consistent with Schedules provided by the Trustees.

FSA FOR THE YEAR ENDED DECEMBER 31, 2018

Charges			Credits		
1	Prior year funding deficiency	$0	6	Prior year credit balance	$1,725,540
2	Normal cost, including administrative expenses	574,118	7	Employer contributions	136,108
3	Total amortization charges	7,412,137	8	Total amortization credits	2,421,409
4	Interest to end of the year	479,175	9	Interest to end of the year	252,900
5	*Total charges*	*$8,465,430*	10	Full-funding limitation credit	0
			11	*Total credits*	*$4,535,957*
				Credit balance (Funding deficiency): 11 - 5	**-$3,929,473**

EXHIBIT J – MAXIMUM DEDUCTIBLE CONTRIBUTION

- Employers that contribute to defined benefit pension plans are allowed a current deduction for payments to such plans. There are various measures of a plan's funded level that are considered in the development of the maximum deductible contribution amount.
- One of the limits is the excess of 140% of "current liability" over assets. "Current liability" is one measure of the actuarial present value of all benefits earned by the participants as of the valuation date. This limit is significantly higher than the current contribution level.
- Contributions in excess of the maximum deductible amount are not prohibited; only the deductibility of these contributions is subject to challenge and may have to be deferred to a later year. In addition, if contributions are not fully deductible, an excise tax in an amount equal to 10% of the non-deductible contributions may be imposed. However, the plan sponsor may elect to exempt the non-deductible amount up to the ERISA full-funding limitation from the excise tax.
- The Trustees should review the interpretation and applicability of all laws and regulations concerning any issues as to the deductibility of contribution amounts with Fund Counsel.

1	Normal cost, including administrative expenses	$505,472
2	Amortization of unfunded actuarial accrued liability (fresh start as of January 1, 2019)	4,608,819
3	Preliminary maximum deductible contribution: 1 + 2, with interest to the end of the plan year	$5,421,148
4	Full-funding limitation (FFL)	51,895,946
5	Preliminary maximum deductible contribution, adjusted for FFL: lesser of 3 and 4	5,421,148
6	Current liability, projected to the end of the plan year	78,161,568
7	Actuarial value of assets, projected to the end of the plan year	18,449,465
8	Excess of 140% of current liability over projected assets at end of plan year: [140% of (6)] - (7), not less than zero	90,976,730
9	End of year minimum required contribution	10,262,973
Maximum deductible contribution: greatest of 5, 8, and 9		**$90,976,730**

PPA'06 Zone Status

- Based on projections of the credit balance in the FSA, the funded percentage, and cash flow sufficiency tests, plans are categorized in one of the "zones" described below.
- The funded percentage is determined using the actuarial value of assets and the present value of benefits earned to date, based on the actuary's best estimate assumptions.

Critical Status (*Red Zone*)	A plan is classified as being in critical status (the *Red Zone*) if: • The funded percentage is less than 65%, and either there is a projected FSA deficiency within five years or the plan is projected to be unable to pay benefits within seven years, or • There is a projected FSA deficiency within four years, or • There is a projected inability to pay benefits within five years, or • The present value of vested benefits for inactive participants exceeds that for actives, contributions are less than the value of the current year's benefit accruals plus interest on existing unfunded accrued benefit liabilities, and there is a projected FSA deficiency within five years, or • As permitted by the Multiemployer Pension Reform Act of 2014, the plan is projected to be in the *Red Zone* within the next five years and the plan sponsor elects to be in critical status. A critical status plan is further classified as being in *critical and declining status* if: • The ratio of inactives to actives is at least 2 to 1, and there is an inability to pay benefits projected within 20 years, or • The funded percentage is less than 80%, and there is an inability to pay benefits projected within 20 years, or • There is an inability to pay benefits projected within 15 years. Any amortization extensions are ignored for testing initial entry into the *Red Zone*. The Trustees are required to adopt a formal Rehabilitation Plan, designed to allow the plan to emerge from critical status by the end of the rehabilitation period. If they determine that such emergence is not reasonable, the Rehabilitation Plan must be designed to emerge as of a later time or to forestall possible insolvency. Trustees of *Red Zone* plans have tools, such as the ability to reduce or eliminate early retirement subsidies, to remedy the situation. Accelerated forms of benefit payment (such as lump sums) are prohibited. However, unless the plan is critical and declining, Trustees may not reduce benefits of participants who retired before being notified of the plan's critical status (other than rolling back recent benefit increases) or alter core retirement benefits payable at normal retirement age.

Endangered Status (*Yellow Zone*)	A plan not in critical status (*Red Zone*) is classified as being in endangered status (the *Yellow Zone*) if: • The funded percentage is less than 80%, or • There is a projected FSA deficiency within seven years. A plan that has both of the endangered conditions present is classified as seriously endangered. Trustees of a plan that was in the *Green Zone* in the prior year can elect not to enter the *Yellow Zone* in the current year (although otherwise required to do so) if the plan's current provisions would be sufficient (with no further action) to allow the plan to emerge from the *Yellow Zone* within 10 years. The Trustees are required to adopt a formal Funding Improvement Plan, designed to improve the current funded percentage, and avoid a funding deficiency as of the emergence date.
Green Zone	A plan not in critical status (the *Red Zone*) nor in endangered status (the *Yellow Zone*) is classified as being in the *Green Zone.*
Early Election of Critical Status	Trustees of a *Green* or *Yellow Zone* plan that is projected to enter the *Red Zone* within the next five years may elect whether or not to enter the *Red Zone* for the current year.

Section 4: Certificate of Actuarial Valuation

FEBRUARY 10, 2020

CERTIFICATE OF ACTUARIAL VALUATION

This is to certify that Segal Consulting, a Member of The Segal Group, Inc. ("Segal") has prepared an actuarial valuation of the Retail Clerks Specialty Stores Pension Fund as of January 1, 2019 in accordance with generally accepted actuarial principles and practices. It has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing requirements of federal government agencies. This valuation report may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety.

The measurements shown in this actuarial valuation may not be applicable for other purposes. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements (such as the end of an amortization period or additional cost or contribution requirements based on the plan's funded status); and changes in plan provisions or applicable law.

The valuation is based on the assumption that the Plan is qualified as a multiemployer plan for the year and on information supplied by the auditor with respect to contributions and assets and reliance on the Plan Administrator with respect to the participant data. Segal Consulting does not audit the data provided. The accuracy and comprehensiveness of the data is the responsibility of those supplying the data. To the extent we can, however, Segal does review the data for reasonableness and consistency. Based on our review of the data, we have no reason to doubt the substantial accuracy of the information on which we have based this report and we have no reason to believe there are facts or circumstances that would affect the validity of these results. Adjustments for incomplete or apparently inconsistent data were made as described in the attached *Exhibit 8*.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of my knowledge, the information supplied in this actuarial valuation is complete and accurate, except as noted in *Exhibit 1*. Each prescribed assumption for the determination of Current Liability was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

Paul C. Poon

Paul C. Poon, ASA, MAAA
Vice President & Actuary
Enrolled Actuary No. 17-06069

EXHIBIT 1 – SUMMARY OF ACTUARIAL VALUATION RESULTS

The valuation was made with respect to the following data supplied to us by the Plan Administrator:

Pensioners as of the valuation date (including 95 beneficiaries in pay status)		1,055
Participants inactive during year ended December 31, 2018 with vested rights		374
Participants active during the year ended December 31, 2018 (including 1 participant with unknown age)		36
• Fully vested	25	
• Not vested	11	
Total participants		**1,465**

The actuarial factors as of the valuation date are as follows:

Normal cost, including administrative expenses		$505,472
Actuarial present value of projected benefits		59,727,401
Present value of future normal costs		423,722
Actuarial accrued liability		59,303,679
• Pensioners and beneficiaries	$41,717,369	
• Inactive participants with vested rights	15,939,067	
• Active participants	1,647,243	
Actuarial value of assets ($23,347,092 at market value as reported by Eide Bailly LLP)		$23,347,092
Unfunded actuarial accrued liability		35,956,587

EXHIBIT 2 – ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

The actuarial present value of accumulated plan benefits calculated in accordance with FASB ASC 960 is shown below as of January 1, 2018 and as of January 1, 2019. In addition, the factors that affected the change between the two dates follow.

	Benefit Information Date	
	January 1, 2018	January 1, 2019
Actuarial present value of vested accumulated plan benefits:		
• Participants currently receiving payments	$43,267,529	$41,717,369
• Other vested benefits	17,771,708	17,563,379
• Total vested benefits	$61,039,237	$59,280,748
Actuarial present value of non-vested accumulated plan benefits	16,970	22,931
Total actuarial present value of accumulated plan benefits	**$61,056,207**	**$59,303,679**

Factors	Change in Actuarial Present Value of Accumulated Plan Benefits
Benefits accumulated, net experience gain or loss, changes in data	-$955,476
Benefits paid	-5,550,896
Changes in actuarial assumptions	1,256,998
Interest	3,496,846
Total	**-$1,752,528**

EXHIBIT 3 – CURRENT LIABILITY

The table below presents the current liability for the Plan Year beginning January 1, 2019.

Item[1]		Amount
Retired participants and beneficiaries receiving payments		$53,455,423
Inactive vested participants		25,125,996
Active participants		
• Non-vested benefits	$49,401	
• Vested benefits	2,664,650	
• *Total active*		*$2,714,051*
Total		**$81,295,470**

Expected increase in current liability due to benefits accruing during the plan year	$127,470
Expected release from current liability for the plan year	5,666,221
Expected plan disbursements for the plan year, including administrative expenses of $450,000	6,116,221

Current value of assets	$23,347,092
Percentage funded for Schedule MB	28.71%

[1] The actuarial assumptions used to calculate these values are shown in *Exhibit 8*.

EXHIBIT 4 – INFORMATION ON PLAN STATUS AS OF JANUARY 1, 2019

Plan status (as certified on March 29, 2019, for the 2019 zone certification)	***Critical and Declining***
Scheduled progress (as certified on March 29, 2019, for the 2019 zone certification)	Yes
Actuarial value of assets for FSA	$23,347,092
Accrued liability under unit credit cost method	59,303,679
Funded percentage for monitoring plan's status	39.4%
Reduction in unit credit accrued liability benefits since the prior valuation date resulting from the reduction in adjustable benefits	$0
Year in which insolvency is expected	2022

EXHIBIT 5 – SCHEDULE OF PROJECTION OF EXPECTED BENEFIT PAYMENTS

(SCHEDULE MB, LINE 8b(1))

Plan Year	Expected Annual Benefit Payments[1]
2019	$5,656,509
2020	5,516,281
2021	5,333,049
2022	5,197,798
2023	5,026,078
2024	4,872,373
2025	4,754,475
2026	4,633,022
2027	4,466,813
2028	4,324,965

[1] Assuming as of the valuation date:

- no additional accruals,
- experience is in line with valuation assumptions,
- no new entrants are covered by the plan, and
- does not reflect any benefit reductions at plan insolvency.

EXHIBIT 6 – SCHEDULE OF ACTIVE PARTICIPANT DATA

(SCHEDULE MB, LINE 8b(2))

The participant data is for the year ended December 31, 2018.

		Vesting Credits								
Age	Total	Under 1	1-4	5-9	10-14	15 - 19	20 - 24	25 - 29	30 - 34	35 - 39
25 - 29	3	1	2	–	–	–	–	–	–	–
30 - 34	2	–	–	2	–	–	–	–	–	–
35 - 39	3	–	1	–	–	1	1	–	–	–
40 - 44	4	–	1	–	2	–	1	–	–	–
45 - 49	2	–	–	1	1	–	–	–	–	–
50 - 54	10	–	4	2	1	3	–	–	–	–
55 - 59	6	–	–	2	1	–	–	–	2	1
60 - 64	4	–	1	–	–	1	–	1	–	1
65 - 69	1	–	–	1	–	–	–	–	–	–
Unknown	1	–	1	–	–	–	–	–	–	–
Total	**36**	**1**	**10**	**8**	**5**	**5**	**2**	**1**	**2**	**2**

EXHIBIT 7 – FUNDING STANDARD ACCOUNT

The table below presents the FSA for the Plan Year ending December 31, 2019.

	Charges			Credits	
1	Prior year funding deficiency	$3,929,473	6	Prior year credit balance	$0
2	Normal cost, including administrative expenses	505,472	7	Amortization credits	2,421,407
3	Amortization charges	7,668,512	8	Interest on 6 and 7	145,284
4	Interest on 1, 2 and 3	726,207	9	Full-funding limitation credit	0
5	Total charges	$12,829,664	10	Total credits	$2,566,691
Minimum contribution with interest required to avoid a funding deficiency: 5 - 10, not less than zero					$10,262,973

Full Funding Limitation (FFL) and Credits	
ERISA FFL (accrued liability FFL)	$38,649,783
RPA'94 override (90% current liability FFL)	51,895,946
FFL credit	0

EXHIBIT 7 – FUNDING STANDARD ACCOUNT (*CONTINUED)*

Schedule of FSA Bases (Charges) (Schedule MB, Line 9c)

Type of Base	Date Established	Amortization Amount	Years Remaining	Outstanding Balance
Changes in Actuarial Assumptions	01/01/1995	$120,521	6	$628,200
Plan Amendment	01/01/1995	364,730	6	1,901,104
Plan Amendment	01/01/1997	383,872	8	2,526,793
Plan Amendment	01/01/1998	2,114,194	9	15,242,901
Plan Amendment	01/01/1999	427,214	10	3,332,989
Plan Amendment	01/01/2000	84,556	11	706,899
Changes in Actuarial Assumptions	01/01/2000	287,701	11	2,405,203
Plan Amendment	01/01/2001	2,168	12	19,270
Plan Amendment	01/01/2002	7,118	13	66,790
Experience Loss	01/01/2005	540,307	1	540,307
Experience Loss	01/01/2006	124,929	2	242,786
Experience Loss	01/01/2009	560,456	5	2,502,493
Experience Loss	01/01/2011	302,597	7	1,790,567
Changes in Actuarial Assumptions	01/01/2011	401,590	7	2,376,340
Experience Loss	01/01/2012	550,993	8	3,626,847
Experience Loss	01/01/2013	471,344	9	3,398,296
Changes in Actuarial Assumptions	01/01/2014	21,427	10	167,170
Experience Loss	01/01/2016	21,283	12	189,135
Change in Asset Method	01/01/2016	40,025	7	236,838
Changes in Actuarial Assumptions	01/01/2016	567,433	12	5,042,705
Changes in Actuarial Assumptions	01/01/2018	9,777	14	96,325

EXHIBIT 7 – FUNDING STANDARD ACCOUNT (*CONTINUED)*

Schedule of FSA Bases (Charges) (Schedule MB, Line 9c)

Type of Base	Date Established	Amortization Amount	Years Remaining	Outstanding Balance
Change in Actuarial Assumptions	01/01/2019	122,098	15	1,256,998
Experience Loss	01/01/2019	142,179	15	1,463,727
Total		**$7,668,512**		**$49,760,683**

EXHIBIT 7 – FUNDING STANDARD ACCOUNT (*CONTINUED)*

Schedule of FSA Bases (Credits) (Schedule MB, Line 9h)

Type of Base	Date Established	Amortization Amount	Years Remaining	Outstanding Balance
Changes in Actuarial Assumptions	01/01/1997	$212,017	8	$1,395,580
Plan Amendment	01/01/2003	1,362	14	13,424
Changes in Actuarial Assumptions	01/01/2004	41,224	15	424,396
Changes in Actuarial Assumptions	01/01/2005	374,718	16	4,014,068
Experience Gain	01/01/2007	168,685	3	477,950
Experience Gain	01/01/2008	531,051	4	1,950,555
Experience Gain	01/01/2010	50,197	6	261,646
Plan Amendment	01/01/2014	112,863	10	880,522
Experience Gain	01/01/2014	213,639	10	1,666,742
Plan Amendment	01/01/2015	54,361	11	454,459
Changes in Actuarial Assumptions	01/01/2015	55,582	11	464,674
Experience Gain	01/01/2015	77,228	11	645,633
Change in Funding Method	01/01/2016	26,723	7	158,129
Experience Gain	01/01/2017	38,096	13	357,487
Experience Gain	01/01/2018	463,661	14	4,568,304
Total		**$2,421,407**		**$17,733,569**

EXHIBIT 8 – STATEMENT OF ACTUARIAL ASSUMPTIONS/METHODS

(SCHEDULE MB, LINE 6)

Mortality Rates

Preretirement: RP-2014 Blue Collar Employee Mortality Table, set forward 1 year, with generational projection using Scale MP-2017 from 2014.

Postretirement: RP-2014 Blue Collar Healthy Annuitant Mortality Table, set forward 1 year, with generational projection using Scale MP-2017 from 2014.

The underlying tables, set forward 1 year, with generational projection to the ages of participants as of the measurement date, reasonably reflect the mortality experience of the Plan as of the measurement date.

These mortality tables were then adjusted to future years using the generational projection to reflect future mortality improvement between the measurement date and those years.

The mortality rates were based on historical and current demographic data, estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of deaths and the projected number based on the assumption over the most recent 5 years.

Annuitant Mortality Rates

	Rate (%)[1]	
Age	Male	Female
55	0.64	0.43
60	0.91	0.62
65	1.38	0.96
70	2.16	1.54
75	3.47	2.54
80	5.74	4.24
85	9.64	7.25
90	16.18	12.43

[1] Mortality rates are shown for the base table, RP-2014 Blue Collar Healthy Annuitant Mortality Table, set forward 1 year.

Termination Rates

Age	Rate (%)		
	Mortality*		
	Male	Female	Withdrawal**
20	0.06	0.02	12.00
25	0.06	0.02	11.70
30	0.06	0.03	11.31
35	0.07	0.03	10.69
40	0.09	0.05	9.60
45	0.14	0.08	7.90
50	0.24	0.14	5.48
55	0.40	0.20	2.77
60	0.68	0.30	1.72

* Mortality rates are shown for the base table, RP-2014 Blue Collar Employee Mortality Table, set forward 1 year.

** Withdrawal rates are 15% for those with less than five years of service and are 0% after retirement eligibility.

The termination rates were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of terminations and the projected number based on the assumption over the most recent 5 years.

Retirement Rates

Age	Annual Retirement Rates
55 – 56	10%
57 – 59	5
60	10
61	20
62	25
63	15
64	20
65	100

The retirement rates were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of retirements and the projected number based on the prior years' assumption over the most recent 5 years.

Description of Weighted Average Retirement Age

Age 62.1, determined as follows: The weighted average retirement age for each participant is calculated as the sum of the product of each potential current or future retirement age times the probability of surviving from current age to that age and then retiring at that age, assuming no other decrements. The overall weighted retirement age is the average of the individual retirement ages based on all the active participants included in this actuarial valuation.

Retirement Age for Inactive Vested Participants:	Age 65. The retirement age was based on historical and current demographic data, adjusted to reflect plan design, estimated future experience and professional judgment. As part of the analysis, the ages of new retirees from inactive status were reviewed.
Future Benefit Accruals	The larger of: (a) the participant's prior year accrual and (b) six months of the participant's prior year monthly accrual. The future benefit accruals were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the assumed and the actual benefit accruals over the most recent 5 years.
Unknown Data for Participants	Same as those exhibited by participants with similar known characteristics. If not specified, participants are assumed to be female.
Definition of Active Participants	Active participants are defined as those with at least 2 months of contributions in the most recent Plan Year, excluding those who have retired as of the valuation date.
Exclusion of Inactive Vested Participants	Inactive participants over age 75 excluded from the valuation, with 31 excluded in this valuation. The exclusion of inactive vested participants over age 75 was based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, the ages of new retirees from inactive vested status were reviewed.
Percent Married	60%
Age of Spouse	Spouses of male participants are four years younger and spouses of female participants are four years older.
Benefit Election	Married participants are assumed to elect the 75% Joint and Survivor Annuity ("QOSA") and non-married participants are assumed to elect the Straight Life Annuity. The benefit elections assumption was based on historical and current demographic data, adjusted to reflect the plan design, estimated future experience and professional judgment. As part of the analysis, a comparison was made between the assumed and the actual option election patterns over the most recent 5 years.
Delayed Retirement Factors	Active participants assumed to work enough hours each month to not qualify for delayed retirement adjustment. Inactive vested participants who are assumed to commence receipt of benefits after attainment of normal retirement age qualify for delayed retirement increases. For valuation purposes, benefits are increased by 12% per year for the first 5 years the retirement date occurs after the Normal Retirement Age and 18% per year thereafter.
Net Investment Return	6.00% The net investment return assumption is an estimate derived from historical data, current and recent market expectations, and professional judgment. As part of the analysis, a building block approach was used that reflects inflation expectations and anticipated risk premiums for each of the portfolio's asset classes, as provided by Segal Marco Advisors, as well as the Plan's target asset allocation.

Annual Administrative Expenses	$450,000, payable monthly (equivalent to $436,080 payable at the beginning of the year) The annual administrative expenses were based on historical and current data, adjusted to reflect estimated future experience and professional judgment.
Actuarial Value of Assets	At market value
Actuarial Cost Method	Unit Credit Actuarial Cost Method. Normal Cost and Actuarial Accrued Liability are calculated on an individual basis and are allocated by service.
Benefits Valued	Unless otherwise indicated, includes all benefits summarized in *Exhibit 9*.
Current Liability Assumptions	*Interest:* 3.06%, within the permissible range prescribed under IRC Section 431(c)(6)(E) *Mortality:* Mortality prescribed under IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1(a)(2): RP-2014 employee and annuitant mortality tables, adjusted backward to the base year (2006 using scale MP-2014, projected forward generationally using scale MP-2017 (previously, the MP-2016 scale was used).
Estimated Rate of Investment Return	*On actuarial value of assets (Schedule MB, line 6g):* -3.4%, for the Plan Year ending December 31, 2018 *On current (market) value of assets (Schedule MB, line 6h):* -3.4%, for the Plan Year ending December 31, 2018
FSA Contribution Timing (Schedule MB, line 3a)	Unless otherwise noted, contributions are paid periodically throughout the year pursuant to collective bargaining agreements. The interest credited in the Funding Standard Account is therefore assumed to be equivalent to a July 1 contribution date.

Justification for Change in Actuarial Assumptions (Schedule MB, line 11)	For purposes of determining current liability, the current liability interest rate was changed from 2.98% to 3.06% due to a change in the permissible range and recognizing that any rate within the permissible range satisfies the requirements of IRC Section 413(c)(6)(E) and the mortality tables were changed in accordance with IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1. Based on past experience and future expectations, the following actuarial assumptions were changed: › Annual administrative expenses, previously $525,000, payable monthly › Exclusion age for inactive vested participants, previously age 70.

EXHIBIT 9 – SUMMARY OF PLAN PROVISIONS

(SCHEDULE MB, LINE 6)

This exhibit summarizes the major provisions of the Plan included in the valuation. It is not intended to be, nor should it be interpreted as, a complete statement of all plan provisions.

Plan Year	January 1 through December 31
Pension Credit Year	January 1 through December 31
Plan Status	Ongoing plan
Normal Retirement	• *Age and Service Requirements:* 65 and fifth anniversary of participation • *Amount:* (a) For Past Service: 8.0% of the employee's "Adjusted Past Service Earnings" divided by twelve. (b) For Future Service: A percentage of contributions made on the member's behalf according to the following table:
Early Retirement	• *Age and Service Requirements:* 55 and 10 years of Vesting Credit • *Amount:* Accrued Normal Retirement Benefit, reduced 6% for each year that the member is younger than age 65 down to age 60, plus 4% for each year that the member is younger than age 60. Benefits earned under the Rehabilitation Plan Default Schedule are actuarially reduced based on a 7% interest rate assumption and the RP-2000 Combined Healthy Mortality Table (50% male, 50% female).

Contributions Credited In Plan Years	Percentage
Pre - 2003	8.00%
2003 - 2013	3.00
2014 and later	1.00

Vesting	• *Age and Service Requirements:* 5 years of Vesting Credit • *Amount:* Accrued Normal Retirement Benefit, payable commencing at Normal Retirement Age or, on a reduced basis, as early as age 55, if eligible. The reduced benefit is calculated as described under "Early Retirement" above. • *Normal Retirement Age:* Later of age 65 and fifth anniversary of participation
Spouse's Benefit	• *Age and Service Requirements:* 5 years of Vesting Credit • *Amount:* 50% of the benefit that the Participant would have received had he or she retired the day before death and elected the 50% joint and survivor pension. If the participant's death occurs before age 55, benefits to the surviving spouse will be deferred to the date when the participant would have attained that age. Benefits will be payable for the life of the surviving spouse.
Joint and Survivor Benefit	All retirements are paid in the form of a 50% joint and survivor annuity unless this form is rejected by the Participant and spouse. The benefit amount otherwise payable is reduced to reflect the joint and survivor coverage. If this type of pension is rejected or if the Participant is not married, benefits are payable for the life of the Participant or in any other available optional form elected by the Participant in an actuarially equivalent amount.
Optional Forms of Benefits	Single Life Annuity 50% Joint and Survivor Annuity ("QJSA") 75% Joint and Survivor Annuity ("QOSA")
Service Schedules	*Vesting Credit:* For Plan Years after 1975, an employee earns Vesting Credit in accordance with the following schedule:

Hours of Service in Plan Year	Vesting Credit
Under 380	0
380 - 569	.40 year
570 - 759	.60 year
760 - 869	.80 year
870 or more	One Year

Credited Future Service: Beginning March 1961, a participant receives a month of Credited Future Service for each calendar month in which a contribution is payable on their behalf.

Break in Service Rules	*One-Year Break:* A participant incurs a One-Year Break in Service upon failure to work at least 380 hours of service in covered employment in a Calendar Year. *Permanent Break:* A non-vested participant incurs a Permanent Break in Service if the number of consecutive One-Year Breaks in Service is at least five and it equals or exceeds the number of full years of Vesting Credit previously accumulated. At this time, all accumulated Vesting Credit, Credited Past Service, and Credited Future Service are cancelled.
Participation Rules	*Participation:* An employee becomes a "Participant" upon completion of at least 760 hours of service in covered employment. *Termination of Participation:* A Participant who incurs a One-Year Break in Service ceases to be a Participant as of the last day of the Plan Year which constituted the One-Year Break in Service unless he or she has retired or attained vested rights.
Separation in Service	A Participant is deemed to be separated from employment at the end of any two-consecutive Calendar Year period in which he or she does not work at least 380 hours in covered employment in either Calendar Year. The monthly amount payable for contributions received before the last separation from employment is frozen at the then present benefit level.
Changes in Plan Provisions	There were no changes in plan provisions reflected in this actuarial valuation.

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Retail Clerks Specialty Stores Pension Fund

Actuarial Certification of Plan Status as of January 1, 2019 under IRC Section 432

Segal Consulting
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March 29, 2019

Board of Trustees
Retail Clerks Specialty Stores Pension Fund
Concord, CA

Dear Trustees:

As required by ERISA Section 305 and Internal Revenue Code (IRC) Section 432, we have completed the Plan's actuarial status certification as of January 1, 2019 in accordance with the Multiemployer Pension Reform Act of 2014 (MPRA). The attached exhibits outline the projections performed and the results of the various tests required by the statute. These projections have been prepared based on the Actuarial Valuation as of January 1, 2018 and in accordance with generally accepted actuarial principles and practices and a current understanding of the law. The actuarial calculations were completed under the supervision of Paul C. Poon, ASA, MAAA, Enrolled Actuary.

As of January 1, 2019, the Plan is in critical status and critical and declining status (Red Zone). This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards in the Rehabilitation Plan. This certification is being filed with the Internal Revenue Service, pursuant to ERISA section 305(b)(3) and IRC section 432(b)(3).

Segal Consulting ("Segal") does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretation on which the certification is based reflects Segal's understanding as an actuarial firm. Due to the complexity of the statute and the significance of its ramifications, Segal recommends that the Board of Trustees consult with legal counsel when making any decisions regarding compliance with ERISA and the Internal Revenue Code.

We look forward to reviewing this certification with you at your next meeting and to answering any questions you may have. We are available to assist the Trustees in communicating this information to plan stakeholders as well as in updating the Rehabilitation Plan.

Sincerely,

Segal Consulting, a Member of the Segal Group

By:

Frederick C. K. Herberich	*Paul C. Poon, ASA, MAAA, EA*
Senior Vice President	*Vice President & Actuary*

CO/bbf

cc: *Florence Culp, Esq.* *Rick A. Silva*
Alex W. Miller, CPA *Jennifer Snow, CPA*

Segal Consulting

March 29, 2019

Internal Revenue Service
Employee Plans Compliance Unit
Group 7602 (TEGE:EP:EPCU)
230 S. Dearborn Street
Room 1700 - 17th Floor
Chicago, IL 60604

To Whom It May Concern:

As required by ERISA Section 305 and the Internal Revenue Code (IRC) Section 432, we have completed the actuarial status certification as of January 1, 2019 for the following plan:

Name of Plan: Retail Clerks Specialty Stores Pension Fund
Plan number: EIN 94-6313558 / PN 001
Plan sponsor: Board of Trustees, Retail Clerks Specialty Stores Pension Fund
Address: 1000 Burnett Avenue, Suite 110, Concord, CA 94520-2000
Phone number: 925.746.7530

As of January 1, 2019, the Plan is in critical status and critical and declining status.

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards of the Rehabilitation Plan.

If you have any questions on the attached certification, you may contact me at the following:

Segal Consulting
180 Howard Street, Suite 1100
San Francisco, CA 94105
Phone number: 415.263.8200

Sincerely,

Paul C. Poon

Paul C. Poon, ASA, MAAA
Vice President & Actuary
Enrolled Actuary No. 17-06069

EIN 94-6313558 / PN 001

March 29, 2019

Illustration Supporting Actuarial Certification of Status (Schedule MB, line 4b)

ACTUARIAL STATUS CERTIFICATION AS OF JANUARY 1, 2019 UNDER IRC SECTION 432

This is to certify that Segal Consulting, a Member of The Segal Group, Inc. ("Segal") has prepared an actuarial status certification under Internal Revenue Code Section 432 for the Retail Clerks Specialty Stores Pension Fund as of January 1, 2019 in accordance with generally accepted actuarial principles and practices. It has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing and compliance requirements under federal law. This certification may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety.

The measurements shown in this actuarial certification may not be applicable for other purposes. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements; differences in statutory interpretation and changes in plan provisions or applicable law.

This certification is based on the January 1, 2018 actuarial valuation, dated October 22, 2018. This certification reflects the changes in the law made by the Multiemployer Pension Reform Act of 2014 (MPRA). Additional assumptions required for the projections (including those under MPRA), and sources of financial information used are summarized in Exhibit VI.

Segal Consulting does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretation on which this certification is based reflect Segal's understanding as an actuarial firm.

This certification was based on the assumption that the Plan was qualified as a multiemployer plan for the year.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of my knowledge, the information supplied in this actuarial certification is complete and accurate. As required by IRC Section 432(b)(3)(B)(iii), the projected industry activity is based on information provided by the plan sponsor. In addition, as allowed by IRC Section 432(b)(3)(B), in my opinion, the contributions used for Insolvency Projections are reasonable. In my opinion, the projections are based on reasonable actuarial estimates, assumptions and methods that (other than projected industry activity and contributions as otherwise specified) offer my best estimate of anticipated experience under the Plan.

Paul C. Poon

Paul C. Poon, ASA, MAAA
Vice President & Actuary
Enrolled Actuary No. 17-06069

EIN 94-6313558 / PN 001

Certificate Contents

EXHIBIT I
Status Determination as of January 1, 2019

Status	Condition	Component Result	Final Result
Critical Status:			
I. Initial critical status tests:			
C1.	A funding deficiency is projected in four years?	Yes	Yes
C2. (a)	A funding deficiency is projected in five years,	Yes	
(b)	AND the present value of vested benefits for non-actives is more than present value of vested benefits for actives,	Yes	
(c)	AND the normal cost plus interest on unfunded actuarial accrued liability (unit credit basis) is greater than contributions for current year?	Yes	Yes
C3. (a)	A funding deficiency is projected in five years,	Yes	
(b)	AND the funded percentage is less than 65%?	Yes	Yes
C4. (a)	The funded percentage is less than 65%,	Yes	
(b)	AND the present value of assets plus contributions is less than the present value of benefit payments and administrative expenses over seven years?	Yes	Yes
C5.	The present value of assets plus contributions is less than the present value of benefit payments and administrative expenses over five years?	Yes	Yes
II. Emergence test:			
C6. (a)	Was in critical status for the immediately preceding plan year,	Yes	
(b)	AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extension of amortization periods under ERISA Section 304(d)(2) or ERISA Section 304 as in effect prior to PPA'06,	Yes	
(c)	OR insolvency is projected for the current year or any of the 30 succeeding plan years?	Yes	
	Plan did NOT emerge?		**Yes**
III. Special emergence test:			
C7. (a)	The trustees have elected an automatic amortization extension under 431(d),	No	
(b)	AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extension of amortization periods under ERISA Section 304(d)(1),	N/A	
(c)	OR insolvency is projected for the current year or any of the 30 succeeding plan years?	N/A	
	Plan did NOT emerge?		**N/A**

EXHIBIT I (continued)
Status Determination as of January 1, 2019

Status	Condition	Component Result	Final Result
IV. Reentry into critical status after special emergence:			
C8. (a)	The Plan emerged from critical status in any prior year under the special emergence rule,	No	
(b)	AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extensions of amortization periods under ERISA Section 304(d),	N/A	
(c)	OR insolvency is projected for the current year or any of the 30 succeeding plan years?	N/A	
Plan reentered critical status?			**N/A**
V. In Critical Status? (If C1-C6 or C8 is Yes, then Yes, unless C7 is No)			**Yes**
VI. Determination of critical and declining status:			
C9. (a)	Any of (C1) through (C5) are Yes?	Yes	Yes
(b)	AND EITHER Insolvency is projected within 15 years?	Yes	Yes
(c)	OR		
	(i) The ratio of inactives to actives is at least 2 to 1,	Yes	
	(ii) AND insolvency is projected within 20 years?	Yes	Yes
(d)	OR		
	(i) The funded percentage is less than 80%,	Yes	
	(ii) AND insolvency is projected within 20 years?	Yes	Yes
In Critical and Declining Status?			**Yes**
VII. Determination whether plan is projected to be in critical status in any of the succeeding five plan years:			
C10. (a)	Is not in critical status,	N/A	
(b)	AND is projected to be in critical status in any of the next five years?	N/A	N/A
In Critical Status in any of the five succeeding plan years?			**N/A**

EXHIBIT I (continued)

Status Determination as of January 1, 2019

Status	Condition	Component Result	Final Result
Endangered Status:			
E1. (a)	Is not in critical status,	No	
(b)	AND the funded percentage is less than 80%?	N/A	No
E2. (a)	Is not in critical status,	No	
(b)	AND a funding deficiency is projected in seven years?	N/A	No
In Endangered Status? (Yes when either (E1) or (E2) is Yes)			**No**
In Seriously Endangered Status? (Yes when BOTH (E1) and (E2) are Yes)			**No**
Neither Critical Status Nor Endangered Status:			
Neither Critical nor Endangered Status?			**No**

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards of the Rehabilitation Plan.

EXHIBIT II
Summary of Actuarial Valuation Projections

The actuarial factors as of January 1, 2019 (based on projections from the January 1, 2018 valuation certificate):

I. Financial Information			
1. Market value of assets			$23,329,189
2. Actuarial value of assets			23,329,189
3. Reasonably anticipated contributions			
a. Upcoming year			90,615
b. Present value for the next five years			474,757
c. Present value for the next seven years			690,687
4. Projected benefit payments			5,577,023
5. Projected administrative expenses (beginning of year)			524,023
II. Liabilities			
1. Present value of vested benefits for active participants			2,167,361
2. Present value of vested benefits for non-active participants			56,882,499
3. Total unit credit accrued liability			59,066,458
4. Present value of payments	**Benefit Payments**	**Administrative Expenses**	**Total**
a. Next five years	$22,978,155	$2,475,945	$25,454,100
b. Next seven years	29,710,485	3,370,995	33,081,480
5. Unit credit normal cost plus expenses			578,782
6. Ratio of inactive participants to active participants			39.95
III. Funded Percentage (I.2)/(II.3)			39.4%
IV. Funding Standard Account			
1. Credit Balance as of the end of prior year			($3,929,473)
2. Years to projected funding deficiency			1
V. Years to Projected Insolvency			5

EIN 94-6313558 / PN 001

EXHIBIT III
Funding Standard Account Projections

The table below presents the Funding Standard Account Projections for the Plan Years beginning January 1.

	Year Beginning January 1,					
	2018	2019	2020	2021	2022	2023
1. Credit balance (BOY)	$1,725,540	($3,929,473)	($10,224,763)	($16,332,379)	($22,680,923)	($29,595,572)
2. Interest on (1)	103,532	(235,768)	(613,486)	(979,943)	(1,360,855)	(1,775,734)
3. Normal cost	65,358	54,759	54,759	54,759	54,759	54,759
4. Administrative expenses	508,760	524,023	539,744	555,936	572,614	589,792
5. Net amortization charges	4,990,728	5,225,798	4,685,495	4,560,564	4,729,251	5,260,299
6. Interest on (3), (4) and (5)	333,890	348,275	316,799	310,275	321,397	354,291
7. Expected contributions	136,108	90,615	99,677	109,644	120,609	132,669
8. Interest on (7)	4,083	2,718	2,990	3,289	3,618	3,980
9. Full-funding limit credit	0	0	0	0	0	0
10. Credit balance (EOY): (1) + (2) – (3) – (4) – (5) – (6) + (7) + (8) + (9)	($3,929,473)	($10,224,763)	($16,332,379)	($22,680,923)	($29,595,572)	($37,493,798)
	2024	2025	2026	2027	2028	
1. Credit balance (BOY)	($37,493,798)	($45,276,933)	($53,070,176)	($60,573,849)	($67,763,821)	
2. Interest on (1)	(2,249,628)	(2,716,616)	(3,184,211)	(3,634,431)	(4,065,829)	
3. Normal cost	54,759	54,759	54,759	54,759	54,759	
4. Administrative expenses	607,486	625,711	644,482	663,816	683,730	
5. Net amortization charges	4,699,850	4,264,788	3,547,309	2,824,452	238,918	
6. Interest on (3), (4) and (5)	321,726	296,715	254,792	212,582	58,644	
7. Expected contributions	145,936	160,530	176,583	194,241	213,665	
8. Interest on (7)	4,378	4,816	5,297	5,827	6,410	
9. Full-funding limit credit	0	0	0	0	0	
10. Credit balance (EOY): (1) + (2) – (3) – (4) – (5) – (6) + (7) + (8) + (9)	($45,276,933)	($53,070,176)	($60,573,849)	($67,763,821)	($72,645,626)	

EXHIBIT IV
Funding Standard Account – Projected Bases Assumed Established After January 1, 2018

Schedule of Funding Standard Account Bases

Type of Base	Date Established	Base Established	Amortization Period	Amortization Payment
Experience (Gain)/Loss	1/ 1/2019	$2,501,408	15	$242,973

EXHIBIT V
Solvency Projection

The table below presents the projected Market Value of Assets for the Plan Years beginning January 1, 2018 through 2023.

	Year Beginning January 1,					
	2018	**2019**	**2020**	**2021**	**2022**	**2023**
1. Market Value at beginning of year	$30,143,483	$23,329,189	$18,522,476	$13,547,325	$8,456,994	$3,196,409
2. Contributions	136,108	90,615	99,677	109,644	120,609	132,669
3. Withdrawal liability payments	0	0	0	0	0	0
4. Benefit payments	5,555,729	5,577,023	5,453,436	5,268,749	5,131,322	4,959,165
5. Administrative expenses	441,230	540,750	556,973	573,682	590,892	608,619
6. Interest earnings	(953,443)	1,220,445	935,581	642,456	341,020	30,429
7. Market Value at end of year: (1)+(2)+(3)-(4)-(5)+(6)	$23,329,189	$18,522,476	$13,547,325	$8,456,994	$3,196,409	$0
8. Available resources: (1)+(2)+(3)-(5)+(6)	$28,884,918	$24,099,499	$19,000,761	$13,725,743	$8,327,731	$2,750,888

NOTE: The projected benefit payments shown above are based on a closed group, i.e. not reflecting new participants entering the plan. If such new entrants were reflected, in our judgment this would not change the conclusion that the plan is projected to become insolvent in 2023, under the assumptions used. This projection is not intended to be used for any purpose other than this certification.

EXHIBIT VI

Actuarial Assumptions and Methodology

The actuarial assumptions and plan of benefits are as used in the January 1, 2018 actuarial valuation certificate, dated October 22, 2018, except as specifically described below. We also assumed that experience would emerge as projected, except as described below. The calculations are based on a current understanding of the requirements of ERISA Section 305 and IRC Section 432.

Contribution Rates: All actives are covered under the Default Schedule of the Rehabilitation Plan that calls for a 10% contribution rate increase each year. Because of the Evergreen Clause of the CBAs, the certification assumes the rate increases indefinitely.

Asset Information: The financial information as of December 31, 2018 was based on an unaudited financial statement provided by the Fund Administrator.

For projections after that date, the assumed administrative expenses were increased by 3% per year and the benefit payments were projected based on the January 1, 2018 actuarial valuation. The projected net investment return was assumed to be 6.00% of the average market value of assets for the 2019 - 2027 Plan Years. Any resulting investment gains or losses due to the operation of the asset valuation method are amortized over 15 years in the Funding Standard Account.

Projected Industry Activity: As required by Internal Revenue Code Section 432, assumptions with respect to projected industry activity are based on information provided by the plan sponsor. Based on this information, the number of active participants is assumed to be 31, with each active receiving $1,500 in contributions per year, prior to the rate increases under the Default Schedule.

Future Normal Costs: We have assumed that the Normal Cost under the Unit Credit method will be the same as in the 2018 Plan year, adjusted for the above Projected Industry Activity.

EXHIBIT VII

Documentation Regarding Progress Under Rehabilitation Plan

Based on the Rehabilitation Plan in effect as of December 31, 2018, the applicable standard for January 1, 2019 was that the unaudited fund assets on January 1, 2019 would be at least $17 million. This certification shows unaudited assets of $23.3 million as of that date and therefore demonstrates that this standard is met.

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Retail Clerks Specialty Stores Pension Fund

Actuarial Valuation and Review as of January 1, 2020

Segal

180 Howard Street, Suite 1100
San Francisco, CA 94105-6147
segalco.com
T 415.263.8200

February 17, 2021

Board of Trustees
Retail Clerks Specialty Stores Pension Fund
Walnut Creek, CA

Dear Trustees:

We are pleased to submit the Actuarial Valuation and Review as of January 1, 2020. It establishes the funding requirements for the current year and analyzes the preceding year's experience. It also summarizes the actuarial data and includes the actuarial information that is required to be filed with Form 5500 to federal government agencies.

The census information upon which our calculations were based was prepared by the Fund Office, under the direction of Richard A. Silva. That assistance is gratefully acknowledged. The actuarial calculations were completed under the supervision of Paul C. Poon, ASA, MAAA, Enrolled Actuary.

We look forward to reviewing this report with you at your next meeting and to answering any questions you may have.

Sincerely,

Segal

By: ______________________________

Frederick C. K. Herberich
Senior Vice President and Benefits Consultant

cc: Kimberly A. Hancock, Esq.
Alex W. Miller, CPA
A. Mirella Nieto, Esq.
Richard A. Silva
Jennifer Snow, CPA
Steven Stemerman, Esq.

JL2/hy

Table of Contents

Introduction

There are several ways of evaluating funding adequacy for a pension plan. In monitoring the Plan's financial position, the Trustees should keep in mind all of these concepts.

	Funding Standard Account	The ERISA Funding Standard Account (FSA) measures the cumulative difference between actual contributions and the minimum required contributions. If actual contributions exceed the minimum required contributions, the excess is called the credit balance. If actual contributions fall short of the minimum required contributions, a funding deficiency occurs.
	Zone Information	The Pension Protection Act of 2006 (PPA'06) called on plan sponsors to actively monitor the projected FSA credit balance, the funded percentage (the ratio of the actuarial value of assets to the present value of benefits earned to date) and cash flow sufficiency. Based on these measures, plans are then categorized as critical (*Red Zone*), endangered (*Yellow Zone*), or neither (*Green Zone*). The Multiemployer Pension Reform Act of 2014 (MPRA), among other things, made the zone provisions permanent.
	Solvency Projections	Pension plan funding anticipates that, over the long term, both contributions and investment earnings will be needed to cover benefit payments and expenses. To the extent that contributions are less than benefit payments, investment earnings and fund assets will be needed to cover the shortfall. In some situations, a plan may be faced with insufficient assets to cover its current obligations and may need assistance from the Pension Benefit Guaranty Corporation (PBGC). MPRA provides options for some plans facing insolvency.
	Scheduled Cost	The Scheduled Cost is an annual amount based on benefit levels and assets that allows a comparison to current contribution levels, given the expectation of a continuing Plan.
	Withdrawal Liability	ERISA provides for assessment of withdrawal liability to employers who withdraw from a multiemployer plan based on unfunded vested benefit liabilities. A separate report is available.

Important information about actuarial valuations

An actuarial valuation is a budgeting tool with respect to the financing of future uncertain obligations of a pension plan. As such, it will never forecast the precise future contribution requirements or the precise future stream of benefit payments. In any event, the actual cost of the plan will be determined by the benefits and expenses paid, not by the actuarial valuation.

In order to prepare a valuation, Segal relies on a number of input items. These include:

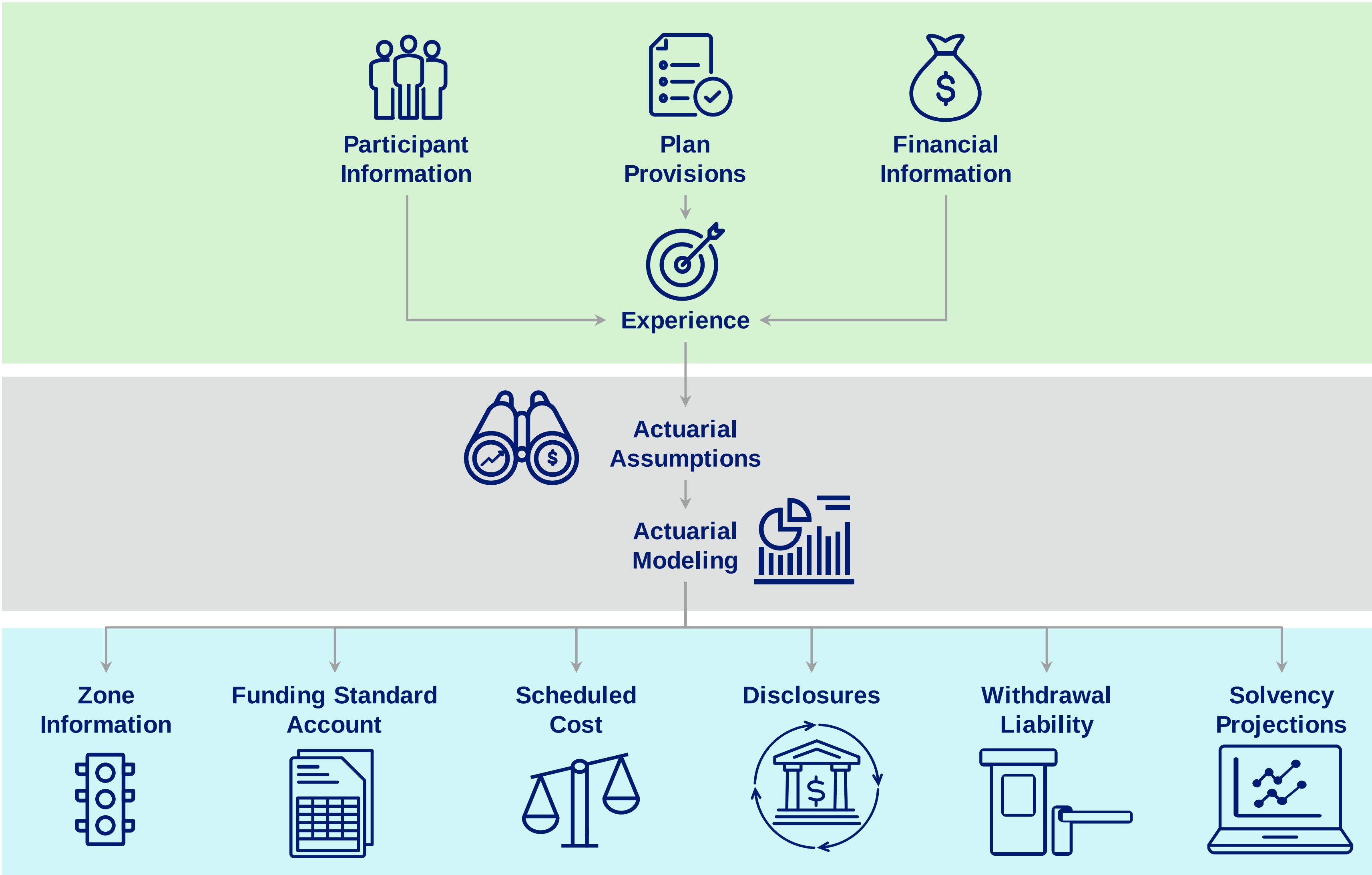
Plan Provisions	Plan provisions define the rules that will be used to determine benefit payments, and those rules, or the interpretation of them, may change over time. Even where they appear precise, outside factors may change how they operate. It is important for the Trustees to keep Segal informed with respect to plan provisions and administrative procedures, and to review the plan summary included in our report to confirm that Segal has correctly interpreted the plan of benefits.
Participant Information	An actuarial valuation for a plan is based on data provided to the actuary by the plan. Segal does not audit such data for completeness or accuracy, other than reviewing it for obvious inconsistencies compared to prior data and other information that appears unreasonable. For most plans, it is not possible nor desirable to take a snapshot of the actual workforce on the valuation date. It is not necessary to have perfect data for an actuarial valuation. The uncertainties in other factors are such that even perfect data does not produce a "perfect" result. Notwithstanding the above, it is important for Segal to receive the best possible data and to be informed about any known incomplete or inaccurate data.
Financial Information	Part of the cost of a plan will be paid from existing assets – the balance will need to come from future contributions and investment income. The valuation is based on the asset values as of the valuation date, typically reported by the auditor. A snapshot as of a single date may not be an appropriate value for determining a single year's contribution requirement, especially in volatile markets. Plan sponsors often use an "actuarial value of assets" that differs from market value to gradually reflect year-to-year changes in the market value of assets in determining the contribution requirements.
Actuarial Assumptions	In preparing an actuarial valuation, Segal starts by developing a forecast of the benefits to be paid to existing plan participants for the rest of their lives and the lives of their beneficiaries. This requires actuarial assumptions as to the probability of death, disability, withdrawal, and retirement of participants in each year, as well as forecasts of the plan's benefits for each of those events. The forecasted benefits are then discounted to a present value, typically based on an estimate of the rate of return that will be achieved on the plan's assets. All of these factors are uncertain and unknowable. Thus, there will be a range of reasonable assumptions, and the results may vary materially based on which assumptions the actuary selects within that range. That is, there is no right answer (except with hindsight). It is important for any user of an actuarial valuation to understand and accept this constraint. The actuarial model may use approximations and estimates that will have an immaterial impact on our results. In addition, the actuarial assumptions may change over time, and while this can have a significant impact on the reported results, it does not mean that the previous assumptions or results were unreasonable or wrong.

Given the above, the user of Segal's actuarial valuation (or other actuarial calculations) needs to keep the following in mind:

The actuarial valuation is prepared for use by the Trustees. It includes information for compliance with federal filing requirements and for the plan's auditor. Segal is not responsible for the use or misuse of its report, particularly by any other party.
An actuarial valuation is a measurement at a specific date — it is not a prediction of a plan's future financial condition. Accordingly, Segal did not perform an analysis of the potential range of financial measurements, except where otherwise noted.
Critical events for a plan include, but are not limited to, decisions about changes in benefits and contributions. The basis for such decisions needs to consider many factors such as the risk of changes in employment levels and investment losses, not just the current valuation results.
ERISA requires a plan's enrolled actuary to provide a statement in the plan's annual report disclosing any event or trend that the actuary has not taken into account, if, to the best of the actuary's knowledge, such an event or trend may require a material increase in plan costs or required contribution rates. If the Trustees are aware of any event that was not considered in this valuation and that may materially increase the cost of the Plan, they must advise Segal, so that an appropriate statement can be included.
Segal does not provide investment, legal, accounting, or tax advice. This valuation is based on Segal's understanding of applicable guidance in these areas and of the plan's provisions, but they may be subject to alternative interpretations. The Trustees should look to their other advisors for expertise in these areas.
While Segal maintains extensive quality assurance procedures, an actuarial valuation involves complex computer models and numerous inputs. In the event that an inaccuracy is discovered after presentation of Segal's valuation, Segal may revise that valuation or make an appropriate adjustment in the next valuation.
Segal's report shall be deemed to be final and accepted by the Trustees upon delivery and review. Trustees should notify Segal immediately of any questions or concerns about the final content.

As Segal has no discretionary authority with respect to the management of assets of the Plan, it is not a fiduciary in its capacity as actuaries and consultants with respect to the Plan.

Actuarial valuation overview



Section 1: Trustee Summary

Summary of key valuation results

Plan Year Beginning		January 1, 2019	January 1, 2020
Certified Zone Status		***Critical and Declining***	***Critical and Declining***
Demographic Data:	• Number of active participants	36	32
	• Number of inactive participants with vested rights	374	344
	• Number of retired participants and beneficiaries	1,055	1,018
	• Total number of participants	1,465	1,394
	• Participant ratio: non-active to actives	39.69	42.56
Assets:	• Market value of assets (MVA)	$23,347,092	$21,072,999
	• Actuarial value of assets (AVA)	23,347,092	21,072,999
	• Market value net investment return, prior year	-3.44%	16.55%
	• Actuarial value net investment return, prior year	-3.44%	16.55%
Actuarial Liabilities[1]:	• Valuation interest rate	6.00%	4.00%
	• Normal cost, including administrative expenses	$505,472	$500,386
	• Actuarial accrued liability	59,303,679	68,230,014
	• Unfunded actuarial accrued liability	35,956,587	47,157,015
Funded Percentages:	• Actuarial accrued liabilities under unit credit cost method	$59,303,679	$68,230,014
	• MVA funded percentage	39.4%	30.9%
	• AVA funded percentage (PPA basis)	39.4%	30.9%
Statutory Funding Information:	• Credit balance (funding deficiency) at the end of prior plan year	-$3,929,473	-$10,120,930
	• Minimum required contribution	10,262,973	16,459,603
	• Maximum deductible contribution	90,976,730	89,409,396

[1] Based on Unit Credit actuarial cost method used for Funding Standard Account.

Summary of key valuation results

Plan Year Beginning		January 1, 2019	January 1, 2020
Cash Flow:		Actual 2019	Projected 2020
	• Contributions	$137,906	$151,697
	• Benefit payments	-5,349,337	-5,527,778
	• Administrative expenses	-457,024	-450,000
	• Net cash flow	-5,668,455	-5,826,081
	• Cash flow as a percentage of assets	-26.9%	-27.6%

Section 1: Trustee Summary

This January 1, 2020 actuarial valuation report is based on financial and demographic information as of that date. It is important to note that this actuarial valuation is based on plan assets as of December 31, 2019. Due to the COVID-19 pandemic, market conditions have changed significantly since the valuation date. The Plan's actuarial status does not reflect short-term fluctuations of the market, but rather is based on the market values on the last day of the Plan Year. While it is impossible to determine how the market will perform over the next several months, and how that will affect the results of next year's valuation, Segal is available to prepare projections of potential outcomes upon request. The current year's actuarial valuation results follow.

A. Developments since last valuation

The following are developments since the last valuation, from January 1, 2019 to January 1, 2020.

1. *Participant demographics.* The number of active participants decreased 11.1% from 36 to 32. The ratio of non-active to active participants, which is one measure of plan maturity, increased from 39.69 to 42.56.
2. *Plan assets.* The net investment return on the actuarial value and market value of assets was 16.55%. For comparison, the assumed rate of return on plan assets for 2019 was 6.00% and was reduced to 4.00% for 2020 as noted below. The change in the market/actuarial value of assets over the last two plan years can be found in Section 3.
3. *Cash flows.* Cash inflow includes contributions and withdrawal liability payments, and cash outflow includes benefits paid to participants and administrative expenses. In the prior plan year, the plan had a net cash outflow of $5.7 million, or about -26.9% of assets.
4. *Assumption changes.* Since the last valuation, we reduced the investment return assumption from 6.00% to 4.00%. We selected the new assumption based on historical data, current and recent market expectations, the impending plan insolvency, and professional judgment. Even though the reduction in the investment return assumption increased the actuarial accrued liability by 19.78% and the normal cost by 45.93%, the change did not affect the Plan's projected insolvency year of 2024.
5. *Rehabilitation Plan.* As a result of the plan being in critical status, the Trustees adopted a Rehabilitation Plan on March 14, 2013. The Rehabilitation Plan is designed to forestall plan insolvency and includes one schedule (Default Schedule) of benefit cuts and contribution increases. The Default Schedule was implemented effective January 1, 2014 and is recognized for active participants in this valuation.

B. Actuarial valuation results

The following commentary applies to various funding measures for the current plan year.

1. *Zone status.* The Plan was certified to be in critical and declining status under the Pension Protection Act of 2006 (PPA) for the current plan year, in other words, the Plan is in the "red zone." This certification result is due to a projected insolvency within 15 years. Please refer to the actuarial certification dated March 30, 2020 for more information.
2. *Funded percentages:* During the last plan year, the funded percentage that will be reported on the Plan's annual funding notice decreased from 39.4% to 30.9%. The primary reason for the change in funded percentage was the increase in plan liabilities resulting from the reduction in the investment return assumption. Please note that there are different measurements of funded percentage for different purposes. More information can be found in Section 2.
3. *Funding Standard Account:* During the last plan year, the funding deficiency increased from $3,929,473 to $10,120,930. The increase in the funding deficiency was due to the fact that contributions fell short of the net charges in the FSA for the plan year. For the current plan year, the minimum required contribution is $16,459,603, compared with $151,697 in expected contributions.
4. *Funding concerns:* The projected inability to pay future benefits must continue to be monitored. We will work with the Trustees to review alternatives that may help address the imbalance between the benefit levels in the Plan and resources available to pay for them. The actions already taken to address this issue include the Trustees' Rehabilitation Plan that was designed to forestall plan insolvency, and the Trustees' review of the potential impact of a MPRA suspension on this plan.

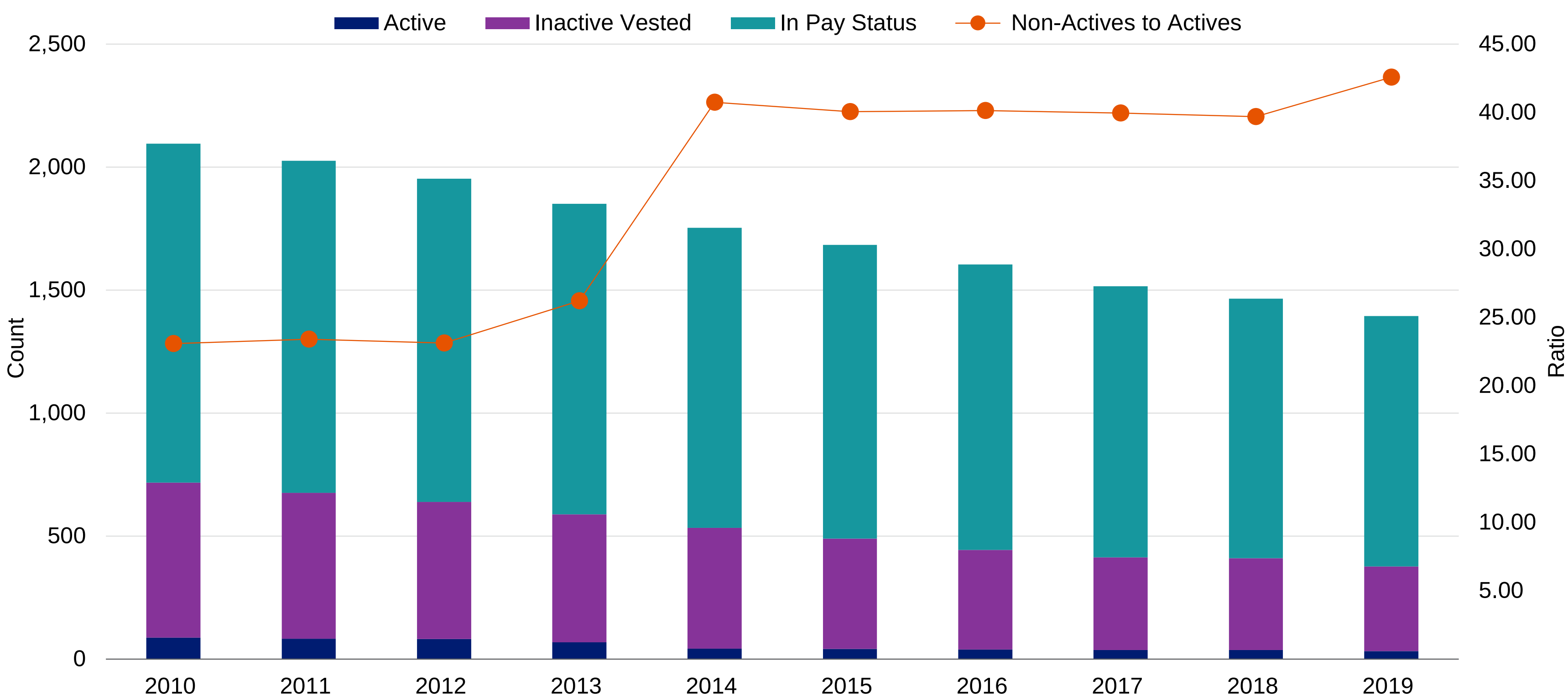
C. Projections and risk

1. *Importance of projections:* Most of the results included in this valuation report are snapshot measurements, showing the Plan's status as of the valuation date. In addition to understanding the Plan's current status, it is also important to understand where the plan is headed through actuarial projections. Projections may evaluate various metrics, such as funded percentage, Funding Standard Account, zone status, cash flows and solvency. We will continue to provide the Trustees with updates and projections outside of this report.
2. *Baseline projections:* Based on this valuation, the current value of assets plus future investment earnings and contribution income is projected to exceed benefit payments and administrative expenses for at least 4 years through 2023, with a projected insolvency in 2024, assuming experience emerges as projected and there are no changes in the Plan provisions, actuarial assumptions, law or regulations. The projected assets are shown in Section 2. If requested by the Trustees, we can perform additional projections of the financial status of the Plan.
3. *Understanding risk:* The actuarial valuation results are dependent on a single set of assumptions. Typically, there is a risk that emerging results may differ significantly as actual experience proves to be different from the current assumptions. However, due to the Plan's near-term projected insolvency, the Plan has limited risk.

Section 2: Actuarial Valuation Results

Participant information

Population as of December 31



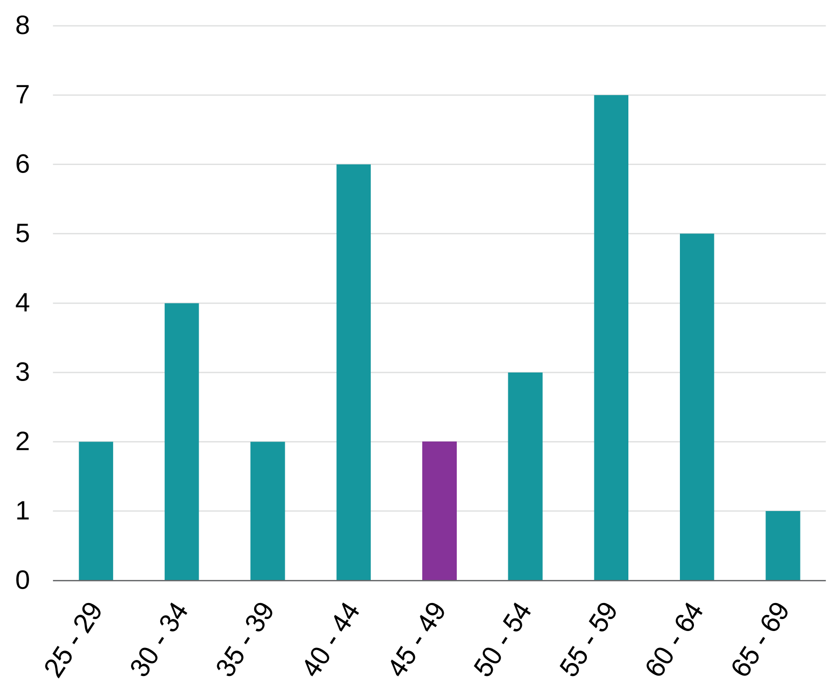
	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019
In Pay Status	1,378	1,350	1,315	1,262	1,220	1,193	1,160	1,102	1,055	1,018
Inactive Vested	630	592	557	520	491	449	405	376	374	344
Active	87	83	81	68	42	41	39	37	36	32
Ratio	23.08	23.40	23.11	26.21	40.74	40.05	40.13	39.95	39.69	42.56

Active participants

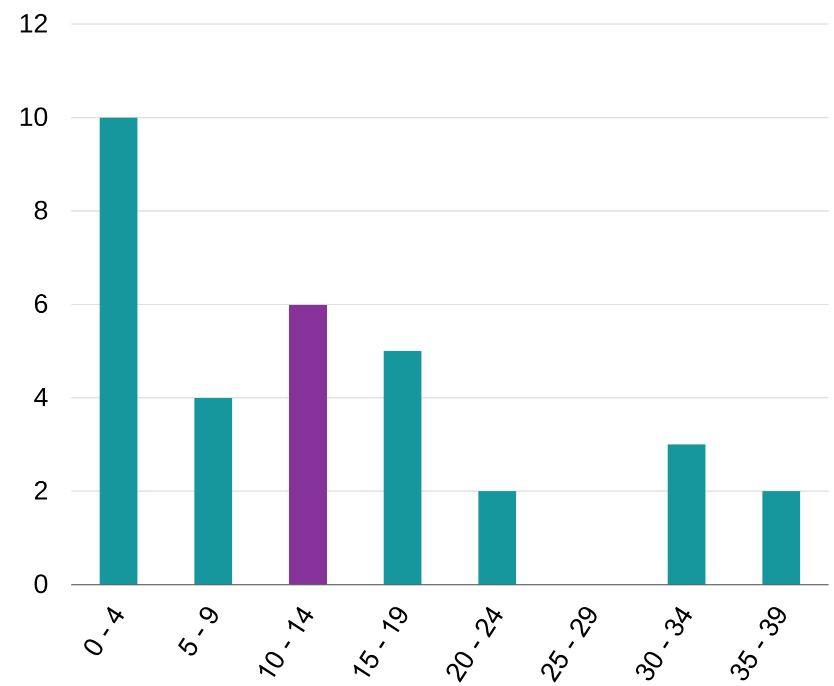
As of December 31,	2018	2019	Change
Active participants	36	32	-11.1%
Average age	49.0	48.8	-0.2
Average Vesting Credits	11.9	13.3	1.4

Distribution of Active Participants as of December 31, 2019

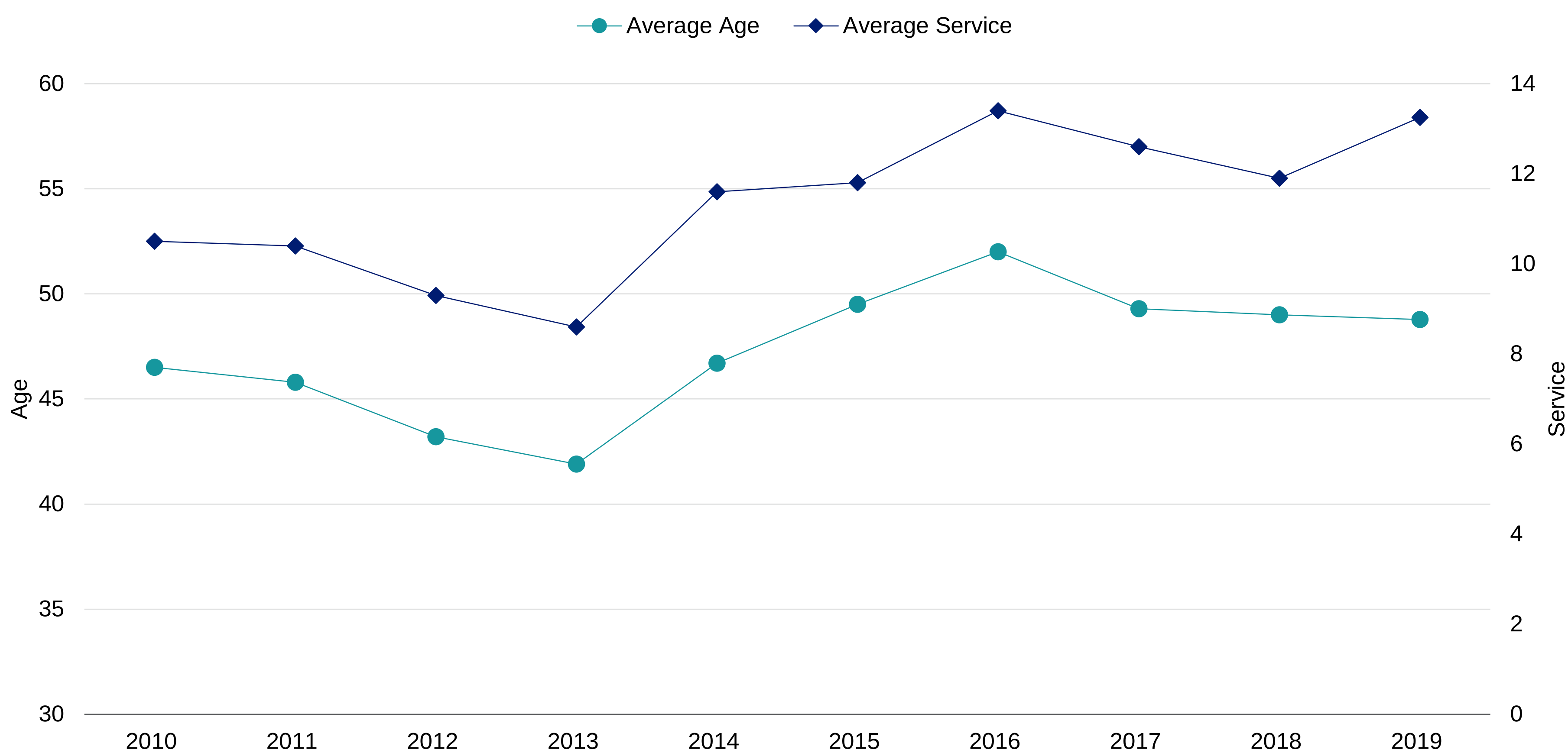
by Age



by Vesting Credits



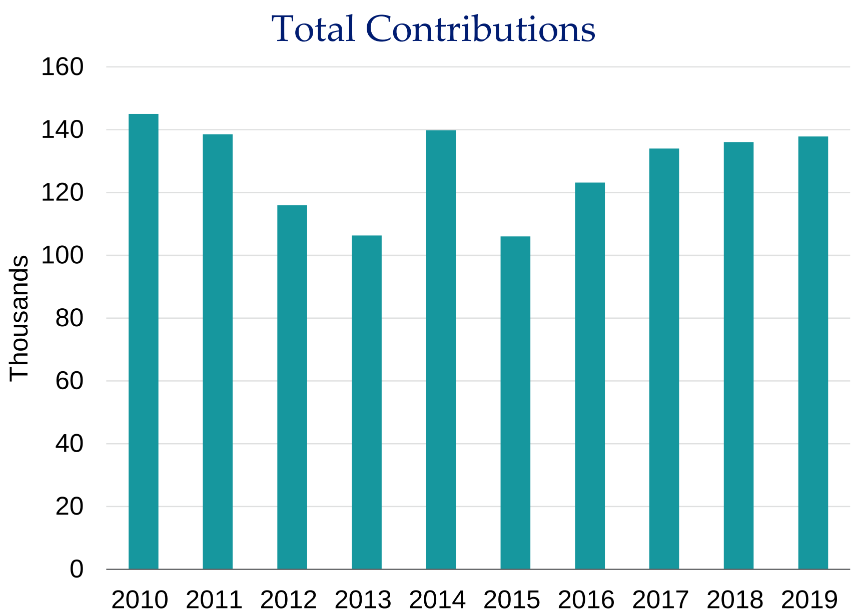
Progress of active participants

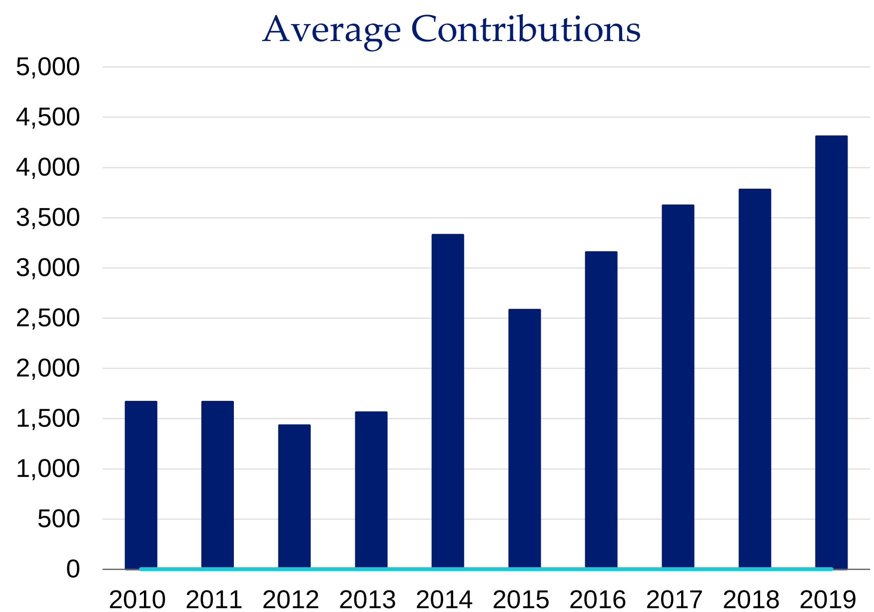


	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019
Avg. Age	46.5	45.8	43.2	41.9	46.7	49.5	52.0	49.3	49.0	48.8
Avg. Svc	10.5	10.4	9.3	8.6	11.6	11.8	13.4	12.6	11.9	13.3

Historical employment

- The 2020 zone certification was based on an industry activity assumption of 10 active participants, with average contributions increasing by 10% each year.





	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019	5-year average	10-year average
Total Contributions[1]	145.09	138.55	116.04	106.31	139.82	105.99	123.18	134.03	136.11	137.91	127.44	128.30
Average Contributions	1,668	1,669	1,433	1,563	3,329	2,585	3,158	3,622	3,781	4,310	3,491	2,712

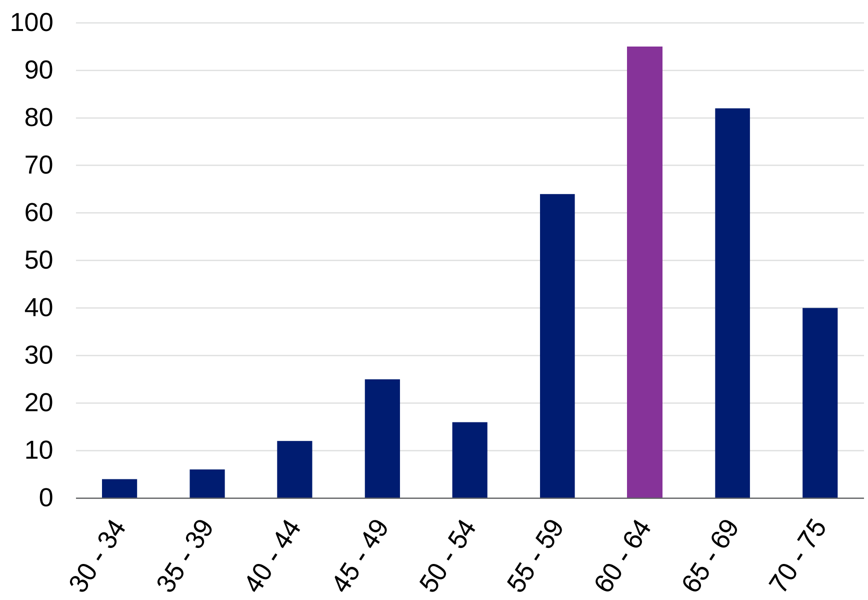
[1] In thousands

Inactive vested participants

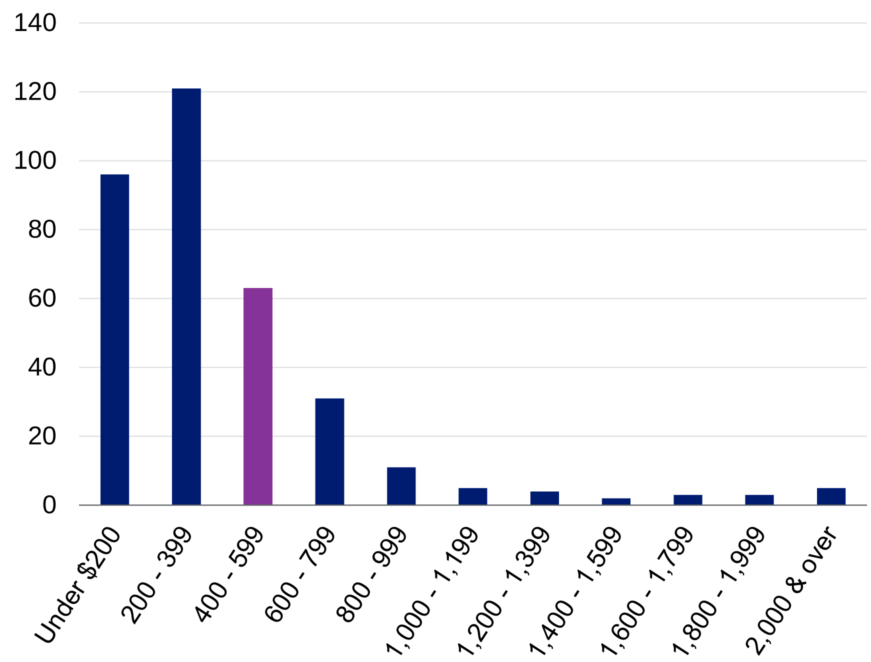
As of December 31,	2018	2019	Change
Inactive vested participants[1]	374	344	-8.0%
Average age	59.9	60.4	0.5
Average amount	$429	$418	-2.6%

Distribution of Inactive Vested Participants as of December 31, 2019

by Age



by Monthly Amount



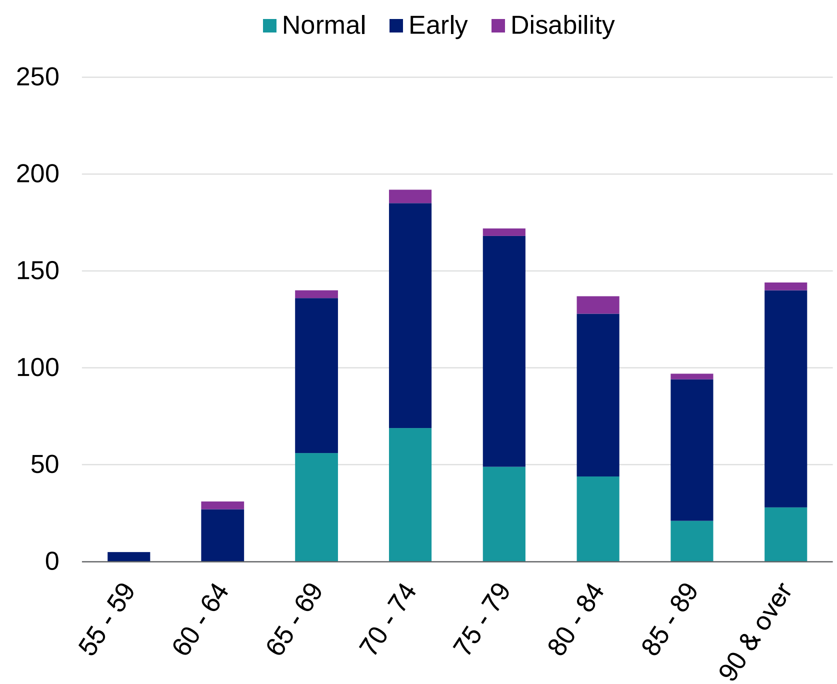
[1] A participant who is not currently active and has satisfied the vesting requirements for, but has not yet commenced, a pension is considered an "inactive vested" participant. 32 inactive vested participants over age 75 are excluded from the valuation.

Pay status information

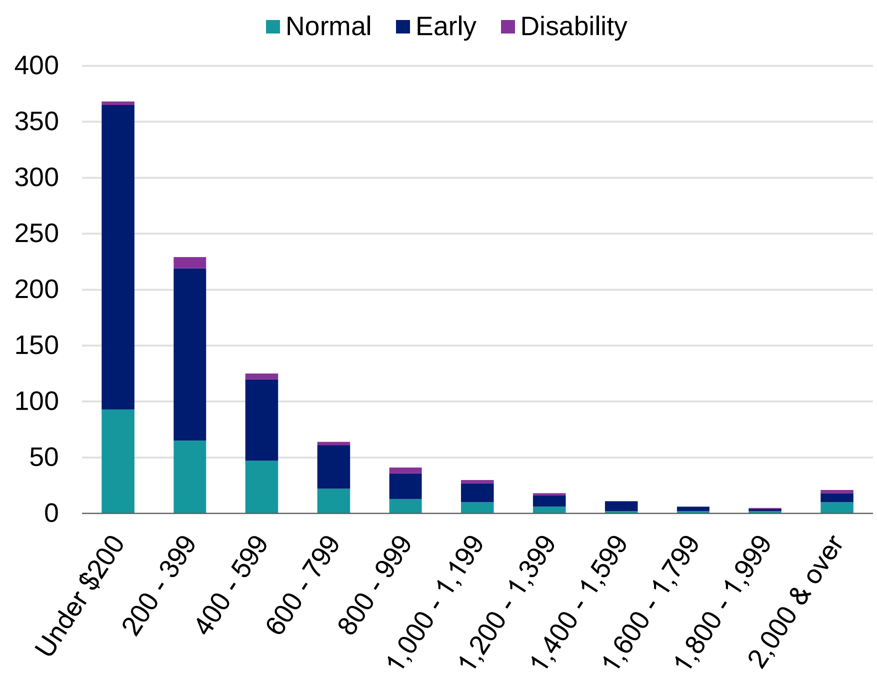
As of December 31,	2018	2019	Change
Pensioners	960	918	-4.4%
Average age	78.4	78.3	-0.1
Average amount	$439	$441	0.5%
Beneficiaries	95	100	5.3%
Total monthly amount	$444,940	$428,353	-3.7%

Distribution of Pensioners as of December 31, 2019

by Type and Age



by Type and Monthly Amount



Progress of pension rolls

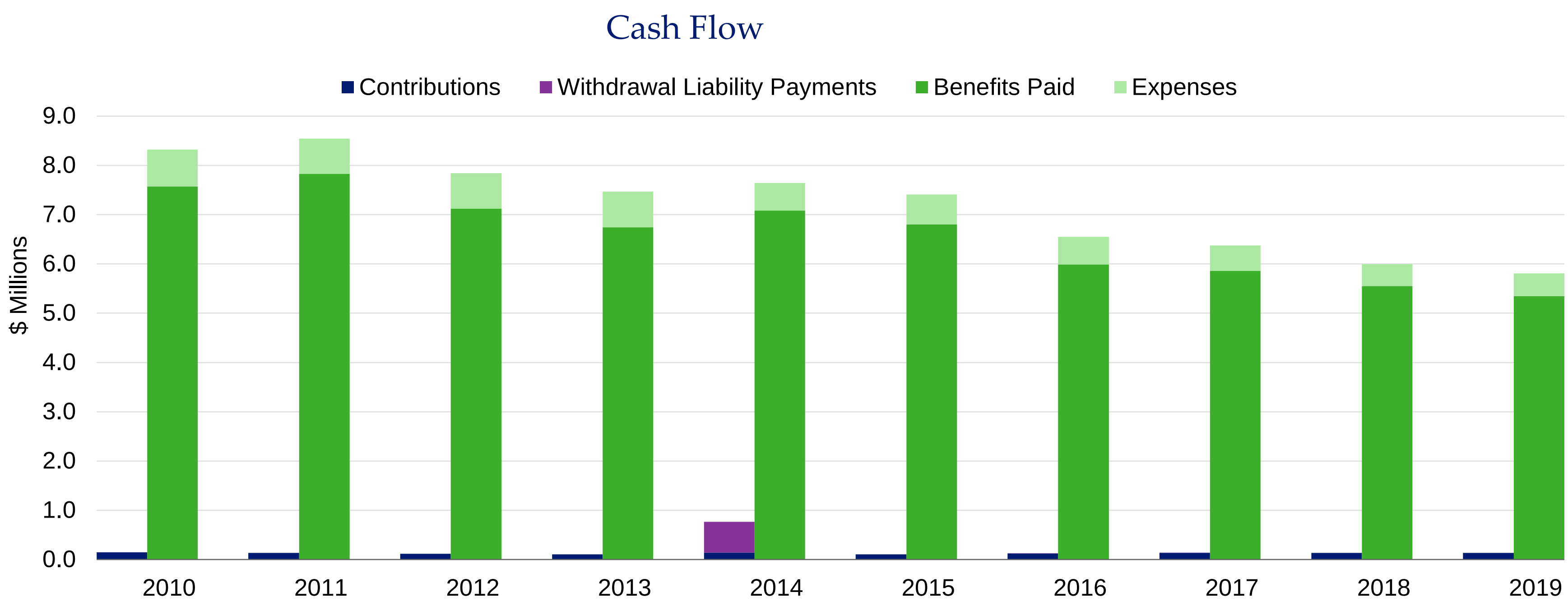
	Total In Pay Status		
Year	Number	Average Age	Average Amount
2010	1,252	77.9	$452
2011	1,228	78.0	443
2012	1,199	78.0	444
2013	1,151	78.0	448
2014	1,113	78.0	440
2015	1,087	78.0	443
2016	1,059	78.1	439
2017	1,011	78.2	439
2018	960	78.4	439
2019	918	78.3	441

New pension awards

	Total		Normal		Early		Disability	
Year Ended Dec 31	Number	Average Monthly Amount	Number	Average Monthly Amount	Number	Average Monthly Amount	Number	Average Monthly Amount
2010	40	$358	18	$389	22	$332	–	–
2011	47	347	21	268	26	412	–	–
2012	38	491	12	397	25	466	1	$2,250
2013	38	653	20	548	16	438	2	3,417
2014	37	359	25	355	12	369	–	–
2015	39	498	22	434	17	581	–	–
2016	39	388	35	413	4	175	–	–
2017	24	818	19	803	5	875	–	–
2018	27	457	20	425	7	549	–	–
2019	25	460	12	581	13	348	–	–

Financial information

- Benefits and expenses are funded solely from contributions and investment earnings.



	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019
Contributions[1]	$0.15	$0.14	$0.12	$0.11	$0.14	$0.11	$0.12	$0.13	$0.14	$0.14
W/L Payments[1]	0.00	0.00	0.00	0.00	0.63	0.00	0.00	0.00	0.00	0.00
Benefits Paid[1]	7.57	7.83	7.13	6.74	7.08	6.80	5.99	5.86	5.55	5.35
Expenses[1]	0.75	0.71	0.72	0.73	0.56	0.60	0.56	0.51	0.45	0.46

[1] In millions

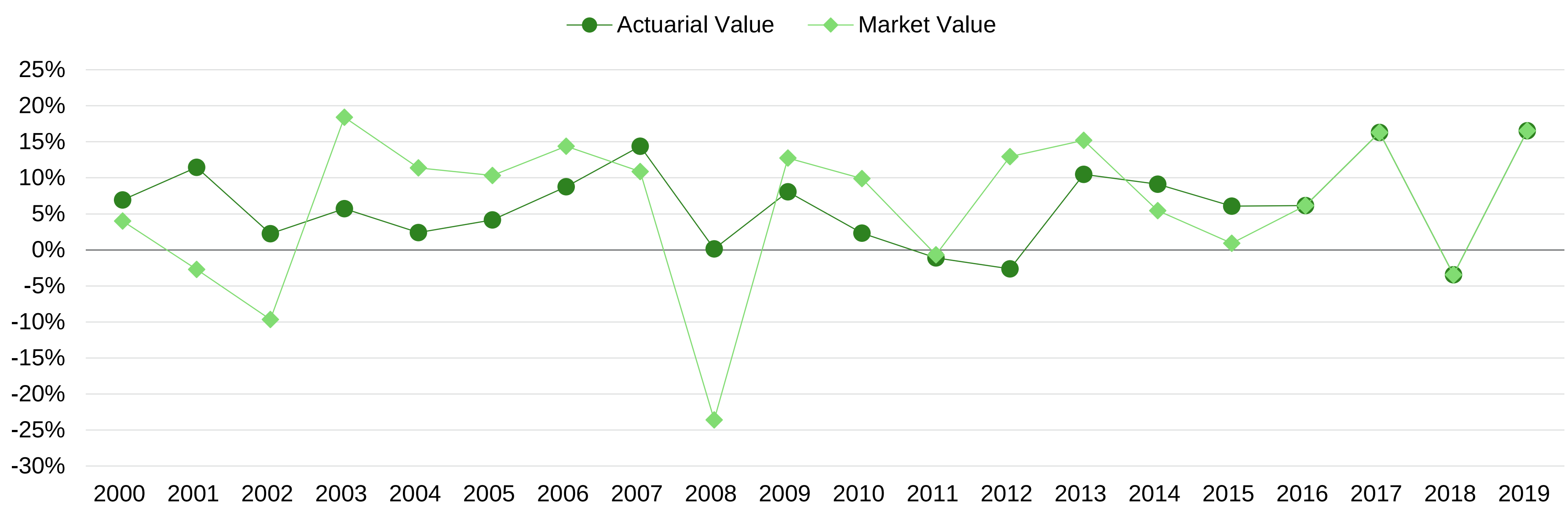
Determination of Actuarial Value of Assets

1	Actuarial value of assets = Market value of assets	$21,072,999

Historical investment returns

- The assumed rate of return of 4.00% considers past experience, the Trustees' asset allocation policy, future expectations, and the Plan's expected insolvency.
- The investment returns for 2000 and 2015 each include the effect of a change in the method for determining the actuarial value of assets.

Market Value and Actuarial Rates of Return for Years Ended December 31



	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019
AVA	6.9%	11.5%	2.2%	5.7%	2.4%	4.2%	8.8%	14.4%	0.1%	8.1%	2.3%	-1.1%	-2.6%	10.5%	9.1%	6.1%	6.1%	16.3%	-3.4%	16.5%
MVA	4.0%	-2.7%	-9.6%	18.4%	11.4%	10.3%	14.4%	10.9%	-23.6%	12.7%	9.9%	-0.7%	13.0%	15.2%	5.4%	0.9%	6.1%	16.3%	-3.4%	16.5%

Average Rates of Return	Actuarial Value	Market Value
Most recent five-year average return:	7.78%	6.40%
Most recent ten-year average return:	4.66%	7.58%
20-year average return:	5.81%	4.91%

Actuarial experience

- Assumptions should reflect experience and should be based on reasonable expectations for the future.
- Each year actual experience is compared to that projected by the assumptions. Differences are reflected in the contribution requirement as an experience gain or loss. Assumptions are not changed if experience is believed to be a short-term development that will not continue over the long term.

Experience for the Year Ended December 31, 2019

1	Gain from investments	$2,163,590
2	Loss from administrative expenses	-7,215
3	Net gain from other experience (0.8% of projected accrued liability)	461,439
4	**Net experience gain: 1 + 2 + 3**	**$2,617,814**

Investment experience

Gain from Investments

1	Average actuarial value of assets	$20,512,865
2	Assumed rate of return for the prior year	6.00%
3	Expected net investment income: **1 x 2**	$1,230,772
4	Net investment income (16.55% actual rate of return)	3,394,362
5	**Actuarial gain from investments: 4 – 3**	**$2,163,590**

Administrative expenses

- Administrative expenses for the year ended December 31, 2019 totaled $457,024, as compared to the assumption of $450,000.

Other experience

- The net gain from other experience is not considered significant and is mainly due to higher than expected mortality among inactive vested participants and to several inactive vested participants reaching age 75, the age they become excluded from the valuation.

Actuarial assumptions

- The following assumption was changed with this valuation:
  - The investment return assumption was decreased from 6.00% to 4.00%.
- This change increased the actuarial accrued liability by 19.8% and increased the normal cost by 45.9%, but did not affect the projected year of insolvency in 2024.
- Details on actuarial assumptions and methods are in Section 3.

Plan provisions

- There were no changes in plan provisions since the prior valuation.
- A summary of plan provisions is in Section 3.

Contribution rate changes

- All active participants are covered under the Default Schedule of the Rehabilitation Plan, which calls for a 10% increase in contribution rates each year, with all increases not counted towards benefit accruals.

Plan funding

Comparison of Funded Percentages

Plan Year Beginning	January 1, 2019		January 1, 2020	
Market Value of Assets	**$23,347,092**		**$21,072,999**	
	Amount	**Funded %**	**Amount**	**Funded %**
• Funding interest rate	6.00%		4.00%	
• Present value (PV) of future benefits	$59,727,401	39.1%	$68,616,057	30.7%
• Actuarial accrued liability[1]	59,303,679	39.4%	68,230,014	30.9%
• PV of accumulated plan benefits	59,303,679	39.4%	68,230,014	30.9%
• Current liability interest rate	3.06%		2.95%	
• Current liability	$81,295,470	28.7%	$78,383,067	26.9%
Actuarial Value of Assets	**$23,347,092**		**$21,072,999**	
	Amount	**Funded %**	**Amount**	**Funded %**
• Funding interest rate	6.00%		4.00%	
• PV of future benefits	$59,727,401	39.1%	$68,616,057	30.7%
• Actuarial accrued liability[1]	59,303,679	39.4%	68,230,014	30.9%
• PPA'06 liability and annual funding notice	59,303,679	39.4%	68,230,014	30.9%

These measurements are not necessarily appropriate for assessing the sufficiency of Plan assets to cover the estimated cost of settling the Plan's benefit obligations or the need for or the amount of future contributions. The funded percentages based on the actuarial value of assets would be different if they were based on the market value of assets.

[1] Based on Unit Credit actuarial cost method

Pension Protection Act of 2006

2020 Actuarial status certification

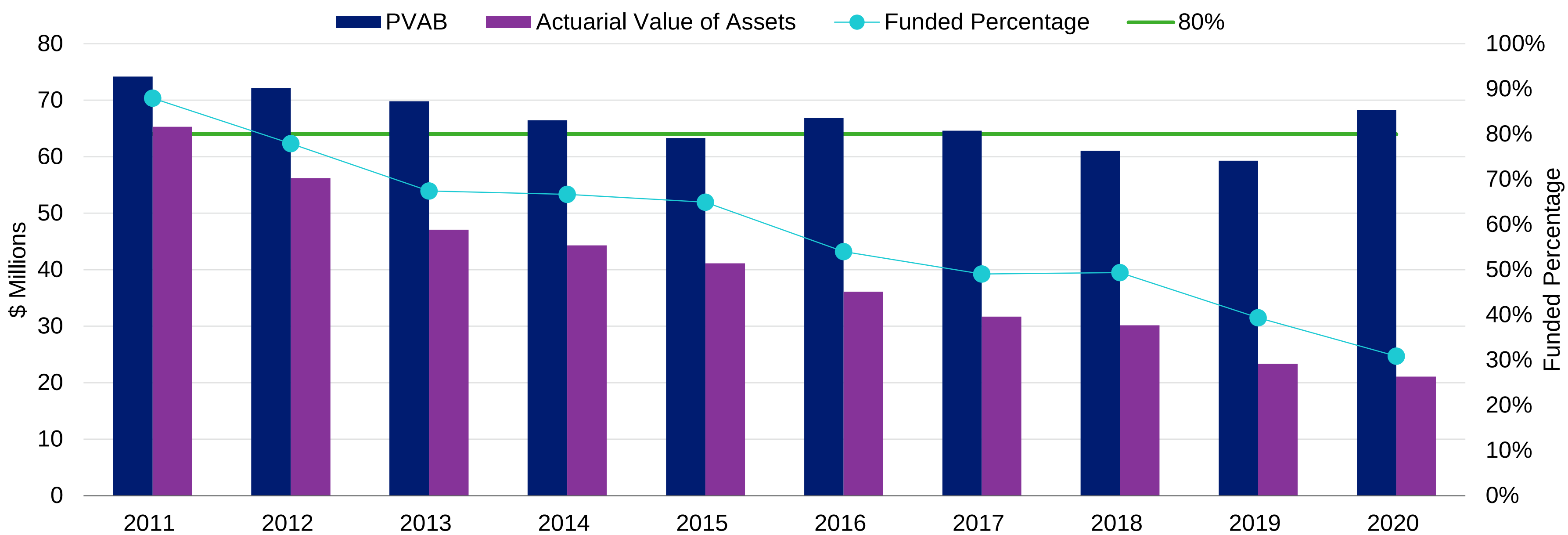
- PPA'06 requires trustees to actively monitor their plans' financial prospects to identify emerging funding challenges so they can be addressed effectively.
- As reported in the 2020 certification, this Plan was classified as critical and declining (in the Red Zone) because there was a projected insolvency within 15 years.
- In addition, the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan.

Rehabilitation Plan

- The Trustees adopted a Rehabilitation Plan on March 14, 2013 to forestall plan insolvency.
- The annual standard for the January 1, 2020 status certification is for the unaudited fair market value of assets to be at least $12 million as of January 1, 2020. The standard was met for 2020.
- Section 432(e)(3)(B) requires that the Trustees annually update the Rehabilitation Plan and Schedules. Segal will continue to assist the Trustees to evaluate and update the Rehabilitation Plan and prepare the required assessment of Scheduled Progress in meeting the requirements of the Rehabilitation Plan.

Pension Protection Act of 2006 historical information

Funded Percentage and Zone



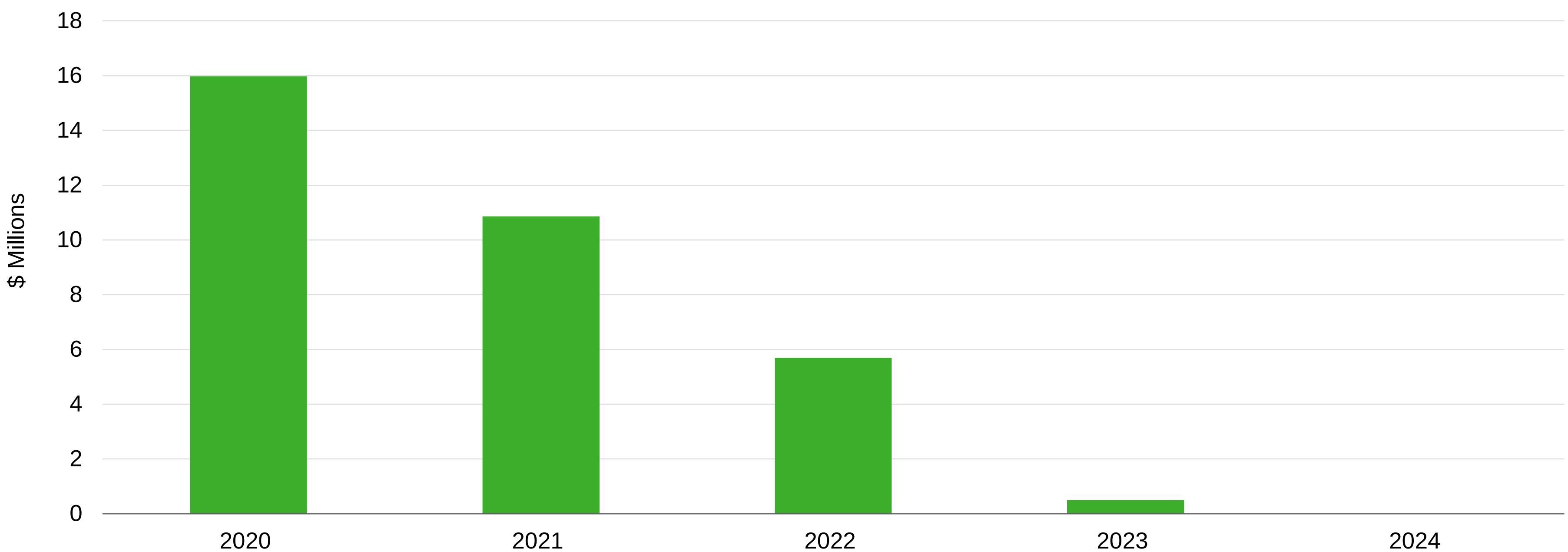
Plan year	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
Zone Status	Green	Yellow	Red	Red	Red	Red	Red	Red	Red	Red
PVAB[1]	$74.21	$72.16	$69.84	$66.44	$63.34	$66.88	$64.63	$61.06	$59.30	$68.23
AVA[1]	65.30	56.22	47.11	44.30	41.14	36.12	31.72	30.14	23.35	21.07
Funded %	88.0%	77.9%	67.4%	66.7%	65.0%	54.0%	49.1%	49.4%	39.4%	30.9%

[1] In millions

Solvency projection

- PPA'06 requires Trustees to monitor plan solvency - the ability to pay benefits and expenses when due.
- This Plan was certified as critical and declining for 2020 based on a projected insolvency within 5 years in 2024.
- Based on this valuation, assets are still projected to be exhausted in 2024, as shown below. This is the same year as projected in the 2020 Zone Certification and one year later than projected in the prior year valuation due to the 16.6% return for 2019.
- This projection is based on the negotiated contribution rates, including all future contribution rate increases contemplated in the Rehabilitation Plan, the current valuation assumptions and the Trustee's industry activity assumptions.
- The Plan is operating under a Rehabilitation Plan that is intended to forestall insolvency.

Projected Assets as of December 31



Risk

- The actuarial valuation results are dependent on a single set of assumptions; however, there is a risk that emerging results may differ significantly as actual experience proves to be different from the current assumptions. However, due to the Plan's near-term projected insolvency, the Plan has limited risk.

Summary of PPA’06 zone status rules

- Based on projections of the credit balance in the FSA, the funded percentage, and cash flow sufficiency tests, plans are categorized in one of the “zones” described below.
- The funded percentage is determined using the actuarial value of assets and the present value of benefits earned to date, based on the actuary’s best estimate assumptions.

<table>
<tr>
<td>Critical Status (Red Zone)</td>
<td>A plan is classified as being in critical status (the Red Zone) if:
• The funded percentage is less than 65%, and either there is a projected FSA deficiency within five years or the plan is projected to be unable to pay benefits within seven years, or
• There is a projected FSA deficiency within four years, or
• There is a projected inability to pay benefits within five years, or
• The present value of vested benefits for inactive participants exceeds that for actives, contributions are less than the value of the current year’s benefit accruals plus interest on existing unfunded accrued benefit liabilities, and there is a projected FSA deficiency within five years, or
• As permitted by the Multiemployer Pension Reform Act of 2014, the plan is projected to be in the Red Zone within the next five years and the plan sponsor elects to be in critical status.
• A critical status plan is further classified as being in critical and declining status if:
• The ratio of inactive participants to active participants is at least 2 to 1, and there is an inability to pay benefits projected within 20 years, or
• The funded percentage is less than 80%, and there is an inability to pay benefits projected within 20 years, or
• There is an inability to pay benefits projected within 15 years.
Any amortization extensions are ignored for testing initial entry into the Red Zone.
The Trustees are required to adopt a formal Rehabilitation Plan, designed to allow the plan to emerge from critical status by the end of the rehabilitation period. If they determine that such emergence is not reasonable, the Rehabilitation Plan must be designed to emerge as of a later time or to forestall possible insolvency.
Trustees of Red Zone plans have tools, such as the ability to reduce or eliminate early retirement subsidies, to remedy the situation. Accelerated forms of benefit payment (such as lump sums) are prohibited. However, unless the plan is critical and declining, Trustees may not reduce benefits of participants who retired before being notified of the plan’s critical status (other than rolling back recent benefit increases) or alter core retirement benefits payable at normal retirement age.</td>
</tr>
</table>

Section 2: Actuarial Valuation Results

Endangered Status (*Yellow Zone*)	A plan not in critical status (*Red Zone*) is classified as being in endangered status (the *Yellow Zone*) if: • The funded percentage is less than 80%, or • There is a projected FSA deficiency within seven years. A plan that has both of the endangered conditions present is classified as seriously endangered. Trustees of a plan that was in the *Green Zone* in the prior year can elect not to enter the *Yellow Zone* in the current year (although otherwise required to do so) if the plan's current provisions would be sufficient (with no further action) to allow the plan to emerge from the *Yellow Zone* within ten years. The Trustees are required to adopt a formal Funding Improvement Plan, designed to improve the current funded percentage, and avoid a funding deficiency as of the emergence date.

Green Zone	A plan not in critical status (the *Red Zone*) nor in endangered status (the *Yellow Zone*) is classified as being in the *Green Zone.*

Early Election of Critical Status	Trustees of a *Green* or *Yellow Zone* plan that is projected to enter the *Red Zone* within the next five years may elect whether or not to enter the *Red Zone* for the current year.

Section 3: Certificate of Actuarial Valuation

February 17, 2021

Certificate of Actuarial Valuation

This is to certify that Segal has prepared an actuarial valuation of the Retail Clerks Specialty Stores Pension Fund as of January 1, 2020 in accordance with generally accepted actuarial principles and practices. It has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing requirements of federal government agencies. This valuation report may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety.

The measurements shown in this actuarial valuation may not be applicable for other purposes. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements (such as the end of an amortization period or additional cost or contribution requirements based on the plan's funded status); and changes in plan provisions or applicable law.

The valuation is based on the assumption that the Plan is qualified as a multiemployer plan for the year and on information supplied by the auditor with respect to contributions and assets and reliance on the Plan Administrator with respect to the participant data. Segal does not audit the data provided. The accuracy and comprehensiveness of the data is the responsibility of those supplying the data. To the extent we can, however, Segal does review the data for reasonableness and consistency. Based on our review of the data, we have no reason to doubt the substantial accuracy of the information on which we have based this report and we have no reason to believe there are facts or circumstances that would affect the validity of these results. Adjustments for incomplete or apparently inconsistent data were made as described in the attached Exhibit K.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of my knowledge, the information supplied in this actuarial valuation is complete and accurate. Each prescribed assumption for the determination of Current Liability was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

Paul C. Poon

Paul C. Poon, ASA, MAAA
Vice President & Actuary
Enrolled Actuary No. 20-06069

Exhibit A: Table of Plan Coverage

The valuation was made with respect to the following data supplied to us by the Plan Administrator.

Category	Year Ended December 31 2018	Year Ended December 31 2019	Change from Prior Year
Active participants in valuation:			
• Number	36	32	-11.1%
• Average age	49.0	48.8	-0.2
• Average Vesting Creditsvesting credits	11.9	13.3	1.4
• Average contribution rate for upcoming year	$4,159	$4,741	14.0%
• Number with unknown age	1	0	-100.0%
• Total active vested participants	25	22	-12.0%
Inactive participants with rights to a pension:			
• Number	374	344	-8.0%
• Average age	59.9	60.4	0.5
• Average monthly benefit	$429	$418	-2.6%
Pensioners (including disableds):			
• Number in pay status	960	918	-4.4%
• Average age	78.4	78.3	-0.1
• Average monthly benefit	$439	$441	0.5%
Beneficiaries:			
• Number in pay status	95	100	5.3%
• Average age	78.7	78.1	-0.6
• Average monthly benefit	$248	$239	-3.6%
Total participants	**1,465**	**1,394**	**-4.8%**

Exhibit B: Actuarial Factors for Minimum Funding

		2019		2020
Interest rate assumption		6.00%		4.00%
Normal cost, including administrative expenses		$505,472		$500,386
Actuarial present value of projected benefits		$59,727,401		$68,616,057
Present value of future normal costs		423,722		386,043
Actuarial accrued liability		**$59,303,679**		**$68,230,014**
• Pensioners and beneficiaries	$41,717,369		$46,596,642	
• Inactive participants with vested rights	15,939,067		19,354,450	
• Active participants	1,647,243		2,278,922	
Actuarial value of assets		$23,347,092		$21,072,999
Market value as reported by Eide Bailly LLP		23,347,092		21,072,999
Unfunded actuarial accrued liability		35,956,587		47,157,015

Exhibit C: Summary Statement of Income and Expenses on a Market Value Basis

	Year Ended December 31, 2018		Year Ended December 31, 2019	
Contribution income		$136,108		$137,906
Net Investment income		-936,123		3,394,362
Total income available for benefits		**-$800,015**		**$3,532,268**
Less benefit payments and expenses:				
• Pension benefits	-$5,550,896		-5,349,337	
• Administrative expenses	-445,480		-457,024	
Total benefit payments and expenses		*-$5,996,376*		*-$5,806,361*
Market value of assets		**$23,347,092**		**$21,072,999**

Exhibit D: Information on Plan Status as of January 1, 2020

Plan status (as certified on March 30, 2020, for the 2020 zone certification)	***Critical and Declining***
Scheduled progress (as certified on March 30, 2020, for the 2020 zone certification)	Yes
Actuarial value of assets for FSA	$21,072,999
Accrued liability under unit credit cost method	68,230,014
Funded percentage for monitoring plan's status	30.9%
Reduction in unit credit accrued liability benefits since the prior valuation date resulting from the reduction in adjustable benefits	$0
Year in which insolvency is expected	2024

Annual Funding Notice for Plan Year Beginning January 1, 2020 and Ending December 31, 2020

	2020 Plan Year	**2019 Plan Year**	**2018 Plan Year**
Actuarial valuation date	January 1, 2020	January 1, 2019	January 1, 2018
Funded percentage	30.9%	39.4%	49.4%
Value of assets	$21,072,999	$23,347,092	$30,143,483
Value of liabilities	68,230,014	59,303,679	61,056,207
Market value of assets as of plan year end	Not available	21,072,999	23,347,092

Critical, Critical and Declining, or Endangered Status

The Plan was in critical status in the plan year because the Plan was in critical status the prior year and there was a projected Funding Standard Account deficiency within ten years.

The Plan was in critical and declining status because it was in critical status with a projected insolvency within 15 years.

Exhibit E: Schedule of Projection of Expected Benefit Payments

(Schedule MB, Line 8b(1))

Plan Year	Expected Annual Benefit Payments
2020	$5,527,778
2021	5,343,711
2022	5,194,659
2023	5,028,844
2024	4,876,459
2025	4,755,950
2026	4,638,180
2027	4,474,097
2028	4,333,631
2029	4,159,661

This assumes the following:

- No additional benefits will be accrued.
- Experience is in line with valuation assumptions.
- No new entrants are covered by the plan.
- Does not reflect any benefit reductions at plan insolvency.

Exhibit F: Schedule of Active Participant Data

(Schedule MB, Line 8b(2))

The participant data is for the year ended December 31, 2019.

		Vesting Credits								
Age	**Total**	**Under 1**	**1 - 4**	**5 - 9**	**10 - 14**	**15 - 19**	**20 - 24**	**25 - 29**	**30 - 34**	**35 - 39**
25 - 29	2	–	2	–	–	–	–	–	–	–
30 - 34	4	1	1	2	–	–	–	–	–	–
35 - 39	2	–	2	–	–	–	–	–	–	–
40 - 44	6	–	1	–	2	1	2	–	–	–
45 - 49	2	–	–	1	1	–	–	–	–	–
50 - 54	3	–	1	–	1	1	–	–	–	–
55 - 59	7	–	1	1	1	2	–	–	1	1
60 - 64	5	–	1	–	–	1	–	–	2	1
65 - 69	1	–	–	–	1	–	–	–	–	–
Total	**32**	**1**	**9**	**4**	**6**	**5**	**2**	**–**	**3**	**2**

Exhibit G: Funding Standard Account

- ERISA imposes a minimum funding standard that requires the Plan to maintain an FSA. The accumulation of contributions in excess of the minimum required contributions is called the FSA credit balance. If actual contributions fall short on a cumulative basis, a funding deficiency has occurred.
- The FSA is charged with the normal cost and the amortization of increases or decreases in the unfunded actuarial accrued liability due to plan amendments, experience gains or losses, and changes in actuarial assumptions and funding methods. The FSA is credited with employer contributions and withdrawal liability payments.
- Employers contributing to plans in critical status will generally not be subject to the excise tax if a funding deficiency develops, provided the parties fulfill their obligations under the Rehabilitation Plan, including negotiation of bargaining agreements consistent with Schedules provided by the Trustees.

		December 31, 2019	December 31, 2020
1	Prior year funding deficiency	$3,929,473	$10,120,930
2	Normal cost, including administrative expenses	505,472	500,386
3	Amortization charges	7,668,512	7,698,042
4	Interest on **1, 2 and 3**	726,207	732,774
5	Total charges	$12,829,664	$19,052,132
6	Prior year credit balance	$0	$0
7	Employer contributions	137,906	TBD
8	Amortization credits	2,421,407	2,492,816
9	Interest on **6, 7 and 8**	149,421	99,713
10	Full funding limitation credits	0	0
11	Total credits	2,708,734	2,592,529
12	Credit balance/(Funding deficiency): **11 - 5**	-$10,120,930	TBD
13	Minimum contribution with interest required to avoid a funding deficiency: **5 -11** not less than zero	N/A	$16,459,603

Full Funding Limitation (FFL) and Credits for Plan Year January 1, 2020

ERISA FFL (accrued liability FFL)	$49,563,697
RPA'94 override (90% current liability FFL)	51,830,869
FFL credit	0

Schedule of FSA Bases (Charges) (Schedule MB, Line 9c)

Type of Base	Date Established	Outstanding Balance	Years Remaining	Amortization Amount
Changes in Actuarial Assumptions	01/01/1995	$538,140	5	$116,232
Plan Amendment	01/01/1995	1,628,556	5	351,748
Plan Amendment	01/01/1997	2,271,496	7	363,897
Plan Amendment	01/01/1998	13,916,431	8	1,987,478
Plan Amendment	01/01/1999	3,080,122	9	398,322
Plan Amendment	01/01/2000	659,684	10	78,205
Changes in Actuarial Assumptions	01/01/2000	2,244,552	10	266,089
Plan Amendment	01/01/2001	18,128	11	1,990
Plan Amendment	01/01/2002	63,252	12	6,480
Experience Loss	01/01/2006	124,928	1	124,928
Experience Loss	01/01/2009	2,058,559	4	545,300
Experience Loss	01/01/2011	1,577,248	6	289,307
Changes in Actuarial Assumptions	01/01/2011	2,093,235	6	383,951
Experience Loss	01/01/2012	3,260,405	7	522,322
Experience Loss	01/01/2013	3,102,569	8	443,094
Changes in Actuarial Assumptions	01/01/2014	154,488	9	19,978
Experience Loss	01/01/2016	177,923	11	19,529
Change in Asset Method	01/01/2016	208,622	6	38,266
Changes in Actuarial Assumptions	01/01/2016	4,743,788	11	520,672
Changes in Actuarial Assumptions	01/01/2018	91,741	13	8,834
Changes in Actuarial Assumptions	01/01/2019	1,202,994	14	109,506
Experience Loss	01/01/2019	1,400,841	14	127,516
Changes in Actuarial Assumptions	01/01/2020	11,267,089	15	974,398
Total		**$55,884,791**		**$7,698,042**

Schedule of FSA Bases (Credits) (Schedule MB, Line 9h)

Type of Base	Date Established	Outstanding Balance	Years Remaining	Amortization Amount
Changes in Actuarial Assumptions	01/01/1997	$1,254,577	7	$200,985
Plan Amendment	01/01/2003	12,786	13	1,231
Changes in Actuarial Assumptions	01/01/2004	406,162	14	36,972
Changes in Actuarial Assumptions	01/01/2005	3,857,711	15	333,622
Experience Gain	01/01/2007	327,821	2	167,124
Experience Gain	01/01/2008	1,504,674	3	521,353
Experience Gain	01/01/2010	224,136	5	48,411
Plan Amendment	01/01/2014	813,719	9	105,230
Experience Gain	01/01/2014	1,540,289	9	199,190
Plan Amendment	01/01/2015	424,104	10	50,277
Changes in Actuarial Assumptions	01/01/2015	433,638	10	51,407
Experience Gain	01/01/2015	602,509	10	71,427
Change in Funding Method	01/01/2016	139,290	6	25,549
Experience Gain	01/01/2017	338,554	12	34,686
Experience Gain	01/01/2018	4,350,922	13	418,959
Experience Gain	01/01/2020	2,617,814	15	226,393
Total		**$18,848,706**		**$2,492,816**

Exhibit H: Maximum Deductible Contribution

- Employers that contribute to defined benefit pension plans are allowed a current deduction for payments to such plans. There are various measures of a plan's funded level that are considered in the development of the maximum tax-deductible contribution amount.
- The maximum deductible amount for this valuation is the excess of 140% of "current liability" over assets as shown below. "Current liability" is one measure of the actuarial present value of all benefits earned by the participants as of the valuation date. This limit is significantly higher than the current contribution level.
- Contributions in excess of the maximum deductible amount are not prohibited; only the deductibility of these contributions is subject to challenge and may have to be deferred to a later year. In addition, if contributions are not fully deductible, an excise tax in an amount equal to 10% of the non-deductible contributions may be imposed. However, the plan sponsor may elect to exempt the non-deductible amount up to the ERISA full-funding limitation from the excise tax.
- The Trustees should review the interpretation and applicability of all laws and regulations concerning any issues as to the deductibility of contribution amounts with Fund Counsel.

1	Current liability for maximum deductible contribution, projected to the end of the plan year	$75,157,053
2	140% of current liability	105,219,875
3	Actuarial value of assets, projected to the end of the plan year	15,810,479
4	**Maximum deductible contribution: 2 - 3**	**$89,409,396**

Exhibit I: Current Liability

The table below presents the current liability for the Plan Year beginning January 1, 2020.

Item[1]	Number of Participants	Current Liability
Interest rate assumption		2.95%
Retired participants and beneficiaries receiving payments	1,018	$52,199,066
Inactive vested participants	344	23,395,818
Active participants		
• Non-vested benefits		43,447
• Vested benefits		2,744,736
• Total active	32	$2,788,183
Total	**1,394**	**$78,383,067**

Expected increase in current liability due to benefits accruing during the plan year	$77,579
Expected release from current liability for the plan year	5,536,518
Expected plan disbursements for the plan year, including administrative expenses of $450,000	5,986,518

Current value of assets	$21,072,999
Percentage funded for Schedule MB	26.88%

[1] The actuarial assumptions used to calculate these values are shown in Exhibit K.

Exhibit J: Actuarial Present Value of Accumulated Plan Benefits

The actuarial present value of accumulated plan benefits calculated in accordance with FASB ASC 960 is shown below as of January 1, 2019 and as of January 1, 2020. In addition, a reconciliation between the two dates follows.

	Benefit Information Date	
	January 1, 2019	January 1, 2020
Actuarial present value of vested accumulated plan benefits:		
• Participants currently receiving payments	$41,717,369	$46,596,642
• Other vested benefits	17,563,379	21,603,947
• Total vested benefits	$59,280,748	$68,200,589
Actuarial present value of non-vested accumulated plan benefits	22,931	29,425
Total actuarial present value of accumulated plan benefits	**$59,303,679**	**$68,230,014**

Factors	Change in Actuarial Present Value of Accumulated Plan Benefits
Benefits accumulated, net experience gain or loss, changes in data	-$389,158
Benefits paid	-5,349,337
Changes in actuarial assumptions	11,267,089
Interest	3,397,741
Total	**$8,926,335**

Exhibit K: Statement of Actuarial Assumptions, Methods and Models

(Schedule MB, Line 6)

Mortality Rates

Preretirement: RP-2014 Blue Collar Employee Mortality Table, set forward 1 year, with generational projection using Scale MP-2017 from 2014.

Postretirement: RP-2014 Blue Collar Healthy Annuitant Mortality Table, set forward 1 year, with generational projection using Scale MP-2017 from 2014.

The underlying tables, set forward 1 year, with generational projection to the ages of participants as of the measurement date, reasonably reflect the mortality experience of the Plan as of the measurement date.

These mortality tables were then adjusted to future years using the generational projection to reflect future mortality improvement between the measurement date and those years.

The mortality rates were based on historical and current demographic data, estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of deaths and the projected number based on the assumption over the most recent 5 years.

Annuitant Mortality Rates

	Rate (%)[1]	
	Healthy	
Age	Male	Female
55	0.64	0.43
60	0.91	0.62
65	1.38	0.96
70	2.16	1.54
75	3.47	2.54
80	5.74	4.24
85	9.64	7.25
90	16.18	12.43

[1] Mortality rates are shown for the base table, RP-2014 Blue Collar Healthy Annuitant Mortality Table, set forward 1 year.

Termination Rates

	Rate (%)		
	Mortality[1]		
Age	Male	Female	Withdrawal[2]
20	0.06	0.02	12.00
25	0.06	0.02	11.70
30	0.06	0.03	11.31
35	0.07	0.03	10.69
40	0.09	0.05	9.60
45	0.14	0.08	7.90
50	0.24	0.14	5.48
55	0.40	0.20	2.77
60	0.68	0.30	1.72

* Mortality rates are shown for the base table, RP-2014 Blue Collar Employee Mortality Table, set forward 1 year.

** Withdrawal rates are 15% for those with less than five years of service and are 0% after retirement eligibility.

The termination rates were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of terminations and the projected number based on the assumption over the most recent 5 years.

Retirement Rates

Age	Annual Retirement Rates
55 – 56	10%
57 – 59	5
60	10
61	20
62	25
63	15
64	20
65	100

The retirement rates were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of retirements and the projected number based on the prior years' assumption over the most recent 5 years.

Section 3: Certificate of Actuarial Valuation

Description of Weighted Average Retirement Age	Age 62.1, determined as follows: The weighted average retirement age for each participant is calculated as the sum of the product of each potential current or future retirement age times the probability of surviving from current age to that age and then retiring at that age, assuming no other decrements. The overall weighted retirement age is the average of the individual retirement ages based on all the active participants included in this actuarial valuation.
Retirement Age for Inactive Vested Participants	Age 65. The retirement age was based on historical and current demographic data, adjusted to reflect plan design, estimated future experience and professional judgment. As part of the analysis, the ages of new retirees from inactive status were reviewed.
Future Benefit Accruals	The larger of: (a) the participant's prior year accrual and (b) six months of the participant's prior year monthly accrual. The future benefit accruals were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the assumed and the actual benefit accruals over the most recent 5 years.
Unknown Data for Participants	Same as those exhibited by participants with similar known characteristics. If not specified, participants are assumed to be female.
Definition of Active Participants	Active participants are defined as those with at least 2 months of contributions in the most recent Plan Year, excluding those who have retired as of the valuation date.
Exclusion of Inactive Vested Participants	Inactive participants over age 75 excluded from the valuation, with 32 excluded in this valuation. The exclusion of inactive vested participants over age 75 was based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, the ages of new retirees from inactive vested status were reviewed.
Percent Married	60%
Age of Spouse	Spouses of male participants are four years younger and spouses of female participants are four years older.
Benefit Election	Married participants are assumed to elect the 75% Joint and Survivor Annuity ("QOSA") and non-married participants are assumed to elect the Straight Life Annuity. The benefit elections assumption was based on historical and current demographic data, adjusted to reflect the plan design, estimated future experience and professional judgment. As part of the analysis, a comparison was made between the assumed and the actual option election patterns over the most recent 5 years.
Delayed Retirement Factors	Active participants assumed to work enough hours each month to not qualify for delayed retirement adjustment. Inactive vested participants who are assumed to commence receipt of benefits after attainment of normal retirement age qualify for delayed retirement increases. For valuation purposes, benefits are increased by 12% per year for the first 5 years the retirement date occurs after the Normal Retirement Age and 18% per year thereafter.

Section 3: Certificate of Actuarial Valuation

Net Investment Return	4.00% The net investment return assumption is an estimate derived from historical data, current and recent market expectations, and professional judgment. As part of the analysis, a building block approach was used that reflects inflation expectations and anticipated risk premiums for each of the portfolio's asset classes, as provided by Segal Marco Advisors, as well as the Plan's target asset allocation.
Annual Administrative Expenses	$450,000, payable monthly (equivalent to $440,569 payable at the beginning of the year) The annual administrative expenses were based on historical and current data, adjusted to reflect estimated future experience and professional judgment.
Actuarial Value of Assets	At market value
Actuarial Cost Method	Unit Credit Actuarial Cost Method. Normal Cost and Actuarial Accrued Liability are calculated on an individual basis and are allocated by service.
Benefits Valued	Unless otherwise indicated, includes all benefits summarized in Exhibit L.
Current Liability Assumptions	*Interest:* 2.95%, within the permissible range prescribed under IRC Section 431(c)(6)(E) *Mortality:* Mortality prescribed under IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1(a)(2): RP-2014 employee and annuitant mortality tables, adjusted backward to the base year (2006) using scale MP-2014, projected forward generationally using scale MP-2018 (previously, the MP-2017 scale was used).
Estimated Rate of Investment Return	*On actuarial value of assets (Schedule MB, line 6g):* 16.6%, for the Plan Year ending December 31, 2019 *On current (market) value of assets (Schedule MB, line 6h):* 16.6%, for the Plan Year ending December 31, 2019
FSA Contribution Timing (Schedule MB, line 3a)	Unless otherwise noted, contributions are paid periodically throughout the year pursuant to collective bargaining agreements. The interest credited in the Funding Standard Account is therefore assumed to be equivalent to a July 1 contribution date.
Actuarial Models	Segal valuation results are based on proprietary actuarial modeling software. The actuarial valuation models generate a comprehensive set of liability and cost calculations that are presented to meet regulatory, legislative and client requirements. Deterministic cost projections are based on a proprietary forecasting model. Our Actuarial Technology and Systems unit, comprised of both actuaries and programmers, is responsible for the initial development and maintenance of these models. The models have a modular structure that allows for a high degree of accuracy, flexibility and user control. The client team programs the assumptions and the plan provisions, validates the models, and reviews test lives and results, under the supervision of the responsible actuary.

Section 3: Certificate of Actuarial Valuation

Justification for Change in Actuarial Assumptions **(Schedule MB, line 11)**	For purposes of determining current liability, the current liability interest rate was changed from 3.06% to 2.95% due to a change in the permissible range and recognizing that any rate within the permissible range satisfies the requirements of IRC Section 413(c)(6)(E) and the mortality tables were changed in accordance with IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1. Based on past experience and future expectations, the following actuarial assumption was changed: Net investment return, previously 6.0%

Exhibit L: Summary of Plan Provisions

(Schedule MB, Line 6)

This exhibit summarizes the major provisions of the Plan included in the valuation. It is not intended to be, nor should it be interpreted as, a complete statement of all plan provisions.

Plan Year	January 1 through December 31
Pension Credit Year	January 1 through December 31
Plan Status	Ongoing plan
Normal Retirement	• *Age and Service Requirements:* 65 and fifth anniversary of participation • *Amount:* (a) For Past Service: 8.0% of the employee's "Adjusted Past Service Earnings" divided by twelve. (b) For Future Service: A percentage of contributions made on the member's behalf according to the following table: Contributions Credited In Plan Years / Percentage Pre - 2003: 8.00% 2003 - 2013: 3.00 2014 and later: 1.00
Early Retirement	• *Age and Service Requirements:* 55 and 10 years of Vesting Credit • *Amount:* Accrued Normal Retirement Benefit, reduced 6% for each year that the member is younger than age 65 down to age 60, plus 4% for each year that the member is younger than age 60. Benefits earned under the Rehabilitation Plan Default Schedule are actuarially reduced based on a 7% interest rate assumption and the RP-2000 Combined Healthy Mortality Table (50% male, 50% female).
Vesting	• *Age and Service Requirements:* 5 years of Vesting Credit • *Amount:* Accrued Normal Retirement Benefit, payable commencing at Normal Retirement Age or, on a reduced basis, as early as age 55, if eligible. The reduced benefit is calculated as described under "Early Retirement" above. • *Normal Retirement Age:* Later of age 65 and fifth anniversary of participation

Section 3: Certificate of Actuarial Valuation

Spouse's Benefit	• *Age and Service Requirements:* 5 years of Vesting Credit • *Amount:* 50% of the benefit that the Participant would have received had he or she retired the day before death and elected the 50% joint and survivor pension. If the participant's death occurs before age 55, benefits to the surviving spouse will be deferred to the date when the participant would have attained that age. Benefits will be payable for the life of the surviving spouse.
Joint and Survivor Benefit	• All retirements are paid in the form of a 50% joint and survivor annuity unless this form is rejected by the Participant and spouse. The benefit amount otherwise payable is reduced to reflect the joint and survivor coverage. If this type of pension is rejected or if the Participant is not married, benefits are payable for the life of the Participant or in any other available optional form elected by the Participant in an actuarially equivalent amount.
Optional Forms of Benefits	Single Life Annuity 50% Joint and Survivor Annuity ("QJSA") 75% Joint and Survivor Annuity ("QOSA")
Service Schedules	*Vesting Credit:* For Plan Years after 1975, an employee earns Vesting Credit in accordance with the following schedule: (see schedule below) *Credited Future Service:* Beginning March 1961, a participant receives a month of Credited Future Service for each calendar month in which a contribution is payable on their behalf.
Break in Service Rules	*One-Year Break:* A participant incurs a One-Year Break in Service upon failure to work at least 380 hours of service in covered employment in a Calendar Year. *Permanent Break:* A non-vested participant incurs a Permanent Break in Service if the number of consecutive One-Year Breaks in Service is at least five and it equals or exceeds the number of full years of Vesting Credit previously accumulated. At this time, all accumulated Vesting Credit, Credited Past Service, and Credited Future Service are cancelled.

Hours of Service in Plan Year	Vesting Credit
Under 380	0
380 - 569	.40 year
570 - 759	.60 year
760 - 869	.80 year
870 or more	One Year

Participation Rules	*Participation:* An employee becomes a "Participant" upon completion of at least 760 hours of service in covered employment. *Termination of Participation:* A Participant who incurs a One-Year Break in Service ceases to be a Participant as of the last day of the Plan Year which constituted the One-Year Break in Service unless he or she has retired or attained vested rights. *Separation in Service:* A Participant is deemed to be separated from employment at the end of any two-consecutive Calendar Year period in which he or she does not work at least 380 hours in covered employment in either Calendar Year. The monthly amount payable for contributions received before the last separation from employment is frozen at the then present benefit level.
Changes in Plan Provisions	There were no changes in plan provisions reflected in this actuarial valuation.

5675429v2/01963.001

Retail Clerks Specialty Stores Pension Fund

Actuarial Certification of Plan Status under IRC Section 432

As of January 1, 2020

Segal

180 Howard Street, Suite 1100
San Francisco, CA 94105-6147
segalco.com
T 415.263.8200

March 30, 2020

Board of Trustees
Retail Clerks Specialty Stores Pension Fund
Concord, CA

Dear Trustees:

As required by ERISA Section 305 and Internal Revenue Code (IRC) Section 432, we have completed the Plan's actuarial status certification as of January 1, 2020 in accordance with the Multiemployer Pension Reform Act of 2014 (MPRA). The attached exhibits outline the projections performed and the results of the various tests required by the statute. These projections have been prepared based on the Actuarial Valuation as of January 1, 2019 and in accordance with generally accepted actuarial principles and practices and a current understanding of the law. The actuarial calculations were completed under the supervision of Paul C. Poon, ASA, MAAA, Enrolled Actuary.

As of January 1, 2020, the Plan is in critical and declining status. This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards in the Rehabilitation Plan. This certification is being filed with the Internal Revenue Service, pursuant to ERISA section 305(b)(3) and IRC section 432(b)(3).

Segal does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretation on which the certification is based reflects Segal's understanding as an actuarial firm. Due to the complexity of the statute and the significance of its ramifications, Segal recommends that the Board of Trustees consult with legal counsel when making any decisions regarding compliance with ERISA and the Internal Revenue Code.

We look forward to reviewing this certification with you at your next meeting and to answering any questions you may have. We are available to assist the Trustees in communicating this information to plan stakeholders as well as in updating the Rehabilitation Plan.

Sincerely,

Segal

By:

Frederick C.K. Herberich
Senior Vice President

Paul C. Poon, ASA, MAAA, EA
Vice President & Actuary

JL/gxk

cc: Alex W. Miller, CPA
A. Mirella Nieto, Esq.
Rick A. Silva
Jennifer Snow, CPA
Steven Stemerman, Esq.

March 30, 2020

Internal Revenue Service
Employee Plans Compliance Unit
Group 7602 (TEGE:EP:EPCU)
230 S. Dearborn Street
Room 1700 - 17th Floor
Chicago, IL 60604

To Whom It May Concern:

As required by ERISA Section 305 and the Internal Revenue Code (IRC) Section 432, we have completed the actuarial status certification as of January 1, 2020 for the following plan:

Name of Plan:	Retail Clerks Specialty Stores Pension Fund
Plan number:	EIN 94-6313558 / PN 001
Plan sponsor:	Board of Trustees, Retail Clerks Specialty Stores Pension Fund
Address:	1000 Burnett Avenue, Suite 110, Concord, CA 94520-2000
Phone number:	925.746.7530

As of January 1, 2020, the Plan is in critical and declining status.

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards of the Rehabilitation Plan.

If you have any questions on the attached certification, you may contact me at the following:

Segal
180 Howard Street, Suite 1100
San Francisco, CA 94105-6147
Phone number: 415.263.8200

Sincerely,

Paul C. Poon

Paul C. Poon, ASA, MAAA
Vice President & Actuary
Enrolled Actuary No. 17-06069

Actuarial status certification as of January 1, 2020 under IRC Section 432

March 30, 2020

Illustration Supporting Actuarial Certification of Status (Schedule MB, line 4b)

This is to certify that Segal has prepared an actuarial status certification under Internal Revenue Code Section 432 for the Retail Clerks Specialty Stores Pension Fund as of January 1, 2020 in accordance with generally accepted actuarial principles and practices. It has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing and compliance requirements under federal law. This certification may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety.

The measurements shown in this actuarial certification may not be applicable for other purposes. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements; differences in statutory interpretation and changes in plan provisions or applicable law.

This certification is based on the January 1, 2019 actuarial valuation, dated February 10, 2020. This certification reflects the changes in the law made by the Multiemployer Pension Reform Act of 2014 (MPRA). Additional assumptions required for the projections (including those under MPRA), and sources of financial information used are summarized in Exhibit VI.

Segal does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretation on which this certification is based reflects Segal's understanding as an actuarial firm.

This certification was based on the assumption that the Plan was qualified as a multiemployer plan for the year.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of my knowledge, the information supplied in this actuarial certification is complete and accurate. As required by IRC Section 432(b)(3)(B)(iii), the projected industry activity is based on information provided by the plan sponsor. In addition, as allowed by IRC Section 432(b)(3)(B), in my opinion, the contributions used for Insolvency Projections are reasonable. In my opinion, the projections are based on reasonable actuarial estimates, assumptions and methods that (other than projected industry activity and contributions as otherwise specified) offer my best estimate of anticipated experience under the Plan.

Paul C. Poon

	Paul C. Poon, ASA, MAAA
EA#	17-06069
Title	Vice President & Actuary

Actuarial Status Certification under IRC Section 432

Certificate Contents

Actuarial Status Certification under IRC Section 432

Exhibit I

Status Determination as of January 1, 2020

Status	Condition	Component Result	Final Result
Critical Status:			
	I. Initial critical status tests:		
	C1. A funding deficiency is projected in four years?	Yes	Yes
	C2. (a) A funding deficiency is projected in five years,	Yes	
	(b) AND the present value of vested benefits for non-actives is more than present value of vested benefits for actives,	Yes	
	(c) AND the normal cost plus interest on unfunded actuarial accrued liability (unit credit basis) is greater than contributions for current year?	Yes	Yes
	C3. (a) A funding deficiency is projected in five years,	Yes	
	(b) AND the funded percentage is less than 65%?	Yes	Yes
	C4. (a) The funded percentage is less than 65%,	Yes	
	(b) AND the present value of assets plus contributions is less than the present value of benefit payments and administrative expenses over seven years?	Yes	Yes
	C5. The present value of assets plus contributions is less than the present value of benefit payments and administrative expenses over five years?	Yes	Yes
	II. Emergence test:		
	C6. (a) Was in critical status for the immediately preceding plan year,	Yes	
	(b) AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extension of amortization periods under ERISA Section 304(d)(2) or ERISA Section 304 as in effect prior to PPA'06,	Yes	
	(c) OR insolvency is projected for the current year or any of the 30 succeeding plan years?	Yes	
	Plan did NOT emerge?		**Yes**

Actuarial Status Certification under IRC Section 432

Status	Condition	Component Result	Final Result
III. Special emergence test:			
C7. (a)	The trustees have elected an automatic amortization extension under 431(d),	No	
(b)	AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extension of amortization periods under ERISA Section 304(d)(1),	N/A	
(c)	OR insolvency is projected for the current year or any of the 30 succeeding plan years?	N/A	
Plan did NOT emerge?			**N/A**
IV. Reentry into critical status after special emergence:			
C8. (a)	The Plan emerged from critical status in any prior year under the special emergence rule,	No	
(b)	AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extensions of amortization periods under ERISA Section 304(d),	N/A	
(c)	OR insolvency is projected for the current year or any of the 30 succeeding plan years?	N/A	
Plan reentered critical status?			**N/A**
V. In Critical Status? (If C1-C6 or C8 is Yes, then Yes, unless C7 is No)			**Yes**
VI. Determination of critical and declining status:			
C9. (a)	Any of (C1) through (C5) are Yes?	Yes	Yes
(b)	AND EITHER Insolvency is projected within 15 years?	Yes	Yes
(c)	OR		
	(i) The ratio of inactives to actives is at least 2 to 1,	Yes	
	(ii) AND insolvency is projected within 20 years?	Yes	Yes
(d)	OR		
	(i) The funded percentage is less than 80%,	Yes	
	(ii) AND insolvency is projected within 20 years?	Yes	Yes
In Critical and Declining Status?			**Yes**

Actuarial Status Certification under IRC Section 432

Status	Condition	Component Result	Final Result
	VII. Determination whether plan is projected to be in critical status in any of the succeeding five plan years:		
	C10. (a) Is not in critical status,	No	
	(b) AND is projected to be in critical status in any of the next five years?	N/A	N/A
	In Critical Status in any of the five succeeding plan years?		**N/A**
Endangered Status:			
	E1. (a) Is not in critical status,	No	
	(b) AND the funded percentage is less than 80%?	N/A	No
	E2. (a) Is not in critical status,	No	
	(b) AND a funding deficiency is projected in seven years?	N/A	No
	In Endangered Status? (Yes when either (E1) or (E2) is Yes)		**No**
	In Seriously Endangered Status? (Yes when BOTH (E1) and (E2) are Yes)		**No**
Neither Critical Status Nor Endangered Status			
	Neither Critical nor Endangered Status?		**No**

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards of the Rehabilitation Plan.

Actuarial Status Certification under IRC Section 432

Exhibit II

Summary of Actuarial Valuation Projections

The actuarial factors as of January 1, 2020 (based on projections from the January 1, 2019 valuation certificate):

I. Financial Information				
1. Market value of assets				$21,390,398
2. Actuarial value of assets				21,390,398
3. Reasonably anticipated contributions				
a. Upcoming year				72,895
b. Present value for the next five years				381,915
c. Present value for the next seven years				555,620
4. Projected benefit payments				5,516,882
5. Projected administrative expenses (beginning of year)				449,162
II. Liabilities				
1. Present value of vested benefits for active participants				1,584,863
2. Present value of vested benefits for non-active participants				55,773,584
3. Total unit credit accrued liability				57,380,787
4. Present value of payments	**Benefit Payments**	**Administrative Expenses**		**Total**
a. Next five years	$22,613,357	$2,122,235		$24,735,592
b. Next seven years	29,259,999	2,889,419		32,149,418
5. Unit credit normal cost plus expenses				468,486
6. Ratio of inactive participants to active participants				39.69
III. Funded Percentage (I.2)/(II.3)				37.2%
IV. Funding Standard Account				
1. Credit Balance as of the end of prior year				($10,127,466)
2. Years to projected funding deficiency				1
V. Projected Year of Emergence				N/A
VI. Years to Projected Insolvency				5
VII. Year Projected to be in Critical Status (based on test C10. in Exhibit I), if within next five years				N/A

Actuarial Status Certification under IRC Section 432

Exhibit III
Funding Standard Account Projections

The table below presents the Funding Standard Account Projections for the Plan Years beginning January 1.

	Year Beginning January 1,					
	2019	**2020**	**2021**	**2022**	**2023**	**2024**
1. Credit balance (BOY)	($3,929,473)	($10,127,466)	($15,885,963)	($21,864,378)	($28,386,798)	($35,869,595)
2. Interest on (1)	(235,768)	(607,648)	(953,158)	(1,311,863)	(1,703,208)	(2,152,176)
3. Normal cost	69,392	19,326	19,374	19,422	19,471	19,520
4. Administrative expenses	436,080	449,162	462,637	476,516	490,811	505,535
5. Net amortization charges	5,247,105	4,461,636	4,336,713	4,505,389	5,036,438	4,475,980
6. Interest on (3), (4) and (5)	345,155	295,807	289,123	300,080	332,803	300,062
7. Expected contributions	131,560	72,895	80,184	88,203	97,023	106,725
8. Interest on (7)	3,947	2,187	2,406	2,646	2,911	3,202
9. Full-funding limit credit	0	0	0	0	0	0
10. Credit balance (EOY): (1) + (2) – (3) – (4) – (5) – (6) + (7) + (8) + (9)	($10,127,466)	($15,885,963)	($21,864,378)	($28,386,798)	($35,869,595)	($43,212,941)
	2025	**2026**	**2027**	**2028**	**2029**	
1. Credit balance (BOY)	($43,212,941)	($50,540,864)	($57,552,436)	($64,222,289)	($68,554,644)	
2. Interest on (1)	(2,592,776)	(3,032,452)	(3,453,146)	(3,853,337)	(4,113,279)	
3. Normal cost	19,569	19,618	19,667	19,716	19,765	
4. Administrative expenses	520,701	536,322	552,412	568,984	586,054	
5. Net amortization charges	4,040,925	3,323,430	2,600,581	15,038	(107,100)	
6. Interest on (3), (4) and (5)	274,872	232,762	190,360	36,224	29,923	
7. Expected contributions	117,398	129,138	142,051	156,256	171,882	
8. Interest on (7)	3,522	3,874	4,262	4,688	5,156	
9. Full-funding limit credit	0	0	0	0	0	
10. Credit balance (EOY): (1) + (2) – (3) – (4) – (5) – (6) + (7) + (8) + (9)	($50,540,864)	($57,552,436)	($64,222,289)	($68,554,644)	($73,019,527)	

Exhibit IV
Funding Standard Account – Projected Bases Assumed Established after January 1, 2019

Schedule of Funding Standard Account Bases

Type of Base	Date Established	Base Established	Amortization Period	Amortization Payment
Experience (Gain)/Loss	1/ 1/2020	($2,523,887)	15	($245,157)

Actuarial Status Certification under IRC Section 432

Exhibit V
Solvency Projections

The table below presents the projected Market Value of Assets for the Plan Years beginning January 1, 2019 through 2024.

	Year Beginning January 1,					
	2019	2020	2021	2022	2023	2024
1. Market Value at beginning of year	$23,347,092	$21,390,398	$16,590,431	$11,683,243	$6,611,665	$1,404,905
2. Contributions	131,560	72,895	80,184	88,203	97,023	106,725
3. Withdrawal liability payments	0	0	0	0	0	0
4. Benefit payments	5,392,882	5,516,882	5,334,793	5,202,276	5,032,198	4,882,194
5. Administrative expenses	450,122	463,500	477,405	491,727	506,479	521,673
6. Interest earnings	3,754,750	1,107,520	824,826	534,222	234,894	(73,133)
7. Market Value at end of year: (1)+(2)+(3)-(4)-(5)+(6)	$21,390,398	$16,590,431	$11,683,243	$6,611,665	$1,404,905	$0
8. Available resources: (1)+(2)+(3)-(5)+(6)	$26,783,280	$22,107,313	$17,018,036	$11,813,941	$6,437,103	$916,824

NOTE: The projected benefit payments shown above are based on a closed group, i.e. not reflecting new participants entering the plan. If such new entrants were reflected, in our judgment this would not change the conclusion that the plan is projected to become insolvent in 2024, under the assumptions used. This projection is not intended to be used for any purpose other than this certification.

Exhibit VI

Actuarial Assumptions and Methodology

The actuarial assumptions and plan of benefits are as used in the January 1, 2019 actuarial valuation certificate, dated February 10, 2020 except as specifically described below. We also assumed that experience would emerge as projected, except as described below. The calculations are based on a current understanding of the requirements of ERISA Section 305 and IRC Section 432.

Contribution Rates:	All actives are covered under the Default Schedule of the Rehabilitation Plan that calls for a 10% contribution rate increase each year. Because of the Evergreen Clause of the CBAs, the certification assumes the rate increases indefinitely.
Asset Information:	The financial information as of December 31, 2019 was based on an unaudited financial statement provided by the Fund Administrator. For projections after that date, the assumed administrative expenses were increased by 3% per year and the benefit payments were projected based on the January 1, 2019 actuarial valuation. The projected net investment return was assumed to be 6.00% of the average market value of assets for the 2020 - 2028 Plan Years. Any resulting investment gains or losses due to the operation of the asset valuation method are amortized over 15 years in the Funding Standard Account.
Projected Industry Activity:	As required by Internal Revenue Code Section 432, assumptions with respect to projected industry activity are based on information provided by the plan sponsor. Based on this information, the number of active participants is assumed to be 10, with average contributions increasing by 10% each year.
Future Normal Costs:	We have assumed that the Normal Cost under the Unit Credit method will be the same as in the 2019 Plan year, adjusted for the above Projected Industry Activity and increased by 0.25% per year to reflect future mortality improvements.

Actuarial Status Certification under IRC Section 432

Exhibit VII

Documentation Regarding Progress Under Rehabilitation Plan

Based on the Rehabilitation Plan in effect as of December 31, 2019, the applicable standard for January 1, 2020 was that the unaudited fund assets on January 1, 2020 would be at least $12 million. This certification shows unaudited assets of $21.4 million as of that date and therefore demonstrates that this standard is met.

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Retail Clerks Specialty Stores Pension Fund

Actuarial Valuation and Review as of January 1, 2021

This report has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing requirements of federal government agencies. This valuation report may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety. The measurements shown in this actuarial valuation may not be applicable for other purposes.

Segal

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San Francisco, CA 94105-6147
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T 415.263.8200

February 8, 2022

Board of Trustees
Retail Clerks Specialty Stores Pension Fund
Walnut Creek, CA

Dear Trustees:

We are pleased to submit the Actuarial Valuation and Review as of January 1, 2021. It establishes the funding requirements for the current year and analyzes the preceding year's experience. It also summarizes the actuarial data and includes the actuarial information that is required to be filed with Form 5500 to federal government agencies.

The census information upon which our calculations were based was prepared by the Fund Office, under the direction of Richard A. Silva. That assistance is gratefully acknowledged. The actuarial calculations were completed under the supervision of Paul C. Poon, ASA, MAAA, Enrolled Actuary.

We look forward to reviewing this report with you at your next meeting and to answering any questions you may have.

Sincerely,

Segal

By: ______________________________

Frederick C. K. Herberich
Senior Vice President and Benefits Consultant

cc: Kimberly A. Hancock, Esq.
Alex W. Miller, CPA
A. Mirella Nieto, Esq.
Rick A. Silva
Jennifer Snow, CPA

PXP/hy

Table of Contents

Introduction

There are several ways of evaluating funding adequacy for a pension plan. In monitoring the Plan's financial position, the Trustees should keep in mind all of these concepts.

	Funding Standard Account	The ERISA Funding Standard Account (FSA) measures the cumulative difference between actual contributions and the minimum required contributions. If actual contributions exceed the minimum required contributions, the excess is called the credit balance. If actual contributions fall short of the minimum required contributions, a funding deficiency occurs.
	Zone Information	The Pension Protection Act of 2006 (PPA'06) called on plan sponsors to actively monitor the projected FSA credit balance, the funded percentage (the ratio of the actuarial value of assets to the present value of benefits earned to date) and cash flow sufficiency. Based on these measures, plans are then categorized as critical (*Red Zone*), endangered (*Yellow Zone*), or neither (*Green Zone*). The Multiemployer Pension Reform Act of 2014 (MPRA), among other things, made the zone provisions permanent.
	Solvency Projections	Pension plan funding anticipates that, over the long term, both contributions and investment earnings will be needed to cover benefit payments and expenses. To the extent that contributions are less than benefit payments, investment earnings and fund assets will be needed to cover the shortfall. In some situations, a plan may be faced with insufficient assets to cover its current obligations and may need assistance from the Pension Benefit Guaranty Corporation (PBGC). MPRA provides options for some plans facing insolvency.
	Scheduled Cost	The Scheduled Cost is an annual amount based on benefit levels and assets that allows a comparison to current contribution levels, given the expectation of a continuing plan. Due to the Plan's projected insolvency, this valuation does not include a Scheduled Cost.
	Withdrawal Liability	ERISA provides for assessment of withdrawal liability to employers who withdraw from a multiemployer plan based on unfunded vested benefit liabilities. A separate report is available.

Important information about actuarial valuations

An actuarial valuation is a budgeting tool with respect to the financing of future uncertain obligations of a pension plan. As such, it will never forecast the precise future contribution requirements or the precise future stream of benefit payments. In any event, the actual cost of a plan will be determined by the benefits and expenses paid, not by the actuarial valuation.

In order to prepare a valuation, Segal relies on a number of input items. These include:

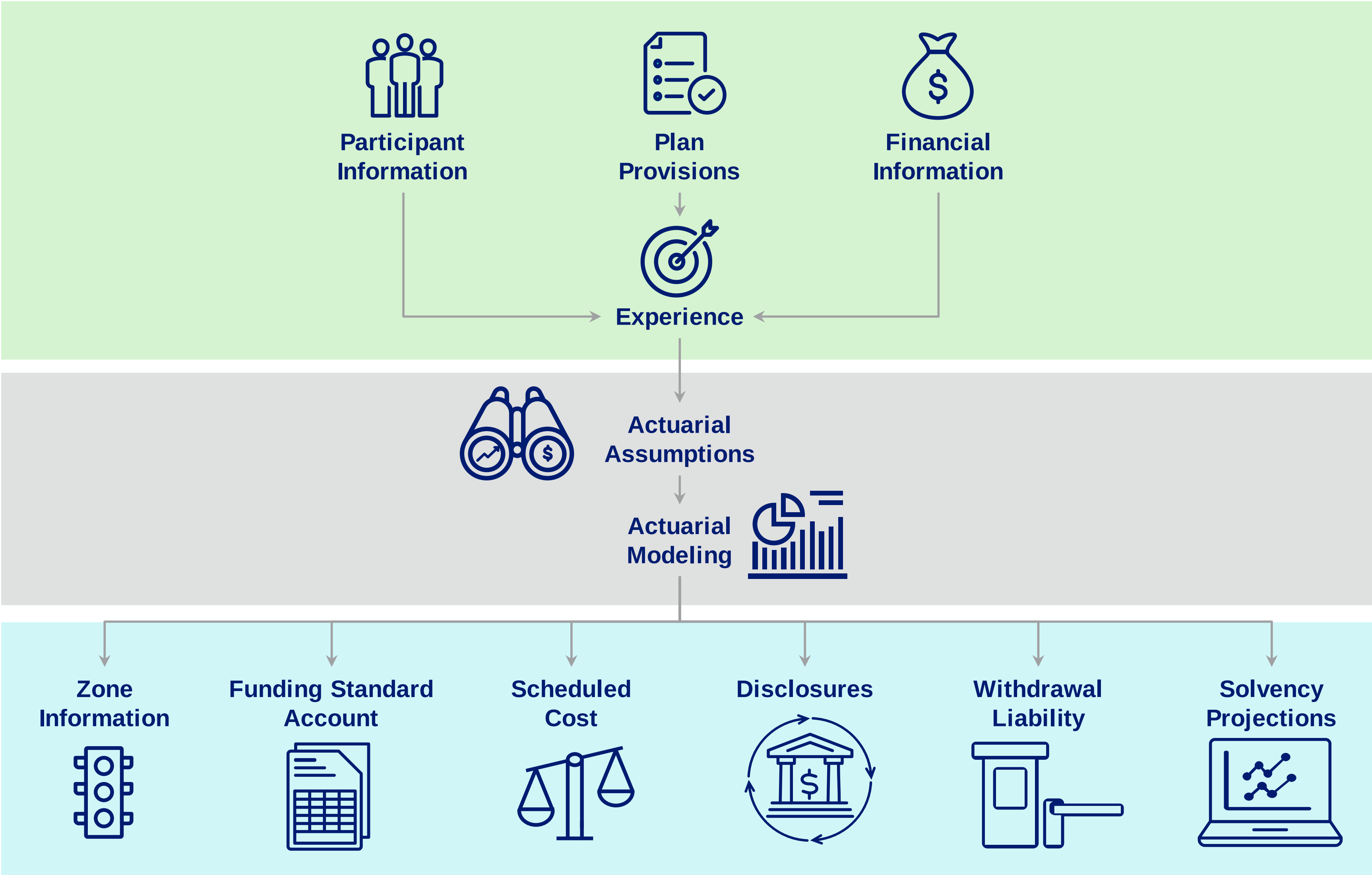
Plan Provisions	Plan provisions define the rules that will be used to determine benefit payments, and those rules, or the interpretation of them, may change over time. Even where they appear precise, outside factors may change how they operate. It is important for the Trustees to keep Segal informed with respect to plan provisions and administrative procedures, and to review the plan summary included in our report to confirm that Segal has correctly interpreted the plan of benefits.
Participant Information	An actuarial valuation for a plan is based on data provided to the actuary by the plan. Segal does not audit such data for completeness or accuracy, other than reviewing it for obvious inconsistencies compared to prior data and other information that appears unreasonable. For most plans, it is not possible nor desirable to take a snapshot of the actual workforce on the valuation date. It is not necessary to have perfect data for an actuarial valuation. The uncertainties in other factors are such that even perfect data does not produce a "perfect" result. Notwithstanding the above, it is important for Segal to receive the best possible data and to be informed about any known incomplete or inaccurate data.
Financial Information	Part of the cost of a plan will be paid from existing assets – the balance will need to come from future contributions and investment income. The valuation is based on the asset values as of the valuation date, typically reported by the auditor. A snapshot as of a single date may not be an appropriate value for determining a single year's contribution requirement, especially in volatile markets. Plan sponsors often use an "actuarial value of assets" that differs from market value to gradually reflect year-to-year changes in the market value of assets in determining the contribution requirements.
Actuarial Assumptions	In preparing an actuarial valuation, Segal starts by developing a forecast of the benefits to be paid to existing plan participants for the rest of their lives and the lives of their beneficiaries. This requires actuarial assumptions as to the probability of death, disability, withdrawal, and retirement of participants in each year, as well as forecasts of the plan's benefits for each of those events. The forecasted benefits are then discounted to a present value, typically based on an estimate of the rate of return that will be achieved on the plan's assets. All of these factors are uncertain and unknowable. Thus, there will be a range of reasonable assumptions, and the results may vary materially based on which assumptions the actuary selects within that range. That is, there is no right answer (except with hindsight). It is important for any user of an actuarial valuation to understand and accept this constraint. The actuarial model may use approximations and estimates that will have an immaterial impact on our results. In addition, the actuarial assumptions may change over time, and while this can have a significant impact on the reported results, it does not mean that the previous assumptions or results were unreasonable or wrong.

Given the above, the user of Segal's actuarial valuation (or other actuarial calculations) needs to keep the following in mind:

The actuarial valuation is prepared for use by the Trustees. It includes information for compliance with federal filing requirements and for the Plan's auditor. Segal is not responsible for the use or misuse of its report, particularly by any other party.
An actuarial valuation is a measurement at a specific date — it is not a prediction of a plan's future financial condition. Accordingly, Segal did not perform an analysis of the potential range of financial measurements, except where otherwise noted.
Critical events for a plan include, but are not limited to, decisions about changes in benefits and contributions. The basis for such decisions needs to consider many factors such as the risk of changes in employment levels and investment losses, not just the current valuation results.
ERISA requires a plan's enrolled actuary to provide a statement in the plan's annual report disclosing any event or trend that the actuary has not taken into account, if, to the best of the actuary's knowledge, such an event or trend may require a material increase in plan costs or required contribution rates. If the Trustees are aware of any event that was not considered in this valuation and that may materially increase the cost of the Plan, they must advise Segal, so that an appropriate statement can be included.
Segal does not provide investment, legal, accounting, or tax advice. This valuation is based on Segal's understanding of applicable guidance in these areas and of the Plan's provisions, but they may be subject to alternative interpretations. The Trustees should look to their other advisors for expertise in these areas.
While Segal maintains extensive quality assurance procedures, an actuarial valuation involves complex computer models and numerous inputs. In the event that an inaccuracy is discovered after presentation of Segal's valuation, Segal may revise that valuation or make an appropriate adjustment in the next valuation.
Segal's report shall be deemed to be final and accepted by the Trustees upon delivery and review. Trustees should notify Segal immediately of any questions or concerns about the final content.

As Segal has no discretionary authority with respect to the management of assets of the Plan, it is not a fiduciary in its capacity as actuaries and consultants with respect to the Plan.

Actuarial valuation overview



Section 1: Trustee Summary

Summary of key valuation results

Plan Year Beginning		January 1, 2020	January 1, 2021
Certified Zone Status		*Critical and Declining*	*Critical and Declining*
Demographic Data:	• Number of active participants	32	18
	• Number of inactive participants with vested rights	344	322
	• Number of retired participants and beneficiaries	1,018	990
	• Total number of participants	1,394	1,330
	• Participant ratio: non-active to actives	42.56	72.89
Assets:	• Market value of assets (MVA)	$21,072,999	$17,335,300
	• Actuarial value of assets (AVA)	21,072,999	17,335,300
	• Market value net investment return, prior year	16.55%	9.61%
	• Actuarial value net investment return, prior year	16.55%	9.61%
Cash Flow:		**Actual 2020**	**Projected 2021**
	• Contributions	$65,658	$72,224
	• Withdrawal liability payments	168,680	Not available
	• Benefit payments	-5,281,832	-5,135,103
	• Administrative expenses	-450,814	-450,000
	• Net cash flow, ignoring withdrawal liability payments for 2021	-$5,498,308	-$5,512,879
	• Cash flow as a percentage of MVA	-26.1%	-31.8%

Summary of key valuation results

Plan Year Beginning		January 1, 2020	January 1, 2021
Actuarial Liabilities based on Unit Credit	• Valuation interest rate	4.00%	4.00%
	• Normal cost, including administrative expenses	$500,386	$467,958
	• Actuarial accrued liability	68,230,014	67,353,023
	• Unfunded actuarial accrued liability	47,157,015	50,017,723
Funded Percentages:	• Actuarial accrued liabilities under unit credit method	$68,230,014	$67,353,023
	• MVA funded percentage	30.9%	25.7%
	• AVA funded percentage (PPA basis)	30.9%	25.7%
Statutory Funding Information:	• Funding deficiency at the end of prior Plan Year	-$10,120,930	-$16,220,578
	• Minimum required contribution	16,459,604	22,701,923
	• Maximum deductible contribution	89,409,396	98,476,735

Section 1: Trustee Summary

This January 1, 2021 actuarial valuation report is based on financial and demographic information as of that date. The Plan’s actuarial status does not reflect short-term fluctuations of the financial markets or employment levels, but rather is based on the market value of assets on the last day of the preceding Plan Year. Future changes in economic conditions are uncertain, and Segal is available to prepare projections of potential outcomes upon request.

This report does not reflect elections that the Trustees may make under the American Rescue Plan Act of 2021 (ARPA), which became law on March 11, 2021. Specifically, ARPA authorizes the Pension Benefit Guaranty Corporation (PBGC) to provide special financial assistance (SFA) to plans with solvency issues that meet certain eligibility requirements. ARPA also provides plans without solvency issues the option to take temporary funding relief, which could affect zone status and minimum funding requirements. Any elections the Trustees make under ARPA that affect the Plan’s status or funding requirements for the current Plan Year will be reflected in a revised report or a future actuarial valuation.

A. Developments since last valuation

The following are developments since the last valuation, from January 1, 2020 to January 1, 2021.

1. *Participant demographics:* The number of active participants decreased 43.8% from 32 to 18. The ratio of non-active to active participants, which is one measure of plan maturity, increased from 42.56 to 72.89.
2. *Plan assets:* The net investment return on the actuarial value and market value of assets was 9.61%. For comparison, the assumed rate of return on plan assets is 4.00%. The change in the market and actuarial value of assets over the last two Plan Years can be found in Section 3.
3. *Cash flows:* Cash inflow includes contributions and withdrawal liability payments, and cash outflow includes benefits paid to participants and administrative expenses. In the Plan Year ending December 31, 2020, the Plan had a net cash outflow of $5.5 million, or about -26.1% of assets on a market value basis. The net outflow is expected to be -31.8% for the current year.
4. *Assumption changes:* Since the last valuation, we changed actuarial assumptions related to the retirement rates of inactive vested participants. We selected the new assumptions based on a review of recent plan experience, and they represent our best estimate of anticipated experience under the Plan. Even though the new actuarial assumptions increased the actuarial accrued liability by 2.1% and the normal cost by 0.8%, the change did not affect the timing of the Plan’s projected insolvency in 2024.
5. *Rehabilitation Plan.* As a result of the plan being in critical status, the Trustees adopted a Rehabilitation Plan on March 14, 2013. The Rehabilitation Plan is designed to forestall plan insolvency and includes one schedule (Default Schedule) of benefit cuts and contribution increases. The Default Schedule was implemented effective January 1, 2014 and is recognized for active participants in this valuation.

B. Actuarial valuation results

The following commentary applies to various funding measures for the current Plan Year.

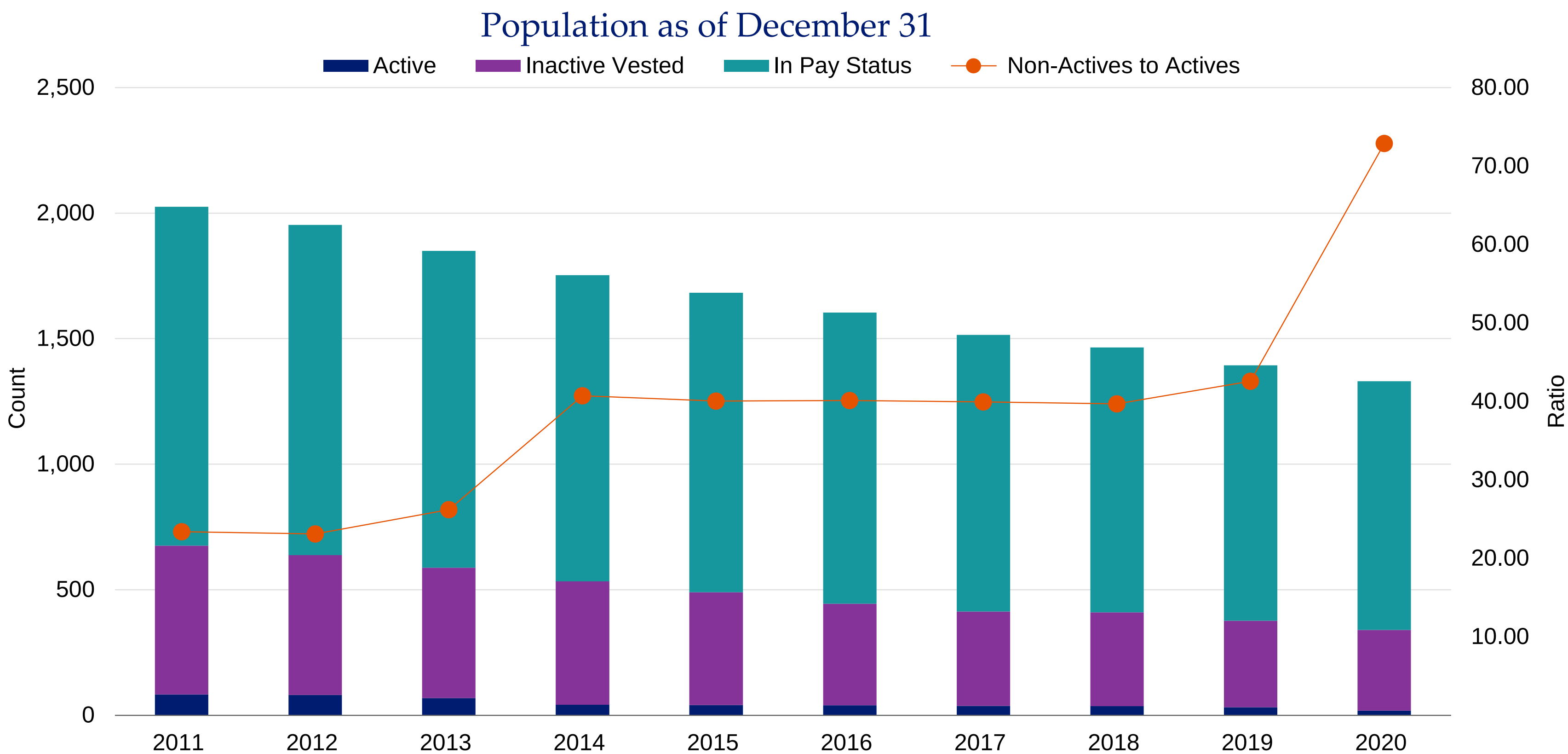
1. *Zone status:* The Plan was certified to be in critical and declining status under the Pension Protection Act of 2006 (PPA) for the current Plan Year. In other words, the Plan is in the “red zone.” This certification result is due to a projected FSA deficiency in 1 year and a projected insolvency within 15 years. Please refer to the actuarial certification dated March 31, 2021 for more information.
2. *Funded percentages:* During the last Plan Year, the funded percentage that will be reported on the Plan’s annual funding notice decreased from 30.9% to 25.7%. The primary reason for the decline in funded percentage was that the net cash outflow exceeded the investment return on plan assets. Please note that there are different measurements of funded percentage for different purposes. More information can be found in Section 2.
3. *Funding Standard Account:* During the last Plan Year, the funding deficiency increased from $10,120,930 to $16,220,578. The increase in the funding deficiency was due to the fact that contributions fell short of the net charges in the FSA for the Plan Year. For the current Plan Year, the minimum required contribution is $22,701,923, compared with $72,224 in expected contributions.
4. *Funding concerns:* The projected inability to pay future benefits must continue to be monitored. We will work with the Trustees to review alternatives that may help address the imbalance between the benefit levels in the Plan and resources available to pay for them. The actions already taken to address this issue include the Trustees’ Rehabilitation Plan, which was designed to forestall plan insolvency, and the Trustees’ review of the potential impact of a MPRA suspension on this plan.

C. Projections and risk

1. *Importance of projections:* Most of the results included in this valuation report are snapshot measurements, showing the Plan's status as of the valuation date. In addition to understanding the Plan's current status, it is also important to understand where the Plan is headed through actuarial projections. Projections may evaluate various metrics, such as funded percentage, Funding Standard Account, zone status, cash flows and solvency. We will continue to provide the Trustees with updates and projections outside of the valuation reports.
2. *Baseline projections:* Based on this valuation, the current value of assets plus future investment earnings and contribution income is projected to exceed benefit payments and administrative expenses for at least 3 years through 2023, with a projected insolvency in 2024. A projection of the Plan's asset is included in Section 2.
3. *Understanding risk:* The actuarial valuation results are dependent on a single set of assumptions. Typically, there is a risk that emerging results may differ significantly as actual experience proves to be different from the current assumptions. Currently, due to the Plan's near-term projected insolvency, the Plan has limited risk. Our understanding is that the Plan will request the Special Financial Assistance (SFA) under ARPA. A detailed risk assessment could be important for the Plan to review the impact of the financial assistance on the Plan's projected insolvency.

Section 2: Actuarial Valuation Results

Participant information



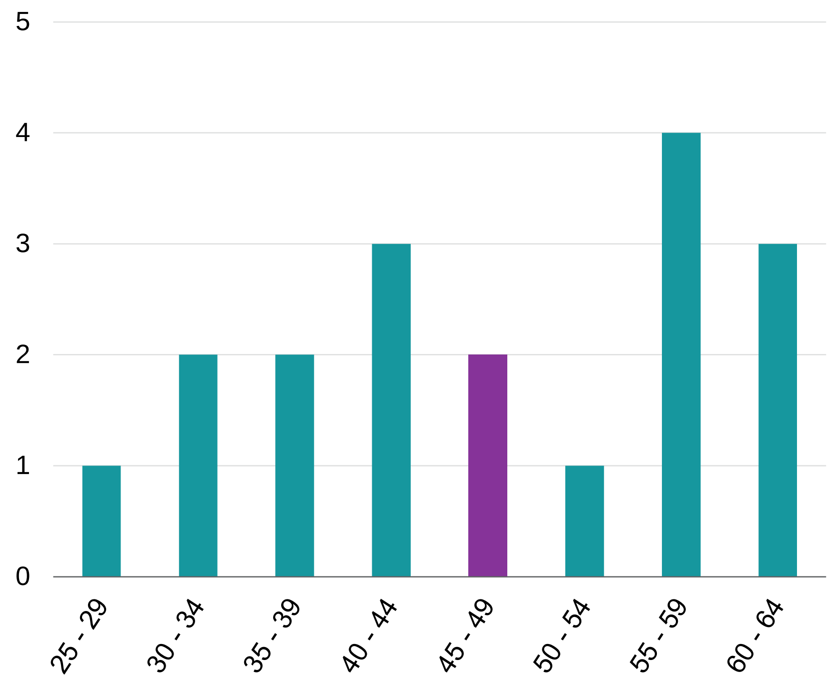
	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
In Pay Status	1,350	1,315	1,262	1,220	1,193	1,160	1,102	1,055	1,018	990
Inactive Vested	592	557	520	491	449	405	376	374	344	322
Active	83	81	68	42	41	39	37	36	32	18
Ratio	23.40	23.11	26.21	40.74	40.05	40.13	39.95	39.69	42.56	72.89

Active participants

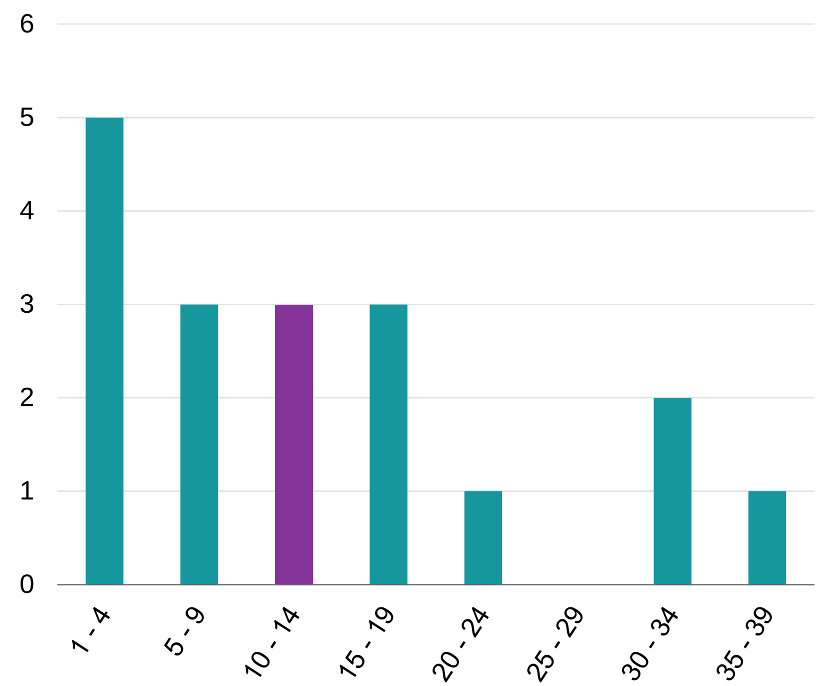
As of December 31,	2019	2020	Change
Active participants	32	18	-43.8%
Average age	48.8	47.6	-1.2
Average Vesting Credits	13.3	13.8	0.5

Distribution of Active Participants as of December 31, 2020

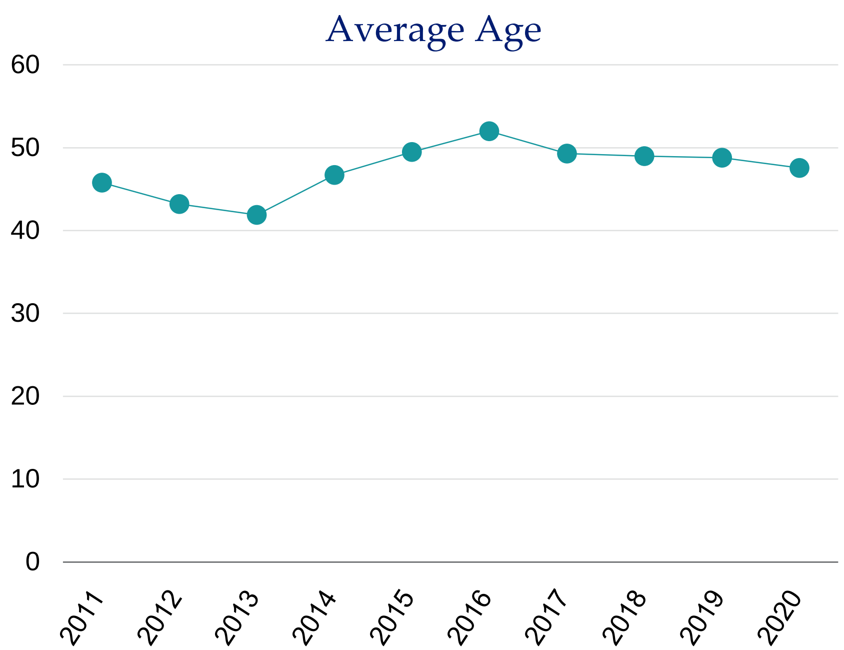
by Age

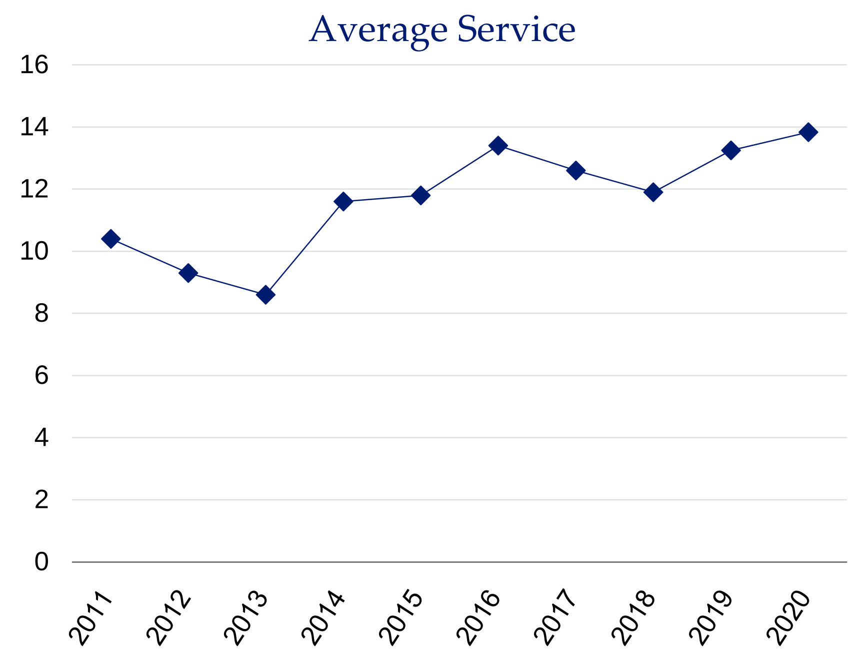


by Vesting Credits



Progress of active participants

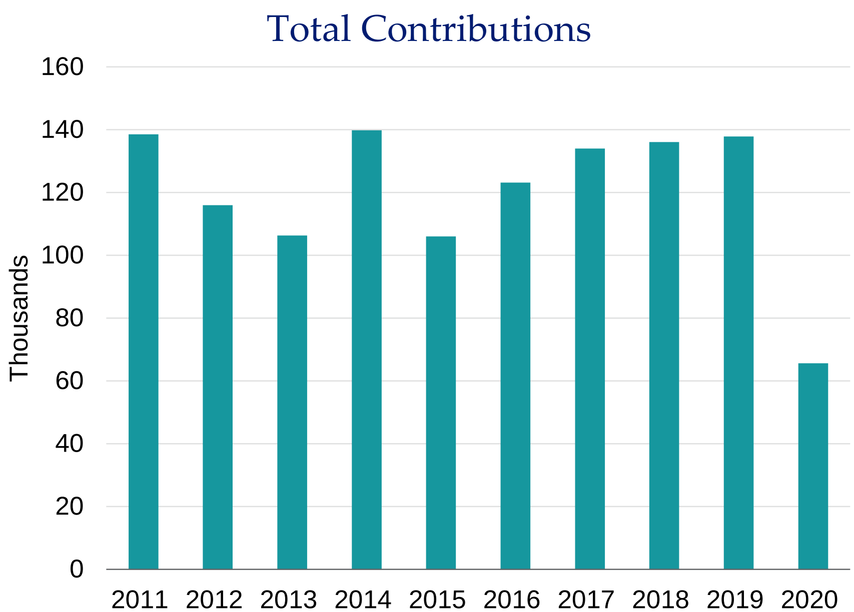


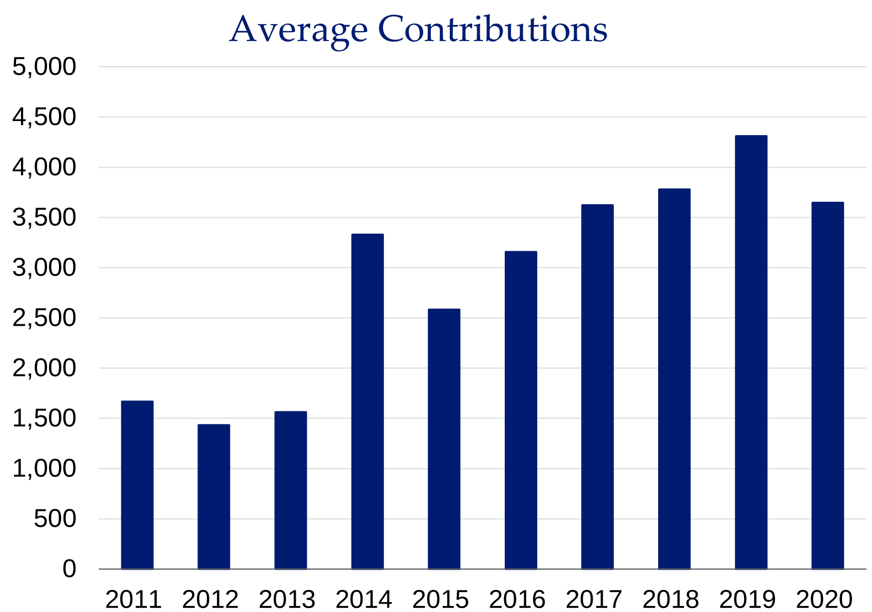


	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
Avg. Age	45.8	43.2	41.9	46.7	49.5	52.0	49.3	49.0	48.8	47.6
Avg. Svc	10.4	9.3	8.6	11.6	11.8	13.4	12.6	11.9	13.3	13.8

Historical employment

- The 2021 zone certification was based on an industry activity assumption of 10 active participants, with average contributions increasing by 10% each year.





	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	5-year average	10-year average
Total Contributions[1]	138.55	116.04	106.31	139.82	105.99	123.18	134.03	136.11	137.91	65.66	119.38	120.36
Average Contributions	1,669	1,433	1,563	3,329	2,585	3,158	3,622	3,781	4,310	3,648	3,704	2,910

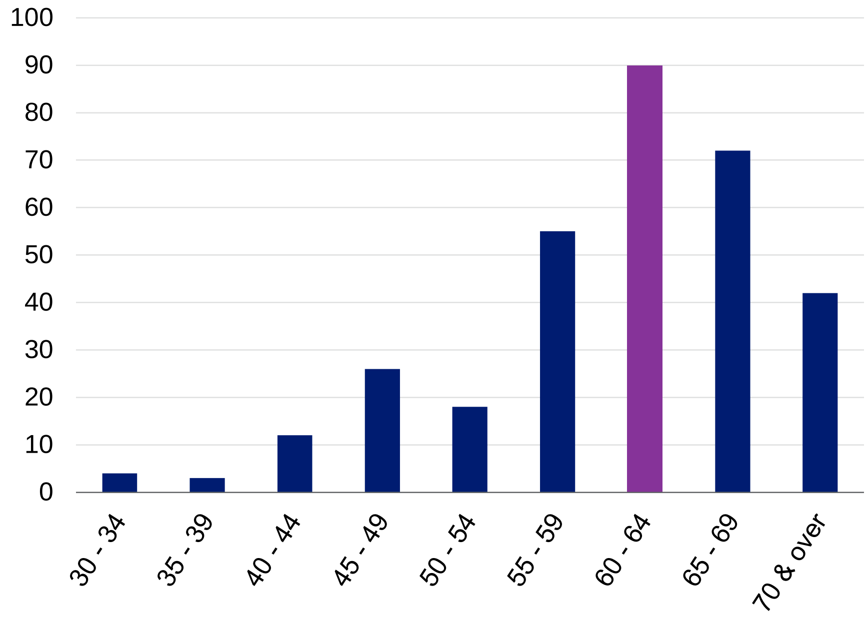
[1] In thousands

Inactive vested participants

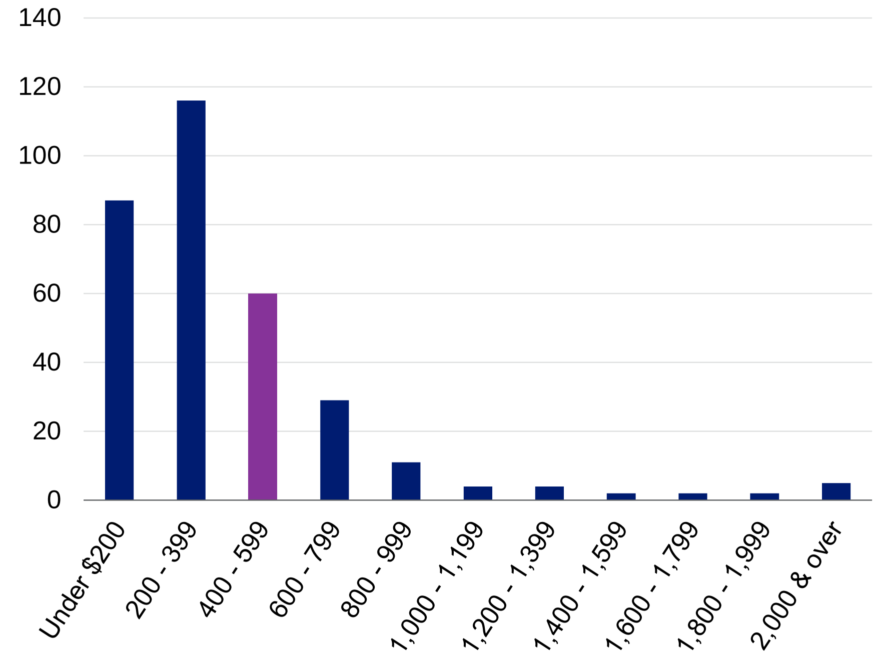
As of December 31,	2019	2020	Change
Inactive vested participants[1]	344	322	-6.4%
Average age	60.4	60.6	0.2
Average amount	$418	$417	-0.3%

Distribution of Inactive Vested Participants as of December 31, 2020

by Age



by Monthly Amount



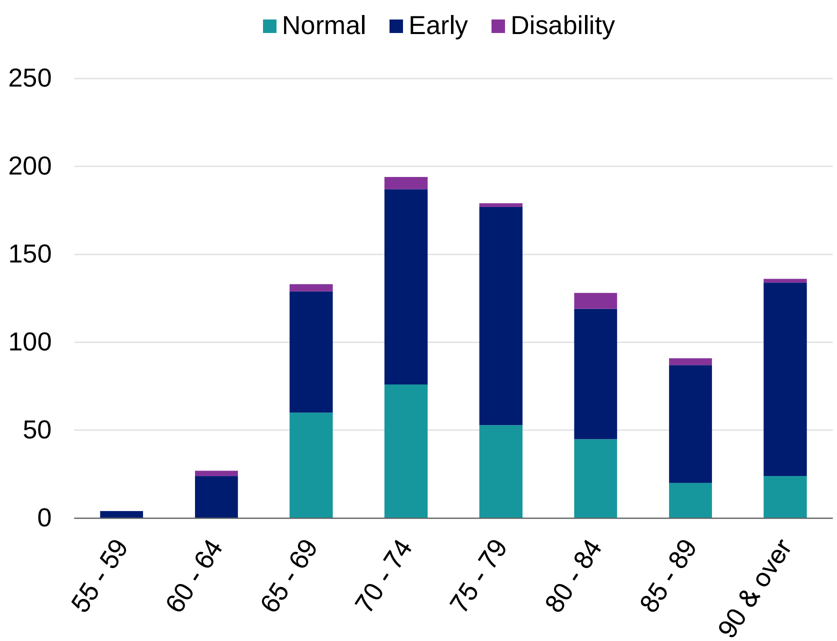
[1] A participant who is not currently active and has satisfied the vesting requirements for, but has not yet commenced, a pension is considered an “inactive vested” participant. 33 inactive vested participants over age 75 are excluded from the valuation.

Pay status information

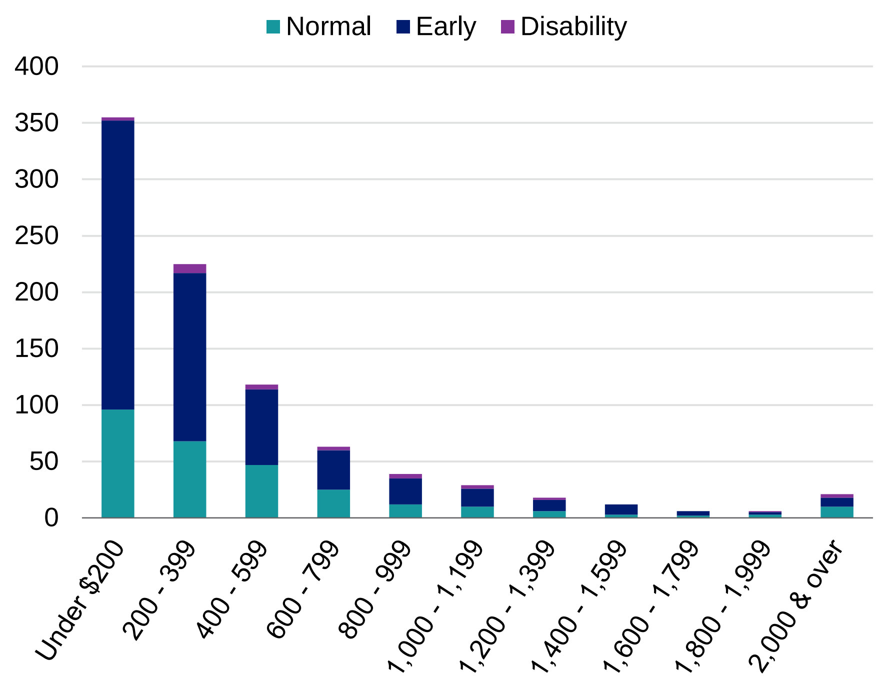
As of December 31,	2019	2020	Change
Pensioners	918	892	-2.8%
Average age	78.3	78.3	0.0
Average amount	$441	$447	1.4%
Beneficiaries	100	98	-2.0%
Total monthly amount	$428,353	$421,825	-1.5%

Distribution of Pensioners as of December 31, 2020

by Type and Age



by Type and Monthly Amount



Progress of pension rolls

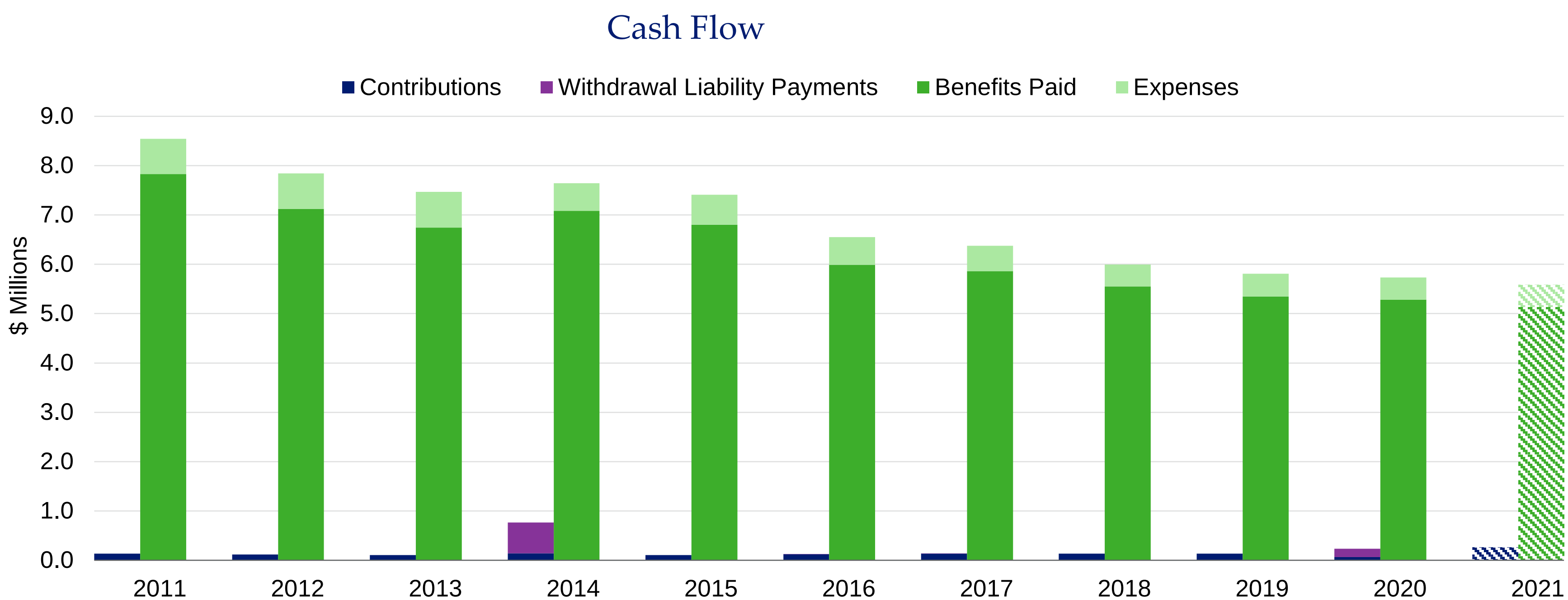
	Total In Pay Status		
Year	Number	Average Age	Average Amount
2011	1,228	78.0	$443
2012	1,199	78.0	444
2013	1,151	78.0	448
2014	1,113	78.0	440
2015	1,087	78.0	443
2016	1,059	78.1	439
2017	1,011	78.2	439
2018	960	78.4	439
2019	918	78.3	441
2020	892	78.3	447

New pension awards

Year Ended Dec 31	Total		Normal		Early		Disability	
	Number	Average Monthly Amount	Number	Average Monthly Amount	Number	Average Monthly Amount	Number	Average Monthly Amount
2011	47	$347	21	$268	26	$412	–	–
2012	38	491	12	397	25	466	1	$2,250
2013	38	653	20	548	16	438	2	3,417
2014	37	359	25	355	12	369	–	–
2015	39	498	22	434	17	581	–	–
2016	39	388	35	413	4	175	–	–
2017	24	818	19	803	5	875	–	–
2018	27	457	20	425	7	549	–	–
2019	25	460	12	581	13	348	–	–
2020	30	540	24	568	6	427	–	–

Financial information

- Benefits and expenses are funded solely from contributions and investment earnings.



	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021[1]
Contributions[2]	$0.14	$0.12	$0.11	$0.14	$0.11	$0.12	$0.13	$0.14	$0.14	$0.07	$0.26
W/L Payments[2]	0.00	0.00	0.00	0.63	0.00	0.00	0.00	0.00	0.00	0.17	0.00
Benefits Paid[2]	7.83	7.13	6.74	7.08	6.80	5.99	5.86	5.55	5.35	5.28	5.14
Expenses[2]	0.71	0.72	0.73	0.56	0.60	0.56	0.51	0.45	0.46	0.45	0.45

[1] Projected
[2] In millions

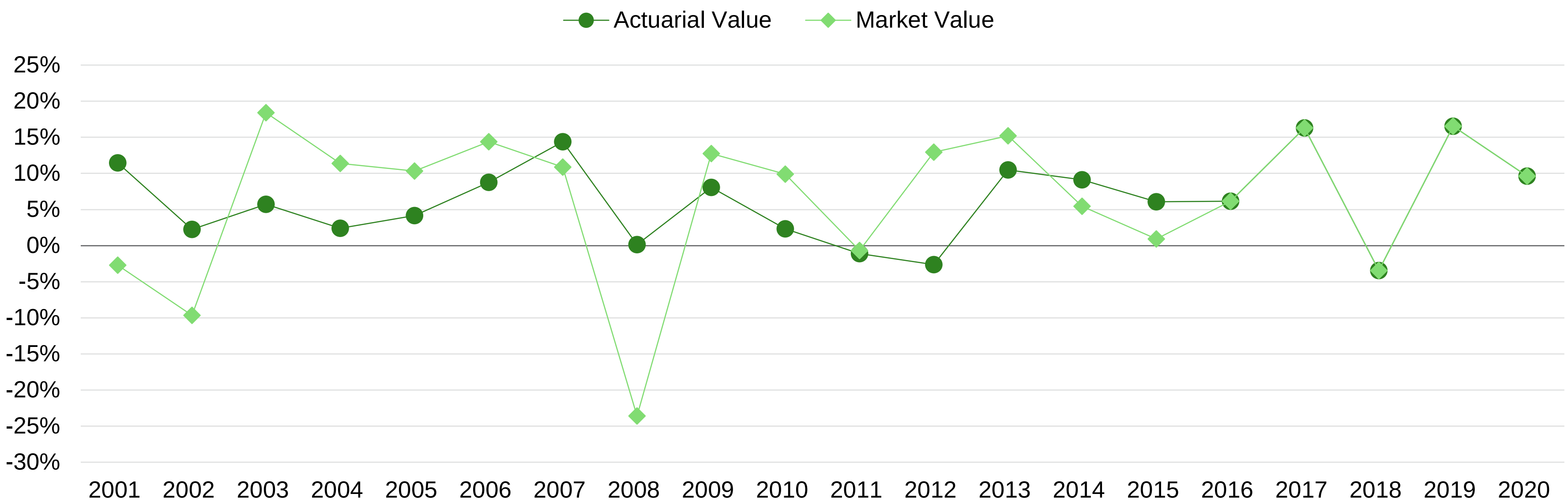
Determination of Actuarial Value of Assets

1	Actuarial value of assets = Market value of assets as of December 31, 2020	$17,335,300

Historical investment returns

- The investment returns for 2000 and 2015 each include the effect of a change in the method for determining the actuarial value of assets.

Market Value and Actuarial Value Rates of Return for Years Ended December 31



	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
AVA	11.5%	2.2%	5.7%	2.4%	4.2%	8.8%	14.4%	0.1%	8.1%	2.3%	-1.1%	-2.6%	10.5%	9.1%	6.1%	6.1%	16.3%	-3.4%	16.5%	9.6%
MVA	-2.7%	-9.6%	18.4%	11.4%	10.3%	14.4%	10.9%	-23.6%	12.7%	9.9%	-0.7%	13.0%	15.2%	5.4%	0.9%	6.1%	16.3%	-3.4%	16.5%	9.6%

Average Rates of Return	Actuarial Value	Market Value
Most recent five-year average return:	8.55%	8.55%
Most recent ten-year average return:	5.35%	7.31%
20-year average return:	5.77%	5.07%

Actuarial experience

- Assumptions should consider experience and should be based on reasonable expectations for the future.
- Each year actual experience is compared to that projected by the assumptions. Differences are reflected in the actuarial valuation.
- Assumptions are not changed if experience is believed to be a short-term development that will not continue over the long term. On the other hand, if experience is to expected to continue, assumptions are changed.

Experience for the Year Ended December 31, 2020

1	Gain from investments	$1,027,655
2	Loss from administrative expenses	-829
3	Net loss from other experience (0.6% of projected accrued liability)	-361,163
4	**Net experience gain: 1 + 2 + 3**	**$665,663**

Investment experience

- The assumed rate of return of 4.00% considers past experience, the Trustees' asset allocation policy, future expectations, and the plan's projected insolvency.

Gain from Investments

1	Average actuarial value of assets	$18,323,845
2	Assumed rate of return	4.00%
3	Expected net investment income: **1 x 2**	$732,954
4	Net investment income (9.61% actual rate of return)	1,760,609
5	**Actuarial gain from investments: 4 – 3**	**$1,027,655**

Administrative expenses

- Administrative expenses for the year ended December 31, 2020 totaled $450,814, as compared to the assumption of $450,000.

Other experience

- The net loss from other experience is not considered significant and is mainly due to the mortality experience for pensioners.

Actuarial assumptions

- The following assumption was changed with this valuation:
  - The retirement age assumption for inactive vested participants was updated from a constant age of 65 to the following rates:

Age	Annual Retirement Rates
55 – 61	2%
62 – 63	8%
64 – 66	20%
67 – 70	6%
71	100%

- This change increased the actuarial accrued liability by 2.1% and increased the normal cost by 0.8%, but did not affect the projected insolvency year in 2024.
- Details on actuarial assumptions and methods are in Section 3.

Plan provisions

- There were no changes in Plan provisions since the prior valuation.
- A summary of plan provisions is in Section 3.

Contribution rate

- All active participants are covered under the Default Schedule of the Rehabilitation Plan, which calls for a 10% increase in contribution rates each year, with all increases not counted towards benefit accruals.

Plan funding

Comparison of Funded Percentages

Plan Year Beginning	January 1, 2020		January 1, 2021	
Market Value of Assets	**$21,072,999**		**$17,335,300**	
	Amount	**Funded %**	**Amount**	**Funded %**
• Funding interest rate	4.00%		4.00%	
• Present value (PV) of future benefits	$68,616,057	30.7%	$67,492,588	25.7%
• Actuarial accrued liability[1]	68,230,014	30.9%	67,353,023	25.7%
• PV of accumulated plan benefits (PVAB)	68,230,014	30.9%	67,353,023	25.7%
• Current liability interest rate	2.95%		2.43%	
• Current liability	$78,383,067	26.9%	$82,308,482	21.1%
Actuarial Value of Assets	**$21,072,999**		**$17,335,300**	
	Amount	**Funded %**	**Amount**	**Funded %**
• Funding interest rate	4.00%		4.00%	
• PV of future benefits	$68,616,057	30.7%	$67,492,588	25.7%
• Actuarial accrued liability[1]	68,230,014	30.9%	67,353,023	25.7%
• PPA'06 liability and annual funding notice	68,230,014	30.9%	67,353,023	25.7%

These measurements are not necessarily appropriate for assessing the sufficiency of the Plan's assets to cover the estimated cost of settling the Plan's benefit obligations or the need for or the amount of future contributions.

[1] Based on Unit Credit actuarial cost method

Pension Protection Act of 2006

2021 Actuarial status certification

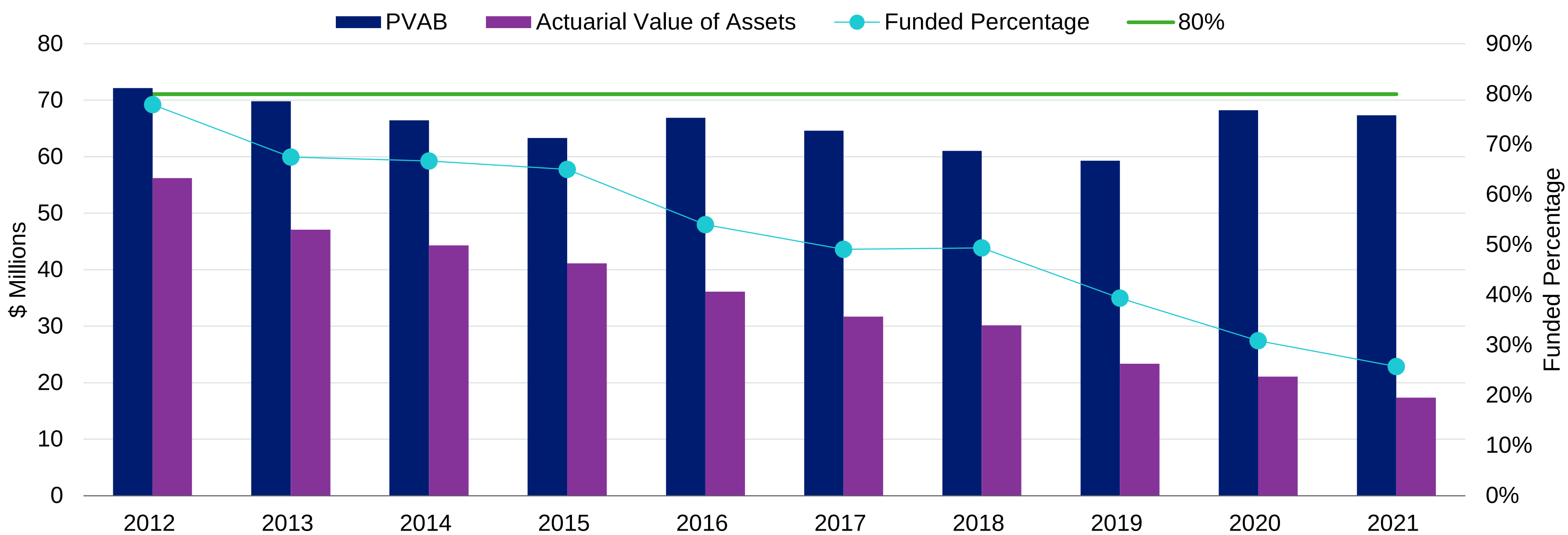
- PPA'06 requires trustees to actively monitor their plans' financial prospects to identify emerging funding challenges so they can be addressed effectively.
- As reported in the 2021 certification, the Plan was classified as critical and declining (in the Red Zone) because there was a projected FSA deficiency in 1 year and a projected insolvency within 15 years.
- In addition, the Plan is making the Scheduled Progress in meeting the requirements of its Rehabilitation Plan.

Rehabilitation Plan

- The Trustees adopted a Rehabilitation Plan on March 14, 2013 to forestall plan insolvency.
- The annual standard for the January 1, 2021 status certification is for the unaudited fair market value of assets to be at least $6 million as of January 1, 2021. The standard was met for 2021.
- Section 432(e)(3)(B) requires that the Trustees annually update the Rehabilitation Plan and Schedules. Segal will continue to assist the Trustees to evaluate and update the Rehabilitation Plan and to prepare the required assessment of Scheduled Progress in meeting the requirements of the Rehabilitation Plan.

Pension Protection Act of 2006 historical information

Funded Percentage and Zone



Plan Year	**2012**	**2013**	**2014**	**2015**	**2016**	**2017**	**2018**	**2019**	**2020**	**2021**
Zone Status	Yellow	Red	Red	Red	Red	Red	Red	Red	Red	Red
PVAB[1]	$72.16	$69.84	$66.44	$63.34	$66.88	$64.63	$61.06	$59.30	$68.23	$67.35
AVA[1]	56.22	47.11	44.30	41.14	36.12	31.72	30.14	23.35	21.07	17.34
Funded %	77.9%	67.4%	66.7%	65.0%	54.0%	49.1%	49.4%	39.4%	30.9%	25.7%

[1] In millions

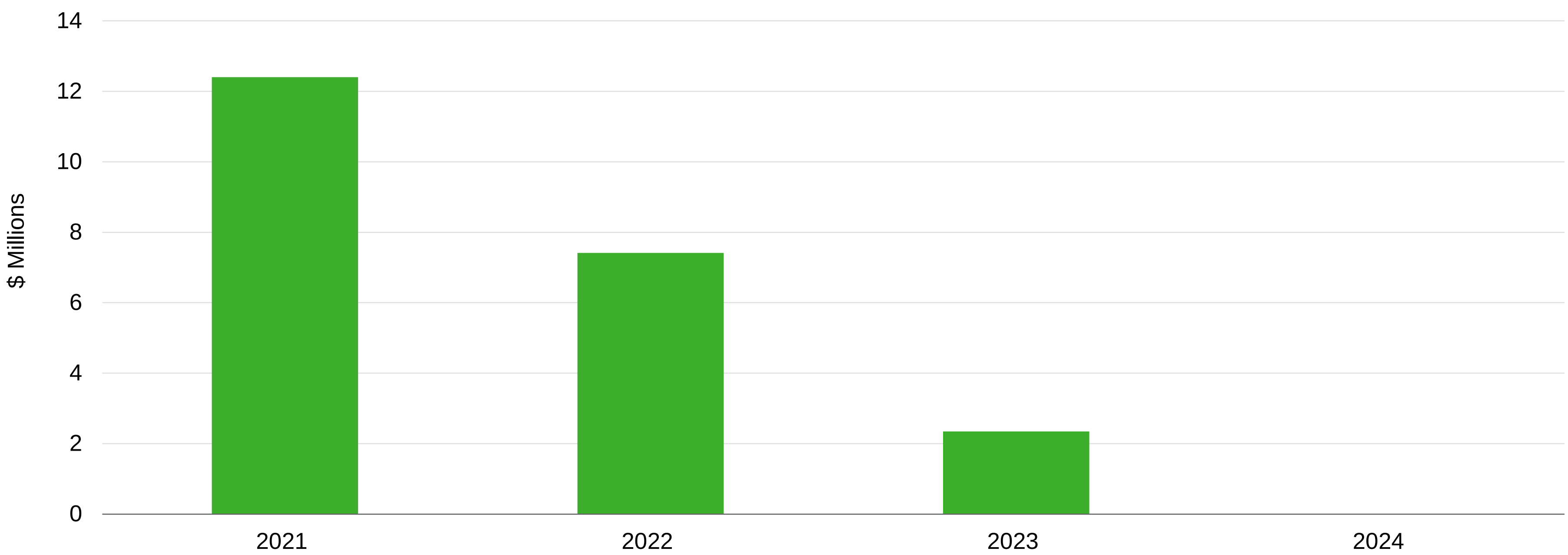
Projections

- The projection on the following page assumes the following, unless otherwise noted:
  - The Plan will earn a market rate of return equal to 4.00% each year.
  - Industry activity is based on a level number of active employees with contributions increasing by 10% each year.
  - Administrative expenses are projected to increase 3% per year.
  - There are no plan amendments or changes in law/regulation.
  - All other experience emerges as assumed, and no assumption changes are made.
- The projections in this valuation illustrate the potential future impact of one given set of assumptions. Additional scenarios would demonstrate sensitivity to risk from investment return, employment and other factors.

Solvency projection

- PPA'06 requires Trustees to monitor plan solvency - the ability to pay benefits and expenses when due.
- The Plan was certified as critical and declining for 2021 based on a projected insolvency within 4 years in 2024.
- Based on this valuation, assets are still projected to be exhausted in 2024, as shown below. This is the same year as projected in the prior year valuation.
- This projection is based on the negotiated contribution rates, including all future contribution rate increases contemplated in the Rehabilitation Plan.
- The Plan is operating under a Rehabilitation Plan that is intended to forestall insolvency.

Projected Assets as of December 31



Risk

- The actuarial valuation results are dependent on a single set of assumptions. Typically, there is a risk that emerging results may differ significantly as actual experience proves to be different from the current assumptions. Currently, due to the Plan's near-term projected insolvency, the Plan has limited risk. Our understanding is that the Plan will request the Special Financial Assistance (SFA) under ARPA. A detailed risk assessment could be important for the Plan to review the impact of the financial assistance on the Plan's projected insolvency.

Summary of PPA'06 zone status rules

- Based on projections of the credit balance in the FSA, the funded percentage, and cash flow sufficiency tests, plans are categorized in one of the "zones" described below.
- The funded percentage is determined using the actuarial value of assets and the present value of benefits earned to date, based on the actuary's best estimate assumptions.

Critical Status (*Red Zone*)	A plan is classified as being in critical status (the Red Zone) if: • The funded percentage is less than 65%, and either there is a projected FSA deficiency within five years or the plan is projected to be unable to pay benefits within seven years, or • There is a projected FSA deficiency within four years, or • There is a projected inability to pay benefits within five years, or • The present value of vested benefits for inactive participants exceeds that for actives, contributions are less than the value of the current year's benefit accruals plus interest on existing unfunded accrued benefit liabilities, and there is a projected FSA deficiency within five years, or • As permitted by the Multiemployer Pension Reform Act of 2014, the plan is projected to be in the *Red Zone* within the next five years and the plan sponsor elects to be in critical status. A critical status plan is further classified as being in critical and declining status if: • The ratio of inactive participants to active participants is at least 2 to 1, and there is an inability to pay benefits projected within 20 years, or • The funded percentage is less than 80%, and there is an inability to pay benefits projected within 20 years, or • There is an inability to pay benefits projected within 15 years. Any amortization extensions are ignored for testing initial entry into the *Red Zone*. The Trustees are required to adopt a formal Rehabilitation Plan, designed to allow the plan to emerge from critical status by the end of the rehabilitation period. If they determine that such emergence is not reasonable, the Rehabilitation Plan must be designed to emerge as of a later time or to forestall possible insolvency. Trustees of *Red Zone* plans have tools, such as the ability to reduce or eliminate early retirement subsidies, to remedy the situation. Accelerated forms of benefit payment (such as lump sums) are prohibited. However, unless the plan is critical and declining, Trustees may not reduce benefits of participants who retired before being notified of the plan's critical status (other than rolling back recent benefit increases) or alter core retirement benefits payable at normal retirement age.

Endangered Status (*Yellow Zone*)	A plan not in critical status (*Red Zone*) is classified as being in endangered status (the *Yellow Zone*) if: • The funded percentage is less than 80%, or • There is a projected FSA deficiency within seven years. A plan that has both of the endangered conditions present is classified as seriously endangered. Trustees of a plan that was in the *Green Zone* in the prior year can elect not to enter the *Yellow Zone* in the current year (although otherwise required to do so) if the plan's current provisions would be sufficient (with no further action) to allow the plan to emerge from the *Yellow Zone* within ten years. The Trustees are required to adopt a formal Funding Improvement Plan, designed to improve the current funded percentage, and avoid a funding deficiency as of the emergence date.

Green Zone	A plan not in critical status (the *Red Zone*) nor in endangered status (the *Yellow Zone*) is classified as being in the *Green Zone.*

Early Election of Critical Status	Trustees of a *Green* or *Yellow Zone* plan that is projected to enter the *Red Zone* within the next five years may elect whether or not to enter the *Red Zone* for the current year.

Section 3: Certificate of Actuarial Valuation

February 8, 2022

Certificate of Actuarial Valuation

This is to certify that Segal has prepared an actuarial valuation of the Retail Clerks Specialty Stores Pension Fund as of January 1, 2021 in accordance with generally accepted actuarial principles and practices. It has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing requirements of federal government agencies. This valuation report may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety.

The measurements shown in this actuarial valuation may not be applicable for other purposes. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements (such as the end of an amortization period or additional cost or contribution requirements based on the Plan's funded status); and changes in plan provisions or applicable law.

The valuation is based on the assumption that the Plan is qualified as a multiemployer plan for the year and on information supplied by the auditor with respect to contributions and assets and reliance on the Plan Administrator with respect to the participant data. Segal does not audit the data provided. The accuracy and comprehensiveness of the data is the responsibility of those supplying the data. To the extent we can, however, Segal does review the data for reasonableness and consistency. Based on our review of the data, we have no reason to doubt the substantial accuracy of the information on which we have based this report and we have no reason to believe there are facts or circumstances that would affect the validity of these results. Adjustments for incomplete or apparently inconsistent data were made as described in the attached Exhibit K.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of my knowledge, the information supplied in this actuarial valuation is complete and accurate. Each prescribed assumption for the determination of Current Liability was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the Plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the Plan.

Paul C. Poon

Paul C. Poon, ASA, MAAA
Vice President & Actuary
Enrolled Actuary No. 20-06069

Exhibit A: Table of Plan Coverage

The valuation was made with respect to the following data supplied to us by the Plan Administrator.

Category	Year Ended December 31 2019	Year Ended December 31 2020	Change from Prior Year
Active participants in valuation:			
• Number	32	18	-43.8%
• Average age	48.8	47.6	-1.2
• Average Vesting Credits	13.3	13.8	0.5
• Average contribution rate for upcoming year	$4,741	$4,012	-15.4%
• Total active vested participants	22	13	-40.9%
Inactive participants with rights to a pension:			
• Number	344	322	-6.4%
• Average age	60.4	60.6	0.2
• Average monthly benefit	$418	$417	-0.2%
Pensioners (including disableds):			
• Number in pay status	918	892	-2.8%
• Average age	78.3	78.3	0.0
• Average monthly benefit	$441	$447	1.4%
Beneficiaries:			
• Number in pay status	100	98	-2.0%
• Average age	78.1	78.4	0.3
• Average monthly benefit	$239	$234	-2.1%
Total participants	**1,394**	**1,330**	**-4.6%**

Exhibit B: Actuarial Factors for Minimum Funding

		2020		2021
Interest rate assumption		4.00%		4.00%
Normal cost, including administrative expenses		$500,386		$467,958
Actuarial present value of projected benefits		$68,616,057		$67,492,588
Present value of future normal costs		386,043		139,565
Actuarial accrued liability		**$68,230,014**		**$67,353,023**
• Pensioners and beneficiaries	$46,596,642		$46,360,397	
• Inactive participants with vested rights	19,354,450		19,571,912	
• Active participants	2,278,922		1,420,714	
Actuarial value of assets (AVA)		$21,072,999		$17,335,300
Market value as reported by Eide Bailly LLP (MVA)		21,072,999		17,335,300
Unfunded actuarial accrued liability		47,157,015		50,017,723

Exhibit C: Summary Statement of Income and Expenses on a Market Value Basis

	Year Ended December 31, 2019		Year Ended December 31, 2020	
Contribution income:				
• Employer contributions	$137,906		$65,658	
• Withdrawal liability payments	0		168,680	
Contribution income		*$137,906*		*$234,338*
Net investment income		*3,394,362*		*1,760,609*
Total income available for benefits		**$3,532,268**		**$1,994,947**
Less benefit payments and expenses:				
• Pension benefits	-$5,349,337		-5,281,832	
• Administrative expenses	-457,024		-450,814	
Total benefit payments and expenses		*-$5,806,361*		*-$5,732,646*
Market value of assets		**$21,072,999**		**$17,335,300**

Exhibit D: Information on Plan Status as of January 1, 2021

Plan status (as certified on March 31, 2021, for the 2021 zone certification)	***Critical and Declining***
Scheduled progress (as certified on March 31, 2021, for the 2021 zone certification)	Yes
Actuarial value of assets for FSA	$17,335,300
Accrued liability under unit credit cost method	67,353,023
Funded percentage for monitoring plan status	25.7%
Reduction in unit credit accrued liability benefits since the prior valuation date resulting from the reduction in adjustable benefits	$0
Year in which insolvency is expected	2024

Annual Funding Notice for Plan Year Beginning January 1, 2021 and Ending December 31, 2021

	2021 Plan Year	2020 Plan Year	2019 Plan Year
Actuarial valuation date	January 1, 2021	January 1, 2020	January 1, 2019
Funded percentage	25.7%	30.9%	39.4%
Value of assets	$17,335,300	$21,072,999	$23,347,092
Value of liabilities	67,353,023	68,230,014	59,303,679
Market value of assets as of Plan Year end	Not available	17,335,300	21,072,999

Critical, Critical and Declining, or Endangered Status

The Plan was in critical status in the Plan Year because of a projected Funding Standard Account deficiency in 1 year.

The Plan was in critical and declining status because it was in critical status with a projected insolvency within 15 years.

Exhibit E: Schedule of Projection of Expected Benefit Payments

(Schedule MB, Line 8b(1))

Plan Year	Expected Annual Benefit Payments
2021	$5,135,102
2022	4,993,683
2023	4,870,872
2024	4,735,523
2025	4,608,923
2026	4,505,799
2027	4,393,193
2028	4,295,842
2029	4,185,238
2030	4,056,023

This assumes the following:

- No additional benefits will be accrued.
- Experience is in line with valuation assumptions.
- No new entrants are covered by the Plan.
- Does not reflect any benefit reductions at plan insolvency.

Exhibit F: Schedule of Active Participant Data

(Schedule MB, Line 8b(2))

The participant data is for the year ended December 31, 2020.

		Vesting Credits							
Age	Total	1 - 4	5 - 9	10 - 14	15 - 19	20 - 24	25 - 29	30 - 34	35 - 39
25 - 29	1	1	–	–	–	–	–	–	–
30 - 34	2	1	1	–	–	–	–	–	–
35 - 39	2	1	1	–	–	–	–	–	–
40 - 44	3	1	–	1	1	–	–	–	–
45 - 49	2	–	–	–	1	1	–	–	–
50 - 54	1	–	1	–	–	–	–	–	–
55 - 59	4	–	–	1	1	–	–	1	1
60 - 64	3	1	–	1	–	–	–	1	–
Total	**18**	**5**	**3**	**3**	**3**	**1**	**–**	**2**	**1**

Exhibit G: Funding Standard Account

- ERISA imposes a minimum funding standard that requires the Plan to maintain an FSA. The accumulation of contributions in excess of the minimum required contributions is called the FSA credit balance. If actual contributions fall short on a cumulative basis, a funding deficiency has occurred.
- The FSA is charged with the normal cost and the amortization of increases or decreases in the unfunded actuarial accrued liability due to plan amendments, experience gains or losses, and changes in actuarial assumptions and funding methods. The FSA is credited with employer contributions and withdrawal liability payments.
- Employers contributing to plans in critical status will generally not be subject to the excise tax if a funding deficiency develops, provided the parties fulfill their obligations under the Rehabilitation Plan, including negotiation of bargaining agreements consistent with Schedules provided by the Trustees.

		December 31, 2020	December 31, 2021
1	Prior year funding deficiency	$10,120,930	$16,220,578
2	Normal cost, including administrative expenses	500,386	467,958
3	Amortization charges	7,698,042	7,690,621
4	Interest on **1, 2 and 3**	732,774	975,166
5	Total charges	$19,052,132	$25,354,323
6	Prior year credit balance	$0	$0
7	Employer contributions	234,338	TBD
8	Amortization credits	2,492,816	2,550,385
9	Interest on **6, 7 and 8**	104,400	102,015
10	Full funding limitation credits	0	0
11	Total credits	$2,831,554	$2,652,400
12	Credit balance/(Funding deficiency): **11 - 5**	-$16,220,578	TBD
13	Minimum contribution with interest required to avoid a funding deficiency: **5 - 11** not less than zero	N/A	$22,701,923

Full Funding Limitation (FFL) and Credits for Plan Year January 1, 2021

ERISA FFL (accrued liability FFL)	$52,505,108
RPA'94 override (90% current liability FFL)	58,904,350
FFL credit	0

Schedule of FSA Bases (Charges) (Schedule MB, Line 9c)

Type of Base	Date Established	Outstanding Balance	Years Remaining	Amortization Amount
Changes in Actuarial Assumptions	01/01/1995	$438,784	4	$116,231
Plan Amendment	01/01/1995	1,327,880	4	351,748
Plan Amendment	01/01/1997	1,983,903	6	363,897
Plan Amendment	01/01/1998	12,406,114	7	1,987,479
Plan Amendment	01/01/1999	2,789,072	8	398,322
Plan Amendment	01/01/2000	604,738	9	78,205
Changes in Actuarial Assumptions	01/01/2000	2,057,602	9	266,089
Plan Amendment	01/01/2001	16,784	10	1,990
Plan Amendment	01/01/2002	59,043	11	6,480
Experience Loss	01/01/2009	1,573,789	3	545,301
Experience Loss	01/01/2011	1,339,459	5	289,307
Changes in Actuarial Assumptions	01/01/2011	1,777,655	5	383,951
Experience Loss	01/01/2012	2,847,606	6	522,322
Experience Loss	01/01/2013	2,765,854	7	443,094
Changes in Actuarial Assumptions	01/01/2014	139,890	8	19,978
Experience Loss	01/01/2016	164,730	10	19,529
Change in Asset Method	01/01/2016	177,170	5	38,267
Changes in Actuarial Assumptions	01/01/2016	4,392,041	10	520,672
Changes in Actuarial Assumptions	01/01/2018	86,223	12	8,834
Changes in Actuarial Assumptions	01/01/2019	1,137,228	13	109,506
Experience Loss	01/01/2019	1,324,258	13	127,516
Changes in Actuarial Assumptions	01/01/2020	10,704,399	14	974,399
Changes in Actuarial Assumptions	01/01/2021	1,358,714	15	117,504
Total		**$51,472,936**		**$7,690,621**

Schedule of FSA Bases (Credits) (Schedule MB, Line 9h)

Type of Base	Date Established	Outstanding Balance	Years Remaining	Amortization Amount
Changes in Actuarial Assumptions	01/01/1997	$1,095,736	6	$200,985
Plan Amendment	01/01/2003	12,017	12	1,231
Changes in Actuarial Assumptions	01/01/2004	383,958	13	36,972
Changes in Actuarial Assumptions	01/01/2005	3,665,053	14	333,622
Experience Gain	01/01/2007	167,125	1	167,125
Experience Gain	01/01/2008	1,022,654	2	521,353
Experience Gain	01/01/2010	182,754	4	48,410
Plan Amendment	01/01/2014	736,829	8	105,230
Experience Gain	01/01/2014	1,394,743	8	199,191
Plan Amendment	01/01/2015	388,780	9	50,277
Changes in Actuarial Assumptions	01/01/2015	397,520	9	51,407
Experience Gain	01/01/2015	552,325	9	71,427
Change in Funding Method	01/01/2016	118,291	5	25,549
Experience Gain	01/01/2017	316,023	11	34,686
Experience Gain	01/01/2018	4,089,242	12	418,959
Experience Gain	01/01/2020	2,487,078	14	226,393
Experience Gain	01/01/2021	665,663	15	57,568
Total		**$17,675,791**		**$2,550,385**

Exhibit H: Maximum Deductible Contribution

- Employers that contribute to defined benefit pension plans are allowed a current deduction for payments to such plans. There are various measures of a plan's funded level that are considered in the development of the maximum tax-deductible contribution amount.
- The maximum deductible amount for this valuation is the excess of 140% of "current liability" over assets as shown below. "Current liability" is one measure of the actuarial present value of all benefits earned by the participants as of the valuation date. This limit is significantly higher than the current contribution level.
- Contributions in excess of the maximum deductible amount are not prohibited; only the deductibility of these contributions is subject to challenge and may have to be deferred to a later year. In addition, if contributions are not fully deductible, an excise tax in an amount equal to 10% of the non-deductible contributions may be imposed. However, the plan sponsor may elect to exempt the non-deductible amount up to the ERISA full-funding limitation from the excise tax.
- The Trustees should review the interpretation and applicability of all laws and regulations concerning any issues as to the deductibility of contribution amounts with Fund Counsel.

1	Current liability for maximum deductible contribution, projected to the end of the Plan Year	$79,144,770
2	140% of current liability	110,802,677
3	Actuarial value of assets, projected to the end of the Plan Year	12,325,942
4	**Maximum deductible contribution: 2 - 3**	**$98,476,735**

Exhibit I: Current Liability

The table below presents the current liability for the Plan Year beginning January 1, 2021.

Item[1]	Number of Participants		Current Liability
Interest rate assumption			2.43%
Retired participants and beneficiaries receiving payments	990		$53,897,118
Inactive vested participants	322		26,476,580
Active participants			
• Non-vested benefits		60,448	
• Vested benefits		1,874,336	
• Total active	18		$1,934,784
Total	**1,330**		**$82,308,482**

Expected increase in current liability due to benefits accruing during the Plan Year	$39,448
Expected release from current liability for the Plan Year	5,141,743
Expected plan disbursements for the Plan Year, including administrative expenses of $450,000	5,591,743

Current value of assets	$17,335,300
Percentage funded for Schedule MB	21.06%

[1] The actuarial assumptions used to calculate these values are shown in Exhibit K.

Exhibit J: Actuarial Present Value of Accumulated Plan Benefits

The actuarial present value of accumulated plan benefits calculated in accordance with FASB ASC 960 is shown below as of January 1, 2020 and as of January 1, 2021. In addition, a reconciliation between the two dates follows.

	Benefit Information Date	
	January 1, 2020	**January 1, 2021**
Actuarial present value of vested accumulated plan benefits:		
• Participants currently receiving payments	$46,596,642	$46,360,397
• Other vested benefits	21,603,947	20,959,508
• Total vested benefits	$68,200,589	$67,319,905
Actuarial present value of non-vested accumulated plan benefits	29,425	33,118
Total actuarial present value of accumulated plan benefits	**$68,230,014**	**$67,353,023**

Factors	Change in Actuarial Present Value of Accumulated Plan Benefits
Benefits accumulated, net experience gain or loss, changes in data	$422,563
Benefits paid	-5,281,832
Changes in actuarial assumptions	1,358,714
Interest	2,623,564
Total	**-$876,991**

Exhibit K: Statement of Actuarial Assumptions, Methods and Models

(Schedule MB, Line 6)

Mortality Rates

Preretirement: RP-2014 Blue Collar Employee Mortality Table, set forward 1 year, with generational projection using Scale MP-2017 from 2014.

Postretirement: RP-2014 Blue Collar Healthy Annuitant Mortality Table, set forward 1 year, with generational projection using Scale MP-2017 from 2014.

The underlying tables, set forward 1 year, with generational projection to the ages of participants as of the measurement date, reasonably reflect the mortality experience of the Plan as of the measurement date.

These mortality tables were then adjusted to future years using the generational projection to reflect future mortality improvement between the measurement date and those years.

The mortality rates were based on historical and current demographic data, estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of deaths and the projected number based on the assumption over the most recent 5 years.

Annuitant Mortality Rates

	Rate (%)[1]	
	Healthy	
Age	Male	Female
55	0.64	0.43
60	0.91	0.62
65	1.38	0.96
70	2.16	1.54
75	3.47	2.54
80	5.74	4.24
85	9.64	7.25
90	16.18	12.43

[1] Mortality rates shown for base table.

Termination Rates

	Rate (%)		
	Mortality[1]		
Age	Male	Female	Withdrawal[2]
20	0.06	0.02	12.00
25	0.06	0.02	11.70
30	0.06	0.03	11.31
35	0.07	0.03	10.69
40	0.09	0.05	9.60
45	0.14	0.08	7.90
50	0.24	0.14	5.48
55	0.40	0.20	2.77
60	0.68	0.30	1.72

[1] Mortality rates shown for the base table.

[2] Withdrawal rates are 15% for those with less than five years of service and are 0% after retirement eligibility.

The termination rates were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of terminations and the projected number based on the assumption over the most recent 5 years.

Retirement Rates for Active Participants

Age	Annual Retirement Rates
55 – 56	10%
57 – 59	5
60	10
61	20
62	25
63	15
64	20
65	100

The retirement rates were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of retirements and the projected number based on the assumption over the most recent 5 years.

Section 3: Certificate of Actuarial Valuation

Description of Weighted Average Retirement Age	Age 61.9, determined as follows: The weighted average retirement age for each participant is calculated as the sum of the product of each potential current or future retirement age times the probability of surviving from current age to that age and then retiring at that age, assuming no other decrements. The overall weighted retirement age is the average of the individual retirement ages based on all the active participants included in this actuarial valuation.
Retirement Rates for Inactive Vested Participants	(see table below)
Future Benefit Accruals	The larger of: (a) the participant's prior year accrual and (b) six months of the participant's prior year monthly accrual. The future benefit accruals were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the assumed and the actual benefit accruals over the most recent 5 years.
Unknown Data for Participants	Same as those exhibited by participants with similar known characteristics. If not specified, participants are assumed to be female.
Definition of Active Participants	Active participants are defined as those with at least 2 months of contributions in the most recent Plan Year, excluding those who have retired as of the valuation date.
Exclusion of Inactive Vested Participants	Inactive participants over age 75 excluded from the valuation, with 33 excluded in this valuation. The exclusion of inactive vested participants over age 75 was based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, the ages of new retirees from inactive vested status were reviewed.
Percent Married	60%
Age of Spouse	Spouses of male participants are four years younger and spouses of female participants are four years older.

Retirement Rates for Inactive Vested Participants

Age	Annual Retirement Rates
55 – 61	2%
62 – 63	8
64 – 66	20
67 – 70	6
71	100

The retirement rates for inactive vested participants were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of retirements and the projected number based on the assumption over the most recent 5 years.

Section 3: Certificate of Actuarial Valuation

Benefit Election	Married participants are assumed to elect the 75% Joint and Survivor Annuity ("QOSA") and non-married participants are assumed to elect the Straight Life Annuity. The benefit elections assumption was based on historical and current demographic data, adjusted to reflect the plan design, estimated future experience and professional judgment. As part of the analysis, a comparison was made between the assumed and the actual option election patterns over the most recent 5 years.
Delayed Retirement Factors	Active participants assumed to work enough hours each month to not qualify for delayed retirement adjustment. Inactive vested participants who are assumed to commence receipt of benefits after attainment of normal retirement age qualify for delayed retirement increases. For valuation purposes, benefits are increased by 12% per year for the first 5 years the retirement date occurs after the Normal Retirement Age and 18% per year thereafter.
Net Investment Return	4.00% The net investment return assumption is an estimate derived from historical data, current and recent market expectations, and professional judgment. As part of the analysis, a building block approach was used that reflects inflation expectations and anticipated risk premiums for each of the portfolio's asset classes, as provided by Segal Marco Advisors, as well as the Plan's target asset allocation.
Annual Administrative Expenses	$450,000, payable monthly (equivalent to $440,569 payable at the beginning of the year) or 1,608.6% of Normal Cost. The annual administrative expenses were based on historical and current data, adjusted to reflect estimated future experience and professional judgment.
Actuarial Value of Assets	At market value
Actuarial Cost Method	Unit Credit Actuarial Cost Method. Normal Cost and Actuarial Accrued Liability are calculated on an individual basis and are allocated by service.
Benefits Valued	Unless otherwise indicated, includes all benefits summarized in Exhibit L.
Current Liability Assumptions	*Interest:* 2.43%, within the permissible range prescribed under IRC Section 431(c)(6)(E) *Mortality:* Mortality prescribed under IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1(a)(2): RP-2014 employee and annuitant mortality tables, adjusted backward to the base year (2006) using scale MP-2014, projected forward generationally using scale MP-2019 (previously, the MP-2018 scale was used).
Estimated Rate of Investment Return	*On actuarial value of assets (Schedule MB, line 6g):* 9.6%, for the Plan Year ending December 31, 2020 *On current (market) value of assets (Schedule MB, line 6h):* 9.6%, for the Plan Year ending December 31, 2020
FSA Contribution Timing (Schedule MB, line 3a)	Unless otherwise noted, contributions are paid periodically throughout the year pursuant to collective bargaining agreements. The interest credited in the Funding Standard Account is therefore assumed to be equivalent to a July 1 contribution date.

Section 3: Certificate of Actuarial Valuation

Actuarial Models	Segal valuation results are based on proprietary actuarial modeling software. The actuarial valuation models generate a comprehensive set of liability and cost calculations that are presented to meet regulatory, legislative and client requirements. Deterministic cost projections are based on a proprietary forecasting model. Our Actuarial Technology and Systems unit, comprised of both actuaries and programmers, is responsible for the initial development and maintenance of these models. The models have a modular structure that allows for a high degree of accuracy, flexibility and user control. The client team programs the assumptions and the plan provisions, validates the models, and reviews test lives and results, under the supervision of the Enrolled Actuary.
Justification for Change in Actuarial Assumptions **(Schedule MB, line 11)**	For purposes of determining current liability, the current liability interest rate was changed from 2.95% to 2.43% due to a change in the permissible range and recognizing that any rate within the permissible range satisfies the requirements of IRC Section 431(c)(6)(E) and the mortality tables and mortality improvement scales were changed in accordance with IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1. Based on past experience and future expectations, the following actuarial assumption was changed: Retirement rates for inactive vested participants, previously 100% at age 65.

Exhibit L: Summary of Plan Provisions

(Schedule MB, Line 6)

This exhibit summarizes the major provisions of the Plan included in the valuation. It is not intended to be, nor should it be interpreted as, a complete statement of all plan provisions.

Plan Year	January 1 through December 31
Pension Credit Year	January 1 through December 31
Plan Status	Ongoing plan
Regular Pension	• *Age and Service Requirements:* 65 and fifth anniversary of participation • *Amount:* (a) For Past Service: 8.0% of the employee's "Adjusted Past Service Earnings" divided by twelve. (b) For Future Service: A percentage of contributions made on the member's behalf according to the following table: Contributions Credited In Plan Years — Percentage Pre - 2003 — 8.00% 2003 - 2013 — 3.00 2014 and later — 1.00
Early Retirement	• *Age and Service Requirements:* 55 and 10 years of Vesting Credit • *Amount:* Accrued Normal Retirement Benefit, reduced 6% for each year that the member is younger than age 65 down to age 60, plus 4% for each year that the member is younger than age 60. Benefits earned under the Rehabilitation Plan Default Schedule are actuarially reduced based on a 7% interest rate assumption and the RP-2000 Combined Healthy Mortality Table (50% male, 50% female).
Vesting	• *Age and Service Requirements:* 5 years of Vesting Credit • *Amount:* Accrued Normal Retirement Benefit, payable commencing at Normal Retirement Age or, on a reduced basis, as early as age 55, if eligible. The reduced benefit is calculated as described under "Early Retirement" above. • *Normal Retirement Age:* Later of age 65 and fifth anniversary of participation
Spouse's Benefit	• *Age and Service Requirements:* 5 years of Vesting Credit • *Amount:* 50% of the benefit that the Participant would have received had he or she retired the day before death and elected the 50% joint and survivor pension. If the participant's death occurs before age 65, benefits to the surviving spouse will be deferred to the date when the participant would have attained that age. Benefits will be payable for the life of the surviving spouse.

Section 3: Certificate of Actuarial Valuation

Joint and Survivor Benefit	• All retirements are paid in the form of a 50% joint and survivor annuity unless this form is rejected by the Participant and spouse. The benefit amount otherwise payable is reduced to reflect the joint and survivor coverage. If this type of pension is rejected or if the Participant is not married, benefits are payable for the life of the Participant or in any other available optional form elected by the Participant in an actuarially equivalent amount.
Optional Forms of Benefits	• Single Life Annuity • 50% Joint and Survivor Annuity ("QJSA") • 75% Joint and Survivor Annuity ("QOSA")
Service Schedules	• *Vesting Credit:* For Plan Years after 1975, an employee earns Vesting Credit in accordance with the following schedule: Hours of Service in Plan Year — Vesting Credit Under 380 — 0 380 – 569 — .40 year 570 – 759 — .60 year 760 – 869 — .80 year 870 or more — One Year • *Credited Future Service:* Beginning March 1961, a participant receives a month of Credited Future Service for each calendar month in which a contribution is payable on their behalf.
Break in Service Rules	• *One-Year Break:* A participant incurs a One-Year Break in Service upon failure to work at least 380 hours of service in covered employment in a Calendar Year. • *Permanent Break:* A non-vested participant incurs a Permanent Break in Service if the number of consecutive One-Year Breaks in Service is at least five and it equals or exceeds the number of full years of Vesting Credit previously accumulated. At this time, all accumulated Vesting Credit, Credited Past Service, and Credited Future Service are cancelled.

Participation Rules	• *Participation:* An employee becomes a "Participant" upon completion of at least 760 hours of service in covered employment. • *Termination of Participation:* A Participant who incurs a One-Year Break in Service ceases to be a Participant as of the last day of the Plan Year which constituted the One-Year Break in Service unless he or she has retired or attained vested rights. • *Separation in Service:* A Participant is deemed to be separated from employment at the end of any two-consecutive Calendar Year period in which he or she does not work at least 380 hours in covered employment in either Calendar Year. The monthly amount payable for contributions received before the last separation from employment is frozen at the then present benefit level.
Changes in Plan Provisions	There were no changes in plan provisions reflected in this actuarial valuation.

5710129v3/01963.001

Form 5500	Annual Return/Report of Employee Benefit Plan	OMB Nos. 1210-0110 1210-0089
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ **Complete all entries in accordance with the instructions to the Form 5500.**	**2021** **This Form is Open to Public Inspection**

Part I Annual Report Identification Information

For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

A This return/report is for:
- [X] a multiemployer plan
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- [ ] a single-employer plan
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report
- [ ] the final return/report
- [ ] an amended return/report
- [ ] a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [X]

D Check box if filing under:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. . . . . ▶ [ ]

Part II Basic Plan Information—enter all requested information

1a Name of plan
RETAIL CLERKS SPECIALTY STORES PENSION PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 03/03/1961

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
RETAIL CLERKS SPECIALTY STORES PENSION SPECIALTY STORES PENSION FUND

1000 BURNETT AVE SUITE 110
CONCORD, CA 94520

2b Employer Identification Number (EIN) 94-6313558

2c Plan Sponsor's telephone number 925-746-7530

2d Business code (see instructions) 445110

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2022	DIANE VETTERLEIN
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2022	MILTON HUM
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a	Plan administrator's name and address [X] Same as Plan Sponsor	**3b** Administrator's EIN	
		3c Administrator's telephone number	
4	If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:	**4b** EIN	
a	Sponsor's name	**4d** PN	
c	Plan Name		
5	Total number of participants at the beginning of the plan year	**5**	1424
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	32
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	9
b	Retired or separated participants receiving benefits	**6b**	849
c	Other retired or separated participants entitled to future benefits	**6c**	331
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	1189
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	90
f	Total. Add lines **6d** and **6e**.	**6f**	1279
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	
h	Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	3

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

1A

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)
- **(1)** [X] Insurance
- **(2)** [ ] Code section 412(e)(3) insurance contracts
- **(3)** [X] Trust
- **(4)** [ ] General assets of the sponsor

9b Plan benefit arrangement (check all that apply)
- **(1)** [ ] Insurance
- **(2)** [ ] Code section 412(e)(3) insurance contracts
- **(3)** [X] Trust
- **(4)** [ ] General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules
- **(1)** [X] **R** (Retirement Plan Information)
- **(2)** [X] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- **(3)** [ ] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules
- **(1)** [X] **H** (Financial Information)
- **(2)** [ ] **I** (Financial Information – Small Plan)
- **(3)** [ ] ___ **A** (Insurance Information)
- **(4)** [X] **C** (Service Provider Information)
- **(5)** [X] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) .... ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ……..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2021 Form M-1 annual report. If the plan was not required to file the 2021 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code______________________

SCHEDULE MB (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500 or 5500-SF.**

OMB No. 1210-0110

2021

This Form is Open to Public Inspection

For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of $1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan
RETAIL CLERKS SPECIALTY STORES PENSION PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF
RETAIL CLERKS SPECIALTY STORES PENSION SPECIALTY STORES PENSION FUND

D Employer Identification Number (EIN)
94-6313558

E Type of plan: **(1)** [X] Multiemployer Defined Benefit **(2)** [ ] Money Purchase (see instructions)

1a Enter the valuation date: Month 01 Day 01 Year 2021

b Assets		
(1) Current value of assets	**1b(1)**	17335300
(2) Actuarial value of assets for funding standard account	**1b(2)**	17335300
c (1) Accrued liability for plan using immediate gain methods	**1c(1)**	67353023
(2) Information for plans using spread gain methods:		
(a) Unfunded liability for methods with bases	**1c(2)(a)**	
(b) Accrued liability under entry age normal method	**1c(2)(b)**	
(c) Normal cost under entry age normal method	**1c(2)(c)**	
(3) Accrued liability under unit credit cost method	**1c(3)**	67353023
d Information on current liabilities of the plan:		
(1) Amount excluded from current liability attributable to pre-participation service (see instructions)	**1d(1)**	
(2) "RPA '94" information**:**		
(a) Current liability	**1d(2)(a)**	82308482
(b) Expected increase in current liability due to benefits accruing during the plan year	**1d(2)(b)**	39448
(c) Expected release from "RPA '94" current liability for the plan year	**1d(2)(c)**	5141743
(3) Expected plan disbursements for the plan year	**1d(3)**	5591743

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE

Signature of actuary | 09/29/2022 Date

PAUL C. POON, ASA, MAAA
Type or print name of actuary

20-06069
Most recent enrollment number

SEGAL
Firm name

415-263-8200
Telephone number (including area code)

180 HOWARD STREET, SUITE 1100, SAN FRANCISCO, CA 94105-6147
Address of the firm

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions [ ]

2 Operational information as of beginning of this plan year:

a Current value of assets (see instructions) **2a** 17335300

b "RPA '94" current liability/participant count breakdown:

	(1) Number of participants	(2) Current liability
(1) For retired participants and beneficiaries receiving payment	990	53897118
(2) For terminated vested participants	322	26476580
(3) For active participants:		
(a) Non-vested benefits		60448
(b) Vested benefits		1874336
(c) Total active	18	1934784
(4) Total	1330	82308482

c If the percentage resulting from dividing line 2a by line 2b(4), column (2), is less than 70%, enter such percentage .... **2c** 21.06 %

3 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	c) Amount paid by employees
	51889	0			
			Totals ► 3(b)	51889	3(c) 0

(d) Total withdrawal liability amounts included in line 3(b) total **3(d)** 0

4 Information on plan status:

a Funded percentage for monitoring plan's status (line 1b(2) divided by line 1c(3)) .... **4a** 25.7 %

b Enter code to indicate plan's status (see instructions for attachment of supporting evidence of plan's status). If entered code is "N," go to line 5 .... **4b** D

c Is the plan making the scheduled progress under any applicable funding improvement or rehabilitation plan? .... ☒ Yes ☐ No

d If the plan is in critical status or critical and declining status, were any benefits reduced (see instructions)? .... ☐ Yes ☒ No

e If line d is "Yes," enter the reduction in liability resulting from the reduction in benefits (see instructions), measured as of the valuation date **4e**

f If the rehabilitation plan projects emergence from critical status or critical and declining status, enter the plan year in which it is projected to emerge.
If the rehabilitation plan is based on forestalling possible insolvency, enter the plan year in which insolvency is expected and check here .... ☒ **4f** 2024

5 Actuarial cost method used as the basis for this plan year's funding standard account computations (check all that apply):

a ☐ Attained age normal **b** ☐ Entry age normal **c** ☒ Accrued benefit (unit credit) **d** ☐ Aggregate

e ☐ Frozen initial liability **f** ☐ Individual level premium **g** ☐ Individual aggregate **h** ☐ Shortfall

i ☐ Other (specify):

j If box h is checked, enter period of use of shortfall method **5j**

k Has a change been made in funding method for this plan year? .... ☐ Yes ☒ No

l If line k is "Yes," was the change made pursuant to Revenue Procedure 2000-40 or other automatic approval? .... ☐ Yes ☐ No

m If line k is "Yes," and line l is "No," enter the date (MM-DD-YYYY) of the ruling letter (individual or class) approving the change in funding method **5m**

6 Checklist of certain actuarial assumptions:

		Pre-retirement		Post-retirement	
a Interest rate for "RPA '94" current liability	6a			2.43 %	
b Rates specified in insurance or annuity contracts		☐ Yes ☐ No ☒ N/A		☐ Yes ☐ No ☒ N/A	
c Mortality table code for valuation purposes:					
(1) Males	6c(1)	6P+1		6P+1	
(2) Females	6c(2)	6FP+1		6FP+1	
d Valuation liability interest rate	6d	4.00 %		4.00 %	
e Expense loading	6e	1608.6 %	☐ N/A	%	☒ N/A
f Salary scale	6f	%	☒ N/A		
g Estimated investment return on actuarial value of assets for year ending on the valuation date	6g			9.6 %	
h Estimated investment return on current value of assets for year ending on the valuation date	6h			9.6 %	

7 New amortization bases established in the current plan year:

(1) Type of base	**(2)** Initial balance	**(3)** Amortization Charge/Credit
4	1358714	117504
1	-665663	-57568

8 Miscellaneous information:

a If a waiver of a funding deficiency has been approved for this plan year, enter the date (MM-DD-YYYY) of the ruling letter granting the approval	8a	
b(1) Is the plan required to provide a projection of expected benefit payments? (See the instructions.) If "Yes," attach a schedule.		☒ Yes ☐ No
b(2) Is the plan required to provide a Schedule of Active Participant Data? (See the instructions.) If "Yes," attach a schedule.		☒ Yes ☐ No
c Are any of the plan's amortization bases operating under an extension of time under section 412(e) (as in effect prior to 2008) or section 431(d) of the Code?		☐ Yes ☒ No
d If line c is "Yes," provide the following additional information:		
(1) Was an extension granted automatic approval under section 431(d)(1) of the Code?		☐ Yes ☐ No
(2) If line 8d(1) is "Yes," enter the number of years by which the amortization period was extended	8d(2)	
(3) Was an extension approved by the Internal Revenue Service under section 412(e) (as in effect prior to 2008) or 431(d)(2) of the Code?		☐ Yes ☐ No
(4) If line 8d(3) is "Yes," enter number of years by which the amortization period was extended (not including the number of years in line (2))	8d(4)	
(5) If line 8d(3) is "Yes," enter the date of the ruling letter approving the extension	8d(5)	
(6) If line 8d(3) is "Yes," is the amortization base eligible for amortization using interest rates applicable under section 6621(b) of the Code for years beginning after 2007?		☐ Yes ☐ No
e If box 5h is checked or line 8c is "Yes," enter the difference between the minimum required contribution for the year and the minimum that would have been required without using the shortfall method or extending the amortization base(s)	8e	

9 Funding standard account statement for this plan year:

Charges to funding standard account:

		Outstanding balance	
a Prior year funding deficiency, if any	9a		16220578
b Employer's normal cost for plan year as of valuation date	9b		467958
c Amortization charges as of valuation date:			
(1) All bases except funding waivers and certain bases for which the amortization period has been extended	9c(1)	51472936	7690621
(2) Funding waivers	9c(2)	0	0
(3) Certain bases for which the amortization period has been extended	9c(3)	0	0
d Interest as applicable on lines 9a, 9b, and 9c	9d		975166
e Total charges. Add lines 9a through 9d	9e		25354323

Credits to funding standard account:

f Prior year credit balance, if any			9f	0
g Employer contributions. Total from column (b) of line 3			9g	51889
		Outstanding balance		
h Amortization credits as of valuation date	9h	17675791		2550385
i Interest as applicable to end of plan year on lines 9f, 9g, and 9h			9i	103053
j Full funding limitation (FFL) and credits:				
(1) ERISA FFL (accrued liability FFL)	9j(1)	52505108		
(2) “RPA ‘94” override (90% current liability FFL)	9j(2)	58904350		
(3) FFL credit			9j(3)	0
k (1) Waived funding deficiency			9k(1)	0
(2) Other credits			9k(2)	0
l Total credits. Add lines 9f through 9i, 9j(3), 9k(1), and 9k(2)			9l	2705327
m Credit balance: If line 9l is greater than line 9e, enter the difference			9m	
n Funding deficiency: If line 9e is greater than line 9l, enter the difference			9n	22648996
9 o Current year's accumulated reconciliation account:				
(1) Due to waived funding deficiency accumulated prior to the 2021 plan year			9o(1)	
(2) Due to amortization bases extended and amortized using the interest rate under section 6621(b) of the Code:				
(a) Reconciliation outstanding balance as of valuation date			9o(2)(a)	
(b) Reconciliation amount (line 9c(3) balance minus line 9o(2)(a))			9o(2)(b)	0
(3) Total as of valuation date			9o(3)	0
10 Contribution necessary to avoid an accumulated funding deficiency. (See instructions.)			10	22648996

11 Has a change been made in the actuarial assumptions for the current plan year? If “Yes,” see instructions. ☒ Yes ☐ No

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2021** **This Form is Open to Public Inspection.**

For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

A Name of plan
RETAIL CLERKS SPECIALTY STORES PENSION PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
RETAIL CLERKS SPECIALTY STORES PENSION SPECIALTY STORES PENSION FUND

D Employer Identification Number (EIN)
94-6313558

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

AMERICAN FUNDS

95-1411037

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

DODGE & COX

94-1441976

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

VANGUARD INTL STOCK INDEX VTIAX

23-1945930

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

RREEF AMERICA II REC

58-2364506

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

DOUBLELINE CORE FI

333 SOUTH GRAND AVENUE, SUITE 1800
LOS ANGELES, CA 90071

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

JP MORGAN INVESTMENT MANAGEMENT INC

74-2945358

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

UFCW & EMPLOYERS TRUST, LLC

26-0048379

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
14 50	SALARIED ADMINISTRATOR	147848	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

SEGAL COMPANY

94-1503999

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 50	NONE	94337	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

RVK INC.

93-0910652

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 50	NONE	66202	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

EIDE BAILLY LLP

45-0250958

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	NONE	38231	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

NORTHERN TRUST

36-2723087

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
51 28	NONE	22045	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

MCCRACKEN, STEMERMAN & HOLSBERRY

94-1709555

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29 50	NONE	9753	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide
PIMCO 33-0629048	28 52	SERVICE PROVIDER RECEIVED DIRECT COMPENSATION BUT FAILED TO RESPOND TO INDIRECT COMPENSATION QUESTIONNAIRE

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide
FIDELITY 74-2945358	28 52	SERVICE PROVIDER RECEIVED DIRECT COMPENSATION BUT FAILED TO RESPOND TO INDIRECT COMPENSATION QUESTIONNAIRE

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	**DFE/Participating Plan Information** This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	OMB No. 1210-0110 **2021** **This Form is Open to Public Inspection.**

For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

A Name of plan RETAIL CLERKS SPECIALTY STORES PENSION PLAN	**B** Three-digit plan number (PN) ▶ 001
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 RETAIL CLERKS SPECIALTY STORES PENSION SPECIALTY STORES PENSION FUND	**D** Employer Identification Number (EIN) 94-6313558

Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: NTGI COLLECTIVE GOVERNMENT SHORT TE

b Name of sponsor of entity listed in (a): NORTHERN TRUST INVESTMENTS, INC.

c EIN-PN 45-6138589-068	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1264376

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
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b Name of plan sponsor	**c** EIN-PN
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b Name of plan sponsor	**c** EIN-PN
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b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	**Financial Information** This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ **File as an attachment to Form 5500.**	OMB No. 1210-0110 **2021** **This Form is Open to Public Inspection**

For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

A Name of plan RETAIL CLERKS SPECIALTY STORES PENSION PLAN	**B** Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 RETAIL CLERKS SPECIALTY STORES PENSION SPECIALTY STORES PENSION FUND	**D** Employer Identification Number (EIN) 94-6313558

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		**(a)** Beginning of Year	**(b)** End of Year
a Total noninterest-bearing cash	**1a**	220384	423505
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	**1b(1)**	5984	3900
(2) Participant contributions	**1b(2)**		
(3) Other	**1b(3)**	40642	32844
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	**1c(1)**		
(2) U.S. Government securities	**1c(2)**		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	**1c(3)(A)**		
(B) All other	**1c(3)(B)**	17	17
(4) Corporate stocks (other than employer securities):			
(A) Preferred	**1c(4)(A)**		
(B) Common	**1c(4)(B)**		
(5) Partnership/joint venture interests	**1c(5)**		
(6) Real estate (other than employer real property)	**1c(6)**		
(7) Loans (other than to participants)	**1c(7)**		
(8) Participant loans	**1c(8)**		
(9) Value of interest in common/collective trusts	**1c(9)**	522976	1264376
(10) Value of interest in pooled separate accounts	**1c(10)**		
(11) Value of interest in master trust investment accounts	**1c(11)**		
(12) Value of interest in 103-12 investment entities	**1c(12)**		
(13) Value of interest in registered investment companies (e.g., mutual funds)	**1c(13)**	15546849	11558648
(14) Value of funds held in insurance company general account (unallocated contracts)	**1c(14)**		
(15) Other	**1c(15)**	1100075	

		(a) Beginning of Year	**(b)** End of Year
1d Employer-related investments:			
(1) Employer securities	**1d(1)**		
(2) Employer real property	**1d(2)**		
e Buildings and other property used in plan operation	**1e**		
f Total assets (add all amounts in lines 1a through 1e)	**1f**	17436927	13283290
Liabilities			
g Benefit claims payable	**1g**		
h Operating payables	**1h**	35929	23641
i Acquisition indebtedness	**1i**		
j Other liabilities	**1j**	65698	162163
k Total liabilities (add all amounts in lines 1g through1j)	**1k**	101627	185804
Net Assets			
l Net assets (subtract line 1k from line 1f)	**1l**	17335300	13097486

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		**(a)** Amount	**(b)** Total
a Contributions:			
(1) Received or receivable in cash from: **(A)** Employers	**2a(1)(A)**	51889	
(B) Participants	**2a(1)(B)**		
(C) Others (including rollovers)	**2a(1)(C)**		
(2) Noncash contributions	**2a(2)**		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	**2a(3)**		51889
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	**2b(1)(A)**		
(B) U.S. Government securities	**2b(1)(B)**		
(C) Corporate debt instruments	**2b(1)(C)**		
(D) Loans (other than to participants)	**2b(1)(D)**		
(E) Participant loans	**2b(1)(E)**		
(F) Other	**2b(1)(F)**	14369	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	**2b(1)(G)**		14369
(2) Dividends: **(A)** Preferred stock	**2b(2)(A)**		
(B) Common stock	**2b(2)(B)**		
(C) Registered investment company shares (e.g. mutual funds)	**2b(2)(C)**	347969	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	**2b(2)(D)**		347969
(3) Rents	**2b(3)**		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	**2b(4)(A)**		
(B) Aggregate carrying amount (see instructions)	**2b(4)(B)**		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	**2b(4)(C)**		
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	**2b(5)(A)**		
(B) Other	**2b(5)(B)**	27131	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	**2b(5)(C)**		27131

		(a) Amount	**(b)** Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		777
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		923326
c Other income	2c		78
d Total income. Add all **income** amounts in column (b) and enter total	2d		1365539
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	5099843	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		5099843
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)	213957	
(2) Contract administrator fees	2i(2)	147848	
(3) Investment advisory and management fees	2i(3)	66307	
(4) Other	2i(4)	75398	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		503510
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		5603353
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		-4237814
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [X] Unmodified **(2)** [ ] Qualified **(3)** [ ] Disclaimer **(4)** [ ] Adverse

b Check the appropriate box(es) to indicate whether the IQPA performed an ERISA section 103(a)(3)(C) audit. Check both boxes (1) and (2) if the audit was performed pursuant to both 29 CFR 2520.103-8 and 29 CFR 2520.103-12(d). Check box (3) if pursuant to neither.

(1) [ ] DOL Regulation 2520.103-8 **(2)** [ ] DOL Regulation 2520.103-12(d) **(3)** [X] neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: EIDE BAILLY **(2)** EIN: 45-0250958

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	

			Yes	No	Amount
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)	4j	X		
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3	4n		X	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year ______.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

5c Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) ☒ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 437960.

SCHEDULE R (Form 5500)	Retirement Plan Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ **File as an attachment to Form 5500.**	**2021** **This Form is Open to Public Inspection.**

For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

A Name of plan
RETAIL CLERKS SPECIALTY STORES PENSION PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
RETAIL CLERKS SPECIALTY STORES PENSION SPECIALTY STORES PENSION FUND

D Employer Identification Number (EIN)
94-6313558

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.......... **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): ____________ ____________

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3** 0

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? .... ☐ Yes ☒ No ☐ N/A

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month ______ Day ______ Year ______

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).......... **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline?.......... ☐ Yes ☐ No ☐ N/A

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? .... ☐ Yes ☐ No ☒ N/A

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.......... ☐ Increase ☐ Decrease ☐ Both ☒ No

Part IV ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.......... ☐ Yes ☐ No

11 a Does the ESOP hold any preferred stock?.......... ☐ Yes ☐ No

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).......... ☐ Yes ☐ No

12 Does the ESOP hold any stock that is not readily tradable on an established securities market?.......... ☐ Yes ☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer HAWLEYS PAINT STORE

b EIN 68-0100594 **c** Dollar amount contributed by employer 35862

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month 12 Day 24 Year 2021

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) ____________
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☒ Other (specify): 9% OF EARNINGS

a Name of contributing employer CASCADE PAINT SUPPLY

b EIN 94-2317856 **c** Dollar amount contributed by employer 16414

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month 07 Day 12 Year 2010

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) ____________
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☒ Other (specify): 4% OF EARNINGS

a Name of contributing employer HOWELL PAINT STORE

b EIN 94-6313558 **c** Dollar amount contributed by employer 1697

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month 07 Day 12 Year 2010

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) ____________
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☒ Other (specify): 3% OF EARNINGS

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month ______ Day ______ Year ______

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) ____________
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): ____________

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month ______ Day ______ Year ______

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) ____________
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): ____________

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month ______ Day ______ Year ______

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) ____________
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): ____________

14 Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:

a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment)	**14a**	18
b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	**14b**	38
c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	**14c**	63

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	0.91
b The corresponding number for the second preceding plan year	**15b**	0.86

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	1
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	0

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: 45.0 % Investment-Grade Debt: 34.0 % High-Yield Debt: 6.0 % Real Estate: 6.0 % Other: 9.0 %

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☒ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

20 **PBGC missed contribution reporting requirements.** If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.

a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☒ No

b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:

☐ Yes.

☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.

☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.

☐ No. Other. Provide explanation____________________

Retail Clerks Specialty Stores Pension Plan
EIN 94-6313558
Plan No. 001

We have engaged Eide Bailly LLP (EIN 45-0250958) to complete our audit for the Plan year ended December 31, 2021. The audit is in progress and final reports will be attached to an amended filing of this Form 5500 upon completion of the audit.

Exhibit L: Summary of Plan Provisions

(Schedule MB, Line 6)

This exhibit summarizes the major provisions of the Plan included in the valuation. It is not intended to be, nor should it be interpreted as, a complete statement of all plan provisions.

Plan Year	January 1 through December 31
Pension Credit Year	January 1 through December 31
Plan Status	Ongoing plan
Regular Pension	• *Age and Service Requirements:* 65 and fifth anniversary of participation • *Amount:* (a) For Past Service: 8.0% of the employee's "Adjusted Past Service Earnings" divided by twelve. (b) For Future Service: A percentage of contributions made on the member's behalf according to the following table: Contributions Credited In Plan Years / Percentage Pre - 2003: 8.00% 2003 - 2013: 3.00 2014 and later: 1.00
Early Retirement	• *Age and Service Requirements:* 55 and 10 years of Vesting Credit • *Amount:* Accrued Normal Retirement Benefit, reduced 6% for each year that the member is younger than age 65 down to age 60, plus 4% for each year that the member is younger than age 60. Benefits earned under the Rehabilitation Plan Default Schedule are actuarially reduced based on a 7% interest rate assumption and the RP-2000 Combined Healthy Mortality Table (50% male, 50% female).
Vesting	• *Age and Service Requirements:* 5 years of Vesting Credit • *Amount:* Accrued Normal Retirement Benefit, payable commencing at Normal Retirement Age or, on a reduced basis, as early as age 55, if eligible. The reduced benefit is calculated as described under "Early Retirement" above. • *Normal Retirement Age:* Later of age 65 and fifth anniversary of participation
Spouse's Benefit	• *Age and Service Requirements:* 5 years of Vesting Credit • *Amount:* 50% of the benefit that the Participant would have received had he or she retired the day before death and elected the 50% joint and survivor pension. If the participant's death occurs before age 65, benefits to the surviving spouse will be deferred to the date when the participant would have attained that age. Benefits will be payable for the life of the surviving spouse.

Section 3: Certificate of Actuarial Valuation

Joint and Survivor Benefit	• All retirements are paid in the form of a 50% joint and survivor annuity unless this form is rejected by the Participant and spouse. The benefit amount otherwise payable is reduced to reflect the joint and survivor coverage. If this type of pension is rejected or if the Participant is not married, benefits are payable for the life of the Participant or in any other available optional form elected by the Participant in an actuarially equivalent amount.
Optional Forms of Benefits	• Single Life Annuity • 50% Joint and Survivor Annuity ("QJSA") • 75% Joint and Survivor Annuity ("QOSA")
Service Schedules	• *Vesting Credit:* For Plan Years after 1975, an employee earns Vesting Credit in accordance with the following schedule: Hours of Service in Plan Year — Vesting Credit Under 380 — 0 380 – 569 — .40 year 570 – 759 — .60 year 760 – 869 — .80 year 870 or more — One Year • *Credited Future Service:* Beginning March 1961, a participant receives a month of Credited Future Service for each calendar month in which a contribution is payable on their behalf.
Break in Service Rules	• *One-Year Break:* A participant incurs a One-Year Break in Service upon failure to work at least 380 hours of service in covered employment in a Calendar Year. • *Permanent Break:* A non-vested participant incurs a Permanent Break in Service if the number of consecutive One-Year Breaks in Service is at least five and it equals or exceeds the number of full years of Vesting Credit previously accumulated. At this time, all accumulated Vesting Credit, Credited Past Service, and Credited Future Service are cancelled.

Vesting Credit schedule:

Hours of Service in Plan Year	Vesting Credit
Under 380	0
380 – 569	.40 year
570 – 759	.60 year
760 – 869	.80 year
870 or more	One Year

Section 3: Certificate of Actuarial Valuation

Participation Rules	• *Participation:* An employee becomes a "Participant" upon completion of at least 760 hours of service in covered employment. • *Termination of Participation:* A Participant who incurs a One-Year Break in Service ceases to be a Participant as of the last day of the Plan Year which constituted the One-Year Break in Service unless he or she has retired or attained vested rights. • *Separation in Service:* A Participant is deemed to be separated from employment at the end of any two-consecutive Calendar Year period in which he or she does not work at least 380 hours in covered employment in either Calendar Year. The monthly amount payable for contributions received before the last separation from employment is frozen at the then present benefit level.
Changes in Plan Provisions	There were no changes in plan provisions reflected in this actuarial valuation.

5710129v3/01963.001

(a)	(b) Identity if issuer, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value
Mutual Funds				
	American Europacific Growth Fund	Mutual Funds	$ 875,294	$ 1,230,540
	Vanguard Star FD Vanguard	Mutual Funds	957,188	1,241,095
	Pimco Fds Pac Invt Mgmt	Mutual Funds	713,755	765,949
	Fidelity US Bond Index	Mutual Funds	1,561,213	1,509,648
	Doubleline Core Fixed Income Fund I	Mutual Funds	3,478,484	3,472,558
	Dodge & Cox Stock Fund	Mutual Funds	1,241,607	1,689,829
	JP Morgan Large Cap Growth Fund	Mutual Funds	979,990	1,649,029
	Total Mutual Funds		9,807,531	11,558,648
Corporate obligation				
	PVTPL Sigma Fin Inc	0% 12/31/2040	-	17
	Total Corporate obligation		-	17
Common Collective Trust				
	NTGI Collective Govt STIF Registered	Common Collective Trust	1,264,376	1,264,376
	Total Common Collective Trust		1,264,376	1,264,376
		Total Investments	$ 11,071,907	$ 12,823,041

Exhibit F: Schedule of Active Participant Data

(Schedule MB, Line 8b(2))

The participant data is for the year ended December 31, 2020.

		Vesting Credits							
Age	**Total**	**1 - 4**	**5 - 9**	**10 - 14**	**15 - 19**	**20 - 24**	**25 - 29**	**30 - 34**	**35 - 39**
25 - 29	1	1	–	–	–	–	–	–	–
30 - 34	2	1	1	–	–	–	–	–	–
35 - 39	2	1	1	–	–	–	–	–	–
40 - 44	3	1	–	1	1	–	–	–	–
45 - 49	2	–	–	–	1	1	–	–	–
50 - 54	1	–	1	–	–	–	–	–	–
55 - 59	4	–	–	1	1	–	–	1	1
60 - 64	3	1	–	1	–	–	–	1	–
Total	**18**	**5**	**3**	**3**	**3**	**1**	**–**	**2**	**1**

March 31, 2021

Internal Revenue Service
Employee Plans Compliance Unit
Group 7602 (TEGE:EP:EPCU)
230 S. Dearborn Street
Room 1700 - 17th Floor
Chicago, IL 60604

To Whom It May Concern:

As required by ERISA Section 305 and the Internal Revenue Code (IRC) Section 432, we have completed the actuarial status certification as of January 1, 2021 for the following plan:

Name of Plan:	Retail Clerks Specialty Stores Pension Fund
Plan number:	EIN 94-6313558 / PN 001
Plan sponsor:	Board of Trustees, Retail Clerks Specialty Stores Pension Fund
Address:	1000 Burnett Avenue, Suite 110, Concord, CA 94520-2000
Phone number:	925.746.7530

This certification does not reflect the enactment of the American Rescue Plan Act of 2021 (ARPA) on March 11. We anticipate clarification of ARPA relief provisions based on regulations to be issued by the IRS and the Pension Benefit Guaranty Corporation. Decisions that the Trustees may make to elect options available to them that might affect the Plan's "zone" status and minimum funding requirements for the current and future years may be reflected in a revised or future actuarial valuation.

As of January 1, 2021, the Plan is in critical and declining status.

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of the Rehabilitation Plan, based on the annual standards of the Rehabilitation Plan.

If you have any questions on the attached certification, you may contact me at the following:

Segal
180 Howard Street, Suite 1100
San Francisco, CA 94105-6147
Phone number: 415.263.8200

Sincerely,

Paul C. Poon, ASA, MAAA
Vice President & Actuary
Enrolled Actuary No. 20-06069

Actuarial status certification as of January 1, 2021 under IRC Section 432

March 31, 2021

Illustration Supporting Actuarial Certification of Status (Schedule MB, line 4b)

This is to certify that Segal has prepared an actuarial status certification under Internal Revenue Code Section 432 for the Retail Clerks Specialty Stores Pension Fund as of January 1, 2021 in accordance with generally accepted actuarial principles and practices. It has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing and compliance requirements under federal law. This certification may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety.

The measurements shown in this actuarial certification may not be applicable for other purposes. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements, differences in statutory interpretation and changes in plan provisions or applicable law.

This certification is based on the January 1, 2020 actuarial valuation, dated February 17, 2021. This certification reflects the changes in the law made by the Multiemployer Pension Reform Act of 2014 (MPRA). Additional assumptions required for the projections (including those under MPRA), and sources of financial information used are summarized in Exhibit VI.

Segal does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretation on which this certification is based reflects Segal's understanding as an actuarial firm.

This certification was based on the assumption that the Plan was qualified as a multiemployer plan for the year.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of my knowledge, the information supplied in this actuarial certification is complete and accurate. As required by IRC Section 432(b)(3)(B)(iii), the projected industry activity is based on information provided by the plan sponsor. In my opinion, the projections are based on reasonable actuarial estimates, assumptions and methods that (other than projected industry activity) offer my best estimate of anticipated experience under the Plan.

Paul C. Poon

Paul C. Poon, ASA, MAAA	
EA#	20-06069
Title	Vice President & Actuary

Certificate Contents

Actuarial Status Certification under IRC Section 432

Exhibit I

Status Determination as of January 1, 2021

Status	Condition	Component Result	Final Result
Critical Status:			
	I. Initial critical status tests:		
	C1. A funding deficiency is projected in four years?	Yes	Yes
	C2. (a) A funding deficiency is projected in five years,	Yes	
	(b) AND the present value of vested benefits for non-actives is more than present value of vested benefits for actives,	Yes	
	(c) AND the normal cost plus interest on unfunded actuarial accrued liability (unit credit basis) is greater than contributions for current year?	Yes	Yes
	C3. (a) A funding deficiency is projected in five years,	Yes	
	(b) AND the funded percentage is less than 65%?	Yes	Yes
	C4. (a) The funded percentage is less than 65%,	Yes	
	(b) AND the present value of assets plus contributions is less than the present value of benefit payments and administrative expenses over seven years?	Yes	Yes
	C5. The present value of assets plus contributions is less than the present value of benefit payments and administrative expenses over five years?	Yes	Yes
	II. Emergence test:		
	C6. (a) Was in critical status for the immediately preceding plan year,	Yes	
	(b) AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extension of amortization periods under ERISA Section 304(d)(2) or ERISA Section 304 as in effect prior to PPA'06,	Yes	
	(c) OR insolvency is projected for the current year or any of the 30 succeeding plan years?	Yes	
	Plan did NOT emerge?		**Yes**

Actuarial Status Certification under IRC Section 432

Status	Condition	Component Result	Final Result
III. Special emergence test:			
C7. (a)	The trustees have elected an automatic amortization extension under 431(d),	No	
(b)	AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extension of amortization periods under ERISA Section 304(d)(1),	N/A	
(c)	OR insolvency is projected for the current year or any of the 30 succeeding plan years?	N/A	
Plan did NOT emerge?			**N/A**
IV. Reentry into critical status after special emergence:			
C8. (a)	The Plan emerged from critical status in any prior year under the special emergence rule,	No	
(b)	AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extensions of amortization periods under ERISA Section 304(d),	N/A	
(c)	OR insolvency is projected for the current year or any of the 30 succeeding plan years?	N/A	
Plan reentered critical status?			**N/A**
V. In Critical Status? (If C1-C6 or C8 is Yes, then Yes, unless C7 is No)			**Yes**
If not in Critical Status, skip VI and go to VII			
VI. Determination of critical and declining status:			
C9. (a)	Any of (C1) through (C5) are Yes?	Yes	Yes
(b)	AND EITHER Insolvency is projected within 15 years?	Yes	Yes
(c)	OR		
	(i) The ratio of inactives to actives is at least 2 to 1,	Yes	
	(ii) AND insolvency is projected within 20 years?	Yes	Yes
(d)	OR		
	(i) The funded percentage is less than 80%,	Yes	
	(ii) AND insolvency is projected within 20 years?	Yes	Yes
In Critical and Declining Status?			**Yes**

Actuarial Status Certification under IRC Section 432

Status	Condition	Component Result	Final Result
	VII. Determination whether plan is projected to be in critical status in any of the succeeding five plan years:		
	C10. (a) Is not in critical status,	No	
	(b) AND is projected to be in critical status in any of the next five years?	N/A	N/A
	In Critical Status in any of the five succeeding plan years?		**N/A**
Endangered Status:			
	E1. (a) Is not in critical status,	No	
	(b) AND the funded percentage is less than 80%?	N/A	No
	E2. (a) Is not in critical status,	No	
	(b) AND a funding deficiency is projected in seven years?	N/A	No
	In Endangered Status? (Yes when either (E1) or (E2) is Yes)		**No**
	In Seriously Endangered Status? (Yes when BOTH (E1) and (E2) are Yes)		**No**
Neither Critical Status Nor Endangered Status			
	Neither Critical nor Endangered Status?		**No**

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards of the Rehabilitation Plan.

Exhibit II
Summary of Actuarial Valuation Projections

The actuarial factors as of January 1, 2021 (based on projections from the January 1, 2020 valuation certificate):

I.	**Financial Information**			
	1. Market value of assets			$17,350,966
	2. Actuarial value of assets			17,350,966
	3. Reasonably anticipated contributions			
	a. Upcoming year			52,146
	b. Present value for the next five years			286,972
	c. Present value for the next seven years			426,275
	4. Projected benefit payments			5,344,115
	5. Projected administrative expenses (beginning of year)			453,786
II.	**Liabilities**			
	1. Present value of vested benefits for active participants			1,808,372
	2. Present value of vested benefits for non-active participants			63,795,894
	3. Total unit credit accrued liability			65,627,899
	4. Present value of payments	**Benefit Payments**	**Administrative Expenses**	**Total**
	a. Next five years	$22,950,480	$2,225,717	$25,176,197
	b. Next seven years	30,170,563	3,086,330	33,256,893
	5. Unit credit normal cost plus expenses			472,527
	6. Ratio of inactive participants to active participants			42.56
III.	**Funded Percentage** (I.2)/(II.3)			26.4%
IV.	**Funding Standard Account**			
	1. Credit Balance as of the end of prior year			($16,206,997)
	2. Years to projected funding deficiency			1
V.	**Projected Year of Emergence**			N/A
VI.	**Years to Projected Insolvency**			4
VII.	**Year Projected to be in Critical Status (based on test C10. in Exhibit I), if within next five years**			N/A

Exhibit III
Funding Standard Account Projections

The table below presents the Funding Standard Account Projections for the Plan Years beginning January 1.

	Year Beginning January 1,					
	2020	**2021**	**2022**	**2023**	**2024**	**2025**
1. Credit balance (BOY)	($10,120,930)	($16,206,997)	($22,484,013)	($29,194,805)	($36,725,011)	($43,997,940)
2. Interest on (1)	(404,837)	(648,280)	(899,361)	(1,167,792)	(1,469,000)	(1,759,918)
3. Normal cost	59,817	18,741	18,788	18,835	18,882	18,929
4. Administrative expenses	440,569	453,786	467,400	481,422	495,865	510,741
5. Net amortization charges	5,205,226	4,990,862	5,157,983	5,679,331	5,134,025	4,714,453
6. Interest on (3), (4) and (5)	228,224	218,536	225,767	247,184	225,951	209,765
7. Expected contributions	247,653	52,146	57,360	63,096	69,406	76,347
8. Interest on (7)	4,953	1,043	1,147	1,262	1,388	1,527
9. Full-funding limit credit	0	0	0	0	0	0
10. Credit balance (EOY): (1) + (2) – (3) – (4) – (5) – (6) + (7) + (8) + (9)	($16,206,997)	($22,484,013)	($29,194,805)	($36,725,011)	($43,997,940)	($51,133,872)
	2026	**2027**	**2028**	**2029**	**2030**	
1. Credit balance (BOY)	($51,133,872)	($57,850,016)	($64,130,056)	($68,141,024)	($72,201,092)	
2. Interest on (1)	(2,045,355)	(2,314,001)	(2,565,202)	(2,725,641)	(2,888,044)	
3. Normal cost	18,976	19,023	19,071	19,119	19,167	
4. Administrative expenses	526,063	541,845	558,100	574,843	592,088	
5. Net amortization charges	4,028,471	3,343,234	912,651	798,771	627,581	
6. Interest on (3), (4) and (5)	182,940	156,164	59,593	55,709	49,553	
7. Expected contributions	83,981	92,379	101,617	111,779	122,957	
8. Interest on (7)	1,680	1,848	2,032	2,236	2,459	
9. Full-funding limit credit	0	0	0	0	0	
10. Credit balance (EOY): (1) + (2) – (3) – (4) – (5) – (6) + (7) + (8) + (9)	($57,850,016)	($64,130,056)	($68,141,024)	($72,201,092)	($76,252,109)	

Exhibit IV
Funding Standard Account – Projected Bases Assumed Established after January 1, 2020

Schedule of Funding Standard Account Bases

Type of Base	Date Established	Base Established	Amortization Period	Amortization Payment
Experience (Gain)/Loss	1/1/2021	($1,034,158)	15	($89,436)

Exhibit V
Solvency Projections

The table below presents the projected Market Value of Assets for the Plan Years beginning January 1, 2020 through 2024.

Year Beginning January 1,

		2020	2021	2022	2023	2024
1.	Market Value at beginning of year	$21,072,999	$17,350,966	$12,175,307	$6,934,595	$1,643,936
2.	Contributions	247,653	52,146	57,360	63,096	69,406
3.	Withdrawal liability payments	0	0	0	0	0
4.	Benefit payments	5,287,770	5,344,115	5,196,260	5,031,150	4,880,549
5.	Administrative expenses	449,840	463,500	477,405	491,727	506,479
6.	Interest earnings	1,767,924	579,810	375,593	169,122	(39,633)
7.	Market Value at end of year: (1)+(2)+(3)-(4)-(5)+(6)	$17,350,966	$12,175,307	$6,934,595	$1,643,936	$0
8.	Available resources: (1)+(2)+(3)-(5)+(6)	$22,638,736	$17,519,422	$12,130,855	$6,675,086	$1,167,230

NOTE: The projected benefit payments shown above are based on a closed group, i.e. not reflecting new participants entering the plan. If such new entrants were reflected, in our judgment this would not change the conclusion that the plan is projected to become insolvent in 2024, under the assumptions used. This projection is not intended to be used for any purpose other than this certification.

Exhibit VI

Actuarial Assumptions and Methodology

The actuarial assumptions and plan of benefits are as used in the January 1, 2020 actuarial valuation certificate, dated February 12, 2021, except as specifically described below. We also assumed that experience would emerge as projected, except as described below. The calculations are based on a current understanding of the requirements of ERISA Section 305 and IRC Section 432.

Contribution Rates:	All actives are covered under the Default Schedule of the Rehabilitation Plan that calls for a 10% contribution rate increase each year. Because of the Evergreen Clause of the CBAs, the certification assumes the rate increases indefinitely.
Asset Information:	The financial information as of December 31, 2020 was based on an unaudited financial statement provided by the Fund Administrator. For projections after that date, the assumed administrative expenses were increased by 3% per year and the benefit payments were projected based on the January 1, 2020 actuarial valuation. The projected net investment return was assumed to be 4.00% of the average market value of assets for the 2021 - 2029 Plan Years. Any resulting investment gains or losses due to the operation of the asset valuation method are amortized over 15 years in the Funding Standard Account.
Projected Industry Activity:	As required by Internal Revenue Code Section 432, assumptions with respect to projected industry activity are based on information provided by the plan sponsor. Based on this information, the number of active participants is assumed to be 10, with average contributions increasing by 10% each year.
Future Normal Costs:	We have assumed that the Normal Cost under the Unit Credit method will be the same as in the 2020 Plan year, adjusted for the above Projected Industry Activity and increased by 0.25% per year to reflect future mortality improvements.

Segal valuation results are based on proprietary actuarial modeling software. The actuarial valuation models generate a comprehensive set of liability and cost calculations that are presented to meet regulatory, legislative and client requirements. Deterministic cost projections are based on a proprietary forecasting model. Our Actuarial Technology and Systems unit, comprised of both actuaries and programmers, is responsible for the initial development and maintenance of these models. The models have a modular structure that allows for a high degree of accuracy, flexibility and user control. The client team programs the assumptions and the plan provisions, validates the models, and reviews test lives and results, under the supervision of the responsible actuary.

Exhibit VII

Documentation Regarding Progress Under Rehabilitation Plan

Based on the Rehabilitation Plan in effect as of December 31, 2020, the applicable standard for January 1, 2021 was that the unaudited fund assets on January 1, 2021 would be at least $6 million. This certification shows unaudited assets of $17.4 million as of that date and therefore demonstrates that this standard is met.

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Schedule of FSA Bases (Charges) (Schedule MB, Line 9c)

Type of Base	Date Established	Outstanding Balance	Years Remaining	Amortization Amount
Changes in Actuarial Assumptions	01/01/1995	$438,784	4	$116,231
Plan Amendment	01/01/1995	1,327,880	4	351,748
Plan Amendment	01/01/1997	1,983,903	6	363,897
Plan Amendment	01/01/1998	12,406,114	7	1,987,479
Plan Amendment	01/01/1999	2,789,072	8	398,322
Plan Amendment	01/01/2000	604,738	9	78,205
Changes in Actuarial Assumptions	01/01/2000	2,057,602	9	266,089
Plan Amendment	01/01/2001	16,784	10	1,990
Plan Amendment	01/01/2002	59,043	11	6,480
Experience Loss	01/01/2009	1,573,789	3	545,301
Experience Loss	01/01/2011	1,339,459	5	289,307
Changes in Actuarial Assumptions	01/01/2011	1,777,655	5	383,951
Experience Loss	01/01/2012	2,847,606	6	522,322
Experience Loss	01/01/2013	2,765,854	7	443,094
Changes in Actuarial Assumptions	01/01/2014	139,890	8	19,978
Experience Loss	01/01/2016	164,730	10	19,529
Change in Asset Method	01/01/2016	177,170	5	38,267
Changes in Actuarial Assumptions	01/01/2016	4,392,041	10	520,672
Changes in Actuarial Assumptions	01/01/2018	86,223	12	8,834
Changes in Actuarial Assumptions	01/01/2019	1,137,228	13	109,506
Experience Loss	01/01/2019	1,324,258	13	127,516
Changes in Actuarial Assumptions	01/01/2020	10,704,399	14	974,399
Changes in Actuarial Assumptions	01/01/2021	1,358,714	15	117,504
Total		**$51,472,936**		**$7,690,621**

Schedule of FSA Bases (Credits) (Schedule MB, Line 9h)

Type of Base	Date Established	Outstanding Balance	Years Remaining	Amortization Amount
Changes in Actuarial Assumptions	01/01/1997	$1,095,736	6	$200,985
Plan Amendment	01/01/2003	12,017	12	1,231
Changes in Actuarial Assumptions	01/01/2004	383,958	13	36,972
Changes in Actuarial Assumptions	01/01/2005	3,665,053	14	333,622
Experience Gain	01/01/2007	167,125	1	167,125
Experience Gain	01/01/2008	1,022,654	2	521,353
Experience Gain	01/01/2010	182,754	4	48,410
Plan Amendment	01/01/2014	736,829	8	105,230
Experience Gain	01/01/2014	1,394,743	8	199,191
Plan Amendment	01/01/2015	388,780	9	50,277
Changes in Actuarial Assumptions	01/01/2015	397,520	9	51,407
Experience Gain	01/01/2015	552,325	9	71,427
Change in Funding Method	01/01/2016	118,291	5	25,549
Experience Gain	01/01/2017	316,023	11	34,686
Experience Gain	01/01/2018	4,089,242	12	418,959
Experience Gain	01/01/2020	2,487,078	14	226,393
Experience Gain	01/01/2021	665,663	15	57,568
Total		**$17,675,791**		**$2,550,385**

Section 3: Certificate of Actuarial Valuation

Actuarial Models	Segal valuation results are based on proprietary actuarial modeling software. The actuarial valuation models generate a comprehensive set of liability and cost calculations that are presented to meet regulatory, legislative and client requirements. Deterministic cost projections are based on a proprietary forecasting model. Our Actuarial Technology and Systems unit, comprised of both actuaries and programmers, is responsible for the initial development and maintenance of these models. The models have a modular structure that allows for a high degree of accuracy, flexibility and user control. The client team programs the assumptions and the plan provisions, validates the models, and reviews test lives and results, under the supervision of the Enrolled Actuary.
Justification for Change in Actuarial Assumptions **(Schedule MB, line 11)**	For purposes of determining current liability, the current liability interest rate was changed from 2.95% to 2.43% due to a change in the permissible range and recognizing that any rate within the permissible range satisfies the requirements of IRC Section 431(c)(6)(E) and the mortality tables and mortality improvement scales were changed in accordance with IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1. Based on past experience and future expectations, the following actuarial assumption was changed: Retirement rates for inactive vested participants, previously 100% at age 65.

Exhibit K: Statement of Actuarial Assumptions, Methods and Models

(Schedule MB, Line 6)

Mortality Rates

Preretirement: RP-2014 Blue Collar Employee Mortality Table, set forward 1 year, with generational projection using Scale MP-2017 from 2014.

Postretirement: RP-2014 Blue Collar Healthy Annuitant Mortality Table, set forward 1 year, with generational projection using Scale MP-2017 from 2014.

The underlying tables, set forward 1 year, with generational projection to the ages of participants as of the measurement date, reasonably reflect the mortality experience of the Plan as of the measurement date.

These mortality tables were then adjusted to future years using the generational projection to reflect future mortality improvement between the measurement date and those years.

The mortality rates were based on historical and current demographic data, estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of deaths and the projected number based on the assumption over the most recent 5 years.

Annuitant Mortality Rates

	Rate (%)[1]	
	Healthy	
Age	Male	Female
55	0.64	0.43
60	0.91	0.62
65	1.38	0.96
70	2.16	1.54
75	3.47	2.54
80	5.74	4.24
85	9.64	7.25
90	16.18	12.43

[1] Mortality rates shown for base table.

Termination Rates

	Rate (%)		
	Mortality[1]		
Age	Male	Female	Withdrawal[2]
20	0.06	0.02	12.00
25	0.06	0.02	11.70
30	0.06	0.03	11.31
35	0.07	0.03	10.69
40	0.09	0.05	9.60
45	0.14	0.08	7.90
50	0.24	0.14	5.48
55	0.40	0.20	2.77
60	0.68	0.30	1.72

[1] Mortality rates shown for the base table.

[2] Withdrawal rates are 15% for those with less than five years of service and are 0% after retirement eligibility.

The termination rates were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of terminations and the projected number based on the assumption over the most recent 5 years.

Retirement Rates for Active Participants

Age	Annual Retirement Rates
55 – 56	10%
57 – 59	5
60	10
61	20
62	25
63	15
64	20
65	100

The retirement rates were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of retirements and the projected number based on the assumption over the most recent 5 years.

Section 3: Certificate of Actuarial Valuation

Description of Weighted Average Retirement Age	Age 61.9, determined as follows: The weighted average retirement age for each participant is calculated as the sum of the product of each potential current or future retirement age times the probability of surviving from current age to that age and then retiring at that age, assuming no other decrements. The overall weighted retirement age is the average of the individual retirement ages based on all the active participants included in this actuarial valuation.
Retirement Rates for Inactive Vested Participants	See table below. The retirement rates for inactive vested participants were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the actual number of retirements and the projected number based on the assumption over the most recent 5 years.
Future Benefit Accruals	The larger of: (a) the participant's prior year accrual and (b) six months of the participant's prior year monthly accrual. The future benefit accruals were based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, a comparison was made between the assumed and the actual benefit accruals over the most recent 5 years.
Unknown Data for Participants	Same as those exhibited by participants with similar known characteristics. If not specified, participants are assumed to be female.
Definition of Active Participants	Active participants are defined as those with at least 2 months of contributions in the most recent Plan Year, excluding those who have retired as of the valuation date.
Exclusion of Inactive Vested Participants	Inactive participants over age 75 excluded from the valuation, with 33 excluded in this valuation. The exclusion of inactive vested participants over age 75 was based on historical and current demographic data, adjusted to reflect estimated future experience and professional judgment. As part of the analysis, the ages of new retirees from inactive vested status were reviewed.
Percent Married	60%
Age of Spouse	Spouses of male participants are four years younger and spouses of female participants are four years older.

Retirement Rates for Inactive Vested Participants:

Age	Annual Retirement Rates
55 – 61	2%
62 – 63	8
64 – 66	20
67 – 70	6
71	100

Section 3: Certificate of Actuarial Valuation

Benefit Election	Married participants are assumed to elect the 75% Joint and Survivor Annuity ("QOSA") and non-married participants are assumed to elect the Straight Life Annuity. The benefit elections assumption was based on historical and current demographic data, adjusted to reflect the plan design, estimated future experience and professional judgment. As part of the analysis, a comparison was made between the assumed and the actual option election patterns over the most recent 5 years.
Delayed Retirement Factors	Active participants assumed to work enough hours each month to not qualify for delayed retirement adjustment. Inactive vested participants who are assumed to commence receipt of benefits after attainment of normal retirement age qualify for delayed retirement increases. For valuation purposes, benefits are increased by 12% per year for the first 5 years the retirement date occurs after the Normal Retirement Age and 18% per year thereafter.
Net Investment Return	4.00% The net investment return assumption is an estimate derived from historical data, current and recent market expectations, and professional judgment. As part of the analysis, a building block approach was used that reflects inflation expectations and anticipated risk premiums for each of the portfolio's asset classes, as provided by Segal Marco Advisors, as well as the Plan's target asset allocation.
Annual Administrative Expenses	$450,000, payable monthly (equivalent to $440,569 payable at the beginning of the year) or 1,608.6% of Normal Cost. The annual administrative expenses were based on historical and current data, adjusted to reflect estimated future experience and professional judgment.
Actuarial Value of Assets	At market value
Actuarial Cost Method	Unit Credit Actuarial Cost Method. Normal Cost and Actuarial Accrued Liability are calculated on an individual basis and are allocated by service.
Benefits Valued	Unless otherwise indicated, includes all benefits summarized in Exhibit L.
Current Liability Assumptions	*Interest:* 2.43%, within the permissible range prescribed under IRC Section 431(c)(6)(E) *Mortality:* Mortality prescribed under IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1(a)(2): RP-2014 employee and annuitant mortality tables, adjusted backward to the base year (2006) using scale MP-2014, projected forward generationally using scale MP-2019 (previously, the MP-2018 scale was used).
Estimated Rate of Investment Return	*On actuarial value of assets (Schedule MB, line 6g):* 9.6%, for the Plan Year ending December 31, 2020 *On current (market) value of assets (Schedule MB, line 6h):* 9.6%, for the Plan Year ending December 31, 2020
FSA Contribution Timing (Schedule MB, line 3a)	Unless otherwise noted, contributions are paid periodically throughout the year pursuant to collective bargaining agreements. The interest credited in the Funding Standard Account is therefore assumed to be equivalent to a July 1 contribution date.

Section 3: Certificate of Actuarial Valuation

Actuarial Models	Segal valuation results are based on proprietary actuarial modeling software. The actuarial valuation models generate a comprehensive set of liability and cost calculations that are presented to meet regulatory, legislative and client requirements. Deterministic cost projections are based on a proprietary forecasting model. Our Actuarial Technology and Systems unit, comprised of both actuaries and programmers, is responsible for the initial development and maintenance of these models. The models have a modular structure that allows for a high degree of accuracy, flexibility and user control. The client team programs the assumptions and the plan provisions, validates the models, and reviews test lives and results, under the supervision of the Enrolled Actuary.
Justification for Change in Actuarial Assumptions **(Schedule MB, line 11)**	For purposes of determining current liability, the current liability interest rate was changed from 2.95% to 2.43% due to a change in the permissible range and recognizing that any rate within the permissible range satisfies the requirements of IRC Section 431(c)(6)(E) and the mortality tables and mortality improvement scales were changed in accordance with IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1. Based on past experience and future expectations, the following actuarial assumption was changed: Retirement rates for inactive vested participants, previously 100% at age 65.

Attachment to 2021 Schedule MB (Form 5500) for
Retail Clerks Specialty Stores Pension Fund
EIN: 94-6313558
PN: 001

FOOTNOTES TO SCHEDULE MB

Line 3 All contributions are paid periodically throughout the year pursuant to collective bargaining agreements. This figure was taken from a draft audit and includes $0 in withdrawal liability payments.

The valuation was based on the assumption that the plan was qualified for the year and on information supplied by the auditor with respect to contributions and assets and by the Fund Administrator with respect to the data required on employees and pensioners.

Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210 - 0110
1210 - 0089

2021

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

A This return/report is for: [X] a multiemployer plan; [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instr.); [ ] a single-employer plan; [ ] a DFE (specify) ______

B This return/report is: [ ] the first return/report; [ ] the final return/report; [ ] an amended return/report; [ ] a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here ..... ▶ [X]

D Check box if filing under: [X] Form 5558; [ ] automatic extension; [ ] the DFVC program; [ ] special extension (enter description)

E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here ..... ▶ [ ]

Part II Basic Plan Information - enter all requested information

1a Name of plan
RETAIL CLERKS SPECIALTY STORES PENSION PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan
03/03/1961

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
RETAIL CLERKS SPECIALTY STORES PENSION SPECIALTY ST

1000 BURNETT AVE SUITE 110

CONCORD CA 94520

2b Employer Identification Number (EIN)
94-6313558

2c Plan Sponsor's telephone number
(925) 746-7530

2d Business code (see instructions)
445110

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	[signature] Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210 - 0110
1210 - 0089

2021

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

A This return/report is for: [X] a multiemployer plan; [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instr.); [ ] a single-employer plan; [ ] a DFE (specify) ____

B This return/report is: [ ] the first return/report; [ ] the final return/report; [ ] an amended return/report; [ ] a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here ▶ [X]

D Check box if filing under: [X] Form 5558; [ ] automatic extension; [ ] the DFVC program; [ ] special extension (enter description)

E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here ▶ [ ]

Part II Basic Plan Information - enter all requested information

1a Name of plan
RETAIL CLERKS SPECIALTY STORES PENSION PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan
03/03/1961

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
RETAIL CLERKS SPECIALTY STORES PENSION SPECIALTY ST

1000 BURNETT AVE SUITE 110

CONCORD CA 94520

2b Employer Identification Number (EIN)
94-6313558

2c Plan Sponsor's telephone number
(925) 746-7530

2d Business code (see instructions)
445110

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	*[signature]* Signature of employer/plan sponsor	10/13/2022 Date	MILTON HUM Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2021)
v. 210624

118401 12-30-21

Retail Clerks Specialty Stores Pension Plan
Schedule H, Line 4j - Schedule of Reportable Transactions
Year Ended December 31, 2021
EIN: 94-6313558
Plan Number: 001

(a) Identity of Party Involved	(b) Description of Asset	Number of Transactions	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expenses Incurred with Transaction	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain (Loss)
(iii) Series in same security									
CF RREEF AMERICA REIT II FUND		3	$ -	$ 1,124,090	$ -	$ -	$ 916,430	$ 1,124,090	$ 207,660
MFO DODGE & COX STOCK FD OPEN END FD		8	60,877	-	-	-	60,877	60,877	-
		9	-	1,060,000	-	-	823,160	1,060,000	236,840
MFO DOUBLELINE CORE FIXED INCOME FUND I		8	-	1,145,000	-	-	1,131,970	1,145,000	13,030
MFO JPMORGAN TR I LARGE CAP GROWTH FD CL R6 MFO\		2	205,370	-	-	-	205,370	205,370	-
		9	-	885,000	-	-	441,814	885,000	443,186
NTGI COLTV GOVT STIF REGI STERED		57	5,486,400	-	-	-	5,486,400	5,486,400	-
		11	-	4,745,000			4,745,000	4,745,000	-

SCHEDULE MB (Form 5500)	Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ **File as an attachment to Form 5500 or 5500-SF.**	**2021** **This Form is Open to Public Inspection**

For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of $1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan RETAIL CLERKS SPECIALTY STORES PENSION FUND	**B** Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF BOARD OF TRUSTEES OF THE RETAIL CLERKS SPECIALTY	**D** Employer Identification Number (EIN) 94-6313558

E Type of plan: **(1)** [X] Multiemployer Defined Benefit **(2)** [ ] Money Purchase (see instructions)

1a Enter the valuation date: Month 01 Day 01 Year 2021

b	Assets		
	(1) Current value of assets	**1b(1)**	17,335,300
	(2) Actuarial value of assets for funding standard account	**1b(2)**	17,335,300
c	**(1)** Accrued liability for plan using immediate gain methods	**1c(1)**	67,353,023
	(2) Information for plans using spread gain methods:		
	(a) Unfunded liability for methods with bases	**1c(2)(a)**	
	(b) Accrued liability under entry age normal method	**1c(2)(b)**	
	(c) Normal cost under entry age normal method	**1c(2)(c)**	
	(3) Accrued liability under unit credit cost method	**1c(3)**	67,353,023
d	Information on current liabilities of the plan:		
	(1) Amount excluded from current liability attributable to pre-participation service (see instructions)	**1d(1)**	
	(2) "RPA '94" information:		
	(a) Current liability	**1d(2)(a)**	82,308,482
	(b) Expected increase in current liability due to benefits accruing during the plan year	**1d(2)(b)**	39,448
	(c) Expected release from "RPA '94" current liability for the plan year	**1d(2)(c)**	5,141,743
	(3) Expected plan disbursements for the plan year	**1d(3)**	5,591,743

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE Paul C. Poon PCP — 09/29/2022

Signature of actuary — Date

PAUL C. POON, ASA, MAAA — 2006069

Type or print name of actuary — Most recent enrollment number

SEGAL — 415-263-8200

Firm name — Telephone number (including area code)

180 HOWARD STREET, SUITE 1100
SAN FRANCISCO CA 94105-6147

Address of the firm

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions [ ]

2 Operational information as of beginning of this plan year:

a Current value of assets (see instructions) — **2a** 17,335,300

b "RPA '94" current liability/participant count breakdown:

	(1) Number of participants	(2) Current liability
(1) For retired participants and beneficiaries receiving payment	990	53,897,118
(2) For terminated vested participants	322	26,476,580
(3) For active participants:		
(a) Non-vested benefits		60,448
(b) Vested benefits		1,874,336
(c) Total active	18	1,934,784
(4) Total	1,330	82,308,482

c If the percentage resulting from dividing line 2a by line 2b(4), column (2), is less than 70%, enter such percentage — **2c** 21.06%

3 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	c) Amount paid by employees
	51,889				
			Totals ► 3(b)	51,889	3(c) 0

(d) Total withdrawal liability amounts included in line 3(b) total — **3(d)** 0

4 Information on plan status:

a Funded percentage for monitoring plan's status (line 1b(2) divided by line 1c(3)) — **4a** 25.7 %

b Enter code to indicate plan's status (see instructions for attachment of supporting evidence of plan's status). If entered code is "N," go to line 5 — **4b** D

c Is the plan making the scheduled progress under any applicable funding improvement or rehabilitation plan? ☒ Yes ☐ No

d If the plan is in critical status or critical and declining status, were any benefits reduced (see instructions)? ☐ Yes ☒ No

e If line d is "Yes," enter the reduction in liability resulting from the reduction in benefits (see instructions), measured as of the valuation date — **4e**

f If the rehabilitation plan projects emergence from critical status or critical and declining status, enter the plan year in which it is projected to emerge.
If the rehabilitation plan is based on forestalling possible insolvency, enter the plan year in which insolvency is expected and check here ☒ — **4f** 2024

5 Actuarial cost method used as the basis for this plan year's funding standard account computations (check all that apply):

a ☐ Attained age normal **b** ☐ Entry age normal **c** ☒ Accrued benefit (unit credit) **d** ☐ Aggregate

e ☐ Frozen initial liability **f** ☐ Individual level premium **g** ☐ Individual aggregate **h** ☐ Shortfall

i ☐ Other (specify):

j If box h is checked, enter period of use of shortfall method	**5j**	
k Has a change been made in funding method for this plan year?		☐ Yes ☒ No
l If line k is "Yes," was the change made pursuant to Revenue Procedure 2000-40 or other automatic approval?		☐ Yes ☐ No
m If line k is "Yes," and line l is "No," enter the date (MM-DD-YYYY) of the ruling letter (individual or class) approving the change in funding method	**5m**	

6 Checklist of certain actuarial assumptions:

a Interest rate for "RPA '94" current liability	**6a**	2.43 %			
		Pre-retirement		Post-retirement	
b Rates specified in insurance or annuity contracts		☐ Yes ☐ No ☒ N/A		☐ Yes ☐ No ☒ N/A	
c Mortality table code for valuation purposes:					
(1) Males	**6c(1)**	6P+1		6P+1	
(2) Females	**6c(2)**	6FP+1		6FP+1	
d Valuation liability interest rate	**6d**	4.00 %		4.00 %	
e Expense loading	**6e**	1608.6 %	☐ N/A	%	☒ N/A
f Salary scale	**6f**	%	☒ N/A		
g Estimated investment return on actuarial value of assets for year ending on the valuation date	**6g**	9.6 %			
h Estimated investment return on current value of assets for year ending on the valuation date	**6h**	9.6 %			

7 New amortization bases established in the current plan year:

(1) Type of base	**(2)** Initial balance	**(3)** Amortization Charge/Credit
4	1,358,714	117,504
1	-665,663	-57,568

8 Miscellaneous information:

a If a waiver of a funding deficiency has been approved for this plan year, enter the date (MM-DD-YYYY) of the ruling letter granting the approval	**8a**	
b(1) Is the plan required to provide a projection of expected benefit payments? (See the instructions.) If "Yes," attach a schedule.		☒ Yes ☐ No
b(2) Is the plan required to provide a Schedule of Active Participant Data? (See the instructions.) If "Yes," attach a schedule.		☒ Yes ☐ No
c Are any of the plan's amortization bases operating under an extension of time under section 412(e) (as in effect prior to 2008) or section 431(d) of the Code?		☐ Yes ☒ No
d If line c is "Yes," provide the following additional information:		
(1) Was an extension granted automatic approval under section 431(d)(1) of the Code?		☐ Yes ☐ No
(2) If line 8d(1) is "Yes," enter the number of years by which the amortization period was extended	**8d(2)**	
(3) Was an extension approved by the Internal Revenue Service under section 412(e) (as in effect prior to 2008) or 431(d)(2) of the Code?		☐ Yes ☐ No
(4) If line 8d(3) is "Yes," enter number of years by which the amortization period was extended (not including the number of years in line (2))	**8d(4)**	
(5) If line 8d(3) is "Yes," enter the date of the ruling letter approving the extension	**8d(5)**	
(6) If line 8d(3) is "Yes," is the amortization base eligible for amortization using interest rates applicable under section 6621(b) of the Code for years beginning after 2007?		☐ Yes ☐ No
e If box 5h is checked or line 8c is "Yes," enter the difference between the minimum required contribution for the year and the minimum that would have been required without using the shortfall method or extending the amortization base(s)	**8e**	

9 Funding standard account statement for this plan year:

Charges to funding standard account:

		Outstanding balance	
a Prior year funding deficiency, if any	9a		16,220,578
b Employer's normal cost for plan year as of valuation date	9b		467,958
c Amortization charges as of valuation date:		Outstanding balance	
(1) All bases except funding waivers and certain bases for which the amortization period has been extended	9c(1)	51,472,936	7,690,621
(2) Funding waivers	9c(2)	0	0
(3) Certain bases for which the amortization period has been extended	9c(3)	0	0
d Interest as applicable on lines 9a, 9b, and 9c	9d		975,166
e Total charges. Add lines 9a through 9d	9e		25,354,323

Credits to funding standard account:

		Outstanding balance	
f Prior year credit balance, if any	9f		0
g Employer contributions. Total from column (b) of line 3	9g		51,889
h Amortization credits as of valuation date	9h	17,675,791	2,550,385
i Interest as applicable to end of plan year on lines 9f, 9g, and 9h	9i		103,053
j Full funding limitation (FFL) and credits:			
(1) ERISA FFL (accrued liability FFL)	9j(1)	52,505,108	
(2) "RPA '94" override (90% current liability FFL)	9j(2)	58,904,350	
(3) FFL credit	9j(3)		0
k (1) Waived funding deficiency	9k(1)		0
(2) Other credits	9k(2)		0
l Total credits. Add lines 9f through 9i, 9j(3), 9k(1), and 9k(2)	9l		2,705,327
m Credit balance: If line 9l is greater than line 9e, enter the difference	9m		
n Funding deficiency: If line 9e is greater than line 9l, enter the difference	9n		22,648,996

9 o Current year's accumulated reconciliation account:		
(1) Due to waived funding deficiency accumulated prior to the 2021 plan year	9o(1)	0
(2) Due to amortization bases extended and amortized using the interest rate under section 6621(b) of the Code:		
(a) Reconciliation outstanding balance as of valuation date	9o(2)(a)	0
(b) Reconciliation amount (line 9c(3) balance minus line 9o(2)(a))	9o(2)(b)	0
(3) Total as of valuation date	9o(3)	0
10 Contribution necessary to avoid an accumulated funding deficiency. (See instructions.)	10	22,648,996

11 Has a change been made in the actuarial assumptions for the current plan year? If "Yes," see instructions. ☒ Yes ☐ No

Financial Statements
December 31, 2021 and 2020

Retail Clerks Specialty Stores Pension Plan

Independent Auditor's Report

The Board of Trustees
Retail Clerks Specialty Stores Pension Plan
Concord, California

Opinion

We have audited the accompanying financial statements of Retail Clerks Specialty Stores Pension Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA) which comprise the statements of net assets available for benefits as of December 31, 2021 and 2020, the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of Retail Clerks Specialty Stores Pension Plan as of December 31, 2021 and 2020, and the changes in its net assets available for benefits for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Retail Clerks Specialty Stores Pension Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Retail Clerks Specialty Stores Pension Plan's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

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Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the plan, and determining that the plan's transactions that are presented and disclosed in the financial statements are in conformity with the plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Retail Clerks Specialty Stores Pension Plan's internal control. Accordingly, no such opinion is expressed.

- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.

- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Retail Clerks Specialty Stores Pension Plan's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Supplemental Schedules Required by ERISA

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule H, line 4i – schedule of assets held at end of year, and schedule H, line 4j – schedule of reportable transactions as of or for the year ended December 31, 2021, are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor’s (DOL) Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS.

In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, including their form and content, are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying schedules is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the DOL’s Rules and Regulations for Reporting and Disclosure under ERISA.

Eide Bailly LLP

San Ramon, California
November 22, 2022

	2021	2020
Assets		
Investments, at fair value	$ 12,823,041	$ 17,169,917
Receivables		
Employer contributions	3,900	5,984
Interest and dividends	32,844	40,642
	36,744	46,626
Cash	423,505	220,384
Total assets	13,283,290	17,436,927
Liabilities		
Accounts payable	23,641	35,929
Due to UFCW Admin LLC	20,918	50,606
Due to other trusts	119,245	-
Due to broker for securities purchased	22,000	15,092
Total liabilities	185,804	101,627
Net Assets Available for Benefits	$ 13,097,486	$ 17,335,300

	2021	2020
Additions		
Investment income		
Net appreciation in fair value of investments	$ 950,457	$ 1,529,360
Interest and dividends	363,115	370,951
Settlement income	78	-
	1,313,650	1,900,311
Less investment expenses	(66,307)	(74,414)
	1,247,343	1,825,897
Employer contributions	51,889	65,658
Withdrawal liability contributions	-	168,680
	51,889	234,338
Total additions	1,299,232	2,060,235
Deductions		
Pension benefits	5,099,843	5,281,832
Administrative costs to UFCW Admin LLC	147,848	200,555
Outsourced professional services and trustee related costs		
Actuarial consultants	94,337	115,311
Financial advisor services	66,202	65,288
Legal services	9,753	28,855
Auditing services	38,231	24,494
Union local administrative support	5,434	7,252
Trustee meetings and conferences	5,020	1,657
Total outsourced professional services and trustee related costs	218,977	242,857
Operating expenses		
Insurance expense	61,557	63,965
Printing and postage	4,992	5,424
Banking fees	3,704	3,244
Communication services	125	57
Total operating expenses	70,378	72,690
Total deductions	5,537,046	5,797,934
Net Decrease	(4,237,814)	(3,737,699)
Net Assets Available for Benefits		
Beginning of year	17,335,300	21,072,999
End of year	$ 13,097,486	$ 17,335,300

Note 1 - Description of the Plan

The following brief description of Retail Clerks Specialty Stores Pension Plan (the Plan) is provided for general information purposes only. Participants should refer to the summary plan description for more complete description of the Plan's provisions.

General

The Plan, a multiemployer defined benefit pension plan, was established on March 3, 1962 for the purpose of providing pension benefits to eligible participants covered by collective bargaining agreements between United Food & Commercial Workers Union Locals and employer associations and individual employers signatory to the agreements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Administration of the Plan is the responsibility of the Board of Trustees (the Trustees) and is governed by a joint board consisting of equal representation from employers and the United Food & Commercial Workers Union Locals.

Eligibility

Eligibility conditions and benefit amount payable for the various types of pensions provided by this Plan are based on the accumulation and retention of vesting credit, credited service, percentage of contributions, years of vesting credit and provisions specific to the date the pension becomes effective. A participant becomes eligible on the first day of the month after he or she earns 760 hours of service (including at least one hour of covered service) within any two consecutive plan years. A participant who incurs a permanent break in service shall cease to be a participant as of the last day of the plan year in which their one year break in service equals or exceeds five years, unless he/she is a pensioner or vested participant.

Vesting

A participant earns a permanent right to a retirement benefit at normal retirement age as soon as they become vested. A participant is vested under this Plan if they meet any of the following conditions:

- Beginning January 1, 1997, a participant becomes vested after earning five years of vesting credit without a permanent break in service, and you earned at least one hour of service on or after January 1, 1997.
- Beginning January 1, 1976 and January 1, 1997, you must have earned at least ten years of vesting credit without a permanent break in service.
- Prior to January 1, 1976, vesting is determined under the pension plan rules in effect at that time.

These vesting credits are earned by working 870 or more hours in covered employment during the plan year, partial credits are earned in years in which 380 or more hours are worked. Other vesting rules as described in the plan document may apply.

Pension Benefits

Participants with at least 380 hours of service in the plan year that precedes normal retirement age (65 or the attained age on the fifth anniversary of your participation date, if later than age 65) or a participant that reaches normal retirement age and is vested are entitled to a pension benefit. The monthly amount of the normal retirement benefit is the sum of a participant's future service benefit and past service benefit (if any). The future service benefit is a percentage of the employer contributions made on the participant's behalf during each plan year that they are a participant. Past service benefit is based on a percentage of past service earnings for each month of credited past service. The normal form of benefit payment is a joint and 50% survivor annuity for married participants and a single life annuity for participants who are not married or have rejected the joint and survivor annuity. Benefits are paid monthly unless the actuarial present value of the benefit is $1,000 or less, then upon application the Board of Trustees will pay the benefit in a single lump sum payment.

Due to the critical status of the Plan, a rehabilitation plan has been implemented effective January 1, 2014. The following actions have been taken to forestall insolvency of the Fund:

The following non-protected and/or adjustable benefits for the participants and beneficiaries who are not already in pay status as of April 12, 2013, are eliminated effective January 1, 2014, or, if later, the date that benefits can be eliminated allowing for legally required advance notice. The Plan will not pay active and inactive vested participants any type of retirement benefit other than normal retirement, except that an early retirement benefit shall continue to be paid but shall be predetermined to the actuarial equivalent of a normal retirement benefit.

Retired participants and their beneficiaries who are in pay status as of April 12, 2013, including the non-protected or optional benefits mentioned above shall not be affected by this Rehabilitation Plan.

Death and Disability Benefits

In the event of a death of a participant prior to retirement, but after becoming vested, a participant's surviving spouse may be eligible to receive 50% of a participant's accrued benefit adjusted as though the participant had retired on the day of death and had elected the joint and survivor annuity effective as of the first of the month following the date the participant would have attained age 55 had the participant lived. Under the rehabilitation plan, there are no longer disability benefits available under the Plan unless the participant's social security disability effective date if prior to April 13, 2013. Additionally, no death benefit may commence payment prior to the date as of which the participant would have attained age 65.

Note 2 - Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting.

Use of Estimates

The preparation of the financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, disclosures of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits at the date of the financial statements. Accordingly, actual results may differ from those estimates.

Employer Contributions and Contributions Receivable

The Plan's policy is to recognize contributions based on the latest executed collective bargaining agreement on an individual employer basis. Contributions from participating employers are based on a percentage of an employee's monthly wage and are payable to the Plan during the subsequent month. Contributions due but not paid prior to year-end are recorded as contributions receivable. Management of the Plan evaluates participating employers' contributions receivable periodically for potential uncollectible amounts based on the likelihood of collection. As of December 31, 2021 and 2020, there was no allowance taken.

The Plan has an employer payroll audit system in place in which the employers are randomly audited to verify that they are contributing in accordance with their signed agreement. Delinquencies may arise due to these payroll audits, and are recorded as contributions when collected.

Assessed Withdrawal Liability Receivable

The Plan's policy is to recognize a receivable at its present value, net of any allowance for collectability once a withdrawal liability has been actuarially determined and formally assessed by the Plan. As of December 31, 2021 and 2020, there is no withdrawal liability receivable accrued.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements. The Plan's Board of Trustees determines the Plan's valuation policies utilizing information provided by the investment advisors and custodians.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as those held during the year.

The classification of investment earnings reported in the statements of changes in net assets available for benefits may differ from the classification of earnings on Form 5500 due to different reporting requirements on Form 5500.

Administrative Expenses

Expenses incurred in connection with the general administration of the Plan that are paid by the Plan are recorded as deductions in the accompanying statements of changes in net assets available for benefits. In addition, certain investment related expenses are included in net appreciation of fair value of investments presented in the accompanying statements of changes in net assets available for benefits.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump sum distributions that are attributable under the Plan's provisions to the service participants have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated participants or their beneficiaries, (b) beneficiaries of participants who have died, and (c) present participants or their beneficiaries. Benefits under the Plan are accumulated based on contributions and years of service. The accumulated plan benefits for active participants will equal the accumulation, with interest, of the annual benefit accruals as of the benefit information date. Benefits payable under all circumstances (retirement, death, disability, and termination of employment) are included to the extent they are deemed attributable to participant service rendered to the valuation date.

Concentration of Credit Risk

The Plan maintains its cash balances at high credit quality financial institutions. Accounts at these institutions are insured by the Federal Deposit Insurance Corporation up to $250,000. At times, such cash balances may be in excess of the insurance limit.

Subsequent Events

The Plan sponsor has evaluated subsequent events through November 22, 2022, the date which the financial statements were available to be issued.

Note 3 - Funding Policy

Contributions

The participating employers contribute such amounts as are specified in the collective bargaining agreements. During the years ended December 31, 2021 and 2020, the Plan received contributions from employers at a range of rates from 4% to 9% of each participant's earnings for their benefit credit, an additional 4.97% to 10.21% of earnings is paid as part of the rehabilitation plan to offset funding deficiency.

The Plan’s actuary has advised that the minimum funding requirements of ERISA were not met as of December 31, 2021. Therefore, the Board of Trustees have adopted a Rehabilitation Plan.

Pension Protection Act and Multiemployer Pension Reform Act Filing of Critical Status

Under the Pension Protection Act, the Plan's actuary certified the Plan will be in critical and declining status which is considered red zone. The Plan will be less than 65% funded and will have a projected funding deficiency within 5 years as of December 31, 2021 or inability to pay benefits within 7 years. The Board approved a rehabilitation plan effective March 14, 2013 which increases the base contribution rate by 10% compounded annually. It further decreases benefits to participants not in pay status. See Note 1 for more information on pension benefit rules.

For the plan year beginning January 1, 2021, Under the Pension Protection Act of 2006 (the Act), the Plan’s actuary certified that the Plan is in critical and declining status, which is considered the “red zone”. The Board of Trustees continues to monitor the rehabilitation plan.

Note 4 - Plan Termination

The Plan may be terminated at any time by the Board of Trustees by an instrument in writing executed by mutual consent, subject to the provisions of the plan document. Upon the termination of the Plan, assets will be paid out as follows:

Upon termination or partial termination, the rights of all affected participants and their beneficiaries to benefits accrued to the date of such termination or partial termination will be nonforfeitable to the extent funded by the date of the termination. Each such participant and beneficiary currently entitled to benefits shall receive, in lieu of any other benefits hereunder, a nonforfeitable right to that proportion of the total available assets involved in the termination as is equal to their proportionate share of the total actuarial reserves for all such affected benefits, as determined by the Board of Trustees on the basis of the recommendations of a qualified actuary.

Certain benefits under the Plan are covered by the insurance protection of the Pension Benefit Guaranty Corporation (“PBGC”) if the Plan terminates. The PBGC does not guarantee all benefits under the Plan, and the amount of protection is subject to certain limitations. Whether participants receive the full amount of benefits to which they are entitled should the Plan terminate at some future time will depend on the sufficient of the Plan’s net assets on the date of payment to provide for accumulated benefit obligations and may also depend on the financial condition of the Plan and the level of benefits guaranteed by the PBGC.

Note 5 - Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under the FASB ASC 820 are described as follows:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2021 and 2020.

Corporate obligation - Valued using pricing models maximizing the use of observable inputs for similar securities. This includes basing value on yields currently available on comparable securities of issuer with similar credit ratings.

Mutual funds - Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the Securities and Exchange Commission (SEC). These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Common collective trusts and real estate investment funds - Valued at fair value based on the NAV of units held of the collective trusts. The NAV provided by the custodian is used as a practical expedient to estimate fair value. The NAV is based on the observable market prices of the underlying investments within the fund less liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2021 and 2020.

	2021			
	Level 1	Level 2	Level 3	Total
Corporate obligation	$ -	$ 17	$ -	$ 17
Mutual funds	11,558,648	-	-	11,558,648
Investments in the fair value hierarchy	$ 11,558,648	$ 17	$ -	11,558,665
Investments at net asset value (a)				1,264,376
Total investments at fair value				$ 12,823,041

	2020			
	Level 1	Level 2	Level 3	Total
Corporate obligation	$ -	$ 17	$ -	$ 17
Mutual funds	15,546,849	-	-	15,546,849
Investments in the fair value hierarchy	$ 15,546,849	$ 17	$ -	15,546,866
Investments at net asset value (a)				1,623,051
Total investments at fair value				$ 17,169,917

(a) In accordance with Subtopic 820-10, certain investments that were measured at net asset value per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statement of net assets available for benefits.

Fair Value of Investments That Calculate Net Asset Value

The following table summarizes investments measured at fair value based on NAVs per share as of December 31, 2021 and 2020, respectively.

	Fair Value December 31, 2021	Fair Value December 31, 2020	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Common collective trust (direct-filing entity)					
NTGI Short Term Investment Fund	$ 1,264,376	$ 522,976	$ -	Daily	1 Day
Other - real estate investment fund					
RREEF America REIT II	-	1,100,075	$ -	Quarterly	45 Days
	$ 1,264,376	$ 1,623,051			

The objective of the RREEF America REIT II is to generate competitive investment returns from a portfolio of equity investments in income producing real property.

Note 6 - Actuarial Present Value of Accumulated Plan Benefits

The actuarial present value of accumulated plan benefits is determined by an independent actuary and it is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and expected date of payment. The significant actuarial assumptions used in the valuation as of December 31, 2020, were as follows:

Assumed rate of return on investments	4% compounded annually
Mortality	RP-2014 Blue Collar Mortality Tables, set forward 1 year, with generational projection using Scale MP-2017 from 2014)
Assumed retirement age	61.9

The actuarial present value of accumulated plan benefits as of December 31, 2020, follows:

Vested benefits of participants and beneficiaries currently receiving benefits	$ 46,360,397
Other vested benefits	20,959,508
Non-Vested Benefits	33,118
	$ 67,353,023

The changes in the actuarial present value of accumulated plan benefits for the year ended December 31, 2020, are as follows:

Actuarial present value of accumulated plan benefits, December 31, 2019	$ 68,230,014
Increase(decrease) during year due to	
Benefits accumulated, net experience gain or loss, changes in data	422,563
Benefits paid	(5,281,832)
Changes in actuarial assumptions	1,358,714
Interest	2,623,564
Actuarial present value of accumulated plan benefits, December 31, 2020	$ 67,353,023

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated Plan benefits.

Significant changes in assumptions between December 31, 2020 and 2019 include: Retirement rates for inactive vested participants is now 100% at age 71, previously 100% at age 65.

The computations of the actuarial present value of accumulated Plan benefits were made as of January 1, 2021. Had the valuation been performed as of December 31 there would be no material differences.

Note 7 - Related Party and Party-in-interest Transactions

The Plan pays fees for several arrangements with service providers and affiliated entities. These transactions are considered exempt party-in-interest transactions under ERISA.

The Plan has an Administrative Services Agreement with the UFCW – Employer Benefit Plans of Northern California Group Administration, LLC (the LLC). Personnel costs, office space, office supplies, depreciation, furniture and equipment rental expenses paid for administration costs for the years ended December 31, 2021 and 2020 were $147,848 and $200,555 respectively. The Plan pays the LLC for its share of LLC administrative costs pursuant to the terms of the Administrative Services Agreement and an allocation methodology approved by the Board. In addition, certain administrative costs can be attributable to only one Plan and those direct costs are reimbursed to the LLC by the applicable Plan. As a result of these transactions at December 31, 2021 and 2020, the Plan owed the LLC $20,918 and $50,606, respectively.

The local unions, which are a party to the collective bargaining agreement, provide information and administrative assistance to the participants of this Plan. Pursuant to agreements with the LLC, the local unions are reimbursed for cost of services performed, based on an approved allocation methodology. For the years ended December 31, 2021 and 2020, reimbursements totaled $5,434 and $7,252, respectively.

Note 8 - Employer Withdrawal Liability

The Multi-Employer Pension Plan Amendments Act of 1980, as amended by the Deficit Reduction Act of 1984 imposes a liability on employers that withdraw from the Plan. The amount due to the Plan from a withdrawn employer is based on the history of contributions to the Plan and the related unfunded vested benefits.

As of years ended December 31, 2021 and 2020, the Plan is in withdrawal liability status. There were two employers with assessed withdrawal liability that is required to make payments to the Plan to reduce their withdrawal liability. Payments are to be made on a quarterly basis with a payment length of 20 years according to terms of the agreement. The present value for future stream of payments from those employers at December 31, 2021 and 2020 is $366,663 and $366,663, respectively. Due to the uncertainty of the going concern of the employers over an extended period of time, complete payment and timing of payment, this receivable has been fully reserved.

During the plan years ended December 31, 2021 and 2020, the Plan received $0 and $168,680 in withdrawal liability payments.

Note 9 - Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statement of net assets available for benefits.

The actuarial present value of accumulated Plan benefits is reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near-term would be material to the financial statements.

Note 10 - Tax Status

The Plan obtained its latest determination letter on August 31, 2015, in which the IRS states that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code (IRC). The Plan has been amended since receiving the determination letter. However, the plan management believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC.

Periodically, the Plan is subject to Federal and California taxes on its unrelated business taxable income (UBTI). UBTI is derived from a trade or business that is unrelated to the exempt organization's purpose. For this Plan, UBTI is mainly derived from investing in entities that also use third party debt financing. The Plan, as amended, continues to qualify and to operate in accordance with the applicable provision of the Internal Revenue Code for which the Plan has received a favorable tax exemption letter.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Note 11 - Plan Amendments

During 2021, the Plan was amended to change the required beginning date to April 1 of the calendar year following the calendar year in which a participant attains age 72.

Supplementary Information
December 31, 2021

Retail Clerks Specialty Stores Pension Plan

(a)	(b) Identity if issuer, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value
Mutual Funds				
	American Europacific Growth Fund	Mutual Funds	$ 875,294	$ 1,230,540
	Vanguard Star FD Vanguard	Mutual Funds	957,188	1,241,095
	Pimco Fds Pac Invt Mgmt	Mutual Funds	713,755	765,949
	Fidelity US Bond Index	Mutual Funds	1,561,213	1,509,648
	Doubleline Core Fixed Income Fund I	Mutual Funds	3,478,484	3,472,558
	Dodge & Cox Stock Fund	Mutual Funds	1,241,607	1,689,829
	JP Morgan Large Cap Growth Fund	Mutual Funds	979,990	1,649,029
	Total Mutual Funds		9,807,531	11,558,648
Corporate obligation				
	PVTPL Sigma Fin Inc	0% 12/31/2040	-	17
	Total Corporate obligation		-	17
Common Collective Trust				
	NTGI Collective Govt STIF Registered	Common Collective Trust	1,264,376	1,264,376
	Total Common Collective Trust		1,264,376	1,264,376
		Total Investments	$ 11,071,907	$ 12,823,041

(a) Identity of Party Involved	(b) Description of Asset	Number of Transactions	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expenses Incurred with Transaction	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain (Loss)
(iii) Series in same security									
CF RREEF AMERICA REIT II FUND	Mutual Fund	3	$ -	$ 1,124,090	$ -	$ -	$ 916,430	$ 1,124,090	$ 207,660
MFO DODGE & COX STOCK FD OPEN END FD	Mutual Fund	8	60,877	-	-	-	60,877	60,877	-
		9	-	1,060,000	-	-	823,160	1,060,000	236,840
MFO DOUBLELINE CORE FIXED INCOME FUND I	Mutual Fund	8	-	1,145,000	-	-	1,131,970	1,145,000	13,030
MFO JPMORGAN TR I LARGE CAP GROWTH FD (	Mutual Fund	2	205,370	-	-	-	205,370	205,370	-
		9	-	885,000	-	-	441,814	885,000	443,186
NTGI COLTV GOVT STIF REGISTERED	Common Collective	57	5,486,400	-	-	-	5,486,400	5,486,400	-
		11	-	4,745,000			4,745,000	4,745,000	-

Retail Clerks Specialty Stores Pension Fund

Actuarial Certification of Plan Status under IRC Section 432

As of January 1, 2021

Segal

180 Howard Street, Suite 1100
San Francisco, CA 94105-6147
segalco.com
T 415.263.8200

March 31, 2021

Board of Trustees
Retail Clerks Specialty Stores Pension Fund
Concord, CA

Dear Trustees:

As required by ERISA Section 305 and Internal Revenue Code (IRC) Section 432, we have completed the Plan's actuarial status certification as of January 1, 2021 in accordance with the Multiemployer Pension Reform Act of 2014 (MPRA). The attached exhibits outline the projections performed and the results of the various tests required by the statute. These projections have been prepared based on the Actuarial Valuation as of January 1, 2020 and in accordance with generally accepted actuarial principles and practices and a current understanding of the law. The actuarial calculations were completed under the supervision of Paul C. Poon, ASA, MAAA, Enrolled Actuary.

This certification does not reflect the enactment of the American Rescue Plan Act of 2021 (ARPA) on March 11. We anticipate clarification of ARPA relief provisions based on regulations to be issued by the IRS and the Pension Benefit Guaranty Corporation. Decisions that the Trustees may make to elect options available to them that might affect the Plan's "zone" status and minimum funding requirements for the current and future years may be reflected in a revised or future actuarial valuation.

As of January 1, 2021, the Plan is in critical and declining status.

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of Rehabilitation Plan, based on the annual standards in the Rehabilitation Plan. This certification is being filed with the Internal Revenue Service, pursuant to ERISA section 305(b)(3) and IRC section 432(b)(3).

Segal does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretation on which the certification is based reflects Segal's understanding as an actuarial firm. Due to the complexity of the statute and the significance of its ramifications, Segal recommends that the Board of Trustees consult with legal counsel when making any decisions regarding compliance with ERISA and the Internal Revenue Code.

We look forward to reviewing this certification with you at your next meeting and to answering any questions you may have. We are available to assist the Trustees in communicating this information to plan stakeholders as well as in updating the Rehabilitation Plan.

Sincerely,

Segal

By: Frederick C. K. Herberich
Senior Vice President and Benefits Consultant

Paul C. Poon, ASA, MAAA, EA
Vice President & Actuary

PXP/gxk

By: Kimberly A. Hancock, Esq.
Alex W. Miller, CPA
A. Mirella Nieto, Esq.
Rick A. Silva
Jennifer Snow, CPA
Steven Stemerman, Esq.

March 31, 2021

Internal Revenue Service
Employee Plans Compliance Unit
Group 7602 (TEGE:EP:EPCU)
230 S. Dearborn Street
Room 1700 - 17th Floor
Chicago, IL 60604

To Whom It May Concern:

As required by ERISA Section 305 and the Internal Revenue Code (IRC) Section 432, we have completed the actuarial status certification as of January 1, 2021 for the following plan:

Name of Plan:	Retail Clerks Specialty Stores Pension Fund
Plan number:	EIN 94-6313558 / PN 001
Plan sponsor:	Board of Trustees, Retail Clerks Specialty Stores Pension Fund
Address:	1000 Burnett Avenue, Suite 110, Concord, CA 94520-2000
Phone number:	925.746.7530

This certification does not reflect the enactment of the American Rescue Plan Act of 2021 (ARPA) on March 11. We anticipate clarification of ARPA relief provisions based on regulations to be issued by the IRS and the Pension Benefit Guaranty Corporation. Decisions that the Trustees may make to elect options available to them that might affect the Plan's "zone" status and minimum funding requirements for the current and future years may be reflected in a revised or future actuarial valuation.

As of January 1, 2021, the Plan is in critical and declining status.

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of the Rehabilitation Plan, based on the annual standards of the Rehabilitation Plan.

If you have any questions on the attached certification, you may contact me at the following:

Segal
180 Howard Street, Suite 1100
San Francisco, CA 94105-6147
Phone number: 415.263.8200

Sincerely,

Paul C. Poon

Paul C. Poon, ASA, MAAA
Vice President & Actuary
Enrolled Actuary No. 20-06069

Actuarial status certification as of January 1, 2021 under IRC Section 432

March 31, 2021

Illustration Supporting Actuarial Certification of Status (Schedule MB, line 4b)

This is to certify that Segal has prepared an actuarial status certification under Internal Revenue Code Section 432 for the Retail Clerks Specialty Stores Pension Fund as of January 1, 2021 in accordance with generally accepted actuarial principles and practices. It has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing and compliance requirements under federal law. This certification may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety.

The measurements shown in this actuarial certification may not be applicable for other purposes. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements, differences in statutory interpretation and changes in plan provisions or applicable law.

This certification is based on the January 1, 2020 actuarial valuation, dated February 17, 2021. This certification reflects the changes in the law made by the Multiemployer Pension Reform Act of 2014 (MPRA). Additional assumptions required for the projections (including those under MPRA), and sources of financial information used are summarized in Exhibit VI.

Segal does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretation on which this certification is based reflects Segal's understanding as an actuarial firm.

This certification was based on the assumption that the Plan was qualified as a multiemployer plan for the year.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of my knowledge, the information supplied in this actuarial certification is complete and accurate. As required by IRC Section 432(b)(3)(B)(iii), the projected industry activity is based on information provided by the plan sponsor. In my opinion, the projections are based on reasonable actuarial estimates, assumptions and methods that (other than projected industry activity) offer my best estimate of anticipated experience under the Plan.

Paul C. Poon

Paul C. Poon, ASA, MAAA	
EA#	20-06069
Title	Vice President & Actuary

Certificate Contents

Actuarial Status Certification under IRC Section 432

Exhibit I

Status Determination as of January 1, 2021

Status	Condition	Component Result	Final Result
Critical Status:			
	I. Initial critical status tests:		
	C1. A funding deficiency is projected in four years?	Yes	Yes
	C2. (a) A funding deficiency is projected in five years,	Yes	
	(b) AND the present value of vested benefits for non-actives is more than present value of vested benefits for actives,	Yes	
	(c) AND the normal cost plus interest on unfunded actuarial accrued liability (unit credit basis) is greater than contributions for current year?	Yes	Yes
	C3. (a) A funding deficiency is projected in five years,	Yes	
	(b) AND the funded percentage is less than 65%?	Yes	Yes
	C4. (a) The funded percentage is less than 65%,	Yes	
	(b) AND the present value of assets plus contributions is less than the present value of benefit payments and administrative expenses over seven years?	Yes	Yes
	C5. The present value of assets plus contributions is less than the present value of benefit payments and administrative expenses over five years?	Yes	Yes
	II. Emergence test:		
	C6. (a) Was in critical status for the immediately preceding plan year,	Yes	
	(b) AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extension of amortization periods under ERISA Section 304(d)(2) or ERISA Section 304 as in effect prior to PPA'06,	Yes	
	(c) OR insolvency is projected for the current year or any of the 30 succeeding plan years?	Yes	
	Plan did NOT emerge?		**Yes**

Actuarial Status Certification under IRC Section 432

Status	Condition	Component Result	Final Result
III. Special emergence test:			
C7. (a)	The trustees have elected an automatic amortization extension under 431(d),	No	
(b)	AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extension of amortization periods under ERISA Section 304(d)(1),	N/A	
(c)	OR insolvency is projected for the current year or any of the 30 succeeding plan years?	N/A	
Plan did NOT emerge?			**N/A**
IV. Reentry into critical status after special emergence:			
C8. (a)	The Plan emerged from critical status in any prior year under the special emergence rule,	No	
(b)	AND EITHER a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extensions of amortization periods under ERISA Section 304(d),	N/A	
(c)	OR insolvency is projected for the current year or any of the 30 succeeding plan years?	N/A	
Plan reentered critical status?			**N/A**
V. In Critical Status? (If C1-C6 or C8 is Yes, then Yes, unless C7 is No)			**Yes**
If not in Critical Status, skip VI and go to VII			
VI. Determination of critical and declining status:			
C9. (a)	Any of (C1) through (C5) are Yes?	Yes	Yes
(b)	AND EITHER Insolvency is projected within 15 years?	Yes	Yes
(c)	OR		
	(i) The ratio of inactives to actives is at least 2 to 1,	Yes	
	(ii) AND insolvency is projected within 20 years?	Yes	Yes
(d)	OR		
	(i) The funded percentage is less than 80%,	Yes	
	(ii) AND insolvency is projected within 20 years?	Yes	Yes
In Critical and Declining Status?			**Yes**

Actuarial Status Certification under IRC Section 432

Status	Condition	Component Result	Final Result
	VII. Determination whether plan is projected to be in critical status in any of the succeeding five plan years:		
	C10. (a) Is not in critical status,	No	
	(b) AND is projected to be in critical status in any of the next five years?	N/A	N/A
	In Critical Status in any of the five succeeding plan years?		**N/A**
Endangered Status:			
	E1. (a) Is not in critical status,	No	
	(b) AND the funded percentage is less than 80%?	N/A	No
	E2. (a) Is not in critical status,	No	
	(b) AND a funding deficiency is projected in seven years?	N/A	No
	In Endangered Status? (Yes when either (E1) or (E2) is Yes)		**No**
	In Seriously Endangered Status? (Yes when BOTH (E1) and (E2) are Yes)		**No**
Neither Critical Status Nor Endangered Status			
	Neither Critical nor Endangered Status?		**No**

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards of the Rehabilitation Plan.

Exhibit II
Summary of Actuarial Valuation Projections

The actuarial factors as of January 1, 2021 (based on projections from the January 1, 2020 valuation certificate):

I.	**Financial Information**				
	1. Market value of assets				$17,350,966
	2. Actuarial value of assets				17,350,966
	3. Reasonably anticipated contributions				
	a. Upcoming year				52,146
	b. Present value for the next five years				286,972
	c. Present value for the next seven years				426,275
	4. Projected benefit payments				5,344,115
	5. Projected administrative expenses (beginning of year)				453,786
II.	**Liabilities**				
	1. Present value of vested benefits for active participants				1,808,372
	2. Present value of vested benefits for non-active participants				63,795,894
	3. Total unit credit accrued liability				65,627,899
	4. Present value of payments	**Benefit Payments**	**Administrative Expenses**		**Total**
	a. Next five years	$22,950,480	$2,225,717		$25,176,197
	b. Next seven years	30,170,563	3,086,330		33,256,893
	5. Unit credit normal cost plus expenses				472,527
	6. Ratio of inactive participants to active participants				42.56
III.	**Funded Percentage** (I.2)/(II.3)				26.4%
IV.	**Funding Standard Account**				
	1. Credit Balance as of the end of prior year				($16,206,997)
	2. Years to projected funding deficiency				1
V.	**Projected Year of Emergence**				N/A
VI.	**Years to Projected Insolvency**				4
VII.	**Year Projected to be in Critical Status (based on test C10. in Exhibit I), if within next five years**				N/A

Exhibit III
Funding Standard Account Projections

The table below presents the Funding Standard Account Projections for the Plan Years beginning January 1.

	Year Beginning January 1,					
	2020	**2021**	**2022**	**2023**	**2024**	**2025**
1. Credit balance (BOY)	($10,120,930)	($16,206,997)	($22,484,013)	($29,194,805)	($36,725,011)	($43,997,940)
2. Interest on (1)	(404,837)	(648,280)	(899,361)	(1,167,792)	(1,469,000)	(1,759,918)
3. Normal cost	59,817	18,741	18,788	18,835	18,882	18,929
4. Administrative expenses	440,569	453,786	467,400	481,422	495,865	510,741
5. Net amortization charges	5,205,226	4,990,862	5,157,983	5,679,331	5,134,025	4,714,453
6. Interest on (3), (4) and (5)	228,224	218,536	225,767	247,184	225,951	209,765
7. Expected contributions	247,653	52,146	57,360	63,096	69,406	76,347
8. Interest on (7)	4,953	1,043	1,147	1,262	1,388	1,527
9. Full-funding limit credit	0	0	0	0	0	0
10. Credit balance (EOY): (1) + (2) – (3) – (4) – (5) – (6) + (7) + (8) + (9)	($16,206,997)	($22,484,013)	($29,194,805)	($36,725,011)	($43,997,940)	($51,133,872)
	2026	**2027**	**2028**	**2029**	**2030**	
1. Credit balance (BOY)	($51,133,872)	($57,850,016)	($64,130,056)	($68,141,024)	($72,201,092)	
2. Interest on (1)	(2,045,355)	(2,314,001)	(2,565,202)	(2,725,641)	(2,888,044)	
3. Normal cost	18,976	19,023	19,071	19,119	19,167	
4. Administrative expenses	526,063	541,845	558,100	574,843	592,088	
5. Net amortization charges	4,028,471	3,343,234	912,651	798,771	627,581	
6. Interest on (3), (4) and (5)	182,940	156,164	59,593	55,709	49,553	
7. Expected contributions	83,981	92,379	101,617	111,779	122,957	
8. Interest on (7)	1,680	1,848	2,032	2,236	2,459	
9. Full-funding limit credit	0	0	0	0	0	
10. Credit balance (EOY): (1) + (2) – (3) – (4) – (5) – (6) + (7) + (8) + (9)	($57,850,016)	($64,130,056)	($68,141,024)	($72,201,092)	($76,252,109)	

Exhibit IV
Funding Standard Account – Projected Bases Assumed Established after January 1, 2020

Schedule of Funding Standard Account Bases

Type of Base	Date Established	Base Established	Amortization Period	Amortization Payment
Experience (Gain)/Loss	1/1/2021	($1,034,158)	15	($89,436)

Exhibit V
Solvency Projections

The table below presents the projected Market Value of Assets for the Plan Years beginning January 1, 2020 through 2024.

Year Beginning January 1,

		2020	2021	2022	2023	2024
1.	Market Value at beginning of year	$21,072,999	$17,350,966	$12,175,307	$6,934,595	$1,643,936
2.	Contributions	247,653	52,146	57,360	63,096	69,406
3.	Withdrawal liability payments	0	0	0	0	0
4.	Benefit payments	5,287,770	5,344,115	5,196,260	5,031,150	4,880,549
5.	Administrative expenses	449,840	463,500	477,405	491,727	506,479
6.	Interest earnings	1,767,924	579,810	375,593	169,122	(39,633)
7.	Market Value at end of year: (1)+(2)+(3)-(4)-(5)+(6)	$17,350,966	$12,175,307	$6,934,595	$1,643,936	$0
8.	Available resources: (1)+(2)+(3)-(5)+(6)	$22,638,736	$17,519,422	$12,130,855	$6,675,086	$1,167,230

NOTE: The projected benefit payments shown above are based on a closed group, i.e. not reflecting new participants entering the plan. If such new entrants were reflected, in our judgment this would not change the conclusion that the plan is projected to become insolvent in 2024, under the assumptions used. This projection is not intended to be used for any purpose other than this certification.

Exhibit VI

Actuarial Assumptions and Methodology

The actuarial assumptions and plan of benefits are as used in the January 1, 2020 actuarial valuation certificate, dated February 12, 2021, except as specifically described below. We also assumed that experience would emerge as projected, except as described below. The calculations are based on a current understanding of the requirements of ERISA Section 305 and IRC Section 432.

Contribution Rates:	All actives are covered under the Default Schedule of the Rehabilitation Plan that calls for a 10% contribution rate increase each year. Because of the Evergreen Clause of the CBAs, the certification assumes the rate increases indefinitely.
Asset Information:	The financial information as of December 31, 2020 was based on an unaudited financial statement provided by the Fund Administrator. For projections after that date, the assumed administrative expenses were increased by 3% per year and the benefit payments were projected based on the January 1, 2020 actuarial valuation. The projected net investment return was assumed to be 4.00% of the average market value of assets for the 2021 - 2029 Plan Years. Any resulting investment gains or losses due to the operation of the asset valuation method are amortized over 15 years in the Funding Standard Account.
Projected Industry Activity:	As required by Internal Revenue Code Section 432, assumptions with respect to projected industry activity are based on information provided by the plan sponsor. Based on this information, the number of active participants is assumed to be 10, with average contributions increasing by 10% each year.
Future Normal Costs:	We have assumed that the Normal Cost under the Unit Credit method will be the same as in the 2020 Plan year, adjusted for the above Projected Industry Activity and increased by 0.25% per year to reflect future mortality improvements.

Segal valuation results are based on proprietary actuarial modeling software. The actuarial valuation models generate a comprehensive set of liability and cost calculations that are presented to meet regulatory, legislative and client requirements. Deterministic cost projections are based on a proprietary forecasting model. Our Actuarial Technology and Systems unit, comprised of both actuaries and programmers, is responsible for the initial development and maintenance of these models. The models have a modular structure that allows for a high degree of accuracy, flexibility and user control. The client team programs the assumptions and the plan provisions, validates the models, and reviews test lives and results, under the supervision of the responsible actuary.

Exhibit VII

Documentation Regarding Progress Under Rehabilitation Plan

Based on the Rehabilitation Plan in effect as of December 31, 2020, the applicable standard for January 1, 2021 was that the unaudited fund assets on January 1, 2021 would be at least $6 million. This certification shows unaudited assets of $17.4 million as of that date and therefore demonstrates that this standard is met.

5682663v1/01963.010

Retail Clerks Specialty Stores Pension Fund

Actuarial Certification of Plan Status under IRC Section 432

As of January 1, 2022

Segal

180 Howard Street, Suite 1100
San Francisco, CA 94105-6147
segalco.com T:415.263.8200

March 31, 2022

Board of Trustees
Retail Clerks Specialty Stores Pension Fund
Concord, CA

Dear Trustees:

As required by ERISA Section 305 and Internal Revenue Code (IRC) Section 432, we have completed the Plan's actuarial status certification as of January 1, 2022 in accordance with the Multiemployer Pension Reform Act of 2014 (MPRA). The attached exhibits outline the projections performed and the results of the various tests required by the statute. These projections have been prepared based on the Actuarial Valuation as of January 1, 2021 and in accordance with generally accepted actuarial principles and practices and a current understanding of the law. The actuarial calculations were completed under the supervision of Paul C. Poon, ASA, MAAA, Enrolled Actuary.

This certification does not reflect elections that the Trustees may make under the American Rescue Plan Act of 2021 (ARPA), enacted on March 11, 2021. Decisions that the Trustees may make to elect options available to them might also affect the Plan's "zone" status and minimum funding requirements for the current and future years. These decisions may be reflected in a revised or future actuarial valuation.

As of January 1, 2022, the Plan is in critical and declining status.

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards in the Rehabilitation Plan. This certification is being filed with the Internal Revenue Service, pursuant to ERISA section 305(b)(3) and IRC section 432(b)(3).

Segal does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretation on which the certification is based reflects Segal's understanding as an actuarial firm. Due to the complexity of the statute and the significance of its ramifications, Segal recommends that the Board of Trustees consult with legal counsel when making any decisions regarding compliance with ERISA and the Internal Revenue Code.

We look forward to reviewing this certification with you at your next meeting and to answering any questions you may have. We are available to assist the Trustees in communicating this information to plan stakeholders as well as in updating the Rehabilitation Plan.

Sincerely,

Segal

By:

Frederick C. K. Herberich
Senior Vice President and Benefits Consultant

Paul C. Poon, ASA, MAAA, EA
Vice President & Actuary

PXP/hy

cc: Kimberly A. Hancock, Esq.
Stephanie Lockett
Karen McMahon
Alex W. Miller, CPA
Rick A. Silva
Jennifer Snow, CPA

180 Howard Street, Suite 1100
San Francisco, CA 94105-6147
segalco.com T:415.263.8200

March 31, 2022

Internal Revenue Service
Employee Plans Compliance Unit
Group 7602 (TEGE:EP:EPCU)
230 S. Dearborn Street
Room 1700 - 17th Floor
Chicago, IL 60604

To Whom It May Concern:

As required by ERISA Section 305 and the Internal Revenue Code (IRC) Section 432, we have completed the actuarial status certification as of January 1, 2022 for the following plan:

Name of Plan:	Retail Clerks Specialty Stores Pension Fund
Plan number:	EIN 94-6313558 / PN 001
Plan sponsor:	Board of Trustees, Retail Clerks Specialty Stores Pension Fund
Address:	1000 Burnett Avenue, Suite 110, Concord, CA 94520-2000
Phone number:	925.746.7530

As of January 1, 2022, the Plan is in critical and declining status.

This certification does not reflect elections that the Trustees may make under the American Rescue Plan Act of 2021 (ARPA), enacted on March 11, 2021. Decisions that the Trustees may make to elect options available to them might also affect the Plan's "zone" status and minimum funding requirements for the current and future years. These decisions may be reflected in a revised or future actuarial valuation.

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards of the Rehabilitation Plan.

If you have any questions on the attached certification, you may contact me at the following:

Segal
180 Howard Street, Suite 1100
San Francisco, CA 94105-6147
Phone number: 415.263.8200

Sincerely,

Paul C. Poon

Paul C. Poon ASA, MAAA
Vice President & Actuary
Enrolled Actuary No. 20-06069

Actuarial Status Certification as of January 1, 2022 under IRC Section 432

March 31, 2022

Illustration Supporting Actuarial Certification of Status (Schedule MB, line 4b)

This is to certify that Segal has prepared an actuarial status certification under Internal Revenue Code Section 432 for the Retail Clerks Specialty Stores Pension Fund as of January 1, 2022 in accordance with generally accepted actuarial principles and practices. It has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing and compliance requirements under federal law. This certification may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety.

The measurements shown in this actuarial certification may not be applicable for other purposes. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements; differences in statutory interpretation and changes in plan provisions or applicable law.

This certification is based on the January 1, 2021 actuarial valuation, dated February 8, 2022. This certification reflects the changes in the law made by the Multiemployer Pension Reform Act of 2014 (MPRA). Additional assumptions required for the projections (including those under MPRA), and sources of financial information used are summarized in Exhibit 6.

Segal does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretation on which this certification is based reflects Segal's understanding as an actuarial firm.

This certification was based on the assumption that the Plan was qualified as a multiemployer plan for the year.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of my knowledge, the information supplied in this actuarial certification is complete and accurate. In my opinion, the projections are based on reasonable actuarial estimates, assumptions and methods that offer my best estimate of anticipated experience under the Plan. Furthermore, as required by IRC Section 432(b)(3)(B)(iii), the projected industry activity takes into account information provided by the plan sponsor.

Paul C. Poon

	Paul C. Poon, ASA, MAAA
EA#	20-06069
Title	Vice President & Actuary

Certificate Contents

Actuarial Status Certification under IRC Section 432

Exhibit 1: Status Determination as of January 1, 2022

Status	Condition	Component Result	Final Result
Critical Status:			
	1. Initial critical status tests:		
	C1. A funding deficiency is projected in four years?	Yes	Yes
	C2. a. A funding deficiency is projected in five years,	Yes	
	b. **and** the present value of vested benefits for non-actives is more than present value of vested benefits for actives,	Yes	
	c. **and** the normal cost plus interest on unfunded actuarial accrued liability (unit credit basis) is greater than contributions for current year?	Yes	Yes
	C3. a. A funding deficiency is projected in five years,	Yes	
	b. **and** the funded percentage is less than 65%?	Yes	Yes
	C4. a. The funded percentage is less than 65%,	Yes	
	b. **and** the present value of assets plus contributions is less than the present value of benefit payments and administrative expenses over seven years?	Yes	Yes
	C5. The present value of assets plus contributions is less than the present value of benefit payments and administrative expenses over five years?	Yes	Yes
	2. Emergence test:		
	C6 a. Was in critical status for the immediately preceding plan year,	Yes	
	b. **and either** a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extension of amortization periods under ERISA Section 304(d)(2) or ERISA Section 304 as in effect prior to PPA'06,	Yes	
	c. **or** insolvency is projected for the current year or any of the 30 succeeding plan years?	Yes	
	Plan did NOT emerge?		Yes

Actuarial Status Certification under IRC Section 432

Status	Condition	Component Result	Final Result
	3. Special emergence test:		
	C7. a. The trustees have elected an automatic amortization extension under 431(d),	No	
	b. **and either** a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extension of amortization periods under ERISA Section 304(d)(1),	N/A	
	c. **or** insolvency is projected for the current year or any of the 30 succeeding plan years?	N/A	
	Plan did NOT emerge?		N/A
	4. Reentry into critical status after special emergence:		
	C8 a. The Plan emerged from critical status in any prior year under the special emergence rule,	No	
	b. **and either** a funding deficiency is projected for the plan year or any of the next nine plan years, without regard to the use of the shortfall method but taking into account any extensions of amortization periods under ERISA Section 304(d),	N/A	
	c. **or** insolvency is projected for the current year or any of the 30 succeeding plan years?	N/A	
	Plan reentered critical status?		N/A
	5. In Critical Status? (If C1-C6 or C8 is Yes, then Yes, unless C7 is No)		**Yes**
	If not in Critical Status, skip 6 and go to 7		
	6. Determination of critical and declining status:		
	C9. a. Any of (C1) through (C5) are Yes?	Yes	Yes
	b. **and either** Insolvency is projected within 15 years?	Yes	Yes
	c. or		
	1) The ratio of inactives to actives is at least 2 to 1,	Yes	
	2) **and** insolvency is projected within 20 years?	Yes	Yes
	d. **or**		
	1) The funded percentage is less than 80%,	Yes	
	2) **and** insolvency is projected within 20 years	Yes	Yes
	In Critical and Declining Status?		**Yes**

Actuarial Status Certification under IRC Section 432

Status	Condition	Component Result	Final Result
	7. Determination whether plan is projected to be in critical status in any of the succeeding five plan years:		
	C10. a. Is not in critical status,	No	
	b. **and** is projected to be in critical status in any of the next five years?	N/A	
	8. In Critical Status in any of the five succeeding plan years?		N/A
Endangered Status:			
	E1. a. Is not in critical status,	No	
	b. **and** the funded percentage is less than 80%?	N/A	No
	E2. a. Is not in critical status,	No	
	b. **and** a funding deficiency is projected in seven years?	N/A	No
	In Endangered Status? (Yes when either (E1) or (E2) is Yes)		**No**
	In Seriously Endangered Status? (Yes when BOTH (E1) and (E2) are Yes)		**No**
Neither Critical Status Nor Endangered Status:			
	Neither Critical nor Endangered Status?		**No**

This certification also notifies the IRS that the Plan is making the scheduled progress in meeting the requirements of its Rehabilitation Plan, based on the annual standards of the Rehabilitation Plan.

Actuarial Status Certification under IRC Section 432

Exhibit 2: Summary of Actuarial Valuation Projections

The actuarial factors as of January 1, 2022 (based on projections from the January 1, 2021 valuation certificate):

1. Financial Information			
a. Market value of assets			$13,417,990
b. Actuarial value of assets			13,417,990
c. Reasonably anticipated contributions			
1) Upcoming year			22,923
2) Present value for the next five years			126,152
3) Present value for the next seven years			187,389
d. Projected benefit payments			4,994,162
e. Projected administrative expenses (beginning of year)			453,786
2. Liabilities			
a. Present value of vested benefits for active participants			1,259,899
b. Present value of vested benefits for non-active participants			63,558,300
c. Total unit credit accrued liability			64,848,255
d. Present value of payments	**Benefit Payments**	**Administrative Expenses**	**Total**
1) Next five years	$21,588,564	$2,225,717	$23,814,281
2) Next seven years	28,465,467	3,086,330	31,551,797
e. Unit credit normal cost plus expenses			461,413
f. Ratio of inactive participants to active participants			72.89
3. Funded Percentage (1.b)/(2.c)			20.6%
4. Funding Standard Account			
a. Credit Balance as of the end of prior year			($22,646,871)
b. Years to projected funding deficiency			1
5. Projected Year of Emergence			N/A
6. Years to Projected Insolvency			3
7. Year Projected to be in Critical Status (based on test C10. in Exhibit 1), if within next five years			N/A

Actuarial Status Certification under IRC Section 432

Exhibit 3: Funding Standard Account Projections

The table below presents the Funding Standard Account Projections for the Plan Years beginning January 1.

		Year Beginning January 1					
		2021	2022	2023	2024	2025	2026
1.	Credit balance (BOY)	($16,220,578)	($22,646,871)	($29,437,168)	($37,053,123)	($44,418,628)	($51,654,619)
2.	Interest on (1)	(648,823)	(905,875)	(1,177,487)	(1,482,125)	(1,776,745)	(2,066,185)
3.	Normal cost	27,389	7,627	7,646	7,665	7,684	7,703
4.	Administrative expenses	440,569	453,786	467,400	481,422	495,865	510,741
5.	Net amortization charges	5,140,236	5,219,167	5,740,519	5,195,213	4,775,650	4,089,670
6.	Interest on (3), (4) and (5)	224,328	227,223	248,623	227,372	211,168	184,325
7.	Expected contributions	53,973	22,923	25,215	27,737	30,511	33,562
8.	Interest on (7)	1,079	458	504	555	610	671
9.	Full-funding limit credit	0	0	0	0	0	0
10.	**Credit balance (EOY): (1) + (2) – (3) – (4) – (5) – (6) + (7) + (8) + (9)**	**($22,646,871)**	**($29,437,168)**	**($37,053,123)**	**($44,418,628)**	**($51,654,619)**	**($58,479,009)**

		2027	2028	2029	2030	2031
1.	Credit balance (BOY)	($58,479,009)	($64,876,266)	($69,014,285)	($73,212,172)	($77,412,820)
2.	Interest on (1)	(2,339,160)	(2,595,051)	(2,760,571)	(2,928,487)	(3,096,513)
3.	Normal cost	7,722	7,741	7,760	7,779	7,798
4.	Administrative expenses	526,063	541,845	558,100	574,843	592,088
5.	Net amortization charges	3,404,438	973,865	859,984	688,802	146,612
6.	Interest on (3), (4) and (5)	157,529	60,938	57,034	50,857	29,860
7.	Expected contributions	36,918	40,609	44,670	49,137	54,051
8.	Interest on (7)	738	812	893	983	1,081
9.	Full-funding limit credit	0	0	0	0	0
10.	**Credit balance (EOY): (1) + (2) – (3) – (4) – (5) – (6) + (7) + (8) + (9)**	**($64,876,266)**	**($69,014,285)**	**($73,212,172)**	**($77,412,820)**	**($81,230,559)**

Actuarial Status Certification under IRC Section 432

Exhibit 4: Funding Standard Account — Projected Bases Assumed Established after January 1, 2021

Schedule of Funding Standard Account Bases

Type of Base	Date Established	Base Established	Amortization Period	Amortization Payment
Experience (Gain)/Loss	1/1/2022	($1,019,791)	15	($88,193)

Actuarial Status Certification under IRC Section 432

Exhibit 5: Solvency Projections

The table below presents the projected Market Value of Assets for the Plan Years beginning January 1, 2021 through 2024.

	Year Beginning January 1,			
	2021	**2022**	**2023**	**2024**
1. Market Value at beginning of year	$17,335,300	$13,417,990	$8,412,108	$3,319,115
2. Contributions	53,973	22,923	25,215	27,737
3. Withdrawal liability payments	0	0	0	0
4. Benefit payments	5,124,876	4,994,162	4,871,668	4,737,264
5. Administrative expenses	382,671	463,500	477,405	491,727
6. Interest earnings	1,536,264	428,857	230,865	29,623
7. Market Value at end of year: (1)+(2)+(3)-(4)-(5)+(6)	$13,417,990	$8,412,108	$3,319,115	$0
8. Available resources: (1)+(2)+(3)-(5)+(6)	**$18,542,866**	**$13,406,270**	**$8,190,783**	**$2,884,748**

NOTE: The projected benefit payments shown above are based on a closed group, i.e., not reflecting new participants entering the plan. If such new entrants were reflected, in our judgment this would not change the conclusion that the plan is projected to become insolvent in 2024, under the assumptions used. This projection is not intended to be used for any purpose other than this certification.

Exhibit 6: Actuarial Assumptions and Methodology

The actuarial assumptions and plan of benefits are as used in the January 1, 2021 actuarial valuation certificate, dated February 8, 2022, except as specifically described below. We also assumed that experience would emerge as projected, except as described below. The calculations are based on a current understanding of the requirements of ERISA Section 305 and IRC Section 432.

Contribution Rates:	All actives are covered under the Default Schedule of the Rehabilitation Plan that calls for a 10% contribution rate increase each year. Because of the Evergreen Clause of the CBAs, the certification assumes the rate increases indefinitely.
Asset Information:	The financial information as of December 31, 2021 was based on an unaudited financial statement provided by the Fund Administrator. For projections after that date, the assumed administrative expenses were increased by 3% per year and the benefit payments were projected based on the January 1, 2021 actuarial valuation. The projected net investment return was assumed to be 4.00% of the average market value of assets for the 2022 - 2030 Plan Years. Any resulting investment gains or losses due to the operation of the asset valuation method are amortized over 15 years in the Funding Standard Account.
Projected Industry Activity:	The projected industry activity assumption takes into account information provided by the plan sponsor as required by Internal Revenue Code Section 432, historical and current contribution levels, projections in employment levels, and professional judgement. Based on this information, the number of active participants is assumed to be 5, with average contributions increasing by 10% each year.
Future Normal Costs:	We have assumed that the Normal Cost under the Unit Credit method will be the same as in the 2021 Plan year, adjusted for the above Projected Industry Activity and increased by 0.25% per year to reflect future mortality improvements.

Segal valuation results are based on proprietary actuarial modeling software. The actuarial valuation models generate a comprehensive set of liability and cost calculations that are presented to meet regulatory, legislative and client requirements. Deterministic cost projections are based on a proprietary forecasting model. Our Actuarial Technology and Systems unit, comprised of both actuaries and programmers, is responsible for the initial development and maintenance of these models. The models have a modular structure that allows for a high degree of accuracy, flexibility and user control. The client team programs the assumptions and the plan provisions, validates the models, and reviews test lives and results, under the supervision of the responsible actuary.

Exhibit 7: Documentation Regarding Progress Under Rehabilitation Plan

Based on the Rehabilitation Plan in effect as of December 31, 2021, the applicable standard for January 1, 2022 was that the unaudited fund assets on January 1, 2022 would be at least $0 million. This certification shows unaudited assets of $13.4 million as of that date and therefore demonstrates that this standard is met.

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UFCW & Employers Trust, LLC
RETAIL CLERKS SPECIALTY STORES PENSION FUND
For Period Ending 8/31/2022
PROFIT LOSS REPORT COMPAREDTO PRIOR YEAR

	PTD-Actual Aug-22	*PTD-Actual* Aug-21	*PTD-Variance* -	*YTD Actual* Aug-22	*YTD Actual* Aug-21	*YTD-Variance* -
ADDITIONS						
CONTRIBUTIONS FROM EMPLOYERS	$1,511	$3,723	($2,212)	$14,768	$37,164	($22,395)
TOTAL	**1,511**	**3,723**	**(2,212)**	**14,768**	**37,164**	**(22,395)**
INVESTMENT INCOME						
REALIZED AND UNREALIZED GAINS/(LOSSES)	(136,384)	192,947	(329,330)	(1,648,427)	1,125,936	(2,774,363)
INTEREST AND DIVIDEND INCOME	7,077	12,289	(5,213)	103,188	212,184	(108,996)
TOTAL	**(129,307)**	**205,236**	**(334,543)**	**(1,545,239)**	**1,338,120**	**(2,883,359)**
LESS INVESTMENT EXPENSES	(9,948)	(10,899)	951	(71,073)	(78,813)	7,741
TOTAL INVESTMENT INCOME	**(139,255)**	**194,337**	**(333,592)**	**(1,616,312)**	**1,259,307**	**(2,875,618)**
MISCELLANEOUS INCOME	0	0	0	0	753	(752)
TOTAL MISCELLANEOUS INCOME	0	0	0	0	753	(752)
TOTAL ADDITIONS	**(137,744)**	**198,060**	**(335,804)**	**(1,601,544)**	**1,297,224**	**(2,898,765)**
EXPENSES						
BENEFIT PAYMENTS						
PENSION BENEFITS	458,001	406,504	51,497	2,943,232	3,396,145	(452,913)
TOTAL BENEFIT PAYMENTS	**458,001**	**406,504**	**51,497**	**2,943,232**	**3,396,145**	**(452,913)**
LLC ADMINISTRATIVE EXPENSES						
LLC ALLOCATION	12,389	11,096	1,293	100,613	99,842	771
TOTAL LLC ADMINISTRATIVE EXPENSES	**12,389**	**11,096**	**1,293**	**100,613**	**99,842**	**771**
DIRECT EXPENSES						
ADMINISTRATIVE EXPENSES						
SUB-OFFICE ADMINISTRATION	465	460	5	3,712	4,055	(342)
TRUSTEE REIMBURSEMENT	(332)	788	(1,119)	9,056	(196)	9,252
PENSION BENEFIT GUARANTY INSURANCE	27,285	0	27,285	27,285	0	27,285
INSURANCE	0	0	0	20,482	17,413	3,069
BANKING FEES	185	313	(129)	2,054	2,521	(467)
OFFICE SUPPORT	398	119	279	5,439	4,199	1,241
TOTAL ADMINISTRATIVE EXPENSES	**28,001**	**1,680**	**26,321**	**68,028**	**27,992**	**40,038**
PROFESSIONAL EXPENSES						
LEGAL	5,486	0	5,486	10,132	7,878	2,253
CONSULTANTS	30,021	3,750	26,271	94,033	67,073	26,960
AUDIT	0	0	0	10,000	5,266	4,734
EMPLOYER COMPLIANCE AUDIT	167	4,310	(4,143)	2,318	10,701	(8,384)
COMMUNICATION	91	49	42	649	98	552
TOTAL PROFESSIONAL EXPENSES	**35,765**	**8,109**	**27,656**	**117,132**	**91,016**	**26,115**
TOTAL DIRECT EXPENSES	**63,766**	**9,789**	**53,977**	**185,160**	**119,008**	**66,153**
TOTAL EXPENSES	**534,156**	**427,389**	**106,767**	**3,229,005**	**3,614,995**	**(385,989)**
INCREASE / (DECREASE) IN NET ASSETS AVAILABLE FOR BENEFITS	**(671,900)**	**(229,329)**	**(442,571)**	**(4,830,549)**	**(2,317,771)**	**(2,512,776)**

UFCW & Employers Trust, LLC
RETAIL CLERKS SPECIALTY STORES PENSION FUND
For the Eight Months Ending 8/31/2022
BALANCE SHEET

	Aug-22
	YTD-Actual
ASSETS	
CASH	
SHORT TERM INVESTMENTS-BANK	$550,724
TOTAL CASH	**550,724**
INVESTMENTS	
INVESTMENT FUNDS	7,765,028
TOTAL INVESTMENTS	**7,765,028**
RECEIVABLES	
* CONTRIBUTIONS	3,900
INTEREST & DIVIDENDS (1)	6,491
OTHER RECEIVABLES & PREPAID EXPENSES (/1)	4,716
TOTAL RECEIVABLES	**15,107**
TOTAL ASSETS	**8,330,859**
LIABILITIES	
ACCOUNTS PAYABLE	76,698
TAXES PAYABLE	(20)
DUE TO/ (FROM) OTHER FUNDS	(12,757)
TOTAL LIABILITES	**63,921**
NET ASSETS AVAILABLE FOR BENEFITS	**8,266,938**
FOOTNOTES:	
GAIN OR (LOSS) FROM OPERATIONS	(3,214,237)
GAIN OR (LOSS) FROM INVESTMENTS	(1,616,312)
TOTAL GAIN OR (LOSS)	**(4,830,549)**
*** - AUDIT ENTRIES**	

UFCW & Employers Trust, LLC
RETAIL CLERKS SPECIALTY STORES PENSION FUND
For Period Ending 8/31/2022
PROFIT LOSS REPORT TREND

	Jan-22 PTD-Actual	*Feb-22 PTD-Actual*	*Mar-22 PTD-Actual*	*Apr-22 PTD-Actual*	*May-22 PTD-Actual*	*Jun-22 PTD-Actual*	*Jul-22 PTD-Actual*	*Aug-22 PTD-Actual*	*YTD-TOTAL Actual*
ADDITIONS									
CONTRIBUTIONS FROM EMPLOYER	$3,900	$1,461	$1,411	$1,893	$1,577	$1,675	$1,341	$1,511	$14,769
TOTAL	**3,900**	**1,461**	**1,411**	**1,893**	**1,577**	**1,675**	**1,341**	**1,511**	**14,769**
INVESTMENT INCOME									
REALIZED AND UNREALIZED GA	(375,148)	(234,003)	(75,788)	(591,586)	38,366	(516,529)	242,644	(136,384)	(1,648,428)
INTEREST AND DIVIDEND INCOM	10,321	9,655	25,977	10,924	9,435	24,202	5,597	7,077	$103,188
TOTAL	**(364,827)**	**(224,348)**	**(49,811)**	**(580,662)**	**47,801**	**(492,327)**	**248,241**	**(129,307)**	**(1,545,240)**
LESS INVESTMENT EXPENSES	(16,633)	(89)	(102)	(26,182)	(69)	(75)	(17,973)	(9,948)	(71,071)
TOTAL INVESTMENT INCOME	**(381,460)**	**(224,437)**	**(49,913)**	**(606,844)**	**47,732**	**(492,402)**	**230,268**	**(139,255)**	**(1,616,311)**
TOTAL ADDITIONS	**(377,560)**	**(222,976)**	**(48,502)**	**(604,951)**	**49,309**	**(490,727)**	**231,609**	**(137,744)**	**(1,601,542)**
EXPENSES									
BENEFIT PAYMENTS									
PENSION BENEFITS	49,786	403,629	410,606	447,073	380,581	401,994	391,562	458,001	2,943,232
TOTAL BENEFIT PAYMENTS	**49,786**	**403,629**	**410,606**	**447,073**	**380,581**	**401,994**	**391,562**	**458,001**	**2,943,232**
LLC ADMINISTRATIVE EXPENSES									
LLC ALLOCATION	10,705	14,497	12,732	10,058	9,658	16,842	13,730	12,389	100,611
TOTAL LLC ADMINISTRATIVE EX	**10,705**	**14,497**	**12,732**	**10,058**	**9,658**	**16,842**	**13,730**	**12,389**	**100,611**
DIRECT EXPENSES									
ADMINISTRATIVE EXPENSES									
SUB-OFFICE ADMINISTRATION	428	457	514	462	464	459	463	465	3,712
TRUSTEE REIMBURSEMENT	0	0	169	0	0	644	8,574	(332)	9,055
PENSION BENEFIT GUARANTY	0	0	0	0	0	0	0	27,285	27,285
INSURANCE	20,482	0	0	0	0	0	0	0	20,482
BANKING FEES	295	287	296	275	257	276	184	185	2,055
OFFICE SUPPORT	247	686	1,731	146	426	1,646	159	398	5,439
TOTAL ADMINISTRATIVE EXPE	**21,452**	**1,430**	**2,710**	**883**	**1,147**	**3,025**	**9,380**	**28,001**	**68,028**
PROFESSIONAL EXPENSES									
LEGAL	12	165	812	523	0	853	2,283	5,486	10,134
CONSULTANTS	5,593	3,750	12,689	0	19,796	9,608	12,576	30,021	94,033
AUDIT	0	0	0	0	0	0	10,000	0	10,000
EMPLOYER COMPLIANCE AUD	0	51	283	105	0	986	726	167	2,318
COMMUNICATION	2	460	11	12	64	0	9	91	649
TOTAL PROFESSIONAL EXPE	**5,607**	**4,426**	**13,795**	**640**	**19,860**	**11,447**	**25,594**	**35,765**	**117,134**
TOTAL DIRECT EXPENSES	**27,059**	**5,856**	**16,505**	**1,523**	**21,007**	**14,472**	**34,974**	**63,766**	**185,162**
TOTAL EXPENSES	**87,550**	**423,982**	**439,843**	**458,654**	**411,246**	**433,308**	**440,266**	**534,156**	**3,229,005**
INCREASE / (DECREASE) IN NET A AVAILABLE FOR BENEFITS	**(465,110)**	**(646,958)**	**(488,345)**	**(1,063,605)**	**(361,937)**	**(924,035)**	**(208,657)**	**(671,900)**	**(4,830,547)**

Financial Statements
December 31, 2021 and 2020

Retail Clerks Specialty Stores Pension Plan

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Independent Auditor's Report

The Board of Trustees
Retail Clerks Specialty Stores Pension Plan
Concord, California

Opinion

We have audited the accompanying financial statements of Retail Clerks Specialty Stores Pension Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA) which comprise the statements of net assets available for benefits as of December 31, 2021 and 2020, the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of Retail Clerks Specialty Stores Pension Plan as of December 31, 2021 and 2020, and the changes in its net assets available for benefits for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Retail Clerks Specialty Stores Pension Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Retail Clerks Specialty Stores Pension Plan's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the plan, and determining that the plan's transactions that are presented and disclosed in the financial statements are in conformity with the plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Retail Clerks Specialty Stores Pension Plan's internal control. Accordingly, no such opinion is expressed.

- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.

- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Retail Clerks Specialty Stores Pension Plan's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Supplemental Schedules Required by ERISA

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule H, line 4i – schedule of assets held at end of year, and schedule H, line 4j – schedule of reportable transactions as of or for the year ended December 31, 2021, are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS.

In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, including their form and content, are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying schedules is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Eide Bailly LLP

San Ramon, California
November 22, 2022

	2021	2020
Assets		
Investments, at fair value	$ 12,823,041	$ 17,169,917
Receivables		
Employer contributions	3,900	5,984
Interest and dividends	32,844	40,642
	36,744	46,626
Cash	423,505	220,384
Total assets	13,283,290	17,436,927
Liabilities		
Accounts payable	23,641	35,929
Due to UFCW Admin LLC	20,918	50,606
Due to other trusts	119,245	-
Due to broker for securities purchased	22,000	15,092
Total liabilities	185,804	101,627
Net Assets Available for Benefits	$ 13,097,486	$ 17,335,300

	2021	2020
Additions		
Investment income		
Net appreciation in fair value of investments	$ 950,457	$ 1,529,360
Interest and dividends	363,115	370,951
Settlement income	78	-
	1,313,650	1,900,311
Less investment expenses	(66,307)	(74,414)
	1,247,343	1,825,897
Employer contributions	51,889	65,658
Withdrawal liability contributions	-	168,680
	51,889	234,338
Total additions	1,299,232	2,060,235
Deductions		
Pension benefits	5,099,843	5,281,832
Administrative costs to UFCW Admin LLC	147,848	200,555
Outsourced professional services and trustee related costs		
Actuarial consultants	94,337	115,311
Financial advisor services	66,202	65,288
Legal services	9,753	28,855
Auditing services	38,231	24,494
Union local administrative support	5,434	7,252
Trustee meetings and conferences	5,020	1,657
Total outsourced professional services and trustee related costs	218,977	242,857
Operating expenses		
Insurance expense	61,557	63,965
Printing and postage	4,992	5,424
Banking fees	3,704	3,244
Communication services	125	57
Total operating expenses	70,378	72,690
Total deductions	5,537,046	5,797,934
Net Decrease	(4,237,814)	(3,737,699)
Net Assets Available for Benefits		
Beginning of year	17,335,300	21,072,999
End of year	$ 13,097,486	$ 17,335,300

Note 1 - Description of the Plan

The following brief description of Retail Clerks Specialty Stores Pension Plan (the Plan) is provided for general information purposes only. Participants should refer to the summary plan description for more complete description of the Plan's provisions.

General

The Plan, a multiemployer defined benefit pension plan, was established on March 3, 1962 for the purpose of providing pension benefits to eligible participants covered by collective bargaining agreements between United Food & Commercial Workers Union Locals and employer associations and individual employers signatory to the agreements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Administration of the Plan is the responsibility of the Board of Trustees (the Trustees) and is governed by a joint board consisting of equal representation from employers and the United Food & Commercial Workers Union Locals.

Eligibility

Eligibility conditions and benefit amount payable for the various types of pensions provided by this Plan are based on the accumulation and retention of vesting credit, credited service, percentage of contributions, years of vesting credit and provisions specific to the date the pension becomes effective. A participant becomes eligible on the first day of the month after he or she earns 760 hours of service (including at least one hour of covered service) within any two consecutive plan years. A participant who incurs a permanent break in service shall cease to be a participant as of the last day of the plan year in which their one year break in service equals or exceeds five years, unless he/she is a pensioner or vested participant.

Vesting

A participant earns a permanent right to a retirement benefit at normal retirement age as soon as they become vested. A participant is vested under this Plan if they meet any of the following conditions:

- Beginning January 1, 1997, a participant becomes vested after earning five years of vesting credit without a permanent break in service, and you earned at least one hour of service on or after January 1, 1997.
- Beginning January 1, 1976 and January 1, 1997, you must have earned at least ten years of vesting credit without a permanent break in service.
- Prior to January 1, 1976, vesting is determined under the pension plan rules in effect at that time.

These vesting credits are earned by working 870 or more hours in covered employment during the plan year, partial credits are earned in years in which 380 or more hours are worked. Other vesting rules as described in the plan document may apply.

Pension Benefits

Participants with at least 380 hours of service in the plan year that precedes normal retirement age (65 or the attained age on the fifth anniversary of your participation date, if later than age 65) or a participant that reaches normal retirement age and is vested are entitled to a pension benefit. The monthly amount of the normal retirement benefit is the sum of a participant's future service benefit and past service benefit (if any). The future service benefit is a percentage of the employer contributions made on the participant's behalf during each plan year that they are a participant. Past service benefit is based on a percentage of past service earnings for each month of credited past service. The normal form of benefit payment is a joint and 50% survivor annuity for married participants and a single life annuity for participants who are not married or have rejected the joint and survivor annuity. Benefits are paid monthly unless the actuarial present value of the benefit is $1,000 or less, then upon application the Board of Trustees will pay the benefit in a single lump sum payment.

Due to the critical status of the Plan, a rehabilitation plan has been implemented effective January 1, 2014. The following actions have been taken to forestall insolvency of the Fund:

The following non-protected and/or adjustable benefits for the participants and beneficiaries who are not already in pay status as of April 12, 2013, are eliminated effective January 1, 2014, or, if later, the date that benefits can be eliminated allowing for legally required advance notice. The Plan will not pay active and inactive vested participants any type of retirement benefit other than normal retirement, except that an early retirement benefit shall continue to be paid but shall be predetermined to the actuarial equivalent of a normal retirement benefit.

Retired participants and their beneficiaries who are in pay status as of April 12, 2013, including the non-protected or optional benefits mentioned above shall not be affected by this Rehabilitation Plan.

Death and Disability Benefits

In the event of a death of a participant prior to retirement, but after becoming vested, a participant's surviving spouse may be eligible to receive 50% of a participant's accrued benefit adjusted as though the participant had retired on the day of death and had elected the joint and survivor annuity effective as of the first of the month following the date the participant would have attained age 55 had the participant lived. Under the rehabilitation plan, there are no longer disability benefits available under the Plan unless the participant's social security disability effective date if prior to April 13, 2013. Additionally, no death benefit may commence payment prior to the date as of which the participant would have attained age 65.

Note 2 - Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting.

Use of Estimates

The preparation of the financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, disclosures of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits at the date of the financial statements. Accordingly, actual results may differ from those estimates.

Employer Contributions and Contributions Receivable

The Plan's policy is to recognize contributions based on the latest executed collective bargaining agreement on an individual employer basis. Contributions from participating employers are based on a percentage of an employee's monthly wage and are payable to the Plan during the subsequent month. Contributions due but not paid prior to year-end are recorded as contributions receivable. Management of the Plan evaluates participating employers' contributions receivable periodically for potential uncollectible amounts based on the likelihood of collection. As of December 31, 2021 and 2020, there was no allowance taken.

The Plan has an employer payroll audit system in place in which the employers are randomly audited to verify that they are contributing in accordance with their signed agreement. Delinquencies may arise due to these payroll audits, and are recorded as contributions when collected.

Assessed Withdrawal Liability Receivable

The Plan's policy is to recognize a receivable at its present value, net of any allowance for collectability once a withdrawal liability has been actuarially determined and formally assessed by the Plan. As of December 31, 2021 and 2020, there is no withdrawal liability receivable accrued.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements. The Plan's Board of Trustees determines the Plan's valuation policies utilizing information provided by the investment advisors and custodians.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as those held during the year.

The classification of investment earnings reported in the statements of changes in net assets available for benefits may differ from the classification of earnings on Form 5500 due to different reporting requirements on Form 5500.

Administrative Expenses

Expenses incurred in connection with the general administration of the Plan that are paid by the Plan are recorded as deductions in the accompanying statements of changes in net assets available for benefits. In addition, certain investment related expenses are included in net appreciation of fair value of investments presented in the accompanying statements of changes in net assets available for benefits.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump sum distributions that are attributable under the Plan's provisions to the service participants have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated participants or their beneficiaries, (b) beneficiaries of participants who have died, and (c) present participants or their beneficiaries. Benefits under the Plan are accumulated based on contributions and years of service. The accumulated plan benefits for active participants will equal the accumulation, with interest, of the annual benefit accruals as of the benefit information date. Benefits payable under all circumstances (retirement, death, disability, and termination of employment) are included to the extent they are deemed attributable to participant service rendered to the valuation date.

Concentration of Credit Risk

The Plan maintains its cash balances at high credit quality financial institutions. Accounts at these institutions are insured by the Federal Deposit Insurance Corporation up to $250,000. At times, such cash balances may be in excess of the insurance limit.

Subsequent Events

The Plan sponsor has evaluated subsequent events through November 22, 2022, the date which the financial statements were available to be issued.

Note 3 - Funding Policy

Contributions

The participating employers contribute such amounts as are specified in the collective bargaining agreements. During the years ended December 31, 2021 and 2020, the Plan received contributions from employers at a range of rates from 4% to 9% of each participant's earnings for their benefit credit, an additional 4.97% to 10.21% of earnings is paid as part of the rehabilitation plan to offset funding deficiency.

The Plan’s actuary has advised that the minimum funding requirements of ERISA were not met as of December 31, 2021. Therefore, the Board of Trustees have adopted a Rehabilitation Plan.

Pension Protection Act and Multiemployer Pension Reform Act Filing of Critical Status

Under the Pension Protection Act, the Plan's actuary certified the Plan will be in critical and declining status which is considered red zone. The Plan will be less than 65% funded and will have a projected funding deficiency within 5 years as of December 31, 2021 or inability to pay benefits within 7 years. The Board approved a rehabilitation plan effective March 14, 2013 which increases the base contribution rate by 10% compounded annually. It further decreases benefits to participants not in pay status. See Note 1 for more information on pension benefit rules.

For the plan year beginning January 1, 2021, Under the Pension Protection Act of 2006 (the Act), the Plan’s actuary certified that the Plan is in critical and declining status, which is considered the “red zone”. The Board of Trustees continues to monitor the rehabilitation plan.

Note 4 - Plan Termination

The Plan may be terminated at any time by the Board of Trustees by an instrument in writing executed by mutual consent, subject to the provisions of the plan document. Upon the termination of the Plan, assets will be paid out as follows:

Upon termination or partial termination, the rights of all affected participants and their beneficiaries to benefits accrued to the date of such termination or partial termination will be nonforfeitable to the extent funded by the date of the termination. Each such participant and beneficiary currently entitled to benefits shall receive, in lieu of any other benefits hereunder, a nonforfeitable right to that proportion of the total available assets involved in the termination as is equal to their proportionate share of the total actuarial reserves for all such affected benefits, as determined by the Board of Trustees on the basis of the recommendations of a qualified actuary.

Certain benefits under the Plan are covered by the insurance protection of the Pension Benefit Guaranty Corporation (“PBGC”) if the Plan terminates. The PBGC does not guarantee all benefits under the Plan, and the amount of protection is subject to certain limitations. Whether participants receive the full amount of benefits to which they are entitled should the Plan terminate at some future time will depend on the sufficient of the Plan’s net assets on the date of payment to provide for accumulated benefit obligations and may also depend on the financial condition of the Plan and the level of benefits guaranteed by the PBGC.

Note 5 - Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under the FASB ASC 820 are described as follows:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2021 and 2020.

Corporate obligation - Valued using pricing models maximizing the use of observable inputs for similar securities. This includes basing value on yields currently available on comparable securities of issuer with similar credit ratings.

Mutual funds - Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the Securities and Exchange Commission (SEC). These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Common collective trusts and real estate investment funds - Valued at fair value based on the NAV of units held of the collective trusts. The NAV provided by the custodian is used as a practical expedient to estimate fair value. The NAV is based on the observable market prices of the underlying investments within the fund less liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2021 and 2020.

	2021			
	Level 1	Level 2	Level 3	Total
Corporate obligation	$ -	$ 17	$ -	$ 17
Mutual funds	11,558,648	-	-	11,558,648
Investments in the fair value hierarchy	$ 11,558,648	$ 17	$ -	11,558,665
Investments at net asset value (a)				1,264,376
Total investments at fair value				$ 12,823,041

	2020			
	Level 1	Level 2	Level 3	Total
Corporate obligation	$ -	$ 17	$ -	$ 17
Mutual funds	15,546,849	-	-	15,546,849
Investments in the fair value hierarchy	$ 15,546,849	$ 17	$ -	15,546,866
Investments at net asset value (a)				1,623,051
Total investments at fair value				$ 17,169,917

(a) In accordance with Subtopic 820-10, certain investments that were measured at net asset value per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statement of net assets available for benefits.

Fair Value of Investments That Calculate Net Asset Value

The following table summarizes investments measured at fair value based on NAVs per share as of December 31, 2021 and 2020, respectively.

	Fair Value December 31, 2021	Fair Value December 31, 2020	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Common collective trust (direct-filing entity)					
NTGI Short Term Investment Fund	$ 1,264,376	$ 522,976	$ -	Daily	1 Day
Other - real estate investment fund					
RREEF America REIT II	-	1,100,075	$ -	Quarterly	45 Days
	$ 1,264,376	$ 1,623,051			

The objective of the RREEF America REIT II is to generate competitive investment returns from a portfolio of equity investments in income producing real property.

Note 6 - Actuarial Present Value of Accumulated Plan Benefits

The actuarial present value of accumulated plan benefits is determined by an independent actuary and it is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and expected date of payment. The significant actuarial assumptions used in the valuation as of December 31, 2020, were as follows:

Assumed rate of return on investments	4% compounded annually
Mortality	RP-2014 Blue Collar Mortality Tables, set forward 1 year, with generational projection using Scale MP-2017 from 2014)
Assumed retirement age	61.9

The actuarial present value of accumulated plan benefits as of December 31, 2020, follows:

Vested benefits of participants and beneficiaries currently receiving benefits	$ 46,360,397
Other vested benefits	20,959,508
Non-Vested Benefits	33,118
	$ 67,353,023

The changes in the actuarial present value of accumulated plan benefits for the year ended December 31, 2020, are as follows:

Actuarial present value of accumulated plan benefits, December 31, 2019	$ 68,230,014
Increase(decrease) during year due to	
Benefits accumulated, net experience gain or loss, changes in data	422,563
Benefits paid	(5,281,832)
Changes in actuarial assumptions	1,358,714
Interest	2,623,564
Actuarial present value of accumulated plan benefits, December 31, 2020	$ 67,353,023

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated Plan benefits.

Significant changes in assumptions between December 31, 2020 and 2019 include: Retirement rates for inactive vested participants is now 100% at age 71, previously 100% at age 65.

The computations of the actuarial present value of accumulated Plan benefits were made as of January 1, 2021. Had the valuation been performed as of December 31 there would be no material differences.

Note 7 - Related Party and Party-in-interest Transactions

The Plan pays fees for several arrangements with service providers and affiliated entities. These transactions are considered exempt party-in-interest transactions under ERISA.

The Plan has an Administrative Services Agreement with the UFCW – Employer Benefit Plans of Northern California Group Administration, LLC (the LLC). Personnel costs, office space, office supplies, depreciation, furniture and equipment rental expenses paid for administration costs for the years ended December 31, 2021 and 2020 were $147,848 and $200,555 respectively. The Plan pays the LLC for its share of LLC administrative costs pursuant to the terms of the Administrative Services Agreement and an allocation methodology approved by the Board. In addition, certain administrative costs can be attributable to only one Plan and those direct costs are reimbursed to the LLC by the applicable Plan. As a result of these transactions at December 31, 2021 and 2020, the Plan owed the LLC $20,918 and $50,606, respectively.

The local unions, which are a party to the collective bargaining agreement, provide information and administrative assistance to the participants of this Plan. Pursuant to agreements with the LLC, the local unions are reimbursed for cost of services performed, based on an approved allocation methodology. For the years ended December 31, 2021 and 2020, reimbursements totaled $5,434 and $7,252, respectively.

Note 8 - Employer Withdrawal Liability

The Multi-Employer Pension Plan Amendments Act of 1980, as amended by the Deficit Reduction Act of 1984 imposes a liability on employers that withdraw from the Plan. The amount due to the Plan from a withdrawn employer is based on the history of contributions to the Plan and the related unfunded vested benefits.

As of years ended December 31, 2021 and 2020, the Plan is in withdrawal liability status. There were two employers with assessed withdrawal liability that is required to make payments to the Plan to reduce their withdrawal liability. Payments are to be made on a quarterly basis with a payment length of 20 years according to terms of the agreement. The present value for future stream of payments from those employers at December 31, 2021 and 2020 is $366,663 and $366,663, respectively. Due to the uncertainty of the going concern of the employers over an extended period of time, complete payment and timing of payment, this receivable has been fully reserved.

During the plan years ended December 31, 2021 and 2020, the Plan received $0 and $168,680 in withdrawal liability payments.

Note 9 - Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statement of net assets available for benefits.

The actuarial present value of accumulated Plan benefits is reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near-term would be material to the financial statements.

Note 10 - Tax Status

The Plan obtained its latest determination letter on August 31, 2015, in which the IRS states that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code (IRC). The Plan has been amended since receiving the determination letter. However, the plan management believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC.

Periodically, the Plan is subject to Federal and California taxes on its unrelated business taxable income (UBTI). UBTI is derived from a trade or business that is unrelated to the exempt organization's purpose. For this Plan, UBTI is mainly derived from investing in entities that also use third party debt financing. The Plan, as amended, continues to qualify and to operate in accordance with the applicable provision of the Internal Revenue Code for which the Plan has received a favorable tax exemption letter.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Note 11 - Plan Amendments

During 2021, the Plan was amended to change the required beginning date to April 1 of the calendar year following the calendar year in which a participant attains age 72.

Supplementary Information
December 31, 2021

Retail Clerks Specialty Stores Pension Plan

(a)	(b) Identity if issuer, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value
Mutual Funds				
	American Europacific Growth Fund	Mutual Funds	$ 875,294	$ 1,230,540
	Vanguard Star FD Vanguard	Mutual Funds	957,188	1,241,095
	Pimco Fds Pac Invt Mgmt	Mutual Funds	713,755	765,949
	Fidelity US Bond Index	Mutual Funds	1,561,213	1,509,648
	Doubleline Core Fixed Income Fund I	Mutual Funds	3,478,484	3,472,558
	Dodge & Cox Stock Fund	Mutual Funds	1,241,607	1,689,829
	JP Morgan Large Cap Growth Fund	Mutual Funds	979,990	1,649,029
	Total Mutual Funds		9,807,531	11,558,648
Corporate obligation				
	PVTPL Sigma Fin Inc	0% 12/31/2040	-	17
	Total Corporate obligation		-	17
Common Collective Trust				
	NTGI Collective Govt STIF Registered	Common Collective Trust	1,264,376	1,264,376
	Total Common Collective Trust		1,264,376	1,264,376
		Total Investments	$ 11,071,907	$ 12,823,041

(a) Identity of Party Involved	(b) Description of Asset	Number of Transactions	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expenses Incurred with Transaction	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain (Loss)
(iii) Series in same security									
CF RREEF AMERICA REIT II FUND	Mutual Fund	3	$ -	$ 1,124,090	$ -	$ -	$ 916,430	$ 1,124,090	$ 207,660
MFO DODGE & COX STOCK FD OPEN END FD	Mutual Fund	8	60,877	-	-	-	60,877	60,877	-
		9	-	1,060,000	-	-	823,160	1,060,000	236,840
MFO DOUBLELINE CORE FIXED INCOME FUND I	Mutual Fund	8	-	1,145,000	-	-	1,131,970	1,145,000	13,030
MFO JPMORGAN TR I LARGE CAP GROWTH FD (	Mutual Fund	2	205,370	-	-	-	205,370	205,370	-
		9	-	885,000	-	-	441,814	885,000	443,186
NTGI COLTV GOVT STIF REGISTERED	Common Collective	57	5,486,400	-	-	-	5,486,400	5,486,400	-
		11	-	4,745,000			4,745,000	4,745,000	-

GUIDELINES FOR MEMBER DEMOGRAPHIC DATA COLLECTION & PAYMENT OF RMDS

I. Purpose and Background:

This SOP describes the Pension Department's methodologies for demographic data collection and the maintenance of this data, including Personally Identifiable Information (PII) for Pension Plan and IAP Plan Participants for the express purpose of providing benefits and/or communicating benefit information to its Participants, specifically with regard to the NRA Suspension Notices, to fulfill the Plans' annual Required Mandatory Distribution ("RMD") notice requirement and to distribute the IAP Plan's Dormancy Notices. This document will also guide the development of a Data Management Plan for missing Participants. The importance of standardizing procedures to ensure that the UFCW & Employers Trust, LLC (the "TFO") uses uniform and systematic methods for collecting data cannot be overstated.

II. Scope:

The TFO has a number of different practices in order to collect and maintain demographic information ensuring that Participants (current or former) remain connected with their benefits. Generally, whenever a Pension Plan or IAP Plan Participant or Beneficiary enquires about their pension or files a claim for benefits, the TFO captures the address within the Vitech enterprise database system by manually updating the Participant's demographic record. The steps to reduce the incidence of lost/missing Participants include maintaining and updating contact information and prompt searches for Participants when the contact information is no longer valid.

This SOP will specifically relate to Pension Plan and IAP Plan Participants (terminated or active) whose demographic data is primarily obtained by the Pension Department through the following sources:

- Benefits Registration form
- Personal Information Change forms (PIC)
- TFO Website
- Pension Inquiry forms
- Retirement/Benefit Application forms
- Beneficiary Designation forms

III. Definitions and Abbreviations:

Member – Any person who is employed with an employer obligated to make contributions to the Pension Plan(s) on their behalf pursuant to a Collective Bargaining Agreement. This term refers to employees, or former employees whether or not they have attained vested status and/or retired.

Participant – A Pensioner (Retiree), Beneficiary, or an employee who has met the Pension Plan's or IAP Plan's participation requirements and is accruing pension credits under the Pension Plan or has an Account Balance in the IAP Plan, respectively. This term also applies to employees who have attained vested status, whether or not the employee is currently working for an employer contributing to the Pension or IAP Plan.

Beneficiary – A person, designated by the Participant, or by the Plans' terms, who is entitled, or may become entitled, to receive some or all of the Participant's pension benefits upon the Participant's death. Beneficiaries are treated as Plan Participants for ERISA disclosure purposes.

Active Participant – An employee who is currently working for a Contributing Employer, has met the Pension or IAP Plan's participation requirements, and may either be in Vested or Non-Vested status.
Active Vested Participant – An employee who has worked long enough to earn vested benefits in the Pension Plan, but who has not left their employer, and is not yet receiving a retirement benefit.

Active Non-Vested Participant – Generally, an employee who has not worked long enough to earn vested benefits in the Pension Plan, who is currently working for a Contributing Employer and is accruing pension credits, but pension benefits are not payable.

Dormant Account - If a Participant doesn't make an election within 5 years after they first became eligible to withdraw their Account Balance from the IAP Plan, the Account is considered a Dormant (or frozen) Account at the end of such 5-year period. A Dormant Account does not participate in the gains and losses of the IAP Plan. A Participant who elects to defer payment of their Account Balance by returning the written election form to the TFO within such 5 years will continue to accrue interest and expenses (meaning, the account of a Participant who makes a timely written election to defer payment of their Account Balance will not become a Dormant Account).

Terminated Vested Participant – Generally, an employee who has worked long enough to earn vested benefits in the Pension or IAP Plan, but who is no longer accruing pension benefits and is not yet receiving a retirement benefit. Benefits may no longer be accruing due to their termination from the industry or their employer's cessation of Plan contributions on their behalf.

Such a Participant can receive benefit payments from the Plan once they reach the Plan's Normal Retirement Age or Early Retirement (varies by Plan), if eligible. This term also describes a Participant whose retirement has been postponed or deferred.

Vested Benefit – Benefits in the Pension Plan that have become non-forfeitable. At vesting, the Participant or Beneficiaries will be entitled to their benefits as they become due.

Pension Plan benefits vest after some period of service or Participation in the Plan (or both). This means that when the employee leaves Covered Service and/or the employer terminates their contribution obligations, at any time between, the Participant's or their Beneficiary's right to benefits under the Pension Plan may cease.

Personal Information Change forms (PIC) – A form in which a Participant, and/or their legal representative, uses to update their demographic information: mailing address, phone number and email address.

Qualified Domestic Relations Order (QDRO) – A domestic relations order, or judicial order, that after meeting certain legal and procedural requirements, as determined by the Plan Administrator (the TFO), splits a retirement plan by recognizing an Alternate Payee's interest in the Participant's share of plan benefits. This determination ("qualification") gives an Alternate Payee the right to receive some or all of the benefits payable under a plan, including survivor benefits. A domestic relations order must be qualified before it's enforced.

Alternate Payee – A Participant's spouse, former spouse, child, or other dependent, who, under a Qualified Domestic Relations Order (QDRO), has a right to receive some or, all of the Participant's retirement benefits under the Plan. Alternate Payees are also considered beneficiaries, who are treated as Plan Participants for ERISA disclosure purposes.

Annual Funding Notice – An Annual notice of a Pension Plan's funding status. Federal law requires that all multi-employer defined benefit plans subject to Title IV of the Employee Retirement Income Security Act of 1974 (ERISA) send this notice each year to Participants, Beneficiaries (including Alternate Payee's), and certain other parties. This Notice must include the value of the Plan's assets and liabilities, the Plan's funding percentage, a statement of how the Plan's assets are invested, and a description of Plan benefits eligible to be guaranteed by PBGC.

Form 5500 Series – The annual IRS financial report, including a balance sheet and income statement, required of each Plan.

National Change of Address (NCOA) – A secure dataset of approximately 160 million permanent change-of-address records consisting of the names and addresses of individuals, who have filed a change-of-address with the USPS.

Normal Retirement Age (NRA) – The NRA for the Pension Plan is defined as the age at which the Participant is entitled to unreduced pension benefits. The age cannot be greater than the later of (1) age 60 or 65 (for Participants who are Group 2 Members) or (2) the Participant's age at their fifth anniversary of participation in the Pension Plan. The NRA for the IAP Plan is age 62.

Protected Health Information (PHI) – Any demographic information or data that was created, collected or disclosed in the course of providing health care service that may link or potentially identify a specific individual.

Personally Identifiable Information (PII) – Any data that could potentially identify a specific individual. Any information that can be used to distinguish one person from another.

IV. Policy:

The Trust Fund must notify, distribute and/or make available Participants' Pension and IAP Plan benefits as soon as the Participant has met the requirements to receive their benefits. Before making a distribution of Plan benefits, the Plan's Participants must file an application for benefits, which provides the Trust Fund with directions on how to distribute their pension benefits. This requirement extends to all Participants, regardless of their length of service or the size of their retirement benefits, except for Participants who are subject to the RMD process described below and for whom the TFO is certain of their current address.

V. Process and Procedure:

<u>Demographic Data Collection for Active Participants and/Members</u>

1. New hire Benefits Registration Forms are distributed to all UFCW Union Locals and also to contributing employers to have their newly hired employees complete. This allows the TFO to provide initial benefit enrollment information to its new Members in a timely manner. The distribution of this form is critical to capturing basic demographic mailing address information for new Members. This Benefit Registration Form explicitly states that the contact information the Member provides is shared with all Plans administered by the TFO. This information is then used by the TFO and the Plans to communicate with the Participants on all relevant matters involving the Plans. A sample of this Benefits Registration Form is copied below.

UFCWTRUST
Working For Your Benefit

Mail: P.O. Box 4100 · Concord, CA 94524-4100
Telephone: (800) 552-2400 · Facsimile: (925) 746-7549
www.ufcwtrust.com

BENEFITS REGISTRATION FORM

PLEASE PRINT CLEARLY

Personal Information		
First Name:	**Last Name:**	**Last 4 Digits of SSN:**
Date of Birth: __/__/__ Month Day Year	**Gender:** Male ☐ Female ☐	**Current Marital Status:** Single ☐ Married ☐ Divorced ☐ Widowed ☐

Complete Contact Address Information		
Street or PO Box:		**Apartment or Suite #:**
City:	**State:**	**Zip Code:**
Home Phone Number: ( )	**Mobile Phone Number:** ( )	**Email Address:**
Employer	**Union Local #**	**Date of Hire**
Signature - *Must be signed by Member or Legal Representative:*		**Date:**

The information provided on this form is intended for UFCW & Employers Trust, LLC records. If applicable, the information will be used to provide you with health and/or pension related benefit information.

Please send the completed and signed form to:

UFCW & Employers Trust, LLC
Attention: Health & Welfare Services Dept.
P.O. Box 4100
Concord, CA 94524-4100

The information you provide UFCW & Employers Trust, LLC on this form will be shared with the benefit funds in which you participate and which are administered by UFCW & Employers Trust, LLC, including, as applicable, the UFCW & Employers Benefit Trust, UFCW Northern California and Drug Employers Health and Welfare Trust, UFCW-Northern California Employers Joint Pension Trust Fund, UFCW Pharmacists, Clerks and Drug Employers Pension Trust, Retail Clerks Specialty Stores Pension Fund, and UFCW-Northern California Food Employers Joint Individual Account Trust Fund.

2. Enrollment forms are mailed to new Members as part of the benefit information packet when they qualify for health benefits, and they are also available online. They are also part of new hire packets at the Employers and Union Offices. Enrollment forms and/or complete benefit information packets can be mailed to Members upon request when they contact the TFO directly. During the annual Open Enrollment period, Members making plan changes are required to review all demographic information the TFO currently has in its records and to use the forms to make any updates. These forms are used to update Participant demographics and addresses on the TFO's information systems, which the TFO uses to administer all Plans.

3. The Personal Information Change (PIC) form can be used by Members at any time to update their mailing address, phone number and email address. The PIC form is available on the Trust Fund website for download. Members may also request a PIC form through the mail by contacting the TFO. Information from the PIC form is manually updated in Vitech. The PIC form provides a common form for capturing Member demographic updates and allows the TFO to streamline the process of Member demographic updates. In 2018, The Trust Fund Office initiated a PIC mailing to an estimated 8,393 Members who have an incorrect or inconsistent address based on the NCOA (National Change of Address) report generated by the US Post Office. Sample PIC form below:

UFCWTRUST
Working For Your Benefit

1000 Burnett Avenue, Suite 110 • Concord, CA 94520-2000
Mail: P. O. Box 4100 • Concord, CA 94524-4100
Telephone: (925) 746-7530 • (800) 552-2400 • Facsimile: (925) 746-7549
www.ufcwtrust.com

PERSONAL INFORMATION CHANGE FORM

PLEASE PRINT

Personal Information		
First Name:	Last Name:	Last 4 Digits of SSN or Member ID:
Date of Birth: ____/____/____	Gender: Male ☐ Female ☐	Current Marital Status: Single ☐ Married ☐ Divorced ☐ Widowed ☐

Previous Address Information		
Street or PO Box:		Apartment or Suite #:
City:	State:	Zip Code:

New Address Information			
Street or PO Box:			Apartment or Suite #:
City:		State:	Zip Code:
Home Phone Number: ( )	Mobile Phone Number: ( )	Email Address:	
Signature - *Must be signed by Member or Legal Representative:*			Date:

The information provided on this form is intended for UFCW & Employers Trust, LLC records. If applicable, the information will be used to provide you with health and/or pension related benefit information.

Please send the completed and signed form to:

UFCW & Employers Trust, LLC
Attention: Health & Welfare Services Dept.
P.O. Box 4100
Concord, CA 94524-4100

The information you provide UFCW & Employers Trust, LLC on this form will be shared with the benefit funds in which you participate and which are administered by UFCW & Employers Trust, LLC, including, as applicable, the UFCW & Employers Benefit Trust, UFCW Northern California and Drug Employers Health and Welfare Trust, UFCW-Northern California Employers Joint Pension Trust Fund, UFCW Pharmacists, Clerks and Drug Employers Pension Trust, Retail Clerks Specialty Stores Pension Fund, and UFCW-Northern California Food Employers Joint Individual Account Trust Fund.

4. Telephonic PIC Process: If a Member successfully completes the 4-point identity verification check (four points of validation - see the Care More SOP for more information on this), the Member is allowed to update their demographic information over the phone. A Telephonic PIC Confirmation letter is sent to the Member at both the old and new address. Sample letter below:

UFCWTRUST
Working For Your Benefit

Mail: P. O. Box 4100 · Concord, CA 94524-4100
Telephone: (800) 552-2400 · Facsimile: (925) 746-7549
www.ufcwtrust.com

<<Month> << XX>>, <<Year>>

Personal Information Change
Confirmation Statement

The Trust Fund Office recently received a telephonic change to your personal contact information. For security purposes the Trust Fund Office is required to verify this change. If you or your Personal Representative made this change, you do not need to do anything more.

If you did not change your personal information, please contact the Trust Fund Office immediately at 1-800-552-2400.

Thank you,

UFCW & Employers Trust, LLC

5. Monthly Phone and Email Blasts are sent to Members monthly to request updated demographic information or to correct bad address information. Target audience for these communications includes Active Participants and Retirees who are in Pension Payment status and have a missing, invalid or "Change Pending" address in system. Sample Phone Script, as well as Phone and Email Blasts are shown below:

A. Phone Script

UFCW TRUST
Working For Your Benefit

UFCW & EMPLOYERS TRUST LLC

Department of Communications, Marketing & Branding

3/23/17

Lost Member Missing Address Phone Blast

Audience: 329 Actives and Retirees who are Health & Welfare eligible or in Pension Payment status and have a missing, invalid or change pending address in Vitech.

Scheduled: March 23, 2017, 3pm.

Phone Blast Script: This is the Trust Fund Office. Your benefit mail cannot reach you at the address we have on file. It is important we have your correct address so we can send you important benefit information. Log in anytime to **ufcwtrust.com** to quickly update all of your contact information.

You may also update your address and other contact information by calling the Trust Fund Office, Monday – Friday between 7:30 a.m. and 5:30 p.m. Our phone number is 1-800-552-2400.

Log in or call today so you do not miss out on important benefit information. Thank you.

Vitech Note: 3/23/17 Phone Blast to member because of invalid or change-pending address information. Directs member to update via website or call the TFO.

B. Phone Blast

UFCW TRUST
Working For Your Benefit

UFCW & EMPLOYERS TRUST LLC

Department of Communications, Marketing & Branding

5/04/2016

PIC Form A

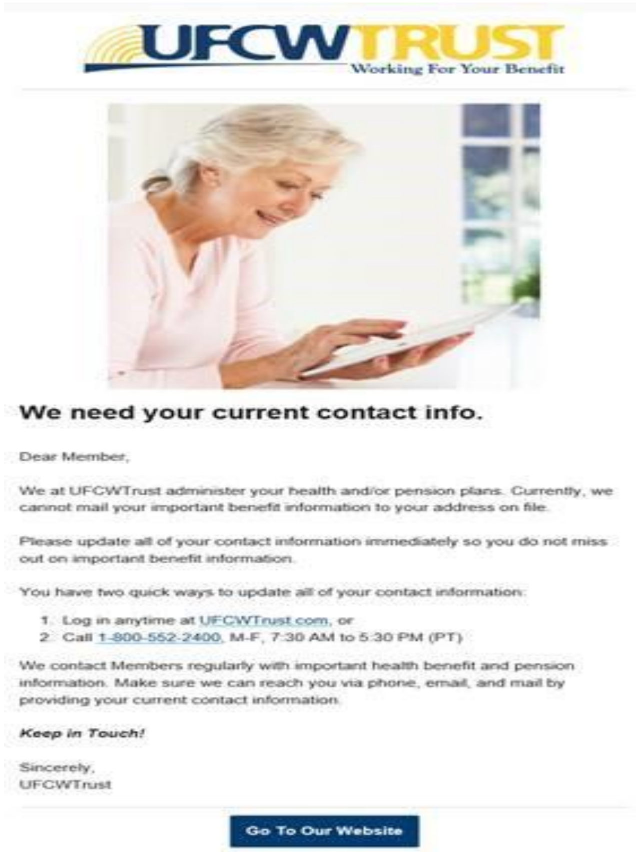
Audience:

Scheduled initiation: May 5, 2016

PHONE BLAST SCRIPT

This is the Trust Fund Office calling regarding missing contact information. The Trust Fund Office has been notified by the US Postal Service that the address we have on file for you is incorrect. Please remember that you are required to provide up-to-date contact information to the Trust Fund Office. It is important that the Trust Fund Office has your correct address on file so it can provide you with important information and updates about your benefits. Login to our website at ufcwtrust.com and go to the My Info tab. Click on the My Contact Info button to quickly update your address information. You may also call us Monday – Friday at 1-800-552-2400 to update your address. It is essential that you update your contact information as soon as possible so that we can mail you important information for your Health and Welfare Benefits or information about your pension benefits, if applicable. Thank you.

C. EMAIL BLAST



UFCWTRUST
Working For Your Benefit

We need your current contact info.

Dear Member,

We at UFCWTrust administer your health and/or pension plans. Currently, we cannot mail your important benefit information to your address on file.

Please update all of your contact information immediately so you do not miss out on important benefit information.

You have two quick ways to update all of your contact information:

1. Log in anytime at UFCWTrust.com, or
2. Call 1-800-552-2400, M-F, 7:30 AM to 5:30 PM (PT)

We contact Members regularly with important health benefit and pension information. Make sure we can reach you via phone, email, and mail by providing your current contact information.

Keep in Touch!

Sincerely,
UFCWTrust

Go To Our Website

6. The TFO conducts messaging campaigns to Active Participants and Retirees via email blast, phone blast and by mail formats (PIC Form-A and B Campaigns) requesting them to update their demographic information by going to the TFO Website. The yellow button at the bottom of the message that reads "Go to our Website" is a link to the TFO website. Participants who click on the link are taken directly to the login page of the TFO website and can log in to update their demographic information. Both PIC Form-A and B Campaigns are shown below:

A. **PIC FORM A CAMPAIGN – EMAIL BLAST:**

We need your current contact info.

Dear Member,

The UFCW & Employers Trust, LLC, (the "Trust Fund Office" or "TFO"), which administers your health and pension plans, is required to mail you important health and welfare information for the UFCW & Employers Benefit Trust Active and Retiree Plans for the 2017 Plan Year.

Based on a review of TFO records however, it appears that we do not have your current contact information.

Therefore, you must update your contact information with the TFO online by following these simple steps below:

1. Go online to **www.UFCWTrust.com**
2. Log-in and click the **Update Contact Information** icon on the bottom right hand side of your **My Info** page and submit an online update form.

The TFO contacts Members regularly with important health benefit and pension information. Make sure the TFO can contact you by providing your current contact information. If you have any questions or concerns you may contact the Health & Welfare Services Department at (800) 552-2400.

Keep in Touch!

Sincerely,
UFCW Trust

Go To Our Website

B. **PIC FORM B CAMPAIGN – MAIL:**

The following notice is mailed periodically to Members who may have incorrect demographic information on file with the TFO. The notice is sent to Members identified on a report the TFO's mailing vendor provides to the TFO after a large mailing to the membership. The vendor works in conjunction with the US Post Office's National Change of Address (NCOA) registry to obtain information on possible lost and/or missing Participants (i.e., based on returned mail from the mass mailing). The notice includes a copy of the TFO's PIC form and directs Members to update their demographic information via the TFO Website or by mailing the completed PIC form to the TFO.

UFCWTRUST
Working For Your Benefit

Mail: P. O. Box 4100 · Concord, CA 94524-4100
Telephone: (800) 552-2400 · Facsimile: (925) 746-7549
www.ufcwtrust.com

Dear Member:

The UFCW & Employers Trust, LLC (the "Trust Fund Office" or "TFO") administers your health and pension plans and is required to mail you important health and welfare information for the UFCW & Employers Benefit Trust Active and Retiree Plans for the 2017 Plan Year. Based on a comparison of TFO records and US Postal Service records, it appears that we do not have your current contact information. Therefore, you must update your contact information with the TFO. You can update your information in one of three ways:

1. Complete and sign the enclosed Personal Information change Form and return it to the TFO;
2. Call the TFO directly at 800-552-2400.
3. Update contact information online by following these steps:
   a. Go online to UFCWTrust.com.
   b. Log in, click the "Update Contact Information" icon on the bottom right hand side of your "My Info" page and submit an online update form.

The TFO contacts Members regularly with important health benefit and pension information. Make sure the TFO can contact you by providing your current contact information. If you have any questions or concerns you may contact the TFO Health & Welfare Services Department at (800) 552-2400.

Keep in Touch!

Login to ufcwtrust.com to view your personal benefit information
If you have questions about this notice, please contact Health & Welfare Services, Monday – Friday 7:30 AM – 5:30 PM at (800) 552-2400

C. **ANNUAL "KEEP IN TOUCH"** Postcards are mailed to Members and Retirees at Open Enrollment – sample postcard shown below. The mailing population includes:

a. Retiree's in pay status
b. Active Vested Participants
c. Active Non-Vested Participants
d. Terminated Vested Participants
e. Beneficiaries/Alternate Payees (QDRO)

All valid addresses, as well as addresses listed as "last known" and "Change Pending" on system are included. The postcard does not include any PII/PHI which allows the TFO to mail to all updated addresses provided by the Post Office. The mail vendor is instructed by the TFO to utilize the USPS NCOA service to forward the post card to a Participant's alternate/new address. Until the TFO is able to verify with the Member that the NCOA address is correct, the NCOA address listings are not used for any PII/PHI type mailings, nor are those addresses used by the TFO to update demographic information in the Vitech system.

D. **<u>TFO WEBSITE</u>**

a. Registration and Login Access is available to all Health and Welfare Eligible Members and Spouses to 18 months past termination of benefits, Active Vested Pension Plan Participants, Active Non-Vested Participants and Terminated Vested Participants. Information available includes:

i. access to their specific benefit information, such as pension estimates

ii. the ability to update their demographic information

b. Demographic data updated by Participants through the website is uploaded to the Vitech system in a nightly feed. Conversely, bad addresses flagged on system as "Invalid", or "Change Pending" are uploaded to the website nightly.

c. Members with a bad address flagged on system will receive a pop-up message after they have logged onto the website, prompting them to update their address and other demographic data. The new address and other updated demographic data the Member provides on the website is sent daily to the TFO for manual input into the Vitech system.

d. When a Pension Plan Participant applies for retirement, the Participant is also informed that he/she has an Individual Account Plan benefit, if applicable.

e. Lost Member lists (invalid address specific) are sent periodically to the applicable Local Unions.

<u>Annual Compliance Mailings (Please see the Appendix below - *Return Mail Processing Guidelines)*</u>

1) IAP Dormant Account Notices are mailed to Participants who fail to either withdraw or elect to defer withdrawing their Account Balance when they stopped working in the Northern California Food Retail Industry. Prior to a Participant's account becoming dormant, a notice is sent to inform the Participant that their account will become dormant (as of Jan 1st in the upcoming plan year), and will not share in future investment gains and losses of the Plan if five (5) years have passed since they were first eligible to withdraw their Account Balance and either have not taken a withdrawal or have not made a formal election to defer the withdrawal to a later date. A deferral election form is included with the mailing providing the Participant the option to either withdraw or defer their Account Balance. Subsequent to a Participant's account becoming dormant, an annual notice will be mailed to remind the Participant that as a dormant account, their account does not share in the investment gains and losses of the Plan and inform them of their continued right to request a withdrawal of their account balance. An election form is included with the mailing, providing the Participant the opportunity to request an application for benefits

2) Annual Funding Notice (AFN) and Notice of Critical Status (NOCS) mailing are sent to all Active Vested, Active Non-Vested, Terminated Vested, Retirees, and Beneficiaries (including QDRO Alternate Payees) of the Pension Plan. Sample report generated from an IT query to determine the population size for mailing.

3) Summary Annual Reports (SAR) are mailed to Pension Plan Participants with an IAP Plan account balance. This population includes Active Participants (Vested and Non-Vested), Terminated Vested Participants and Retirees using address on system including bad address.

4) 8955 – SSA Filing. SSA Notices are sent to each Plan's Terminated Vested Participants who are separated for 2 Plan Years (2 One-Year Breaks in Service with less than 150 Hours of Service). These Participants are also included in the Form 5500 (Schedule SSA) filed with the IRS – the 5500 form includes the count of the entire Terminated Vested population. The SSA receives the 8955 form and uses the information provided to advise the Participants that they have a vested benefit when they apply for their SSA retirement benefits.

5) Monthly Pension Compliance Normal Retirement Age (NRA) Suspension Notice Process begins three (3) months prior to NRA mailing (based on a Member's NRA under the Pension Plan).

a. If notices are returned undeliverable with no forwarding, the Participant's address is flagged on system. All NRA returned mail is scanned and recorded in our system as "Undeliverable".

b. The Plan will annually perform an address search with LexisNexis for missing or invalid addresses for all lost and/or missing Participants who have reached age 65 and over who are not currently in pay status and mail an NRA notice to each Participant for whom the LexisNexis report shows as having a new address.

c. If after notification, the Participant fails to apply for Normal Retirement Benefits upon becoming eligible for retirement benefits and they are within 6 months of meeting their Mandatory Retirement Age of 70 1/2 or age 72, as applicable, under either the Pension Plan or the IAP Plan, the TFO will use a 3rd party search firm to confirm the Participant's address and/or provide an alternate address. See RMD Process below.

   i. Attempt to locate RMD Vested Participants or their Estate on an annual basis.
   ii. 3rd Party Search Firms – The Plan has engaged LexisNexis and LifeStatus360 (Small World Solutions) to perform various types of searches for a fee. LifeStatus360 services are utilized for all death reports and LexisNexis services are utilized for address searches for missing Participants.

1. TFO is notified if Participants (missing or not) are picked up on Death Database.

   - The TFO prepares a weekly report detailing the mortality status as provided by the 3rd party search firm and the system is updated weekly with the updated information.
   - In the case of Participants who have been confirmed as deceased, the Plan will engage LexisNexis to perform a "relative" search and mail Notices to the next-of-kin.

2. Any Participant over age 65 as of December, and all RBD Participants are included in an annual address search by LexisNexis and the Plan mails the NRA notice or sends an RBD packet via certified mail, as applicable, to the address on file or any alternative address the 3rd party search firm returns.

1) <u>NRA Suspension Notices – Batch Process (Pension and IAP)</u>

a) IT runs a report monthly to capture Active Vested and Term Vested Participants who are not yet retired and are not deceased.

b) IT provides this report monthly to the Pension Coordinator.

c) The information is then used (via a mail merge program) to print suspension letters, and then mails the letters.

d) Note: If there is no address on the system, no suspension letter is mailed.

e) Prior to May 2016: When Suspension Notice is mailed to Participants, IT uploads a message to each Participant's record on V3 Browser which specifies that the Participant was sent the Suspension Notice, and on what date the notice was sent. "Suspension Notice mailed (month/year)".

f) See Step 3 in the chart titled "Current process May 2016 forward" (below) for a description of the current process for documenting that the Suspension Notice was sent.

CURRENT PROCESS MAY 2016 FORWARD

Step	Logic

1. Select all non-deceased Vested Participants (Active Vested and Term Vested Participants) , who have not yet retired or have a Pension Application in V3 Browser, and who will be reaching their NRA within approximately three months.

   Note: The Suspension Notice is mailed three months prior to the month in which the Member will reach their NRA date. For example:
   Member (Group 1) turning age 60 on June, 2017. Suspension notice was mailed on March 1, 2017 –Two months prior to age 60.

2. Also select all newly vested Members who have their NRA Month and Year in between the Batch Run Date (system date) and Batch Run Month and Year (batch parameter)

3. Instead of a message uploaded to V3 as described under 1(e) above, a copy of the actual Suspension Notice that was mailed to that Participant is placed on the Participant's V3 record under the Documents tab.

2) RMD Processing Guideline

Confirm whether or not a pension benefit is payable.

1. If a benefit is payable, then determine the forms of payment available to the Member depending on whether the RMD benefit is payable before or after the Rehabilitation Plan became effective on January 1, 2012.

2. If the TFO receives the RMD Application prior to the Participant's 4/1/RMD year, the Participant is given choice to elect either a RASD (a series of retroactive payments that may be based on an actuarially increased monthly benefit) with interest, or their RMD payable 4/1 of their RMD year, in accordance with the Plan rule in effect as of the RMD.

3. If the TFO receives the RMD Application on or after the Participant's 4/1/RMD year, the Participant is paid their RMD on 4/1 of their RMD year, in accordance with the Plan rule in effect as of the RMD; the Participant is not permitted to elect a RASD in this instance.

4. If a benefit is not payable, the appropriate denial letter with right to appeal language is sent to the Participant.

IAP *Scenario*

Member is married as of the DOD

- If a Member dies after their RBD, and before the disbursement of their RMD benefit, the Member's lawful Spouse or estate may be eligible for the RMD (from RBD to DOD), depending on the facts and circumstances.

Member is single with no Surviving Spouse as of the DOD

- If a Member dies after their RBD with no Surviving Spouse as of their DOD, the Member's estate is eligible for the RMD benefit, payable in accordance with the Preferential Beneficiary Form and the Small Estate Affidavit.

Pension Plans

Participant dies after RMD and their Surviving Spouse is alive:

- If a Member dies after the commencement of their RBD, and before the disbursement of their RMD benefit, the Member's lawful Surviving Spouse (if married for at least 12 months at the time of the Member's death) or estate may be eligible for the RMD (from RBD to DOD), depending on the facts and circumstances, and their Surviving Spouse (if still alive as of the RMD) may also be eligible to receive a Surviving Spouse benefit beginning the 1st of the month following the Member's DOD (not RMD) forward based on the Plan rules in effect as of the RMD date. Once the Surviving Spouse dies, no further Surviving Spouse benefits are payable.

Member and their Surviving Spouse die after RBD:

- If a Member dies after the commencement of their RBD, but before the disbursement of their RMD, and their lawful Surviving Spouse also dies before the receiving the RMD-Estate benefit, either the Participant's estate or the Surviving Spouse's estate may be eligible for the RMD-Estate benefit payable from RBD to Member's DOD, depending on the facts and circumstances. If the Surviving Spouse was still alive as of the Member's DOD, the Member's Surviving Spouse's estate may also be eligible for a Surviving Spouse's survivor benefit payable from Member's DOD to the spouse's DOD). We will require completion of both forms: the Survivor/Estate Affidavit and the Affidavit for Collection or Transfer of Personal Property.

Member is single with no Surviving Spouse as of the DOD

- If a Member dies after RBD with no Surviving Spouse as of their DOD, the Member's estate is eligible for the RMD benefit, payable from RBD to Member's DOD. We will require both the Preferential Beneficiary Form and the Small Estate Affidavit.

APPENDIX

Returned Mail Processing Guideline

This process is used to make sure all returned mail with an updated address indicated on the envelope, is sent back to the Member with all its contents plus a PIC form enclosed so that the TFO can maintain up-to-date contact information. This practice is used for all TFO departments that process returned mail.

Mail letter to the last known address as indicated on system and also to the address provided by commercial locator service if another address is provided.

a. If the letter is returned, send a second letter (certified mail) in the event the first letter is returned “Addressee Unknown” or “Undeliverable Mail” in error.
b. If the letter is returned “Addressee Unknown” or “Undeliverable Mail” with an alternate address provided by USPS (yellow sticker), re-mail to the address provided by USPS, making sure the original contents of the letter, along with a PIC form, and notification of returned mail letter is included in the mailing. If the address or the zip code is illegible or incomplete, search for zip code on the USPS website, and if found, proceed as described above.
c. If returned “Addressee Unknown” or “Undeliverable Mail” with no alternate address provided by USPS, update the TFO system with invalid address code to flag as a bad address, insert notes on system and forwarded to the originating department owner for further handling and batching.

Additional Demographic Data Collection and Correction Methodology Options

Please note that address searches and leveraging 3rd party search vendors can come at a substantial cost to the Plans.

To demonstrate compliance with ERISA’s prudence requirements, we have also begun the process of reaching out to the Union Locals to ask them to share any demographic information they have with regard to Members for whom the TFO is missing data and/or to aid in additional outreach to contact the affected Member.

Possible Enhancements to Data Collection

This is a list of possible enhancements that the TFO will be exploring with the Trustees of the Plans in the coming months:

1. **Check Related Plan (Reciprocal Plan) and last Contributing Employer records**: Check other Plan records.
2. **Check with the Participant’s Plan Beneficiary:** Check with the person the Participant designated as their Beneficiary on their IAP (if any) to see if they can provide contract information that may help locate the missing Participant.

VI. Resource Documents:

Doc. #	Title
Doc. #	Title

VII. Historical References:

Doc. #	Title
Doc. #	Title

Participant Data

For the Retail Clerks Specialty Stores Pension Fund (EIN 94-6313558 PN 001), we have a listing of relevant data items for the participants whose benefits were excluded from the measurement of liabilities in the most recent actuarial valuation that would be included in the determination of the amount of SFA available to send you. We have not put this information in the Portal at this time to avoid the possibility of the personally identifiable information being disclosed with the publication of the Plan's application.

Penalty of Perjury Statement Pursuant to PBGC Regulations §4262.6(b)

Under penalties of perjury under the laws of the United States of America, I declare that I am an authorized trustee who is a current member of the Board of Trustees of the Retail Clerks Specialty Stores Pension Plan and I have examined this application, including accompanying documents, and, to the best of my knowledge and belief, the application contains all the relevant facts relating to the application, and such facts are true, correct, and complete.

Name: MILTON HUM

Signature: ____________________

Date: Nov 29, 2022

Title: Authorized Trustee

Name: ____________________

Signature: ____________________

Date: ____________________

Title: Authorized Trustee

Penalty of Perjury Statement Pursuant to PBGC Regulations §4262.6(b)

Under penalties of perjury under the laws of the United States of America, I declare that I am an authorized trustee who is a current member of the Board of Trustees of the Retail Clerks Specialty Stores Pension Plan and I have examined this application, including accompanying documents, and, to the best of my knowledge and belief, the application contains all the relevant facts relating to the application, and such facts are true, correct, and complete.

Name: DIANE VETTERLEIN

Signature: Diane Vetterlein

Date: 11.29.22

Title: Authorized Trustee

Name:_________________________

Signature:_________________________

Date:_________________________

Title: Authorized Trustee

RETAIL CLERKS SPECIALTY STORES

PENSION PLAN

(2015 Restatement)

TABLE OF CONTENTS

RETAIL CLERKS SPECIALTY STORES

PENSION PLAN

(2015 Restatement)

PREAMBLE

This document sets forth the provisions of the Plan as revised effective January 1, 2015 to comply with the Employee Retirement Income Security Act of 1974, as amended (hereafter referred to as "ERISA") and the Internal Revenue Code. It applies to all participation in the Plan on or after that date, but unless specifically provided otherwise herein, it does not apply to persons who began receiving benefits effective prior to that date, nor to persons whose service was broken as of December 31, 2014 under Plan provisions then in effect. Benefits attributable to service prior to any Break in Service which occurred on or before December 31, 2014 are determined in accordance with the terms of the Plan in effect at the time of such Break in Service except as otherwise provided herein.

ARTICLE 1

DEFINITIONS

Section 1.01 Plan and Trust.

"Plan" means the Pension Plan set forth in this document. "Trust Agreement" means the Trust Agreement under which this Plan is administered, and "Trust Fund" means the Trust Fund established pursuant thereto.

Section 1.02 Board of Trustees or Board.

"Board of Trustees" or "Board" means the Board of Trustees appointed in accordance with the Trust Agreement.

Section 1.03 Employer, Union, Employee, Collective Bargaining Agreement and Administrator.

"Employer," "Union," "Employee," "Collective Bargaining Agreement," and "Administrator" have the meanings defined in the Trust Agreement.

Section 1.04 Effective Date.

"Effective Date" means March 3, 1961.

Section 1.05 Covered Service.

(a) With reference to periods prior to March 3, 1961, the term "Covered Service" shall include employment for (1) the Employers collectively and (2) any other establishment engaged in the retail trade located in the State of California, north of the Counties of San Luis Obispo, San Bernardino and Kern, whether or not such establishment has a collective bargaining relationship with the Union, except grocery, delicatessen, liquor, drug, candy and bakery establishments.

(b) With reference to periods commencing on March 3, 1961, or thereafter, "Covered Service" means employment for the Employers collectively, provided that contributions are payable to the Pension Fund or would have been payable to the Pension Fund had a Collective Bargaining Agreement been in effect.

In either case, the employment must be in a position customarily subject to collective bargaining between the Employer and the Union.

The term "Covered Service" shall include, with respect to staff personnel of a participating Union, employment with such participating Union. In accordance with Regulations adopted by the Board, "Covered Service" does not include any employment if, as a result of such employment, a Participant has become entitled to receive retirement benefits from another retirement plan.

Section 1.06 Connecting Noncovered Service.

"Connecting Noncovered Service" is employment for an Employer which is subject to federal tax withholding, and which is not Covered Service, but which immediately follows or precedes Covered Service with the same Employer thereof without any intervening quit, discharge or retirement and which occurs while that Employer is obligated to contribute to the Trust Fund for Employees in Covered Service. "Connecting Noncovered Service" shall include service as an employee or leased employee for a predecessor, member of the Employer's controlled group of corporations, trades or businesses (within the meaning of Section 1563(a) of the Internal Revenue Code determined without regard to subsections (a)(4) and (e)(3)(C) thereof), or organization that is part of the Employer's affiliated service group under Section 414(m) of the Internal Revenue Code while the Employer, predecessor, member of the controlled group or affiliated organization is required to contribute to the Trust Fund for Employees in Covered Service.

Connecting Noncovered Service is counted for Participation and Vesting Credit purposes, but not for Credited Service purposes. For Vesting Credit purposes, it is counted in a Plan Year only if doing so would result in the Participant receiving one full Year of Vesting Credit for that Plan Year. Furthermore, except for the purpose of determining eligibility to participate, Connecting Noncovered Service is not counted before January 1, 1976.

Section 1.07 Hours of Service.

Whenever the phrase "Hour of Service" is used, it refers to both Covered Service and Connecting Noncovered Service. Whenever the phrase "Hour of Covered Service" is used, only Covered Service will be taken into account and Connecting Noncovered Service will be disregarded. (As a general rule, only Hours of Covered Service are significant for Credited Service purposes, whereas all Hours of Service are significant for Vesting purposes.)

In determining Future Service, an Hour of Service is:

(a) Each hour for which an Employee is paid or entitled to payment from the Employer for the performance of duties for that Employer during the applicable computation period; and

(b) Any other hour of employment in connection with which a contribution is properly payable to the Trust on the Employee's behalf under either a Collective Bargaining Agreement or any other Contribution Agreement approved by the Board as provided in the Trust Agreement.

(c) Any other hour for which back pay, irrespective of mitigation of damages, is awarded or agreed to by an Employer, to the extent that such award or agreement is intended to compensate an Employee for periods during which the Employee would have been engaged in the performance of duties for the Employer.

(d) For Vesting purposes only, effective with retirements on or after June 1, 2001, periods of disability will be treated as Covered Service, subject to the limitations of this paragraph. Six (6) Hours of Service, to be applied to Vesting Credit only, will be given under this paragraph for each day of such disability. However, Hours of Service granted under this paragraph shall not exceed the additional Hours of Service required for a Participant to attain one year of Vesting Credit.

When applied to Past Service, Hours of Service means all hours compensable on a straight-time or overtime basis, whether or not actually worked.

For Plan Years after 1975, for any month during which an Employee has at least one Hour of Service he shall be credited with 190 Hours of Service.

Section 1.08 Plan Year.
"Plan Year" means the fiscal year of the Plan, which is the twelve month period beginning each January 1st. The Plan Year is the basic computation period for all purposes hereunder.

Section 1.09 Actuarial Equivalent.
Actuarial Equivalent means (unless explicitly stated elsewhere in this document) calculations made to produce equal values determined on the basis set forth below:

l. Mortality according to the 1984 Unisex Pension Mortality Table, and

2. Interest at the rate prescribed by the Pension Benefit Guaranty Corporation for valuing immediate annuities under terminating single-employer plans without Notice of Sufficiency. The interest rate in effect on the first day of the plan year shall be used for all determinations for distributions made in a plan year.

Section 1.10 Leased Employee.
For purposes of compliance with non-discrimination rules under Internal Revenue Code §401(a)(4), "Leased Employee" shall have the meaning defined in Internal Revenue Code §414(n) and § 414(o), as amended. For plan years beginning after December 31, 1996, and solely for purposes of testing for compliance with the nondiscrimination regulations under section 401(a)(4) of the Internal Revenue Code, a Leased Employee is an individual who is not an employee of an Employer, but who provides services pursuant to an agreement between the Employer and any leasing organization, has performed such services for the Employer (or for the

Employer and related persons) on a substantially fulltime basis for a period of at least one year, and has performed such services under the primary direction or control of the Employer. Such Leased Employee shall be treated as employed by an Employer solely for purposes of testing for compliance with the non-discrimination regulations under Section 40l(a)(4) of the Internal Revenue Code, except to the extent that such leased employees are excluded in accordance with Section 414(n)(5) of the Internal Revenue Code.

Section 1.11 Spouse.

Effective June 26, 2013, the term "Spouse" shall mean a person of the opposite sex to whom a Participant is legally married.

ARTICLE 2
PARTICIPATION

Section 2.01 When Participation Begins.

Employees of Employers shall become Participants upon earning 760 Hours of Service (including at least one Hour of Covered Service) within any two consecutive Plan Years. The Employee's "Participation Date" will be the first day of the month following the month in which this Hours of Service requirement is first met. Once an Employee becomes a Participant, Hours of Service which were counted in satisfying the Participation requirement shall also be counted in determining Vesting Credits, and any such Hours of Service which were Hours of Covered Service shall also be counted in determining Credited Future Service. (Employees who became Participants before January 1, 1976 and who were still Participants on that date will continue to be Participants unless a subsequent Break in Service occurs.)

Section 2.02 When Participation Ends.

Participation ends when the Participant dies or on the last day of a Plan Year in which the Participant has a One-Year Break in Service. Participation cannot end (except by death) once a Participant becomes Vested.

Section 2.03 Renewed Participation after Break in Service.

A former Participant who earns 380 Hours of Service during a Plan Year before suffering a Permanent Break in Service will renew Participation as of the first day of the month following completion of those 380 Hours, with such renewed Participation Date to be retroactive to the date of his/her re-employment. A former Participant who has had a Permanent Break in Service must satisfy the requirements of Section 2.01 to again become a Participant.

ARTICLE 3
BREAKS IN SERVICE AND VESTING

For Plan Years before 1976, Breaks in Service and their consequences will be determined under the Plan provisions then in effect. The following rules apply for Plan Years after 1975:

Section 3.01 One-Year Break in Service.
A "One-Year Break: in Service" occurs in any Plan Year when a Participant who is not Vested fails to earn at least 380 Hours of Service. However, in accordance with appropriate regulations adopted by the Trustees, a One-Year Break in Service shall not occur when the Participant is absent from Covered Service because of:

(a) Leave of absence approved in advance by his Employer;

(b) Absence due to physical or mental disability;

(c) Military service with the Armed Forces of the United States under which reemployment rights are protected by law;

(d) Absence due to wartime relocation laws or regulations;

(e) Absence from Covered Service when employed by an Employer in a position not covered by collective bargaining;

(f) Absence because of employment by the Union, the UFCW International Union or its predecessors or the Southwestern States Council or UFCW (or its predecessors) Councils of similar status, where no contributions have been properly paid to the Fund;

(g) Absence due to family or parental leave, as defined hereunder, either in the Plan Year in which the leave begins if the Participant would thereby be prevented from incurring a One Year Break in Service in that Plan Year, otherwise in the immediately following Plan Year.

Family or parental leave is any period during which the Participant is absent from Covered Service or Connecting Noncovered Service (i) by reason of the Participant's pregnancy, (ii) by reason of the birth of the Participant's child; (iii) by reason of the placement of a child with the Participant in connection with the adoption of such child by such Participant, (iv) for the purpose of caring for such child for a period beginning immediately following such birth or placement; or (v) for the purpose of caring for a seriously ill child, spouse or parent. No leave shall be credited as parental leave unless the Participant furnishes the Plan with such timely information as it may reasonably require to establish that the absence from work is for one of such reasons, and the period for which there was such an absence. During any period of parental leave, no more than 380 Hours of Service will be credited toward Vesting Credit, and such Hours of Service will only be credited to the extent necessary to avoid a One-Year Break in Service;

(h) Absence because of any other situation which may be set forth in regulations adopted by the Board.

The Board may adopt regulations governing the interpretation and administration of this section, but all such rules shall be applied uniformly to all individuals similarly situated.

A One-Year Break in Service terminates Participation. It also, as provided hereafter, results in a loss of accumulated Credited Service and Vesting Credit.

Section 3.02 Permanent Break in Service.

A "Permanent Break in Service" for a Participant who is not Vested occurs at the end of the Plan Year in which the number of consecutive One Year Breaks in Service equals or exceeds the greater of five (5) or the number of years of Vesting Credit accumulated before the first of such consecutive One-Year Breaks in Service. As provided hereafter, accumulated Credits lost as a result of a One-Year Break in Service cannot be reinstated after a Permanent Break in Service occurs.

Section 3.03 Separation in Service.

A "Separation in Service" occurs in any Plan Year when a Participant receives retirement benefits; provided however, that for purposes of this Section 3.03, no Separation in Service will be deemed to occur solely as a result of a mandatory distribution of retirement benefits under the

Plan, pursuant to Section 7.05(c), due to the Participant reaching his Required Beginning Date. Beginning in 1978, it also occurs when a Participant, Vested or not, fails to earn at least 380 hours of Covered Service in two consecutive Plan Years, unless the failure is attributable to any of the occurrences specified in Section 3.01 (a) through (h); prior to 1978, a Break in Service under the Plan Provisions in effect in 1975 causes a Separation in Service. A Separation in Service makes future benefit improvement inapplicable to Credits earned prior to the Separation.

Section 3.04 Vesting.

(a) A Participant covered by a Collective Bargaining Agreement who has earned at least one Hour of Service on or after January 1,1997 shall be Vested when he has accumulated five (5) Years of Vesting Credit. For Plan Years beginning on or after January 1, 1976, a Participant covered by a Collective Bargaining Agreement who has not earned at least one Hour of Service on or after January 1,1997 shall be Vested when he has accumulated ten (10) Years of Vesting Credit. (Prior to 1976, Vesting is determined in accordance with Plan rules then in effect.)

(b) A Participant not covered by a Collective Bargaining Agreement who has earned at least one Hour of Service on or after January 1, 1989 shall be Vested when he has accumulated five (5) Years of Vesting Credit. (Prior to January 1, 1989, Vesting is determined in accordance with Plan rules then in effect.)

(c) In no event shall a Participant become Vested later than the date he attains Normal Retirement Age as defined by the Plan.

ARTICLE 4
CREDITED SERVICE AND VESTING CREDIT

Section 4.01 Credited Service.

A Participant's Credited Service is the sum of his Credited Past Service (prior to the inception of contributions), if any, and his Credited Future Service. No more than one year of Credited Service may be earned in any calendar year.

Section 4.02 Credited Past Service.

(a) Eligibility for Past Service. A Participant is entitled to Credited Past Service only under one of the following conditions:

(1) A contribution is payable on his behalf for the month of March 1961; or

(2) He is on an Excused Absence from Covered Service with an Employer because of military service with the Armed Forces of the United States for the entire period between March 3, 1961 and the date for which the first contribution becomes payable on his behalf, provided that such contribution becomes payable during the period under which his reemployment rights are protected by law; or

(3) He is in the employ of an Employer at the time such Employer first begins to contribute to the Pension Fund; or

(4) He actually worked in Covered Service for an Employer during the period September 1, 1960 through March 2, 1961, failed to continue in such employment through March 3, 1961 because of an illness or injury continuing through that date and would be entitled to 15 years of Credited Past Service earned on or after his 30th birthday; furthermore, in these cases an Employer must certify, in a manner acceptable to the Trustees, that there had been no severance of employment before March 3, 1961. If all these requirements are satisfied, the individual shall become a Participant as of March 3, 1961 and shall be entitled to Past Service Credit even though no contributions become payable on his behalf.

Rule (1) above applies only to Employees who first become Participants through an Employer who is bound under this Plan and Trust Agreement as of March 3, 1961. Subject to regulations adopted by the Board, in applying rules (2) and (4) above to Employees who first become Participants through an Employer who is not bound under this Plan and Trust Agreement until after March 3, 1961, the dates involved shall be advanced one month for each month the Employer is not obligated to contribute to the Pension Fund.

(b) Computation of Credited Past Service. One-twelfth of a year of Credited Past Service will be given for each calendar month during which an Employee worked as an

Employee in Covered Employment prior to the First Contribution Date of the Employer who makes the first contribution for him, but no credit will be given for employment during or prior to a Break in Service. The Trustees may establish regulations for determining whether or not an Employee was an Employee during periods of time when accurate records are not available.

(c) Employees who first become Participants through an Employer whose First Contribution Date falls on March 3, 1961, or a later date prior to January 1, 1966, shall, if eligible for Credited Past Service, be credited with Credited Past Service based on the Participant's Covered Service before the First Contribution Date of such Employer, but limited to thirty (30) years.

(d) Employees who first become Participants through an Employer whose First Contribution Date falls on January 1, 1966, or a later date prior to January 1, 1991 shall, if eligible for Credited Past Service, be credited with such service based on the Participant's Covered Service before the First Contribution Date of such Employer. Years of Credited Past Service for such Participant shall be limited to the number of years determined by subtracting the year in which such Employer's First Contribution Date falls from 1991.

(e) Employees who first become Participants through an Employer whose First Contribution Date falls on January 1, 1991 or any later date shall not be credited with any Past Service.

(f) Additional limitations may be imposed by the Trustees in connection with new Employers to the effect that admission of such Employers will not decrease the actuarial soundness of the Plan.

Section 4.03 Credited Future Service.

Commencing with the month of March 1961, a Participant receives one month of Credited Future Service for each calendar month in which a contribution is payable on his behalf to the Pension Fund. Credited Future Service will also be given for military service as required by applicable law.

Section 4.04 Vesting Credits.

(a) For Plan Years before 1976. A Participant's Vesting Credit as of December 31, 1975 is the greater of (i) or (ii) below:

(i) The sum of his Credited Past and Future Service earned, for calendar years through 1975; or

(ii) One full year of Vesting Credit for each calendar year in which the Participant had 870 or more Hours of Service, beginning with the year in which an Employer first began to contribute on behalf of the Participant. No Vesting Credit is given for a year in which the Participant had less than 870 Hours of Service.

In both (i) and (ii) above, the Plan Break in Service rule in effect prior to 1976 shall apply.

(b) For Plan Years after 1975. Vesting Credits after 1975 are based on Hours of Service accrued during each Plan Year as follows:

Hours of Service in Plan Year	Vesting Credit
Under 380	0
380-569	.40 of a Year
570-759	.60 of a Year
760-869	.80 of a Year
870 or more	One Year

(For 1976 and 1977 the computation used under the Plan provisions in effect in 1975 will be used, if more favorable to the Participant.)

Section 4.05 Loss of Credits and Their Reinstatement.

If Participation terminates due to a One-Year Break in Service, all Vesting Credits and Credited Service accumulated at the time of that Break in Service will be lost. These lost Credits will be reinstated if the former Participant again becomes a Participant before a Permanent Break in

Service occurs; if Participation is not reinstated before a Permanent Break in Service occurs, the lost Credits will not thereafter be reinstated for any reason.

ARTICLE 5
ELIGIBILITY FOR RETIREMENT BENEFITS

Section 5.01 Normal Retirement.

(a) Upon application and subject to the suspension rules of Section 8.07, a Participant will be eligible for Normal Retirement Benefits upon reaching Normal Retirement Age. Normal Retirement Age is the later of the date the Participant attains age 65 or the 5th anniversary of the "Participation Date." The term "Participation Date" as used in this Section 5.01 shall refer to the date on which the Participant's participation in the Plan commenced for purposes of Treasury Regulation 1.411(a)-7(b). The number of a Participant's anniversaries will be determined under (b) and (c) below.

(b) Until an Employee has a Permanent Break in Service, each annual return of an Employee's original Participation Date will constitute an anniversary if the Employee is a Participant on that date.

(c) After an Employee has a Permanent Break in Service, all prior Service, including accumulated anniversaries, is permanently forfeited, and hence if the Employee again becomes a Participant the number of his anniversaries will be measured from his new Participation Date.

Section 5.02 Early Retirement.

Upon application and subject to the suspension rules of Section 8.07, a Participant will be eligible for Early Retirement Benefits upon meeting both of the following requirements:

(a) He has attained age 55 but not age 65; and

(b) He has at least 10 years of Vesting Credit.

Section 5.03 Disability Retirement.

Upon application and subject to the suspension rules of Section 8.07, a Participant will be eligible for Disability Retirement Benefits upon meeting all of the following requirements:

(a) The Participant must be Disabled. To be considered Disabled, the Participant must be entitled to a Social Security Disability Benefit first payable for the month of August 1971 or any later month;

(b) The Disability must begin after the Participant has accrued 10 years of Vesting Credit;

(c) The Participant has not attained Normal Retirement Age; and

(d) The Participant does not have a Separation in Service as of the end of the Plan Year preceding the Plan Year in which the Disability begins unless, subsequent to such Separation in Service and prior to the beginning of the Disability, he has accrued some Vesting Credit.

(e) Effective January 1, 1996, notwithstanding the other provisions of this section, for purposes of determining eligibility for a Disability Retirement Benefit, a Separation in Service shall not be deemed to have occurred if the Participant's failure to earn at least 380 hours of Covered Service in two consecutive Plan Years is attributable to an excused absence due to physical or mental disability under Article 3, Section 3.01(b). Disability Retirements granted under this subsection shall have an Annuity Starting Date of the first of the month following the month in which proper application is made, subject to Section 7.04 of the Plan.

(f) Auxiliary Disability Benefit. If the Annuity Starting Date for a Participant's Disability Retirement (except for disabilities under Section 5.03(e)) is later than the sixth month of disability, he shall be entitled to an Auxiliary Disability Benefit provided his application is timely filed as described below.

If the Participant's application for Disability Retirement is filed within six calendar months after a determination by the Social Security Administration of entitlement to a Social Security Disability Benefit, such application shall be considered timely, and payment of the Auxiliary Disability Benefit shall commence as of the entitlement date of such Social Security Disability award, up to twelve months preceding the month in which the application for benefit was received. If the Participant's application for Disability Pension is filed more than six months after a determination by the Social Security Administration of entitlement to a Social Security Disability Benefit, no Auxiliary Disability Benefit shall be payable.

The Auxiliary Disability Benefit is an amount, payable as a lump sum, equal to the monthly benefit which would have been payable under the Participant's Disability Retirement (in the payment form elected for that pension) for up to twelve months between the commencement date of the Auxiliary Disability Benefit and ending on the Annuity Starting Date of the Disability Retirement.

(g) Effective January 1, 2014, disability retirement benefits (including auxiliary disability benefits) are eliminated for any Participant who has not commenced receiving disability retirement benefits from the Fund as of April 13, 2013, except for those Active Participants whose Social Security Administration Disability Date of Entitlement is prior to April 13, 2013 and whose written application for the Plan’s Disability Retirement Benefit is filed prior to April 13, 2013 as well.

Participants already receiving Disability Retirement Benefits as of April 13, 2013 will continue to receive their benefit, unless they recover from their disabling condition.

Section 5.04 Required Beginning Date.

A Participant's Required Beginning Date is April 1 of the calendar year following the calendar year in which the Participant reaches age 70 1/2.

Section 5.05 Delayed Claims.

No benefit under the Plan shall be payable unless an application is filed with the Board pursuant to Section 8.01. If a Participant delays submission of an application and benefits are deferred beyond Normal Retirement Age, unless the Participant elects a Retroactive Annuity Starting Date, such Participant's monthly benefit shall be the greater of (A) the Normal Retirement Pension (or other permissible form of pension elected in the pension application) accrued at his Annuity Starting Date; or (B) the accrued benefit at Normal Retirement Age actuarially increased as provided in Exhibit I for each complete calendar month between Normal Retirement Age and the Annuity Starting Date; converted as of the Annuity Starting Date to the benefit payment form elected in the pension application or to the automatic form if no other form is elected.

ARTICLE 6
AMOUNT OF RETIREMENT BENEFITS

Section 6.01 Normal Retirement Benefits.

The monthly amount of retirement benefit for a Participant who is eligible to receive a Normal Retirement Benefit shall be the sum of his Past Service Benefit, if any, and his Future Service Benefit. As provided in Section 3.03, a Separation in Service prior to any Effective Date shall make benefit improvements on and after the Effective Date inapplicable to benefits earned during periods of Credited Service occurring before the Separation.

(a) Past Service Benefit. A Participant's monthly Past Service Benefit shall be equal to the following percentage of his Past Service Earnings for each year of Credited Past Service, divided by twelve:

Effective Date	Percentage
January 1, 1981	1.63353600%
January 1, 1982	1.82139264%
January 1, 1983	1.93796200%
January 1, 1984	2.09803770%
January 1, 1986	2.21510800%
January 1, 1987	2.59433400%
January 1, 1992	2.70000000%
January 1, 1996	7.30000000%
January 1, 1999	8.00000000%

Past Service Earnings means the average compensation resulting from the application of the following formula: Past Service Earnings equals the sum of that portion of a Participant's earnings in Covered Service for which his Employers made contributions to the Pension Fund throughout the calendar years 1962-1964, divided by three. If the Participant was not an active Participant throughout 1962-1964, Past Service Earnings equals the sum of that portion of a Participant's earnings in Covered Service for which his Employer made contributions to the Pension Fund throughout the earliest three calendar year period following 1962-1964 during which the Participant was an active Participant, divided by three, adjusted to the 1962-1964 level. The Past Service Earnings formula is adjusted if the Participant worked less than 1800 hours in any year of the applicable three year period. These adjustments, when applicable, will be made consistent with the formulas set forth in Regulation No.1, Supplement l of the Plan, which is incorporated herein by reference. In the cases where application of this provision results in discrimination against or in favor of a Participant or class of Participants, the Trustees shall adopt new non-discriminatory regulations for determining equitable Past Service Earnings.

(b) Future Service Benefit. For Participants who retire on or after January l, 2000, the monthly Future Service Benefit of a Participant shall be determined by applying the applicable percentage from the table which follows to the total Employer contributions payable on behalf of the Participant for each Plan Year as a result of the Participant's participation in this Pension Plan. In computing such monthly Future Service Benefit, only contributions payable during periods in which Credited Future Service has been granted will be included.

Period of Participation	Percentage
Pre-1969 and 1969-2002	8.00%
2003 and 2013	3.00%
2014 and later	1.00%

This schedule shall apply to Employees who have not incurred a Separation in Service as of December 31, 1999. The monthly Future Service Benefit for Participants who incurred a Separation in Service prior to January 1, 2000 shall be determined by applying the applicable percentage from the table in effect at the time the Separation in Service was incurred.

Section 6.02 Early Retirement Benefits.

The monthly amount of retirement benefit for a Participant who is eligible to receive an Early Retirement Benefit shall be the actuarial equivalent of the Normal Retirement Benefit accrued to the date of Early Retirement, as determined by the factors shown in Exhibit I.

For Inactive Vested Participants whose benefit commencement date (*i.e.*, date they enter pay status) is after April 13, 2013, the entire early retirement benefit shall be actuarially reduced from age 65, based on 7% interest and the RP-2000 Combined Mortality table, blended 50% male and 50% female. The adjustment factors used to reduce the early retirement benefit in this manner are listed in the third column of the Chart in Exhibit I Early Retirement Reduction Factors ("Adjustment Factor for Benefits Earned On or After January 1, 2014").

For Active Participants, benefits earned with respect to service worked on or after January 1, 2014 shall be actuarially reduced based on the Factors used in the third column of the Chart in Exhibit I Early Retirement Reduction Factors. Benefits earned with respect to service worked prior to January 1, 2014 will be reduced based on the adjustment factors listed in the second column of the Chart in Exhibit I Early Retirement Reduction Factors ("Adjustment Factor for Benefits Earned Prior to January 1, 2014").

Section 6.03 Disability Retirement Benefits.

The monthly amount of retirement benefit for a Participant who is eligible to receive a Disability Retirement Benefit shall be the monthly Normal Retirement Benefit based on his years of Credited Service accrued to the date of his Disability Retirement, in accordance with Section 6.01, and without reduction by reason of age at retirement. See Section 5.03(g) for information regarding the elimination of the Disability Retirement Benefit effective January 1, 2014.

Section 6.04 Maximum Benefits.

(a) (1) Effective for Plan Years beginning after December 31, 2001 and before December 31, 2007 the rules in subparagraphs (a)-(h) apply. For Plan Years beginning after December 31, 2007, the rules in subparagraph (i) apply. Notwithstanding any other provision of this Plan to the contrary, and subject to the provisions of ERISA Section 204(d)(2), a retired Participant's annual retirement benefit for any limitation year shall not exceed the maximum permissible benefit under Section 415 of the Code, and the regulations thereunder. For purposes of the above limitation, the "limitation year" shall be the calendar year. For any year before 2002, the limitations prescribed by the Plan in effect at that time shall apply and no benefit earned under the Plan shall be reduced on account of the provisions of this Section if it would have satisfied the limitations under the Plan and prior law.

(2) The "defined benefit dollar limitation" is $160,000, as adjusted annually in accordance with IRS rulings and regulations under Code Section 415(d) in such manner as the Secretary shall prescribe and payable in the form of a straight life annuity (any such adjustment to be made effective January l of the year for which the adjustment is made). A limitation as adjusted under Section 415(d) of the Code will apply to limitation years ending with or within the calendar year for which the adjustment is made. Benefit increases resulting from an increase in the limitations of Section 415(b) of the Code will be provided to all current and former Participants (with benefits limited by Section 415(b) of the Code) who have an accrued benefit under the Plan immediately prior to the effective date (other than an accrued benefit resulting from a benefit increase solely as a result of the increases in limitations under Code Section 415(b)).

(3) For purposes of this Section, for limitation years beginning before January 1, 1998, compensation is defined as set forth in IRS Regulation Section l.4l5-2(d)(l) and (2). For limitation years beginning on and after January l, 1998, compensation is defined as set forth in Code Section 4l5(c)(3) and includes a Participant's gross income reported for tax purposes on IRS Form W-2 (or any similar form of substantially the same import) plus the following items, if any, excluded from income: elective deferrals under any Code Section 401(k) plan, simplified pension plan (SEP), savings incentive match plan (SIMPLE) or cafeteria plan under Code Section 125.

(4) The "maximum permissible benefit" is the defined benefit dollar limitation (adjusted where required in accordance with the rules in this Section). The adjustments in this Section shall apply to the retirement benefit payable to the Participant in the form of a straight life annuity or in the joint and survivor annuity form described in Section 7.01. If a benefit is payable in any other form, the limitation shall be adjusted to the single-life benefit form, so that the amount payable under such payment form is compared to the actuarially equivalent limitation.

(5) To determine the actuarially equivalent limitation, the interest rate from Section 1.09 shall be used, provided, however, that in no event shall the interest rate used to determine the actuarial equivalent limitation be less than five percent (5%). The actuarial equivalent under this paragraph shall be determined by reference to the 1983 Group Annuity Mortality Table based on a fixed blend of 50 percent of the male mortality rate and 50 percent of the female mortality rate.

(6) In applying the limits of this Section, the benefits and contributions to all other retirement plans sponsored by the Employer or any affiliate shall be taken into consideration, except for multiemployer plans. All defined benefit plans sponsored by the Employer or any affiliate are treated as a single plan. Benefits payable under any other plan with respect to a Participant shall be reduced to the extent possible before any reduction will be made to the Participant's benefits that are payable under this Plan, if necessary to observe the limits.

(b) Notwithstanding the limitations of this Section, for years subsequent to 1982, if a Participant's annual accrued retirement benefit as of December 31, 1982, determined in accordance with the provisions of the Plan in effect on that date, exceeds the limit otherwise applicable to the Participant, the annual retirement benefit for such Participant shall be equal to such benefit accrued as of December 31, 1982.

(c) Adjustment for Early or Late Retirement.

(1) If a Participant's annual benefit commences before age 65 but on or after age 62, the defined benefit dollar limitation is not reduced.

(2) If a Participant's annual benefit commences prior to age 62, the defined benefit dollar limitation applicable to the Participant at such earlier age is an annual benefit payable in the form of a straight life annuity beginning at the earlier age that is the actuarial equivalent of the defined benefit dollar limitation applicable to the Participant at age 62 (adjusted under subsection (g) for years of participation less than ten (10), if required). The defined benefit dollar limitation applicable at an age prior to age 62 is determined as the lesser of (i) the actuarial equivalent (at such age) of the defined benefit dollar limitation computed using the interest rate specified in section 1.09 of the Plan and the mortality table prescribed by the Secretary pursuant

to Section 415(b)(2)(E)(v) of the Code and (ii) the actuarial equivalent (at such age) of the defined benefit dollar limitation computed using a 5 percent interest rate and the mortality table prescribed by the Secretary pursuant to Section 415(b)(2)(E)(v) of the Code. Any decrease in the defined benefit dollar limitation determined in accordance with this subsection shall not reflect a mortality decrement if benefits are not forfeited upon the death of the Participant. If any benefits are forfeited upon death, the full mortality decrement is taken into account.

(d) If a Participant's annual benefit commences on or before December 31, 2007 and the benefit does not begin until after the Participant attains age 65, the defined benefit dollar limitation shall be increased to an annual benefit payable in the form of a straight life annuity beginning at the later age that is the actuarial equivalent of the defined benefit dollar limitation applicable to the Participant at age 65 (adjusted under subsection (g) for years of participation less than ten (10), if required). To determine the actuarial increase, the interest rate from Section 1.09 shall be used, provided, however, that the interest rate used to determine the actuarial increase must be no more than five percent (5%). The actuarial equivalent under this paragraph shall be determined by reference to the mortality table prescribed by the Secretary pursuant to Code Section 415(b)(2)(E)(v).

(e) Effective January 1, 2004, notwithstanding anything in the Plan to the contrary, with respect to the Code Section 415 limit. for purposes of adjusting the annual benefit (as defined in Code Section 4l5(b)(2)) to a straight life annuity, for any benefit paid in a form not subject to Code Section 417(e), the equivalent annual benefit shall be the greater of (1) the equivalent annual benefit computed using the interest rate and the mortality table specified in the Plan for adjusting benefits in the same form; and (2) the equivalent annual benefit computed using a 5% interest rate assumption and the applicable mortality table defined in the Plan for that annuity starting date. If the annual benefit is paid after 2005 in any form subject to Code Section 417(e), then the equivalent annual benefit shall be the greatest of: (1) the equivalent annual benefit computed using the interest rate and the mortality table specified in the Plan for adjusting benefits in the same form; (2) the equivalent annual benefit computed using a 5.5% interest rate assumption and the applicable mortality table; and (3) the equivalent annual benefit (computed using the applicable interest rate and the applicable mortality table) divided by 1.05. For a distribution to which Code Section 417(e) applies and which has an Annuity Starting Date occurring in the 2004 or 2005 Plan Years, the equivalent annual benefit shall be the greater of (1) the equivalent annual benefit computed using the applicable interest rate and mortality table as set forth in the Plan; and (2) the equivalent annual benefit computed using a 5.5% interest rate assumption and the applicable mortality table as set forth in the Plan.

(f) The provisions of subsections (a) through (e) above shall not be construed to limit the annual retirement benefit where such annual retirement benefit is $10,000 or less; provided that this paragraph shall not apply if the retired Participant has also been covered by a defined contribution plan to which the Employer contributed on the retired Participant's behalf and such plan was maintained as the result of collective bargaining involving the same employee representative as this Plan.

(g) In the case of a Participant who has completed less than ten (10) years of participation in this Plan, the defined benefit dollar limitation shall be multiplied by a fraction, (i) the numerator of which is the number of years (or part thereof) of participation in the Plan and (ii) the denominator of which is 10. In the case of a Participant who has completed less than ten (l0) years of Credited Service in the Plan, the limitations set forth in subsections (a)(2) and (f) of this Section 6.04 shall be multiplied by a fraction, the numerator of which shall be the number of years of Credited Service the Participant has completed and the denominator of which shall be ten (10). In no event may the fraction used to reduce the limitations, as described in this paragraph, be less than 1/10.

(h) Notwithstanding any other provision of this Plan to the contrary, effective for distributions with annuity starting dates after December 31, 2001, the applicable mortality table used for purposes of adjusting any benefit or limitation under Section 6.04 of this Plan shall be the mortality table prescribed by the Secretary pursuant to Code Section 415(b)(2)(E)(v). The applicable mortality table prescribed for distributions with annuity starting dates on or after January 1, 2002 and before January 1, 2008 shall be the table set forth in Rev. Rul. 2001-62.

(i) (l) Notwithstanding any other provision of this Plan to the contrary, effective January 1, 2008, the amount of a Participant's annual benefit accrued or distributed during any limitation year shall not exceed the maximum permissible benefit under Section 415 of the Code and the regulations thereunder, which are incorporated herein by reference. For purposes of the above limitation, the “limitation year" shall be the calendar year. For purposes of the above limitation, the "maximum permissible benefit" shall mean the defined benefit dollar limitation described in section 415(b)(1)(A) of the Code and in Sections 6.04(a)(2) and 6.04(a)(4) of the Plan.

(2) If a Participant's accrued benefit for a limitation year would exceed the annual dollar limit determined in accordance with section 415 of the Code and the Treasury Regulations thereunder (the "annual dollar limit") for that limitation year, the accrued benefit shall be frozen or reduced so that the accrued benefit does not exceed the annual dollar limit for that limitation year. If the benefit distributable or otherwise payable in a limitation year would exceed the annual dollar limit for that limitation year, the benefit shall be reduced so that the benefit distributed or otherwise payable does not exceed the annual dollar limit for that limitation year.

(3) Benefits payable under any other qualified plan of an Employer with respect to a Participant shall be reduced to the extent possible, as necessary to comply with the above limitation, before any reduction will be made in this Plan, as provided in Treasury Regulations Section 1.415-8(e).

(4) In applying the limits on annual benefits under Code Section 415(b), “compensation" shall have the meaning set forth in Treasury Regulation Section l.415(c)-2(b), exclusive of amounts listed in Treasury Regulation Section l.415(c)-2(c) and shall also include amounts paid after termination to the extent permitted under Treasury Regulation Sections 1.415(c)-2(e)(2), l.415(c)-2(e)(3)(i), l.415(c)-2(e)(3)(ii) and l.415(c)-2(e)(3)(iii)(A). Effective January l, 2009, "compensation" shall also include any differential wage payments, as defined in Code Section 340l(h)(2), that are paid to an individual who is in qualified military service as defined in Code Section 414(u).

(5) For purposes of applying the limits of this Section 6.04, if a Participant also participates in another tax-qualified defined benefit plan of the Employer that is not a multiemployer plan, only the benefits under this Plan that are provided by the Employer are aggregated with the benefits under the other plan.

(6) To the extent permitted by law, benefits accrued, distributed or otherwise payable with respect to any Participant while in Covered Service and after such Participant's severance from employment or the Participant's Annuity Starting Date, if earlier that are limited by this Section 6.04 shall be increased annually pursuant to cost of living increases in the annual dollar limit under section 415(d)(l)(A) of the Code and the Treasury Regulations thereunder; provided, however, that in no event shall any increase under this Section 6.04(i)(5) cause the amount of a Participant's accrued, distributed or otherwise payable benefit to exceed the amount of the Participant's Plan benefit.

(7) To the extent permitted by law, the application of the provisions of this Section 6.04 shall not cause the benefit that is accrued, distributed or otherwise payable for any Participant to be less than the Participant's accrued benefit as of December 31, 2007 under the provisions of the Plan that were both adopted and in effect before April 5, 2007 and that satisfied the limitations under section 415 of the Code and the Treasury Regulations thereunder as in effect as of December 31, 2007.

(8) To the extent permitted by law, a Participant's qualified joint and survivor annuity form of payment and the survivor annuity portion of such form of payment are computed by applying a reduction factor or factors to a Participant's Plan benefit before the limits under this Section 6.04 are applied; provided however that the survivor annuity may not exceed the benefit that would have been payable to the Participant after application of the limits in this Section 6.04.

Section 6.05 Death Benefits.

No death benefits are provided under the Plan, except such as may be included in any method of payment under Article 7. Notwithstanding any other provision of the Plan, any benefits payable to any survivor of a deceased Participant shall continue to be distributed at least as rapidly as under the method in effect at the Participant's death. Distribution of all benefits payable to any survivor of a deceased Participant shall comply with the requirements of Section 401(a)(9) of the Internal Revenue Code, the incidental benefit rule and applicable Treasury Regulations.

Section 6.06 Joint and Survivor Annuity Benefits

Joint and survivor annuity benefits as provided in this Article 6 shall be actuarially adjusted if the Joint and Survivor Annuity as described in Article 7 is in effect. In the case of a married Participant, the Joint and Survivor Annuity shall be at least as valuable as any other optional form of benefit payable under the Plan at the same time.

Section 6.07 Miscellaneous Increases.

The monthly retirement benefits payable on and after the following Effective Dates due to retirements prior to such dates shall be increased by the applicable percentages below:

Effective Date	Percentage Increase
January 1, 1981	13.44%
January 1, 1982	11.50%
January 1, 1983	6.40%
January 1, 1984	8.26%
January 1, 1986	5.58%
January 1, 1987	17.12%
January 1, 1988	3.48%
January 1, 1989	4.95%
January 1, 1990	5.60%
January 1, 1992	6.50%
January 1, 1993	4.70%
January 1, 1994	8.4%
January 1, 1996	6.40%

January 1, 1997	14.80%
January 1, 1998	27.80%
January 1, 1999	6.5%

ARTICLE7

JOINT AND SURVIVOR ANNUITIES

Section 7.01 At Retirement.

(a) General. Subject to any Qualified Domestic Relations Order, the Joint and Survivor Annuity will be the normal form of retirement benefit payable to a married Participant who applies for Retirement Benefits to begin after becoming eligible for Normal, Early, or Disability Retirement Benefits. A Joint and Survivor Annuity is an annuity providing actuarially adjusted monthly benefits to the Participant for life, continuing to his lawful Surviving Spouse for life in an amount equal to 50% of that adjusted amount.

(b) Election to Waive Joint and Survivor Annuity at Retirement. Any Participant applying for Retirement Benefits may elect to waive the Joint and Survivor Annuity and instead receive any other benefit for which the Participant is then eligible. This election may be made during the 180-day period prior to the Participant's Annuity Starting Date as described in Section 7.04 below and except as provided for under Section 7.04(b), such election must be made 30 days prior to the Participant's Annuity Starting Date. This election shall not be valid without the Spouse's written consent, either notarized or witnessed in writing by a Plan representative designated by the Trustees. The requirement of the Spouse's consent may be waived by a Plan representative if it is established to the Trustees' satisfaction that the consent may not be obtained because there is no Spouse, because the Spouse cannot be located, or because of such other circumstances as the Secretary of the Treasury may by regulations prescribe.

So that the Participant and the Participant’s Spouse may be properly informed regarding the ramifications of an election to forego (or revoke such an election) receiving the Participant’s pension benefit in the Qualified Joint and Survivor Annuity, the Trustees shall provide the Participant and the Participant’s Spouse with an explanation of the provisions of this Article, including notification that an election is available and a general description of the terms of the methods of payment. The Plan will provide written notices to the participants no earlier than 180 days and no later than 30 days before the Annuity Starting Date.

The written notice shall include:

A. an explanation of the material terms of the available forms of payment, including the relative value of the optional payment forms;
B. a description of the Participant's right to defer a distribution, including a description of the consequences of failing to defer receipt of a distribution;
C. the Participant's right to make, and the effect of, an election to waive the Qualified Joint and Survivor Annuity form of benefit;
D. the rights of a Participant's spouse, regarding his/her consent to such an election; and
E. the right to make, and the effect of, a revocation of such an election.

The pension benefit shall not be effective nor commence until the Participant has had at least 30 days following the receipt of such explanation to consider it, unless the Participant and Spouse waive the requirement that the explanation required hereunder be given at least 30 days before the Annuity Starting Date, provided the explanation is given at least 7 days prior to the date payment of benefits commence. The rejection must include the acknowledgment by the Participant's Spouse of any non-Spouse beneficiary designation. No rejection shall be effective unless the Spouse of the Participant has consented in writing to such rejection and such rejection is witnessed by a Notary Public or a Plan representative.

Any such election shall designate a beneficiary and form of benefit, which shall not be changed without Spousal consent, unless the Spouse's consent expressly permits designation by the Participant without such further consent. Any consent necessary under this provision shall acknowledge the effect of the election and shall be valid only with respect to the Spouse who signs the consent, or in the event of a deemed qualified election, the designated Spouse. Additionally, a revocation of a prior waiver may be made by a Participant without the consent of the Spouse at any time before the commencement of benefits or death, if earlier. The number of revocations shall not be limited.

No benefits will be paid until this election is exercised as provided herein, or until the Participant advises the Board in writing that the Joint and Survivor Annuity is the preferred form of payment, but if neither has been done within the election period, the Joint and Survivor form will apply.

(c) Revocation of Elections. Any election may be revoked during the time that the election can be made, and another election can be made during the same time.

(d) Method of Making Elections and Revocations. All elections and revocations must be made in writing and delivered to the Trustees before the end of the time period permitted to make the election or revocation.

Section 7.02 Before Retirement.

(a) If a Vested Participant (whether employed or not) dies on or after August 23, 1984 and before retirement leaving a surviving Spouse to whom he has been legally married at least one year, and had at least one Hour of Service or paid leave after September 1, 1974, then a Preretirement Survivor Annuity will be paid to such surviving Spouse as described in either (b) or (c) below.

(b) If a Vested Participant meeting all the requirements set forth in paragraph (a) above dies after attaining age 55, then a Pre-retirement Survivor Annuity will be paid to the surviving Spouse commencing on the first day of the month coincident with or next following the date of the Participant's death. The benefit amount will be the amount which the Spouse would have received had the Participant retired on the day prior to his death with a Joint and Survivor Annuity in effect.

(c) If a Vested Participant meeting all the requirements set forth in paragraph (a) above dies prior to attaining age 55, then a Pre-retirement Survivor Annuity will be paid to the surviving Spouse commencing on the first day of the month coincident with or next following the date the Participant would have attained age 55 had he survived. The benefit amount will be the amount which the Spouse would have received had the Participant died immediately after beginning to receive benefits at age 55 with a Joint and Survivor Annuity in effect

Section 7.03 Marriage Requirements.

A Participant's Spouse will be considered a Surviving Spouse and eligible to receive benefits pursuant to Sections 7.0 l or 7 .02, if the following requirements are met:

(a) The Participant dies prior to the Annuity Starting Date and the Participant and Spouse had been legally married to each other throughout the year immediately prior to the Participant's death.

(b) The Participant dies on or after the Annuity Starting Date and either:

(i) The Participant and Spouse had been legally married to each other throughout the year ending on the Annuity Starting Date, or

(ii) The Participant and Spouse married within the year preceding the Annuity Starting Date and remained legally married throughout the year immediately preceding the Participant's death.

No Survivor Annuity shall be payable unless the Trust is notified of the marriage before any benefits are paid to the Participant.

(c) In the case of a death occurring on or after January 1, 2007, if a Participant dies while performing qualified military service (as defined in Code Section414(u)), the survivors of the Participant are entitled to any additional benefits (other than benefit accruals relating to the period of qualified military service) provided under the Plan as if the Participant had returned and then terminated employment on account of death.

Section 7.04 Annuity Starting Date.

(a) The term "Annuity Starting Date" means, in accordance with Section 8.02, the date as of which benefits are calculated and paid under the Plan and shall be the first day of the first month after or coincident with the later of:

(i) The month in which the claimant has fulfilled all of the conditions for entitlement to benefits, including the filing of an application for benefits, or

(ii) 30 days after the Plan advises the Participant of the available benefit payment options, or

(iii) The date when the Participant has terminated all employment (without regard to terminal vacation) with an Employer, provided that the Participant has not reached the earlier of: (i) Normal Retirement Age or (ii) age 62; or

(iv) For Participants that have reached the earlier of Normal Retirement Age or age 62, the date when the Participant has terminated employment of the type which would cause a suspension of benefits under Section 8.07.

Information to be Furnished. Any person eligible to make any election hereunder shall receive, written in non-technical language, a general description or explanation of the Joint and Survivor Annuity and the circumstances under which it will be provided if the election described in Section 7.01 (b) has not been made; also the availability of such election, together with a general explanation of the financial effect of the election on the Participant's benefits.

If the person so requests in writing within 90 days after receiving the information described in the preceding paragraph, specific additional information concerning the terms and conditions of the Joint and Survivor Annuity and its financial effect upon the person's benefits will be personally delivered or mailed to such person within 30 days after receipt of the person's request, unless such information has already been furnished.

(b) Notwithstanding subsection (a) above, the Annuity Starting Date may occur and benefits may begin before the end of the 30-day period, provided:

(i) The Participant and Spouse, if any, consent in writing to the commencement of payments before the end of the 30-day period and distribution of the benefit begins more than seven days after the written explanation was provided to the Participant and Spouse, or

(ii) The Participant's benefit was previously being paid because of an election after the Normal Retirement Age, or

(iii) The benefit is being paid out automatically as a lump sum under the provisions of the Plan.

(c) Notwithstanding subsection (a) above, a Participant who has attained Normal Retirement Age and consented to waive the 30-day period in accordance with subsection (b)(i) above, may elect an Annuity Starting Date that is retroactive to the first day of any month following the date he had both attained Normal Retirement Age and fulfilled all of the conditions for entitlement to benefits except the filing of an application.

(d) The Annuity Starting Date will not commence any later than April 1 of the calendar year following the Plan Year in which the Participant attains age 70 1/2.

(e) The Annuity Starting Date for a non-Spouse beneficiary or alternate payee under a Qualified Domestic Relations Order will be determined as stated in Subsections (a) and (b) above, except that reference to the Joint and Survivor Annuity and spousal consent do not apply.

Section 7.05 Miscellaneous Provisions.

(a) Effective Date. The Joint and Survivor Annuity provided by this Article 7 shall not apply if benefits are payable for months prior to January 1976.

(b) Effect of Return to Service. If a Participant's benefits are suspended under Section 8.07, any benefits payable thereafter shall be in the same form as in effect before the suspension.

(c) Limitation on Benefit Commencement. No Participant shall be permitted to postpone the commencement of benefits to a date later than his Required Beginning Date as defined in Section 5.04. Such payments will be made in accordance with Code Section 401(a)(9) and the regulations thereunder, including the incidental death benefit requirement in Code Section 401(a)(9)(G). If there is any discrepancy between the provisions of this section and the provisions of Section 401(a)(9) of the Code and the Regulations thereunder, such discrepancy shall be resolved in such a way to give full effect to the provisions of section 401(a)(9) of the Code. Any subsequent improvement in benefits shall be applied to such Participant's benefit, provided the Participant has not experienced a Separation in Service between the effective date of the benefit commencement in accordance with this Section and the effective date of the benefit improvement. The benefit adjustment described herein shall apply to the Participant's Benefit Credits accrued as of the date of the Participant's mandatory benefit commencement.

(d) Determination of Actuarial Equivalence. Determination of actuarial equivalences under this Article shall be in accordance with the factors shown in Exhibit I.

ARTICLE 8
PAYMENT OF BENEFITS

Section 8.01 Advance Written Application Required.

An application for a pension shall be made in writing on a form and in a manner prescribed by the Board. The application must be filed with the Board in advance of the pension effective date. Except as provided in Section 8.02(b), a pension shall first be payable on the Annuity Starting Date as that term is defined in Section 7.04 of the Plan. In no event shall an applicant be entitled to pension benefits unless the applicant has completed and properly filed an application for benefits and in no event shall pension benefits be retroactive to a date prior to the earlier of: (1) the Participant's Annuity Starting Date, (2) the Participant's Required Beginning Date, or (3) the Retroactive Annuity Starting Date affirmatively elected as provided by Section 8.02.

Section 8.02 Commencement of Benefits.

(a) Subject to the application requirements of Section 8.01, the claims and appeals procedures as set forth in Section 9.02, and the suspension of benefits under Section 8.07, a Participant who is eligible to receive benefits under this Plan and makes application in accordance with the rules of this Pension Plan shall be entitled upon retirement to receive the monthly benefits provided for the remainder of his life, subject to the provisions of this Plan. Except as provided by subsection (b) below, benefit payments shall be payable commencing as of the Annuity Starting Date as defined by Section 7.04.

Unless the Participant elects otherwise, and subject to Section 7.05(c), distribution of benefits will begin no later than the 60th day after the latest of the close of the Plan Year in which

(1) the Participant attains age 65 (or Normal Retirement Age, if earlier);

(2) occurs the 10th anniversary of the year in which the Participant commenced participation in the Plan; or,

(3) the Participant terminates services with the Employer.

Notwithstanding the foregoing, the failure of a Participant and spouse to consent to a distribution while a benefit is immediately distributable, within the meaning of Internal Revenue Code Section 411(a)(11) and Treasury regulation 1.411(a)-11(c)(4), shall be deemed to be an election to defer commencement of payment of any benefit sufficient to satisfy this section.

In no event will benefit payments commence later than the Participant's Required Beginning Date.

(b) Retroactive Annuity Starting Date. The term "Retroactive Annuity Starting Date" means an Annuity Starting Date that is affirmatively elected by a Participant and that occurs on or before the date the written explanation of benefit payment options described in Article 7.04 is provided to the Participant. A Retroactive Annuity Starting Date may be established on the first of a given month as follows:

(1) A Retroactive Annuity Starting Date may be no earlier than the first of the month of the eighth full calendar month that precedes the month in which the application for benefits was received by the Fund Office.

(2) A Retroactive Annuity Starting Date may exceed the 8-month limit in subsection (1) above if the Participant is applying after Normal Retirement Age. As an alternative to a prospective Annuity Starting Date under Section 7.04 and the delayed retirement adjustment provided by Section 5.05 of the Plan, a Participant applying for benefits after Normal Retirement Age may elect and establish a Retroactive Annuity Starting Date as of Normal Retirement Age or later.

(3) Benefits payable under a Retroactive Annuity Starting Date shall consist of an initial single sum payment of benefits attributable to the period beginning on the Participant's Retroactive Annuity Starting Date and ending prior to the first of the month in which benefit payments commence. Such single sum shall include interest at an appropriate rate from the date the missed payment or payments would have been made to the date of the actual make-up payment. The Board of Trustees has determined the interest rate to be 4% simple interest per annum which shall remain in effect until such time as changed by a motion adopted by the Board. Monthly payments made subsequent to the lump sum payment shall be in the amount that

would have been paid to the Participant had payments actually commenced on the Participant's Retroactive Annuity Starting Date.

(4) A Participant who otherwise satisfies the conditions for a Retroactive Annuity Starting Date above, but who does not affirmatively elect a Retroactive Annuity Starting Date, shall have his benefit calculated under the terms, conditions and circumstances applicable to his Annuity Starting Date as determined under Section 7.04 in lieu of the benefit payments as described in subsection (b)(3) above.

(5) The calculation of benefits-whether under subsection (b)(l) or (b)(2) above shall not include periods during which the Participant was not retired or benefits were otherwise subject to suspension under Section 8.07.

(6) Any election of the benefit under subsection (b)(3) in lieu of that in subsection (b)(4), shall be subject to the notice and consent requirements including but not limited to those of Code §§401(a)(11) and 417 and regulations issued thereunder, including requirements specific to the election of retroactive payments under Treas. Reg. §l.417(e)-l.

(7) For purposes of satisfying the 30-day notice requirement under Section 7.04(a)(ii) and consent requirements under Section 7.01(b), the Annuity Starting Date defined in Section 7.04 shall be used instead of the Retroactive Annuity Starting Date.

(8) Notwithstanding any other provision contained herein, this Section 8.02(b) shall be interpreted with the intent of complying with the retroactive annuity starting date requirements of Treas. Reg. §§1.417(e)-1(b)(3)(iv), 1.417(e)-l(b)(3)(v) and 1.417(e)-1(b)(3)(vi).

Section 8.03 Termination of Benefits.

Monthly benefit payments end with the benefit payable for the month in which the Participant dies, except that payments to a Spouse under the Joint and Survivor Annuity will continue, and will terminate with the benefit payable for the month in which the death of the Spouse occurs.

Monthly Disability Benefits will terminate at the end of the month in which the Disability ends (if Social Security disability benefits are terminated), unless the Participant has by then reached Normal Retirement Age. If the Disability ends before the month in which Normal Retirement

Age occurs, the individual may apply (when eligible) for Early Retirement Benefits, or may instead receive Normal Retirement Benefits upon reaching Normal Retirement Age and filing the necessary application.

Under any form of benefit payable under the Plan, except as provided in Section 9.04, if the Participant dies after distribution has commenced, the remaining portion will continue to be distributed at least as rapidly as under the method of distribution being used prior to the Participant's death. If the Participant dies before distribution commences, the Participant's entire interest will be distributed no later than five years after the Participant's death, except that any portion payable to a Beneficiary designated by the Participant will be distributed no later than over the life of such Beneficiary and commencing not later than one year after the Participant's death.

Section 8.04 Optional Methods of Payment.

Instead of the Normal or Early Retirement Benefit, the Participant may elect any alternate form of payment of equal value that the Board of Trustees by regulation authorize; provided, that the present value of payments to be made to the Participant is more than 50 percent (50%) of the present value of the total payments to be made. The Board of Trustees has authorized the following forms of payment:

(a) Social Security Adjustment Option. For Participants whose benefit commencement date is prior to April 13, 2013, a Participant who retires on or after age 55, but before age 62, may elect to receive a monthly retirement benefit commencing on his Early Retirement Date adjusted so that he receives a larger payment before his first date of eligibility for Social Security retirement income, and a smaller payment thereafter in such amounts that his monthly retirement benefit from the Plan, together with his expected primary Social Security benefit, will provide, insofar as possible, a level monthly income for life. The monthly retirement benefit payable in accordance with this Section shall be the actuarial equivalent of the monthly Normal Retirement Benefit earned to the date of the Employee's retirement as determined in accordance with the factors shown in Exhibit I. However, in no event will the benefit be less than that obtained by using the actuarial assumptions contained in Section 9.04.

Participants who are not in pay status as of April 13, 2013 are ineligible for the Social Security Adjustment Option.

(b) 75% Optional Survivor Annuity. Effective with Plan Years beginning after December 31, 2008, married Participants may elect a 75% optional survivor annuity, which shall be the actuarial equivalent of the single life annuity under the Plan as determined using the reduction factors in Exhibit I. A married Participant who elects to waive the 50% Qualified Joint and Survivor Annuity form of benefit under Section 7.01, provided the Participant's Spouse consents to the waiver, shall be entitled to elect a 75% optional survivor annuity at any time during the applicable election period. The 75% optional survivor annuity shall be an annuity for the life of the Participant with a survivor annuity for the life of the Participant's Spouse equal to 75% of the monthly benefit that was payable to the Participant in the month in which the Participant died, provided that such Spouse was married to the Participant on his or her Annuity Starting Date.

Section 8.05 Persons to Whom Benefits are Payable.

(a) General Rule. Benefits are payable only to Participants or their beneficiaries (including former Spouses or other alternate payees when required by a Qualified Domestic Relations Order as described below) or to their court-appointed representatives. All benefit payments shall be made directly to such persons and shall not be subject to claims of creditors or others, nor to legal process, and may not be voluntarily or involuntarily alienated or encumbered, except insofar as permitted under ERISA. However, if any Participant or beneficiary is unable to give a valid receipt for a benefit payment and the payment has not been claimed by a court-appointed representative, then that payment may, in the discretion of the Board of Trustees be paid to any individual or institution providing for the care and maintenance of the Participant or beneficiary.

(b) Qualified Domestic Relations Order. Under regulations established by the Board of Trustees, the Plan will pay benefits in accordance with the applicable requirements of any Qualified Domestic Relations Order, as defined in Section 206(d)(3) of ERISA, as amended. In the event that a Qualified Domestic Relations Order requires payments to an alternate payee prior to the Participant's Annuity Starting Date, but subsequent to the Participant fulfilling the requirements for Early Retirement, the Plan shall take into account only the present value of the benefits actually accrued, and not the present value of any subsidy for Early Retirement. In this instance, the actuarial reduction for early commencement of payments to the alternate payee will be determined using the factors shown in Section D of Exhibit I attached hereto.

Section 8.06 Benefits Improperly Paid.

If benefits are paid to which the Participant or beneficiary was not entitled, the amount of the improper payment shall be an obligation of the recipient to the Trust. Notwithstanding any other provisions hereof, and in addition to pursuit of any other available legal or equitable remedies, the amount of the improper payment may be deducted from any future benefits payable to the recipient or any surviving beneficiary in accordance with ERISA, as amended.

Section 8.07 Suspension of Benefits.

A Participant receiving an Early retirement Benefit or Disability Retirement Benefit under this Plan who returns to work in the same Industry, trade or craft and in the same geographic area covered by the Plan as when benefits commenced will be deemed to be working in Suspendible Service (except that a Participant receiving a Disability Retirement Benefit shall not be deemed to be in Suspendible Service unless that Participant's eligibility for Social Security Disability benefits has also been terminated by the Social Security Administration). If a Participant works in excess of 600 hours in Suspendible Service in any calendar year, that Participant's benefits will be subject to suspension and reinstatement as follows and subject to any further regulations adopted by the Board:

(a) Retirement benefits will be suspended one month for every month in which the Participant engages in work in excess of 63 hours of the type just described.

(b) When benefit payments commence after a suspension of benefits, the original benefit shall be increased in accordance with the provisions of the Plan, commencing the following January 1, to take account of any additional Credited Service earned during the period of suspension.

(c) Notwithstanding the provisions of this Section, a Participant who has reached age 65 may be employed in the type of employment described above and continue to receive retirement benefits without suspension. If any additional benefits are accrued after payment of benefits has begun, annual distribution of such amounts as a separate component will begin in the first month of the calendar year immediately following the calendar year in which such benefits accrue.

Any Participant who returns to Covered Service may earn additional Credited Service and any such additional benefits accrued shall be determined as a separate identifiable component.

In calculating this amount, the normal benefit accrual shall be reduced (but not below zero) by the Actuarial Equivalent of the total Plan benefit distributions made to the Participant during the Plan Year, provided that the distributions used in this calculation are limited to those which had been paid in months in which the Participant worked at least 40 hours in Suspendible Service.

(d) Notice of Suspension. The Trustees shall inform a Participant of any suspension or possible suspension of benefits by notice given by personal delivery or first class mail during the first calendar month in which benefits are withheld. Such notice shall include a description of the specific reasons for the suspension. a description and a copy of the relevant plan provisions, reference to the applicable regulations of the U.S. Department of Labor, a statement of the procedure for securing a review of the suspension, and a description of the procedures with any necessary forms that must be filed before benefits can be resumed or, if applicable, before eligibility for benefits may be established.

Section 8.08 Direct Rollovers.

Effective for distributions made on or after January 1, 1993, and notwithstanding any provision of the Plan to the contrary that would otherwise limit a Participant's election under this Section, a Participant (or, where applicable, a surviving spouse or an alternate payee) may elect, at the time and in the manner prescribed by the Plan Administrator, to have any portion of an eligible rollover distribution paid directly to an eligible retirement plan specified by the Participant in a direct rollover. For distributions after December 31, 2009, a non-spouse beneficiary who is a "designated beneficiary" under Code section 401(a)(9)(E) and the regulations thereunder, by a direct trustee-to-trustee transfer ("direct rollover"), may roll over all or any portion of his or her distribution to an Individual Retirement Account (IRA) or, in conformance with the requirements of section 408A of the Code, a Roth individual retirement account or annuity (Roth IRA), that is established on behalf of the designated beneficiary and that will be treated as an inherited IRA or Roth IRA. In order to roll over the distribution, the distribution otherwise must satisfy the definition of "eligible rollover distribution" under Code Section 401(a)(31). If the Participant dies before his or her Required Beginning Date and the non-spouse beneficiary rolls over to an IRA the maximum amount eligible for rollover, the beneficiary may elect to use either the 5-year rule or the life expectancy rule, pursuant to Treasury Regulations Section 1.40l(a)(9)-3, A-4(c), in determining the required minimum distributions from the IRA that receives the non-spouse beneficiary's distribution.

(a) An eligible rollover distribution is any distribution of all or any portion of the balance to the credit of the Participant (or surviving spouse or alternate payee), except that an eligible rollover distribution does not include: (i) any distribution that is one of a series of substantially equal payments (not less frequently than annually) made for the life (or life expectancy) of the Participant or the joint lives (or joint life expectancy) of the Participant and the Participant's designated beneficiary, or for a specified period of ten years or more; (ii) any distribution to the extent such distribution is required under section 401(a)(9) of the Internal Revenue Code; (iii) the portion of any distribution that is not includible in gross income (determined without regard to the exclusion for net unrealized appreciation with respect to employer securities).

(b) An eligible retirement plan is an individual retirement account described in Section 408(a) of the Code, an individual retirement annuity described in Section 408(b) of the Code, an annuity plan described in Section 403(a) of the Code or a qualified trust described in Section 40l(a) of the Code that accepts the Participant's eligible rollover distribution. For distributions made on or after January l, 2002, an eligible retirement plan shall also mean an annuity contract described in section 403(b) of the Code and an eligible plan under section 457(b) of the Code which is maintained by a state, political subdivision of a state, or an agency or instrumentality of a state or political subdivision of a state and which agrees to separately account for amounts transferred into such plan from this Plan. Effective January 1, 2008, an eligible retirement plan shall also mean a Roth IRA described in Section 408A of the Code. This expanded definition of eligible retirement plan shall also apply in the case of a distribution to a surviving spouse, or to a spouse or former spouse who is the alternate payee under a qualified domestic relations order, as defined in section 414(p) of the Code. Effective January l, 2010, in the case of an Eligible Rollover Distribution to a Participant's surviving non-spouse Beneficiary, who is a "designated beneficiary" under Code Section 40l(a)(9)(E), an 'Eligible Retirement Plan' shall include an 'inherited' individual retirement account described in Section 408(a) of the Code or an 'inherited' individual retirement annuity described in Section 408(b) of the Code or, in conformance with the requirements of section 408A of the Code, a Roth individual retirement account or annuity (Roth IRA), that is established on behalf of the designated beneficiary.

(c) A direct rollover is a payment by the Plan to the eligible retirement plan specified by the Participant (or surviving spouse or alternate payee).

Section 8.09 Compensation Limits.

(a) In addition to other applicable limitations set forth in the Plan, and notwithstanding any other provision of the Plan to the contrary, for plan years beginning on or after January 1, 1996, the annual compensation of each employee taken into account under the plan shall not exceed the OBRA '93 annual compensation limit. The OBRA '93 annual compensation limit is $150,000, as adjusted by the Commissioner for increases in the cost of living in accordance with section 401(a)(l7)(B) of the Code. The cost-of-living adjustment in effect for a calendar year applies to any period, not exceeding 12 months, over which compensation is determined (determination period) beginning in such calendar year. If a determination period consists of fewer than 12 months, the OBRA '93 annual compensation limit will be multiplied by a fraction, the numerator of which is the number of months in the determination period, and the denominator of which is 12.

(b) For plan years beginning on or after January 1, 1996, any reference in this Plan to the limitation under section 401(a)(l7) of the Code shall mean the OBRA '93 annual compensation limit set forth in this provision. Notwithstanding any other provision in this Plan, the annual compensation of each Participant taken into account in determining benefit accruals in any Plan Year beginning after December 31, 2001, shall not exceed $200,000. "Annual compensation" means compensation during the Plan Year or such other consecutive 12-month period over which compensation is otherwise determined under the Plan (the "determinative period"). For purposes of determining benefit accruals in a Plan Year beginning after December

31, 2001 the annual compensation limit for any prior determination period shall be $200,000. The $200,000 limit on annual compensation in paragraph 1 shall be adjusted for cost-of-living increases in accordance with section 401(a)(17)(8) of the Code. The cost of living adjustment in effect for a calendar year applies to annual compensation for the determination period that begins with or within such calendar year.

(c) If compensation for any prior determination period is taken into account in determining an employee's benefits accruing in the current Plan Year, the compensation for that prior determination period is subject to the OBRA '93 annual compensation limit in effect for that prior determination period. For this purpose, for determination periods beginning before the first day of the first Plan Year beginning on or after January 1, 1996, the OBRA '93 annual compensation limit is $150,000.

(d) Notwithstanding any other provision in the Plan, each section 401(a)(l7) employee's accrued benefit under this Plan will be the greater of:

(1) the employee's accrued benefit as of the last day of the last Plan Year beginning before January 1, 1996, frozen in accordance with section l.401(a)(4)-13 of the regulations, or

(2) the employee's accrued benefit determined with respect to the benefit formula applicable for the Plan Year beginning on or after January 1, 1996, as applied to the employee's total years of service taken into account under the Plan for purposes of benefit accruals.

A section 401(a)(17) employee means an Employee whose current accrued benefit as of a date on or after the first day of the first Plan Year beginning on or after January 1, 1996, is based on compensation for a year beginning prior to the first day of the first Plan Year beginning on or after January 1, 1996, that exceeded $150,000.

ARTICLE 9

MISCELLANEOUS

Section 9.01 Powers of Board of Trustees.

This Plan and Trust Fund shall be administered by the Board appointed under the Trust Agreement. The Board shall have all powers specifically given it by the Trust Agreement and all other powers reasonably necessary in the administration of the Plan.

Section 9.02 Claim Procedures.

(a) Filing of Application. All claims for benefits shall be filed on forms provided by the Plan, which will be available from its principal office and such other places as may from time to time be designated by the Board. A claim shall be considered to have been filed as soon as it is received by the Trust Fund at its principal office or such other location as may be indicated on the claim form, provided it is substantially complete, with all necessary documentation required by the form. If the form is not substantially complete, or if required documentation has not been furnished, the claimant will be notified as soon as reasonably possible of what is necessary to complete the claim.

(b) Notice of Claim Denial. If a claim is wholly or partially denied, the claimant shall receive a written notice of denial as follows:

(i) Contents of Notice. The notice of denial shall contain the following, written in a manner calculated to be understood by the claimant:

- The specific reason or reasons for the denial;
- Specific reference to pertinent Plan provisions on which the denial is based;
- A description of any additional material or information necessary for the claimant to perfect the claim and an explanation of why such material or information is necessary;
- A description of the Plan's review or appeal procedures and the applicable time limits, including a statement of the claimant's right to bring a civil action under Section 502(a) of ERISA following an adverse benefit determination on review;

and

- With respect to claims described in Section 9.02(b)(ii)(B), if an internal rule, guideline, protocol or other similar criterion (internal rule") was relied on, either the specific internal rule, or a statement that an internal rule was relied upon and that a free copy of it will be provided upon request.

(ii) Time of Notice.

(A) Except as provided in Section 9.02(b)(ii)(B) below, the notice of denial shall be given within ninety (90) days after the claim is filed, unless special circumstances require an extension of time for processing the claim. If such an extension is required, written notice shall be furnished to the claimant within 90 days of the time the claim is filed, stating the special circumstances requiring an extension of time and the date by which a decision on the claim can be expected, which shall not be more than 180 days from the date the claim was filed. If such notice of denial is not given within the time required, the claimant may proceed to the review stage described below as though the claim had been denied.

(B) If the claim is for benefits as a result of a Participant's disability, which disability is evidenced by a physician's report, the notice of denial shall be made within a reasonable period of time but not longer than 45 calendar days after receipt by the Trust Fund's principal office of the application for benefits. The 45-day period may be extended for up to an additional 30 days if necessary due to matters beyond the Plan's control. The claimant shall be notified in writing, prior to the expiration of the initial 45-day period, of the circumstances requiring the extension of time and the date by which a determination is expected.

A second extension of time of up to an additional 30-day period (for a total of 105 days) may be implemented if such further extension is necessary due to circumstances beyond the Plan's control. The claimant shall be notified in writing prior to the end of the first 30-day extension of the circumstances requiring the further extension and provide a new date as of which the determination shall be made.

The notice to the claimant of any extension pursuant to this subsection (B) shall explain the standards on which entitlement to benefits is based, the unresolved issues preventing a decision on the claim, and the additional information needed to resolve those issues. The claimant will have at least 45 days within which to provide such information.

(C) Failure to Meet Time Requirements. If notice of denial is not given within the time requirements stated in subsections (A) and (B) above, the claimant may proceed to the review stage described below as though the claim had been denied.

(c) Review Procedure

(i) Application for Review. The claimant, or the claimant's duly authorized representative, may request a review of the claim denial by filing a written application for such review within 60 days after receipt of the written notification of the denial, except that requests for review of claims described in Section 9.02(b)(ii)(B) must be filed within 180 days after receipt of the denial notice .. The Board may consider a late application if it concludes the delay in filing was for reasonable cause. In connection with the request for review, the claimant (or authorized representative) may submit written comments, documents, records and other information relating to the claim for benefits.

(ii) Review Procedure. When any such application is received, the claim and its denial shall receive a full and fair review by the Board or any subcommittee to which it delegates this function. The review by the Trustees (or designated committee) shall take into account all comments, documents, records and other information submitted by the claimant relating to the claim, without regard to whether such information was submitted or considered in the initial benefit determination.

With regard to claims described in Section 9.02(b)(ii)(B), the review procedure may not afford deference to the initial adverse benefit determination and shall be conducted by an appropriate named fiduciary of the Plan that is neither the individual who made the adverse benefit determination that is the subject of the appeal, nor the subordinate of such individual. In deciding an appeal based in whole or in part on a medical judgment, the appropriate named fiduciary shall consult with a health care professional who has appropriate training and experience in the field of medicine involved in the medical judgment and such health care professional shall not be the individual who was consulted in the adverse benefit determination that is the subject of the appeal, nor the subordinate of such individual. The review procedure shall also provide for the identification of medical or vocational experts whose advice was obtained on behalf of the Plan in connection with the claimant's adverse benefit determination, without regard to whether the advice was relied upon in making the benefit determination. As part of the review procedure, the claimant, or the claimant's duly authorized representative, may review pertinent documents and submit issues and comments in writing, but shall have no right to appear personally before the reviewing group unless that group concludes that such an appearance would be of value in enabling it to perform its obligations hereunder.

(d) Notice of Declaration on Review.

(i) Contents of Notice. The notice of decision on the appeal of a claim denial shall be furnished to the claimant in writing and shall include specific reasons for the decision, written in a manner calculated to be understood by the claimant, as well as specific references to the pertinent Plan provisions on which the decision is based. The decision shall be communicated to the claimant in writing within five days after the benefit determination is made within the time period described below, and if not so provided, the claimant may consider it to have been denied. The written notification of an adverse benefit determination in regard to claims described in Section 9.02(b)(ii)(B) will also include the specific rule, guideline, protocol or other similar criterion relied upon in making the adverse determination.

(ii) Time of Notice. If the decision on review is to be made by the Board or the subcommittee which is holding regularly scheduled meetings at least quarterly, the decision shall be made no later than the date of the first such meeting which occurs at least 30 days following receipt of the request for review; but if special circumstances require an extension of time for processing, the decision shall be rendered not later than the third meeting following receipt of the request. The decision shall be furnished to the claimant as promptly as possible, but in no event more than five (5) calendar days after a decision is reached within the time period described above, and if not so furnished, the claimant may consider it to have been denied.

In all other cases, the decision shall be made within a reasonable time, but not later than 60 days (45 days for claims described in Section 9.02(b)(ii)(B)) after receipt of the request for review, unless special circumstances require an extension of time for processing, in which case the decision shall be rendered as soon as possible but no later than 120 days after receipt of the request for review.

(iii) Contents of Notice. The Trustees shall provide a claimant with written or electronic notification of the benefit determination on review. In the case of an adverse benefit determination, the notification shall set forth in a manner calculated to be understood by the claimant:

- The specific reason or reasons for the adverse benefit determination;
- Reference to the specific provisions of the Plan on which the adverse benefit determination is based;
- A statement that the claimant is entitled to receive, upon request and free of charge, reasonable access to, and copies of, all documents, records and other information relevant to the claimant's claim for benefits, as determined under Labor Regulation Section 2560.503-1.
- A statement of the claimant's rights to bring a civil action under ERISA Section 502(a) following an adverse benefit determination on review.

Whenever special circumstances require an extension of time for processing, written notice of the extension shall be furnished to the claimant before the extension period begins. If the extension is required due to the claimant's failure to submit information necessary to decide the claim, the period for making the determination will be tolled from the date on which the extension notice is sent to the claimant until the date on which the claimant responds to the Trustees' request for information.

The decision of the Board with respect to any appeal shall be final and binding upon all parties, including the claimant and any person representing the claimant. This appeals procedure shall be the sole and exclusive procedure available to an individual who is dissatisfied with a decision of any kind relating to an application for benefits. The Plan's appeals procedures must be exhausted before the claimant can avail himself or herself of any procedure outside of the rules and regulations of the Plan.

Section 9.03 Information to be Furnished.

Each Participant or any other claimant shall furnish to the Board any information or proof requested by it and reasonably required to administer the Pension Plan. Failure on the part of any Participant or claimant to comply with such request shall be sufficient grounds for denying, suspending or discontinuing benefits to such person. If a Participant or other claimant makes a false statement material to his claim, the Board shall recoup, offset, or recover the amount of any payments made in reliance on such false statements in excess of the amount to which such Participant or other claimant was rightfully entitled under the provisions of this Plan.

Section 9.04 Lump-sum Payment in Lieu of Monthly Benefit.

Effective January 1, 2002 through March 27, 2005, if the actuarial value of a monthly benefit which has become payable to a Participant, or which has accrued to a Surviving Spouse upon the death of the Participant, is $5,000 or less, and has never exceeded $5,000, the Participant or Surviving Spouse shall be paid in a lump sum the amount of such actuarial value, in lieu of the monthly benefit otherwise payable. For distributions on or after March 28, 2005, "$1,000"shall be substituted for "$5,000” in the first sentence.

Effective January 1, 2000, except as provided below, for purposes of this section 9.04, the actuarial value of such benefits shall be determined using the mortality table prescribed by the Secretary pursuant to I.R.C. Section 417(e)(3)(A)(ii)(I) and the interest rate prescribed by the Secretary pursuant to I.R.C. Section 417(e)(3)(A)(ii)(II). Such interest rate is the annual rate of interest as specified by the Commissioner of the Internal Revenue Service for the November (as published in December) immediately preceding the calendar year that contains the Annuity Starting Date, and shall remain constant for the calendar year following the November (December publication) for which the rate is specified.

For Plan Years prior to January 1, 2000, actuarial values shall be determined according to the rules then in effect.

Effective for distributions with Annuity Starting Dates on or after December 31, 2002 and on or before December 31, 2007, notwithstanding any other Plan provisions to the contrary, the applicable mortality table used for purposes of satisfying the requirements of section 417(e) of the Code is the table prescribed in Rev. Rul. 2001-62.

Except as provided by the Pension Benefit Guaranty Corporation (PBGC) and IRS, with respect to Annuity Starting Dates occurring on and after January 1, 2008 for purposes of the calculation of the present value of a benefit payment that is subject to Code Section 417 (e), the applicable mortality table shall be the applicable annual mortality table as defined by Code Section 417(e)(3)(B), for use in the calendar year which contains the Annuity Starting Date.

For Annuity Starting Dates beginning on or after January 1, 2008, the "applicable interest rate" means the adjusted first, second, and third segment rates applied under rules similar to the rules of Code §430(h)(2)(C) for the month of November (as published in December) immediately preceding the calendar year that contains the Annuity Starting Date. For this purpose, the segment rates shall be subject to the conditions set forth in Code §417(e)(3)(D).

For Plan Years beginning prior to January 1, 2002, the Plan rules regarding lump-sum payments then in effect shall apply.

Notwithstanding the foregoing, no lump sum distribution may be made to a married Participant or his surviving spouse after the commencement of benefits unless the spouse consents in writing to such distribution. Also, the Board may make arrangements for the payment of small monthly benefits in less frequent payments of a larger amount.

Section 9.05 Gender.

Whenever any words are used in this Pension Plan in the masculine gender, they should be construed as though they were also used in the feminine gender, wherever any words are used in this Pension Plan in the singular form they should be construed as though they were also in the plural form in all situations where they would so apply, and vice versa.

Section 9.06 Mergers.

Certain Pension Plans (hereafter called Predecessor Plans) have been merged with this Plan (the last such merger having taken place in 1971). All provisions of this Plan apply to Participants of Predecessor Plans as if all of their Participation had been under this Plan, except that the amount of their retirement benefits and Credited Service for employment prior to the date of merger shall be determined under the provisions of the Predecessor Plans in accordance with regulations and merger agreements adopted by the Board.

Section 9.07 Reciprocity Agreements.

The Trustees may enter into a reciprocity agreement or agreements with other Pension Funds for the purpose of preserving, under certain circumstances, a Participant's Credited Service which might otherwise be lost. If such action is undertaken by the Trustees, anything in this Plan to the contrary notwithstanding, a Participant's Credited Service shall be preserved in accordance with the provisions of such reciprocity agreement or agreements.

Section 9.08 Effect of Withdrawal.

Should any employer completely or partially withdraw, as those terms are defined in the Multiemployer Pension Plan Amendments Act of 1980, as amended, from the Plan and Trust Fund at any time on or after March 18, 1985, such Employer's withdrawal liability to the Trust Fund shall be the amount of unfunded vested benefits allocated to such Employer in accordance with ERISA Section 4211(c)(3), as amended.

Section 9.09 Credit for Military Service.

Effective December 12, 1994, notwithstanding any provision of this Plan to the contrary, benefits and service credit with respect to qualified military service will be provided in accordance with section 414(u) of the Internal Revenue Code. The liability for such benefits and service credit will be borne by the Trust Fund, and no separate contribution will be required from the last Employer employing the Participant before the Participant's period of service in the Uniformed Services.

ARTICLE 10
AMENDMENT AND TERMINATION

Section 10.01 Amendment

This Plan may be amended by the Board of Trustees in the manner provided in the Trust Agreement. Amendments may apply to all groups covered or to certain groups only. Amendments may be made retroactively only to the extent permissible under ERISA, the Internal Revenue Code and other applicable laws. Except as may be required to obtain or retain tax-exempt status for the Trust Fund and Plan, or as otherwise permitted under Section 411 (d)(6) of the Code, no amendment may decrease any accrued benefit of a participant, including the elimination or reduction of a subsidy, early retirement or optional form of benefit. Any amendment changing Vesting requirements in a manner which could adversely affect any Participants shall permit those Participants with at least three (3) Years of Vesting Credit to elect to have their Vested rights determined under the Plan provisions in effect prior to the amendment.

Section 10.02 Plan Termination.

It is expected that the Plan will be continued in effect indefinitely and that each Employer will continue to make contributions required by the applicable Contribution Agreement. Subject to the Trust Agreement, the Trustees reserve the right to effect a partial or total termination of the Plan.

(a) The Plan will be considered terminated by the occurrence of any of the following events, as provided in ERISA Section 4041A:

(i) Amendment of the Plan to provide that after a specified date, all Participants will cease to receive credit for any purpose under the Plan for service with any Employer;

(ii) The complete withdrawal (as defined in Section 4203 of ERISA) of every Employer; or

(iii) Amendment of the Plan which causes the Plan to become a defined contribution Plan.

(b) Upon the termination or partial termination of the Plan, the rights of all affected Participants to benefits accrued to the date of such termination or partial termination will be fully vested to the extent funded as of such date.

Section 10.03 Merger or Consolidation.

In the event of any merger or consolidation with, or transfer of assets or liabilities to, any other plan, a Participant shall receive a benefit equal to or greater than the benefit that the Participant would have received if this Plan had then terminated.

Section 10.04 Non-reversion.

It is expressly understood that in no event shall any of the corpus or assets of the Pension Trust revert to the Employers or be subject to any claims of any kind or nature by the Employers, except that the Trustees may return an erroneous contribution within the time limits prescribed by law.

Section 10.05 Termination of An Employer's Participation.

(a) An Employer ceases to participate in the Fund with respect to a bargaining unit if it is determined by the Trustees to be terminated because it no longer has a Collective Bargaining Agreement for the bargaining unit requiring contributions to the Fund.

(b) Upon the termination of participation of an Employer unit, the Trustees may, in the interest of preserving the actuarial soundness of the Fund, limit the liability of the Fund so that it is not liable for benefits accrued as a result of service within the Employer unit before the Employer's participation in the Plan.

(c) The Trustees may discharge the liability of the Fund under this section by allocating assets sufficient to meet their liability for benefits, as defined under subsection (b), and by transferring such assets to a successor plan, if one has been established or maintained by the Employer, or to the Pension Benefit Guaranty Corporation or to a Trustee appointed pursuant to Title IV of ERISA.

(d) The Trustees may amend this section if, and to the extent, necessary to retain the status of the Plan as a "multiemployer" pension plan under ERISA.

Section 10.06 Inability to Locate Individual Entitled to Benefit.

If an individual to whom benefits must be distributed cannot be located, and reasonable efforts have been made to locate such person, the benefits shall be forfeited. If an individual whose benefit has been forfeited in accordance with this Section subsequently returns or makes a claim for benefits, the individual's forfeited benefit shall be reinstated.

ARTICLE 11
MINIMUM DISTRIBUTION REQUIREMENTS

Section 11.01 General Rules

(a) Effective Date. The provisions of this Article will apply for purposes of determining required minimum distributions for calendar years beginning after December 31,

2005. For purposes of determining minimum required distributions for calendar years 2003. 2004. And 2005, a good faith interpretation of the requirements of Section 401(a)(9) of the Code shall apply.

(b) Precedence.

(l) The requirements of this Article will take precedence over any inconsistent provisions of the Plan.

(2) Except to the extent inconsistent with this Article, all distribution options provided under the Plan are preserved.

(3) This Article does not authorize any distribution options not otherwise provided under the Plan.

(c) Requirements of Treasury Regulations Incorporated. All distributions required under this Article will be determined and made in accordance with the Treasury regulations under Section 401(a)(9) of the Internal Revenue Code.

(d) TEFRA Section 242(b)(2) Elections. Notwithstanding the other provisions of this Article, other than Section 11.01(a), distributions may be made under a designation made before January 1, 1984. in accordance with Section 242(b)(2) of the Tax Equity and Fiscal Responsibility Act (TEFRA) and the provisions of the Plan that relate to Section 242(b)(2) of TEFRA.

Section 11.02 Time and Manner of Distribution.

(a) Required Beginning Date. The Participant's entire interest will be distributed, or begin to be distributed, to the Participant no later than the Participant's Required Beginning Date.

(b) Death of Participant Before Distributions Begin. If the Participant dies before distributions begin, the Participant's entire interest will be distributed, or begin to be distributed, no later than as follows:

(l) If the Participant's surviving Spouse is the Participant's sole Designated Beneficiary, then the surviving Spouse may elect to have distributions begin by December 31 of the calendar year immediately following the calendar year in which the Participant died, or by December 31 of the calendar year in which the Participant would have attained age 70 1/2, if later.

(2) If the Participant's surviving Spouse is not the Participant's sole Designated Beneficiary, distributions to the Designated Beneficiary will begin by December 31 of the calendar year immediately following the calendar year in which the Participant died.

(3) If there is no Designated Beneficiary as of September 30 of the year following the year of the Participant's death, the Participant's entire interest will be distributed by December 31 of the calendar year containing the fifth anniversary of the Participant's death.

(4) If the Participant's surviving Spouse is the Participant's sole Designated Beneficiary and the surviving Spouse dies after the Participant but before distributions to the surviving Spouse begin, this Article XI, Section 11.02(b), other than Article 11, Section 11.02(b)(1), will apply as if the surviving Spouse were the Participant.

For purposes of this Article 11, Section 11.02(b) and Article 11, Section 11.05, distributions are considered to begin on the Participant's Required Beginning Date (or, if Article 11, Section 11.02(b)(4) applies, the date distributions are required to begin to the surviving Spouse under Article 11, Section 11.02(b)(1)). If annuity payments irrevocably commence to the Participant before the Participant's Required Beginning Date (or to the Participant's surviving Spouse before the date distributions are required to begin to the surviving Spouse under Article 11, Section 11.02(b)(1)), the date distributions are considered to begin is the date distributions actually commence.

(c) In the case of a death occurring on or after January 1, 2007, if a Participant dies while performing qualified military service (as defined in Code Section 414(u)), the Participant shall be treated as having terminated Employment due to his death for the purposes of additional benefits (other than for Benefit Credit purposes during the period of qualified military service) provided under the Plan as if the participant had resumed employment and then terminated employment on account of death. “Additional benefits” include service credit for the period of the deceased Participant’s period of qualified military service for vesting purposes.

(d) Form of Distribution. Unless the Participant's interest is distributed in a single sum on or before the Participant's Required Beginning Date, as of the first Distribution Calendar Year distributions will be made in accordance with Article 11, Sections 11.03, 11.04 and 11.05.

Section 11.03 Determination of Amount to be Distributed Each Year.

(a) General Annuity Requirements. If the Participant's interest is paid in the form of annuity distributions under the Plan, payments under the annuity will satisfy the following requirements:

(1) the annuity distributions will be paid in periodic payments made at intervals not longer than one year;

(2) the distribution period will be over a life (or lives) or over a period certain not longer than the period described in Article 11, Sections 11.04 or 11.05;

(3) once payments have begun over a period certain, the period certain will not be changed even if the period certain is shorter than the maximum permitted;

(4) payments will either be nonincreasing or increase only as follows:

(A) by an annual percentage increase that does not exceed the annual percentage increase in a cost-of-living index that is based on prices of all items and issued by the Bureau of Labor Statistics;

(B) to the extent of the reduction in the amount of the Participant's payments to provide for a survivor benefit upon death, but only if the Designated Beneficiary whose life was being used to determine the distribution period described in Article 11, Section 11.04 dies or is no longer the Participant's Designated Beneficiary pursuant to a qualified domestic relations order within the meaning of Section 414(p) of the Internal Revenue Code;

(C) to provide cash refunds of Employee contributions upon the Participant's death; or

(D) to pay increased benefits that result from a Plan amendment.

(b) Amount Required to be Distributed by Required Beginning Date. The amount that must be distributed on or before the Participant's Required Beginning Date (or, if the Participant dies before distributions begin, the date distributions are required to begin under Article 11, Section 11.02(b)(1) or (2)) is the payment that is required for one payment interval. The second payment need not be made until the end of the next payment interval even if that payment interval ends in the next calendar year. Payment intervals are the periods for which payments are received, e.g., bi-monthly, monthly, semi-annually, or annually. All of the Participant's benefit accruals as of the last day of the first Distribution Calendar Year will be included in the calculation of the amount of the annuity payments for payment intervals ending on or after the Participant's Required Beginning Date.

(c) Additional Accruals After First Distribution Calendar Year. Any additional benefits accruing to the Participant in a calendar year after the first Distribution Calendar Year will be distributed beginning with the first payment interval ending in the calendar year immediately following the calendar year in which such amount accrues.

Section 11.04 Requirements for Annuity Distributions that Commence During Participant's Lifetime.

(a) Joint Life Annuities Where the Beneficiary is Not the Participant's Spouse. If the Participant's interest is being distributed in the form of a joint and survivor annuity for the joint lives of the Participant and non-spouse Designated Beneficiary, annuity payments to be made on or after the Participant's Required Beginning Date to the Designated Beneficiary after the Participant's death must not at any time exceed the applicable percentage of the annuity payment for such period that would have been payable to the Participant using the table set forth in Q&A-2 of Section 1.401(a)(9)-6 of the Treasury regulations. If the form of distribution combines a joint and survivor annuity for the joint lives of the Participant and a non-spouse and a period certain annuity, the requirement in the preceding sentence apply to annuity payments to be made to the Designated Beneficiary after the expiration of the period certain.

(b) Period Certain Annuities. Unless the Participant's Spouse is the sole Designated Beneficiary and the form of distribution is a period certain and no life annuity, the period certain for an annuity distribution commencing during the Participant's lifetime may not exceed the applicable distribution period for the Participant under the Uniform Lifetime Table set forth in

Section 1.401(a)(9)-9 of the Treasury regulations for the calendar year that contains the Pension Effective Date. If the Pension Effective Date precedes the year in which the Participant reaches age 70, the applicable distribution period for the Participant is the distribution period for age 70 under the Uniform Lifetime Table set forth in Section l.40l(a)(9)-9 of the Treasury regulations plus the excess of 70 over the age of the Participant as of the Participant's birthday in the year that contains the Pension Effective Date. If the Participant's Spouse is the Participant's sole Designated Beneficiary and the form of distribution is a period certain and no life annuity, the period certain may not exceed the longer of the Participant's applicable distribution period, as determined under this Article 11, Section 11.04(b) or the joint life and last survivor expectancy of the Participant and the Participant's Spouse as determined under the Joint and Last Survivor Table set forth in Section 1.401(a)(9)-9 of the Treasury regulations, using the Participant's and Spouse's attained ages as of the Participant's and Spouse's birthdays in the calendar year that contains the Pension Effective Date.

Section 11.05 Requirements For Minimum Distributions Where Participant Dies Before Date Distributions Begin.

(a) Participant Survived by Designated Beneficiary. If the Participant dies before the date distribution of his or her interest begins and there is a Designated Beneficiary, the Participant's entire interest will be distributed beginning no later than the time described in Article 11, Section 11.02(b)(1) or (2), over the life of the Designated Beneficiary or over a period certain not exceeding:

(1) unless the Pension Effective Date is before the first Distribution Calendar Year, the Life Expectancy of the Designated Beneficiary determined using the beneficiary's age as of the beneficiary's birthday in the calendar year immediately following the calendar year of the Participant's death; or

(2) if the Pension Effective Date is before the first Distribution Calendar Year, the Life Expectancy of the Designated Beneficiary determined using the Beneficiary's age as of the Beneficiary's birthday in the calendar year that contains the Pension Effective Date.

(b) No Designated Beneficiary. If the Participant dies before the date distributions begin and there is no Designated Beneficiary as of September 30 of the year following the year of the Participant's death, distribution of the Participant's entire interest will be completed by December 31 of the calendar year containing the fifth anniversary of the Participant's death.

(c) Death of Surviving Spouse Before Distributions to Surviving Spouse Begin. If the Participant dies before the date distribution of his or her interest begins, the Participant's surviving Spouse is the participant's sole Designated Beneficiary, and the surviving Spouse dies before distributions to the surviving Spouse begin, this Article 11, Section 11.05 will apply as if the surviving Spouse were the Participant, except that the time by which distributions must begin will be determined without regard to Article 11, Section 11.02(b)(1).

Section 11.06 Definitions

For purposes of this Article 11, the following definitions shall apply:

(a) Designated Beneficiary. The individual who is designated beneficiary under Section 401(a)(9) of the Internal Revenue Code and Section l.401(a)(9)-4 of the Treasury regulations.

(b) Distribution Calendar Year. A calendar year for which a minimum distribution is required. For distributions beginning before the Participant's death, the first distribution calendar year is the calendar year immediately preceding the calendar year which contains the Participant's Required Beginning Date. For distributions beginning after the Participant's death, the first distribution calendar year is the calendar year in which distributions are required to begin pursuant to Article 11, Section 11.02(b).

(c) Life expectancy. Life expectancy as computed by use of the Single Life Table in Section 1.401(a)(9)-9 of the Treasury regulations.

(d) Required Beginning Date. The date specified in Article 5, Section 5.04 of the Plan.

ARTICLE 12

APPLICATION OF THE REHABILITATION PLAN

SECTION 12.01 GENERAL RULES

1. This Article 12 is added to the Plan to reflect the Retail Clerks Specialty Stores Pension Plan Rehabilitation Plan adopted on March 14, 2013, as amended (Rehabilitation Plan Provisions). The Rehabilitation Plan Provisions are intended as good faith compliance with the Pension Protection Act of 2006 (PPA) and guidance issued thereunder. Except as otherwise provided the Rehabilitation Plan Provisions shall be effective as of January 1, 2014 and shall apply to Participants whose benefit commencement date, as defined by the PPA is on or after April 13, 2013.

   Generally, Participants who retire and begin receiving benefits prior to April 13, 2013 are not affected by the Rehabilitation Plan Provisions (*i.e.*, no change in the benefits currently being paid).

   For Inactive Vested Participants, these changes apply to the Participant's entire benefit, unless otherwise noted. Inactive Vested Participants are those Vested Participants who have left Covered Employment at the time the Default Schedule of the Rehabilitation Plan applies to their Employer and whose benefit commencement date is on or after April 13, 2013.

   The changes to benefit accruals for active Participants generally apply to the Participant's benefit accrued on and after the date the Default Schedule applies to that Participant. In these cases, the Participant's ultimate benefit will be the sum of the benefit earned prior to the change (including all plan provisions in effect prior to the date of change) plus the benefit earned after the date of change. Active Participants are those Participants who are working in Covered Employment at the time the Default Schedule of the Rehabilitation Plan applies to their Employer and whose benefit commencement date is on or after April 13, 2013.
2. Suppression of inconsistent provisions. The Rehabilitation Plan Provisions shall supersede all other provisions of the Plan to the extent those provisions are inconsistent with it.

SECTION 12.02 APPLICABILITY OF SCHEDULES

1. In general, the Rehabilitation Plan Provisions apply to all active Participants whose benefit commencement date is on or after April 13, 2013.
2. If an active Participant's Employer adopts or becomes subject to the Rehabilitation Plan after January 1, 2014, the benefit accruals and other benefit changes contained in the Rehabilitation Plan apply to that Participant's benefit on and after such date. If an amendment below is effective January 1, 2014 this means that the amendment is effective the later of January 1, 2014 or the date the employer is subject to the Rehabilitation Plan.

3. If a Participant works simultaneously for more than one employer at the time that each employer initially adopts the Rehabilitation Plan, then the benefits earned under each employer, including adjustable benefits on accruals earned prior to April 13, 2013, are calculated in accordance with when the Rehabilitation Plan was adopted by that employer. “Working simultaneously” means working for multiple employers, without a termination of employment covered by the Pension Fund, within the same calendar year in which at least one of one of the employers adopts the Rehabilitation Plan.
4. If a Retiree returns to work for a Contributing Employer, the Rehabilitation Plan Provisions in effect for the Employer for whom the Retiree works upon re-employment determines the benefit amounts and features of new benefit accruals based on such re-employment, but will not affect the features of the prior benefit already commenced. Any benefits accrued by a Retired Participant after a return to work are also subject to any offsets provided by the Plan.
5. Benefits of a Beneficiary or Alternate Payee with respect to a Participant or Retiree are determined on the same basis as benefits of the Participant or Retiree to whom they relate.

EXHIBIT I

A. Early Retirement Reduction Factors

Attained Age	Adjustment Factor for Benefits Earned Prior to January 1, 2014	Adjustment Factor for Benefits Earned On or After January 1, 2014
55	50%	39.90%
56	54	43.44%
57	58	47.36%
58	62	51.69%
59	66	56.50%
60	70	61.86%
61	76	67.84%
62	82	74.52%
63	88	82.03%
64	94	90.47%
65	100%	100%

Factors for other than exact ages by straight-line interpolation. Factors apply as stated to Participants in active status as of January 1, 2014. For all other Participants with Benefit Commencement dates on or after April 13, 2013, the reduction factors in the third column above apply to the entire benefits. See Plan Section 6.02.

B. Post-Retirement Joint and Survivor Reduction Factors

(i) For either Normal, Early or Disability Retirement commencing prior to July 1. 2004. If the Joint and Survivor Annuity is in effect, the monthly amount payable for the life of the Retired Participant shall be 80% of the retirement benefit which otherwise would have been payable to him under the terms of the Pension Plan except that, if the Spouse is more than 10 years younger than the Participant, the annuity is further reduced by 1/2 of 1% for each year or fraction thereof in excess of 10 years.

Exception: If a Participant's Normal Retirement Age is prior to July 1, 2004, but such Participant first files an application for benefits on or after July 1, 2004, then the Post-Retirement Joint and Survivor Reduction Factors in B.(ii) below shall be used.

(ii) For Normal or Early Retirements commencing on or after July 1. 2004. If the Joint and Survivor Annuity is in effect, the monthly amount payable for the life of the Retired Participant shall be 90% of the retirement benefit which otherwise would have been payable to him under the terms of the Pension Plan except that, if the Spouse is more than 10 years younger than the Participant, the annuity is further reduced by 1/2 of l% for each year or fraction thereof in excess of 10 years.

(iii) For Disability Retirements commencing on or after July l. 2004. If the Joint and Survivor Annuity is in effect, the monthly amount payable for the life of the Retired Participant shall be 80% of the retirement benefit which otherwise would have been payable to him under the terms of the Pension Plan except that, if the Spouse is more than 10 years younger than the Participant, the annuity is further reduced by 1/2 of l% for each year or fraction thereof in excess of 10 years.

C. Social Security Adjustment Option Factors

Attained Age	Level Annuity Factor[1]
55	.6049
56	.6464
57	.6919
58	.7419
59	.7969
60	.8577
61	.9251
62	1.0000

Factors for other than exact ages by straight-line interpolation.

In no event shall the Social Security option benefit be less than that obtained by using the actuarial assumptions contained in Section 9.04. Participants who are not in pay status as of April 13, 2013 are ineligible for the Social Security Adjustment Option. See Section 8.04(a).

D. Actuarial Reduction Factors.

To be applied if payments to alternate payee commence prior to Participant's Annuity Starting Date, pursuant to Section 8.05(b).

Attained Age	Reduction Factor
55	.3714
56	.4064
57	.4454

[1] Applied to sum of age 62 Pension benefit and estimated age 62 Social Security benefit to determine benefit payable until age 62.

58	.4891
59	.5380
60	.5931
61	.6552
62	.7254
63	.8052
64	.8961
65	1.0000

Factors for other than exact ages by straight-line interpolation.

E. Actuarial Increase for Delayed Claims.

The actuarial increase described in sub-section (B) of Section 5.05 shall be 1% per month for the first 60 months after Normal Retirement Age and 1.5% per month for each month thereafter.

F. Post-Retirement 75% Optional Survivor Annuity Reduction Factors.

(i) For either Normal or Early Retirements commencing on or after January l, 2009. If the 75% Optional Survivor Annuity is in effect, the monthly amount payable for the life of the Retired Participant shall be 86% of the retirement benefit which otherwise would have been payable to him under the terms of the Pension Plan except that, if the Spouse is more than ten years younger than the Participant, the annuity is further reduced by ½ of 1% for each year or portion of a year that the Spouse is more than ten years younger.

(ii) For Disability Retirements commencing on or after January 1, 2009. If the 75% Optional Survivor Annuity is in effect, the monthly amount payable for the life of the Retired Participant shall be 76% of the retirement benefit which otherwise would have been payable to him under the terms of the Pension Plan except that, if the Spouse is more than ten years younger than the Participant, the annuity is further reduced by ½ of 1% for each year or portion of a year that the Spouse is more than ten years younger.

Certificate of Adoption

IN WITNESS WHEREOF, the Trustees of the Retail Clerks Specialty Stores Pension Plan do hereby adopt the 2015 Restatement effective January 1, 2015. This Certificate of Adoption may be signed in counterparts.

EMPLOYER TRUSTEES

Signature:	Date:
Diane L. Vetterlein	Jan. 7, 2015

UNION TRUSTEES

Signature:	Date:
[illegible]	12-31-14
[illegible]	12 31 . 2014
[illegible]	1-13-15
C. Wahl	2/9/15

Certificate of Adoption

IN WITNESS WHEREOF, the Trustees of the Retail Clerks Specialty Stores Pension Plan do hereby adopt the 2015 Restatement effective January 1, 2015. This Certificate of Adoption may be signed in counterparts.

EMPLOYER TRUSTEES

Signature: ______________________ Date: 3/9/15

______________________ ______________________

______________________ ______________________

UNION TRUSTEES

Signature: ______________________ Date: 12-31-14

______________________ 12.31.2014

______________________ ______________________

AMENDMENT NUMBER ONE

TO THE RETAIL CLERKS SPECIALTY STORES PENSION PLAN

(2015 RESTATEMENT)

In accordance with Article 10, Section 10.01 of the Retail Clerks Specialty Stores Pension Plan (2015 Restatement), the Board of Trustees of the Retail Clerks Specialty Stores Pension Plan hereby amends Section 1.11 of the Plan in its entirety as follows:

"Section 1.11 Spouse.

Effective June 26, 2013, the term 'Spouse' shall mean a person to whom a Participant is legally married as recognized under the laws of the state or jurisdiction in which the marriage was entered into."

The undersigned hereby certify that the above Amendment Number One was duly adopted by the Board of Trustees on September 10, 2015.

EMPLOYER TRUSTEES	UNION TRUSTEES
Diane Vonderlein	[signature]
	C. Dal[illegible]

AMENDMENT NUMBER TWO TO THE RETAIL CLERKS SPECIALTY STORES PENSION PLAN (2015 RESTATEMENT)

In accordance with Article 10, Section 10.01 of the Retail Clerks Specialty Stores Pension Plan (2015 Restatement), the Board of Trustees of the Retail Clerks Specialty Stores Pension Plan has the authority to amend the Plan; and

WHEREAS, the signatories hereto, being duly appointed Trustees, desire to amend the Plan; and

NOW, THEREFORE, effective January 1, 2020, the Trustees hereby amend the Plan as set forth below. This Amendment shall supersede any provisions of the Plan to the extent those provisions are inconsistent with the provisions of this Amendment.

Article 5, Section 5.04 Required Beginning Date is hereby amended in its entirety to read as follows:

A Participant's Required Beginning Date is April 1 of the calendar year following the calendar year in which the Participant reaches age 70 ½, or following the calendar year that includes the Participant's attainment of age 72 for any Participant who did not attain age 70 ½ prior to January 1, 2020.

Article 7, Section 7.04(d) Annuity Starting Date is hereby amended in its entirety to read as follows:

(d) The Annuity Starting Date will not commence later than April 1 of the calendar year following the Plan Year in which the Participant attains age 70 ½, , or following the Plan Year that includes the Participant's attainment of age 72 for any Participant who did not attain age 70 ½ prior to January 1, 2020.

Section 11.02(b)(1) Time and Manner of Distribution is hereby amended in its entirety to read as follows:

(b)(1) If the Participant's Surviving Spouse is the Participant's sole Designated Beneficiary, then the surviving Spouse may elect to have distributions begin by December 31 of the calendar year immediately following the calendar year in which the Participant died, or by December 31 of the calendar year in which the Participant would have attained age 70 ½, if later, or by December 31 of the calendar year in which the Participant would have attained age 72, if the Participant would not have attained age 70 ½ prior to January 1, 2020, if later.

The undersigned hereby certify that the above Amendment Two was duly adopted by the Board of Trustees on 2/23, 2021.

EMPLOYER TRUSTEES	UNION TRUSTEES
Lynaun King	
	Jack Landes

AMENDMENT NUMBER TWO TO THE RETAIL CLERKS SPECIALTY STORES PENSION PLAN (2015 RESTATEMENT)

In accordance with Article 10, Section 10.01 of the Retail Clerks Specialty Stores Pension Plan (2015 Restatement), the Board of Trustees of the Retail Clerks Specialty Stores Pension Plan has the authority to amend the Plan; and

WHEREAS, the signatories hereto, being duly appointed Trustees, desire to amend the Plan; and

NOW, THEREFORE, effective January 1, 2020, the Trustees hereby amend the Plan as set forth below. This Amendment shall supersede any provisions of the Plan to the extent those provisions are inconsistent with the provisions of this Amendment.

Article 5, Section 5.04 **Required Beginning Date** is hereby amended in its entirety to read as follows:

A Participant's Required Beginning Date is April 1 of the calendar year following the calendar year in which the Participant reaches age 70 ½, or following the calendar year that includes the Participant's attainment of age 72 for any Participant who did not attain age 70 ½ prior to January 1, 2020.

Article 7, Section 7.04(d) **Annuity Starting Date** is hereby amended in its entirety to read as follows:

(d) The Annuity Starting Date will not commence later than April 1 of the calendar year following the Plan Year in which the Participant attains age 70 ½, , or following the Plan Year that includes the Participant's attainment of age 72 for any Participant who did not attain age 70 ½ prior to January 1, 2020.

Section 11.02(b)(1) **Time and Manner of Distribution** is hereby amended in its entirety to read as follows:

(b)(1) If the Participant's Surviving Spouse is the Participant's sole Designated Beneficiary, then the surviving Spouse may elect to have distributions begin by December 31 of the calendar year immediately following the calendar year in which the Participant died, or by December 31 of the calendar year in which the Participant would have attained age 70 ½, if later, or by December 31 of the calendar year in which the Participant would have attained age 72, if the Participant would not have attained age 70 ½ prior to January 1, 2020, if later.

The undersigned hereby certify that the above Amendment Two was duly adopted by the Board of Trustees on ___________________, 2021.

EMPLOYER TRUSTEES

UNION TRUSTEES

______________________ ______________________

______________________ ______________________

______________________ ______________________

RETAIL CLERKS SPECIALTY STORES PENSION FUND

Rehabilitation Plan

March 14, 2013

Introduction

Sections 305(e) of the Employee Retirement Income Security Act (ERISA) and 432(e) of the Internal Revenue Code (IRC), as added by the Pension Protection Act of 2006 ("PPA"), as amended by the Worker, Retiree, and Employer Act of 2008 ("WRERA"), require the Trustees of a multiemployer pension fund that has been certified by its actuary as being in Critical Status (also known as the "Red Zone") to develop a Rehabilitation Plan. The Rehabilitation Plan should enable the fund to cease to be in Critical Status by the end of the rehabilitation period. However, if the Trustees determine, based upon the exhaustion of all reasonable measures, that the fund cannot reasonably be expected to emerge by the end of the rehabilitation period, the Rehabilitation Plan should be designed to enable the fund to cease to be in Critical Status at a later date, or if not reasonable, to forestall possible insolvency. The Rehabilitation Plan must be based on reasonably anticipated experience and on reasonable actuarial assumptions.

On March 13, 2013, the Retail Clerks Specialty Stores Pension Fund ("the Fund") was certified by its actuary to be in Critical Status ("Red Zone") for the Plan Year beginning January 1, 2013.

This Rehabilitation Plan:

1. specifies the rehabilitation period;

2. describes alternatives the Trustees considered when preparing the Rehabilitation Plan;

3. explains why the Trustees concluded that there are no reasonable measures that would enable the Fund to emerge from Critical Status by the end of the rehabilitation period;

4. includes remedies and a schedule of benefits and contributions (the Default Schedule) that, if adopted by the bargaining parties, is projected to enable the Fund to postpone the projected date of insolvency. This schedule must be adopted as part of acceptable future collective bargaining agreements between the union and contributing employers that are agreed to after March 13, 2013;

5. explains how the Default Schedule will be put into effect automatically if the bargaining parties do not adopt it through bargaining; and

6. sets out annual standards to be achieved under the Rehabilitation Plan and describes how the Rehabilitation Plan will be updated from time to time.

Rehabilitation Period

The rehabilitation period is the period of ten Plan Years beginning January 1, 2014.

Rehabilitation Plan Standard

ERISA and the IRC generally provide a 10-year rehabilitation period to emerge from Critical Status. However, ERISA and the IRC also specifically provide for a plan to emerge from Critical Status later, if possible, or to forestall insolvency if the plan cannot reasonably be expected after exhausting all reasonable measures to emerge by the end of the rehabilitation period, or at all, as determined by its Trustees.

The Board of Trustees considered several actions, options, and alternatives that would enable the Fund to emerge from Critical Status either by the end of the rehabilitation period or as soon as reasonably possible after the period. The Trustees have determined that the remedies considered to emerge from Critical Status were unreasonable measures that would be untenable or counterproductive and adverse to the Fund and Fund participants. The remedies considered included the following:

1. Maintain Schedules of Funding Improvement Plan: The first several funding status certifications for the Fund showed that it was neither "endangered" nor "critical". By January 1, 2012, the status had deteriorated to "seriously endangered". The Trustees developed and adopted a "Funding Improvement Plan" or "FIP" in November 2012 and the schedules thereof were distributed to the bargaining parties as required. However, as of January 1, 2013, the plan status had deteriorated further to "critical", such that the schedules of the FIP are not applicable once they have been superseded by the schedules of the Rehabilitation Plan. Bargaining parties who have not yet been notified of the Rehabilitation Plan schedules may continue to rely on those of the FIP. The Trustees believe the contribution increases demanded under the FIP schedules are neither reasonable measures nor realistic. Therefore simply carrying over those schedules to serve as the basis of a Rehabilitation Plan will not constitute a means to emerge from critical status by the end of the rehabilitation period or at a later time.

2. Secure a Merger with another Pension Fund: The Trustees of the Retail Clerks Specialty Stores Pension Fund have approached the Trustees of the UFCW Northern California Employers Joint Pension Plan, as well as representatives of the International Union, regarding the possibility of a merger of the RCSS Plan with other pension plans. These discussions never resulted in serious consideration by the Joint Pension Plan or any other plan of merging the two funds.

3. Study the impact of various benefit changes and/or increased employer contributions: It was found that even if all non-protected and adjustable benefits were reduced to the extent permitted by law, in order to emerge on a timely basis, the typical contribution rate of 5% of earnings would need to be increased by 65% of earnings per year each year until the end of the 10-year rehabilitation period, (based on the assumption that such extreme measures would not be counterproductive, trigger withdrawals from the Fund and actually result in lower future contributions to the Fund).

   As shown above, emergence by the end of the rehabilitation period requires double-digit annual contribution rate increases. For example, the contribution rate for the largest employers would have to grow from its current level of 5% of earnings to 655%. The Board of Trustees has concluded that such changes in contribution rate to emerge from critical status by the end of the rehabilitation period are unreasonable and involve considerable risk to the Fund and Fund participants, in that contributing employers would be unable to sustain their participation in the Plan if such contribution increases were imposed. Further, the Trustees concluded, after consideration of all the circumstance, that exhaustion of all reasonable measures would not allow for emergence from critical status by the end of the rehabilitation period. The continued existence of the Fund and the Trustees' ability to discourage bargaining withdrawals and maintain or improve the Fund's funded status would be jeopardized by any attempt to emerge from Critical Status by the end of the rehabilitation period.

The Board of Trustees concluded that annual contribution rate increases in excess of those called for under the attached Default Schedule were not reasonable and could trigger mass withdrawals and significant losses to the Fund and participants. The Trustees further concluded that contributions required to emerge from critical status "at a later date" would be unreasonable and therefore the Rehabilitation Plan could not reasonably be expected to do any more than forestall insolvency.

Trustee Approved Rehabilitation Plan Remedies

Having considered all reasonable measures to emerge from critical status, the Trustees have concluded that the Fund cannot reasonably be expected to emerge from critical status by the end of the rehabilitation period or at a later date. Based on this, they have adopted the following reasonable measures to forestall insolvency of the Fund:

Active and Inactive Vested Participants:

The following non-protected and/or adjustable benefits for participants and beneficiaries who are not already in pay status as of April 12, 2013, are eliminated effective January 1, 2014, or, if later, the date that benefits can be eliminated allowing for legally required advance notice.

- The Plan will not pay any type of retirement benefit other than Normal Retirement, except that an Early Retirement benefit shall continue to be paid but shall be redetermined to the actuarial equivalent of a Normal Retirement benefit. Actuarial equivalence for this purpose shall be based on 7% interest, and the RP-2000 Combined Healthy Mortality table, blended 50% male and 50% female.

- No death benefit may commence payment prior to the date as of which the participant would have attained age 65.

Retired Participants

The benefits of participants and beneficiaries who are in pay status as of April 12, including the non-protected or optional benefits mentioned above shall not be affected by this Rehabilitation Plan.

Default Schedule:

This schedule prescribes various changes in non-protected and adjustable benefits for participants retiring or leaving covered employment after this schedule is effective for their bargaining group. These changes are effective on the later of :

(1) the date a new agreement is adopted that conforms with this schedule or this schedule is automatically implemented, or

(2) the date that benefits can be eliminated allowing for legally required advance notice.

Attachment A sets forth the provisions of the Default Schedule.

The pension plan is currently projected to become insolvent in 2021, based on reasonable assumptions. Even after implementation of the benefit reductions [and higher contributions] set forth in the Default Schedule, the plan is projected to become insolvent a year later in 2022. The Trustees recognize that because the vast majority of the plan's liabilities are for benefits payable to participants already in pay status prior to the notice of critical status issued in April 2013, no set of permissible measures taken with respect to the benefits of other plan participants will significantly delay the projected insolvency date.

Automatic Implementation of Rehabilitation Plan Schedule

If a collective bargaining agreement providing for contributions under the Fund that was in effect on January 1, 2013 expires, and after receiving the Rehabilitation Plan schedules, the bargaining parties fail to adopt contribution or benefit schedules with terms consistent with the Rehabilitation Plan, the Default Schedule will be implemented automatically 180 days after the date on which the collective bargaining agreement expires, provided the employer has not withdrawn from the Fund.

Annual Standards for Meeting the Rehabilitation Requirements and Updating of Rehabilitation Plan

Based on reasonable assumptions, the Fund is projected to become insolvent. The year of projected insolvency will vary each year as actual experience differs from the assumptions. The Trustees recognize the possibility that actual experience could be less favorable than the reasonable assumptions used for the Rehabilitation Plan and the need to update the Rehabilitation plan on an annual basis. It is understood the actuary will perform updated actuarial projections each year to monitor the improvement or deterioration in the Fund's status, and that the Trustees will evaluate any additional reasonable measures for forestalling insolvency.

Effective January 1, 2014, the following benchmarks are to be used in determining whether scheduled progress is being met:

For Determination as of January 1	Unaudited Fund Assets (in millions) as of Date Shown Will Be at Least
2014	$38
2015	$34
2016	$30
2017	$26
2018	$22
2019	$17
2020	$12
2021	$6
2022	$0
2023	N/A

<u>Annual Updating of Rehabilitation Plan</u>

Each year after the beginning of the rehabilitation period, the Fund's actuary will review and certify the status of the Fund under ERISA and IRC funding rules and whether the Fund is making the scheduled progress in meeting the requirements of the Rehabilitation Plan. If the Trustees determine that it is necessary in light of updated information, they will revise the Rehabilitation Plan and present an updated schedule or schedules to the bargaining parties. Notwithstanding subsequent changes in benefit and contribution schedules, a schedule provided by the Trustees and relied upon by the bargaining parties in negotiating a collective bargaining agreement shall remain in effect for the duration of that collective bargaining agreement.

<u>Other Issues</u>

In the event that terms consistent with a particular Schedule are implemented by an Employer, and then another Schedule is bargained as part of subsequent negotiations, the Board of Trustees may develop a revised contribution schedule for that particular situation.

Benefit changes will become effective pursuant to the terms of this Rehabilitation Plan as soon as legally permissible after the Rehabilitation Plan is adopted.

Adopted: March 14, 2013

C. Tak

Labor Trustee

Diane L. Vetterlein

Management Trustee

ATTACHMENT A: DEFAULT SCHEDULE

Affected Participants

The changes described in this schedule apply to participants and beneficiaries who are not in pay status as of April 12, 2013.

Benefit Changes

- Early Retirement benefits earned with respect to service worked after the implementation of this schedule shall be actuarially reduced from age 65, based on 7% interest and the RP-2000 Combined Healthy Mortality table, blended 50% male and 50% female.

- The applicable percentage for Future Service Benefits, as per Pension Plan Section 6.01(b), shall be reduced from 3.00% to 1.00%, effective with contributions received after implementation of this schedule.

- Additional contributions made pursuant to this schedule are disregarded for purposes of determining plan benefits.

- Disability Retirement is eliminated, except for those participants whose Social Security Disability Date of Entitlement is prior to the implementation of this schedule, and whose written application for the pension plan's Disability Retirement Benefit is filed prior to the implementation of this schedule.

Contributions

Effective immediately upon implementation of this schedule, the contribution rate will increase by 10% per year (compounded). For an employers whose contribution rates is 5% of earnings, the rate will increase to 5.5% of earnings for the first year, to 6.05% of earnings for the second year, 6.665% for the third year and so on.

5207921v2/01963.010

Version Updates

Version	Date updated
v20220701p	07/01/2022

TEMPLATE 1

Form 5500 Projection

File name: *Template 1 Plan Name* , where "Plan Name" is an abbreviated version of the plan name.

v20220701p

For an additional submission due to merger under § 4262.4(f)(1)(ii): *Template 1 Plan Name Merged* , where "Plan Name Merged" is an abbreviated version of the plan name for the separate plan involved in the merger.

For the 2018 plan year until the most recent plan year for which the Form 5500 is required to be filed by the filing date of the initial application, provide the projection of expected benefit payments as required to be attached to the Form 5500 Schedule MB if the response to line 8b(1) of the Form 5500 Schedule MB should be "Yes."

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001

Complete for each Form 5500 that has been filed prior to the date the SFA application is submitted*.

	2018 Form 5500	2019 Form 5500	2020 Form 5500	2021 Form 5500	2022 Form 5500	2023 Form 5500	2024 Form 5500	2025 Form 5500
Plan Year Start Date	01/01/2018	01/01/2019	01/01/2020	01/01/2021				
Plan Year End Date	12/31/2018	12/31/2019	12/31/2020	12/31/2021				
Plan Year	Expected Benefit Payments							
2018	$5,761,878	N/A	N/A	N/A	N/A	N/A	N/A	N/A
2019	$5,576,738	$5,656,509	N/A	N/A	N/A	N/A	N/A	N/A
2020	$5,451,819	$5,516,281	$5,527,778	N/A	N/A	N/A	N/A	N/A
2021	$5,265,770	$5,333,049	$5,343,711	$5,135,102	N/A	N/A	N/A	N/A
2022	$5,126,134	$5,197,798	$5,194,659	$4,993,683		N/A	N/A	N/A
2023	$4,952,089	$5,026,078	$5,028,844	$4,870,872			N/A	N/A
2024	$4,814,909	$4,872,373	$4,876,459	$4,735,523				N/A
2025	$4,698,891	$4,754,475	$4,755,950	$4,608,923				
2026	$4,580,018	$4,633,022	$4,638,180	$4,505,799				
2027	$4,414,814	$4,466,813	$4,474,097	$4,393,193				
2028	N/A	$4,324,965	$4,333,631	$4,295,842				
2029	N/A	N/A	$4,159,661	$4,185,238				
2030	N/A	N/A	N/A	$4,056,023				
2031	N/A	N/A	N/A	N/A				
2032	N/A	N/A	N/A	N/A	N/A			
2033	N/A	N/A	N/A	N/A	N/A	N/A		
2034	N/A	N/A	N/A	N/A	N/A	N/A	N/A	

* Adjust column headers as may be needed due to any changes in the plan year since 2018 and provide supporting explanation. For example, assume the plan has a calendar year plan year, but effective 10/1/2019 the plan year is changed to begin on October 1. For 2019 there will be two 2019 Forms - one for the short plan year from 1/1/2019 to 9/30/2019, and another for the plan year 10/1/2019 to 9/30/2020. For this example, modify the table to show a separate column for each of the separate Forms 5500, and identify the plan year period for each filing.

Version Updates

Version	Date updated
V20220701p	07/01/2022

TEMPLATE 3
Historical Plan Information

File name: *Template 3 Plan Name* , where "Plan Name" is an abbreviated version of the plan name.
For additional submission due to merger under § 4262.4(f)(1)(ii): *Template 3 Plan Name Merged* , where "Plan Name Merged" is an abbreviated version of the plan name for the separate plan involved in the merger.

v20220701p

Provide historical plan information for the 2010 plan year through the plan year immediately preceding the date the plan's initial application was filed that separately identifies: total contributions, total contribution base units (including identification of the base unit used (i.e., hourly, weekly)), average contribution rates, and number of active participants at the beginning of each plan year. Also show separately for each of the plan years in the same period all other sources of non-investment income, including, if applicable, withdrawal liability payments collected, reciprocity contributions (if applicable), additional contributions from the rehabilitation plan (if any), and other identifiable contribution streams.

If the sum of all contributions and withdrawal liabilities shown on this table does not equal the amount shown as contributions credited to the funding standard account on the plan year Schedule MB of Form 5500, include an explanation as a footnote to this table.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001

Unit (e.g. hourly, weekly)	Wages

						All Other Sources of Non-Investment Income				
Plan Year (in order from oldest to most recent)	Plan Year Start Date	Plan Year End Date	Total Contributions*	Total Contribution Base Units	Average Contribution Rate	Reciprocity Contributions (if applicable)	Additional Rehab Plan Contributions (if applicable)	Other - Explain if Applicable	Withdrawal Liability Payments Collected	Number of Active Participants at Beginning of Plan Year
2010	01/01/2010	12/31/2010	$145,087	2,976,850	4.87%					87
2011	01/01/2011	12/31/2011	$138,547	2,717,461	5.10%					87
2012	01/01/2012	12/31/2012	$116,037	2,265,870	5.12%					83
2013	01/01/2013	12/31/2013	$106,307	1,831,473	5.80%					81
2014	01/01/2014	12/31/2014	$139,823	1,500,967	9.32%				$626,348	68
2015	01/01/2015	12/31/2015	$105,992	1,527,251	6.94%					42
2016	01/01/2016	12/31/2016	$123,175	1,579,698	7.80%				$3,723	41
2017	01/01/2017	12/31/2017	$134,031	1,626,186	8.24%				$4,964	39
2018	01/01/2018	12/31/2018	$136,108	1,624,438	8.38%					37
2019	01/01/2019	12/31/2019	$137,906	1,380,023	9.99%					36
2020	01/01/2020	12/31/2020	$65,658	620,873	10.58%				$168,680	32
2021	01/01/2021	12/31/2021	$51,889	366,844	14.14%					18

* Total contributions shown here should be contributions based upon CBUs and should not include items separately shown in any columns under "All Other Sources of Non-Investment Income."

TEMPLATE 4A

v20220802p

SFA Determination - under the "basic method" for all plans, and under the "increasing assets method" for MPRA plans

File name: *Template 4A Plan Name* , where "Plan Name" is an abbreviated version of the plan name.

If submitting additional information due to a merger under § 4262.4(f)(1)(ii): *Template 4A Plan Name Merged* , where "Plan Name Merged" is an abbreviated version of the plan name for the separate plan involved in the merger.

If submitting additional information due to certain events with limitations under § 4262.4(f)(1)(i): *Template 4A Plan Name Add* , where "Plan Name" is an abbreviated version of the plan name.

If submitting a supplemented application under § 4262.4(g)(6): *Template 4A Supp Plan Name* , where "Plan Name" is an abbreviated version of the plan name.

Instructions for Section C, Item (4) of the Instructions for Filing Requirements for Multiemployer Plans Applying for Special Financial Assistance:

IFR filers submitting a supplemented application should see Addendum C for more information.

MPRA plans using the "increasing assets method" should see Addendum D for more information.

For all plans, provide information used to determine the amount of SFA under the "basic method" described in § 4262.4(a)(1).

For MPRA plans, also provide information used to determine the amount of SFA under the "increasing assets method" described in § 4262.4(a)(2)(i).

The information to be provided is:

NOTE: All items below are provided on Sheet '4A-4 SFA Details .4(a)(1)' unless otherwise indicated.

a. The amount of SFA calculated using the "basic method", determined as a lump sum as of the SFA measurement date.

b. Non-SFA interest rate required under § 4262.4(e)(1) of PBGC's SFA regulation, including supporting details on how it was determined.
[Sheet: 4A-1 Interest Rates]

c. SFA interest rate required under § 4262.4(e)(2) of PBGC's SFA regulation, including supporting details on how it was determined.
[Sheet: 4A-1 Interest Rates]

d. Fair market value of assets as of the SFA measurement date. This amount should include any assets at the SFA measurement date attributable to financial assistance received by the plan under section 4261 of ERISA, but should not reflect a payable for amounts owed to PBGC for all amounts of such financial assistance received by the plan.

e. For each plan year in the period beginning on the SFA measurement date and ending on the last day of the last plan year ending in 2051 (the "SFA coverage period"):

  i. Separately identify the projected amount of contributions, projected withdrawal liability payments reflecting a reasonable allowance for amounts considered uncollectible, and other payments expected to be made to the plan (excluding the amount of financial assistance under section 4261 of ERISA and SFA to be received by the plan).

  ii. Identify the benefit payments described in § 4262.4(b)(1) (including any benefits that were restored under 26 CFR 1.432(e)(9)-(1)(e)(3) and excluding the payments in e.iii. below), separately for current retirees and beneficiaries, current terminated vested participants not yet in pay status, current active participants, and new entrants.
  [Sheet: 4A-2 SFA Ben Pmts]

  Identify total benefit payments paid and expected to be paid from projected SFA assets separately from total benefit payments paid and expected to be paid from non-SFA assets after the projected SFA assets are fully exhausted.

  iii. Separately identify the make-up payments described in § 4262.4(b)(1) attributable to the reinstatement of benefits under § 4262.15 that were previously suspended through the SFA measurement date.
  [Also see applicable examples in Section C, Item (4)e.iii. of the SFA instructions.]

  iv. Separately identify administrative expenses paid and expected to be paid (excluding the amount owed PBGC under section 4261 of ERISA) for premiums to PBGC and for all other administrative expenses.
  [Sheet: 4A-3 SFA Pcount and Admin Exp]

  Identify total administrative expenses paid and expected to be paid from projected SFA assets separately from total administrative expenses paid and expected to be paid from non-SFA assets after the projected SFA assets are fully exhausted.

  v. Provide the projected total participant count at the beginning of each year.
  [Sheet: 4A-3 SFA Pcount and Admin Exp]

  vi. Provide the projected investment income earned by assets not attributable to SFA based on the non-SFA interest rate in b. above and the projected fair market value of non-SFA assets at the end of each plan year.

  vii. Provide the projected investment income earned by assets attributable to SFA based on the SFA interest rate in c. above (excluding investment returns for the plan year in which the sum of annual projected benefit payments and administrative expenses for the year exceeds the beginning-of-year projected SFA assets) and the projected fair market value of SFA assets at the end of each plan year.

f. The projected SFA exhaustion year. This is the first day of the plan year in which the sum of annual projected benefit payments and administrative expenses for the year exceeds the beginning-of-year projected SFA assets. Note this date is only required for the calculation method under which the requested amount of SFA is determined.

Additional instructions for each individual worksheet:

Sheet

4A-1 SFA Determination - non-SFA Interest Rate and SFA Interest Rate

See instructions on 4A-1 Interest Rates.

4A-2 SFA Determination - Benefit Payments for the "basic method" for all plans, and for the "increasing assets method" for MRPA plans

This sheet is not required for an IFR filer submitting a supplemented application under § 4262.4(g)(6) if the total projected benefit payments are the same as those used in the application approved under the interim final rule.

On this sheet, you will provide:
--Basic plan information (plan name, EIN/PN, SFA measurement date), and
--Year-by-year deterministic projection of benefit payments.

For each plan year in the period beginning on the SFA measurement date and ending on the last day of the last plan year ending in 2051 (the "SFA coverage period"), identify benefit payments described in § 4262.4(b)(1) for current retirees and beneficiaries, current terminated vested participants not yet in pay status, currently active participants, and new entrants. On this Sheet 4A-2, show all benefit payments as positive amounts.

If the plan has suspended benefit payments under sections 305(e)(9) or 4245(a) of ERISA, the benefit payments in this Sheet 4A-2 projection should reflect prospective reinstatement of benefits assuming such reinstatements commence as of the SFA measurement date. If the plan restored or partially restored benefits under 26 CFR 1.432(e)(9)-1(e)(3) before the SFA measurement date, the benefit payments in this Sheet 4A-2 should reflect fully restored prospective benefits.

Make-up payments to be paid to restore previously suspended benefits should not be included in this Sheet 4A-2, and are separately shown in Sheet 4A-4.

Except for the first row in the projection exhibit, each row must include the full plan year of the indicated information up to the plan year ending in 2051. The first row in the projection period is for the period beginning on the SFA measurement date and ending on the last day of the plan year containing the SFA measurement date, so the first row may contain less than a full plan year of information. For all other periods, provide the full plan year of information up to the plan year ending

4A-3 SFA Determination - Participant Count and Administrative Expenses for the "basic method" for all plans, and for the "increasing assets method" for MPRA plans

This sheet is not required for an IFR filer submitting a supplemented application under § 4262.4(g)(6).

On this sheet, you will provide:
--Basic plan information (plan name, EIN/PN, SFA measurement date), and
--Year-by-year deterministic projection of participant count and administrative expenses.

For each plan year in the period beginning on the SFA measurement date and ending on the last day of the last plan year ending in 2051 (the "SFA coverage period"), identify the projected total participant count at the beginning of each year, as well as administrative expenses, separately for premiums to PBGC and for all other administrative expenses. On this Sheet 4A-3, show all administrative expenses as positive amounts.

Any amounts owed to PBGC for financial assistance under section 4261 of ERISA should not be included in this Sheet 4A-3.

Except for the first row in the projection exhibit, each row must include the full plan year of the indicated information up to the plan year ending in 2051. The first row in the projection period is for the period beginning on the SFA measurement date and ending on the last day of the plan year containing the SFA measurement date, so the first row may contain less than a full plan year of information. For all other periods, provide the full plan year of information up to the plan year ending

4A-4 SFA Determination - Details for the "basic method" under § 4262.4(a)(1) for all plans

On this sheet, you will provide:
--Basic plan information (plan name, EIN/PN, SFA measurement date, non-SFA interest rate, SFA interest rate),
--MPRA plan status and, if applicable, certain MPRA information,
--Fair Market Value of Assets as of the SFA measurement date,
--SFA Amount as of the SFA measurement date calculated under the "basic method",
--Projected SFA exhaustion year (only if the requested amount of SFA is determined under the "basic method"), and
--Year-by-year deterministic projection.

For each plan year in the period beginning on the SFA measurement date and ending on the last day of the last plan year ending in 2051 (the "SFA coverage period"), provide each of the items requested in Columns (1) through (12). Show payments INTO the plan as positive amounts and payments OUT of the plan as negative amounts.

If the plan has suspended benefit payments under sections 305(e)(9) or 4245(a) of ERISA, Column (5) should show the make-up payments to be paid to restore the previously suspended benefits. These amounts should be determined as if such make-up payments are paid beginning as of the SFA measurement date. If the plan sponsor elects to pay these amounts as a lump sum, then the lump sum amount is assumed paid as of the SFA measurement date. If the plan sponsor elects to pay equal installments over 60 months, the first monthly payment is assumed paid on the first regular payment date on or after the SFA measurement date. See the examples in the SFA Instructions. If the make-up payments are paid over 60 months, each row in the projection should reflect the monthly payments for that period. The prospective reinstatement of suspended benefits is included in Column (4); Column (5) is only for make-up payments for past benefits that were suspended.

Except for the first row in the projection exhibit, each row must include the full plan year of the indicated information up to the plan year ending in 2051. The first row in the projection period is for the period beginning on the SFA measurement date and ending on the last day of the plan year containing the SFA measurement date, so the first row may contain less than a full plan year of information. For all other periods, provide the full plan year of information up to the plan year ending

4A-5 SFA Determination - Details for the "increasing assets method" under § 4262.4(a)(2)(i) for MPRA plans

This sheet is to only be used by MPRA plans. For such plans, this sheet should be completed in addition to Sheet 4A-4.

On this sheet, you will provide:
--Basic plan information (plan name, EIN/PN, SFA measurement date, non-SFA interest rate, SFA interest rate),
--MPRA plan status, and if applicable, certain MPRA information,
--Fair Market Value of Assets as of the SFA measurement date,
--SFA Amount as of the SFA measurement date calculated under the "increasing assets method",
--Projected SFA exhaustion year (only if the requested amount of SFA is determined under the "increasing assets method"), and
--Year-by-year deterministic projection.

This sheet is identical to Sheet 4A-4, and the information in Columns (1) through (6) should be the same as that used in the "basic method" calculation in Sheet 4A-4. The SFA Amount as of the SFA Measurement Date will differ from that calculated in Sheet 4A-4, as it will be calculated in accordance with § 4262.4(a)(2)(i) as the lowest whole dollar amount (not less than $0) for which, as of the last day of each plan year during the SFA coverage period, projected SFA assets and projected non-SFA assets are both greater than or equal to zero, and, as of the last day of the SFA coverage period, the sum of projected SFA assets and projected non-SFA assets is greater than the amount of such sum as of the last day of the immediately preceding plan year.

Version Updates (newest version at top)

Version	Date updated	
v20220802p	08/02/2022	Cosmetic changes to increase the size of some rows
v20220701p	07/01/2022	

TEMPLATE 4A - Sheet 4A-1

v20220802p

SFA Determination - non-SFA Interest Rate and SFA Interest Rate

Provide the non-SFA interest rate and SFA interest rate used, including supporting details on how they were determined.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS	
EIN:	94-6313558	
PN:	001	
Initial Application Date:	11/30/2022	
SFA Measurement Date:	08/31/2022	For a plan other than a plan described in § 4262.4(g) (i.e., for a plan that has not filed an initial application under PBGC's interim final rule), the last day of the third calendar month immediately preceding the plan's initial application date. For a plan described in § 4262.4(g) (i.e., for a plan that filed an initial application prior to publication of the final rule), the last day of the calendar quarter immediately preceding the plan's initial application date.
Last day of first plan year ending after the measurement date:	12/31/2022	

Non-SFA Interest Rate Used:	5.51%	Rate used in projection of non-SFA assets.
SFA Interest Rate Used:	3.26%	Rate used in projection of SFA assets.

Development of non-SFA interest rate and SFA interest rate:

Plan Interest Rate:	6.00%	Interest rate used for the funding standard account projections in the plan's most recently completed certification of plan status before 1/1/2021.

Corresponding ERISA Section 303(h)(2)(C)(i), (ii), and (iii) rates disregarding modifications made under clause (iv) of such section.

	Month Year	(i)	(ii)	(iii)
Month in which plan's initial application is filed, and corresponding segment rates (leave (i), (ii), and (iii) blank if the IRS Notice for this month has not yet been issued):	November 2022	1.76%	3.36%	3.76%
1 month preceding month in which plan's initial application is filed, and corresponding segment rates:	October 2022	1.57%	3.21%	3.66%
2 months preceding month in which plan's initial application is filed, and corresponding segment rates:	September 2022	1.41%	3.09%	3.58%
3 months preceding month in which plan's initial application is filed, and corresponding segment rates:	August 2022	1.27%	2.99%	3.51%

24-month average segment rates without regard to interest rate stabilization rules. These rates are issued by IRS each month. For example, the applicable segment rates for August 2021 are 1.13%, 2.70%, and 3.38%. Those rates were issued in IRS Notice 21-50 on August 16, 2021 (see page 2 of notice under the heading "24-Month Average Segment Rates Without 25-Year Average Adjustment").

They are also available on IRS' Funding Yield Curve Segment Rate Tables web page (See Funding Table 3 under the heading "24-Month Average Segment Rates Not Adjusted").

Non-SFA Interest Rate Limit *(lowest 3rd segment rate plus 200 basis points)*:	5.51%	This amount is calculated based on the other information entered above.
Non-SFA Interest Rate Calculation *(lesser of Plan Interest Rate and Non-SFA Interest Rate Limit):*	5.51%	This amount is calculated based on the other information entered above.
Non-SFA Interest Rate Match Check:	Match	If the non-SFA Interest Rate Calculation is not equal to the non-SFA Interest Rate Used, provide explanation below.

SFA Interest Rate Limit (*lowest average of the 3 segment rates plus 67 basis points*):	3.26%	This amount is calculated based on the other information entered.
SFA Interest Rate Calculation (*lesser of Plan Interest Rate and SFA Interest Rate Limit*):	3.26%	This amount is calculated based on the other information entered above.
SFA Interest Rate Match Check:	Match	If the SFA Interest Rate Calculation is not equal to the SFA Interest Rate Used, provide explanation below.

TEMPLATE 4A - Sheet 4A-2 v20220802p

SFA Determination - Benefit Payments for the "basic method" for all plans, and for the "increasing assets method" for MRPA plans

See Template 4A Instructions for Additional Instructions for Sheet 4A-2.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001
SFA Measurement Date:	08/31/2022

On this Sheet, show all benefit payment amounts as positive amounts.

		PROJECTED BENEFIT PAYMENTS for:				
SFA Measurement Date / Plan Year Start Date	Plan Year End Date	Current Retirees and Beneficiaries in Pay Status	Current Terminated Vested Participants	Current Active Participants	New Entrants	Total
08/31/2022	12/31/2022	$1,545,157	$1,226,192	$7,883	$0	$2,779,232
01/01/2023	12/31/2023	$4,359,770	$475,726	$35,487	$0	$4,870,983
01/01/2024	12/31/2024	$4,097,967	$567,178	$58,728	$0	$4,723,873
01/01/2025	12/31/2025	$3,849,132	$676,807	$63,173	$0	$4,589,112
01/01/2026	12/31/2026	$3,612,227	$784,828	$82,821	$0	$4,479,876
01/01/2027	12/31/2027	$3,386,174	$888,435	$83,763	$0	$4,358,372
01/01/2028	12/31/2028	$3,169,959	$1,003,522	$83,953	$0	$4,257,434
01/01/2029	12/31/2029	$2,962,705	$1,094,887	$84,263	$0	$4,141,855
01/01/2030	12/31/2030	$2,763,670	$1,159,572	$87,069	$0	$4,010,311
01/01/2031	12/31/2031	$2,572,246	$1,234,483	$87,197	$0	$3,893,926
01/01/2032	12/31/2032	$2,387,959	$1,290,852	$88,102	$0	$3,766,913
01/01/2033	12/31/2033	$2,210,469	$1,325,040	$88,036	$0	$3,623,545
01/01/2034	12/31/2034	$2,039,554	$1,361,320	$87,817	$0	$3,488,691
01/01/2035	12/31/2035	$1,875,090	$1,374,870	$87,683	$53	$3,337,696
01/01/2036	12/31/2036	$1,717,040	$1,407,251	$89,022	$100	$3,213,413
01/01/2037	12/31/2037	$1,565,449	$1,389,468	$89,042	$175	$3,044,134
01/01/2038	12/31/2038	$1,420,452	$1,371,003	$89,398	$223	$2,881,076
01/01/2039	12/31/2039	$1,282,228	$1,356,801	$88,969	$315	$2,728,313
01/01/2040	12/31/2040	$1,151,001	$1,322,803	$89,455	$409	$2,563,668
01/01/2041	12/31/2041	$1,027,021	$1,310,312	$92,606	$542	$2,430,481
01/01/2042	12/31/2042	$910,542	$1,288,445	$92,495	$643	$2,292,125
01/01/2043	12/31/2043	$801,782	$1,275,816	$91,170	$744	$2,169,512
01/01/2044	12/31/2044	$700,938	$1,244,554	$90,690	$847	$2,037,029
01/01/2045	12/31/2045	$608,194	$1,200,110	$88,681	$970	$1,897,955
01/01/2046	12/31/2046	$523,682	$1,153,504	$86,013	$1,108	$1,764,307
01/01/2047	12/31/2047	$447,426	$1,114,540	$87,346	$1,221	$1,650,533
01/01/2048	12/31/2048	$379,325	$1,061,799	$84,350	$1,329	$1,526,803
01/01/2049	12/31/2049	$319,138	$997,357	$80,982	$1,453	$1,398,930
01/01/2050	12/31/2050	$266,496	$942,572	$79,961	$1,598	$1,290,627
01/01/2051	12/31/2051	$220,931	$887,295	$77,185	$1,720	$1,187,131

TEMPLATE 4A - Sheet 4A-3 v20220802p

SFA Determination - Participant Count and Administrative Expenses for the "basic method" for all plans, and for the "increasing assets method" for MPRA plans

See Template 4A Instructions for Additional Instructions for Sheet 4A-3.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001
SFA Measurement Date:	08/31/2022

On this Sheet, show all administrative expense amounts as positive amounts

			PROJECTED ADMINISTRATIVE EXPENSES for:		
SFA Measurement Date / Plan Year Start Date	Plan Year End Date	Total Participant Count at Beginning of Plan Year	PBGC Premiums	Other	Total
08/31/2022	12/31/2022	N/A	$13,643	$150,267	$163,909
01/01/2023	12/31/2023	1230	$43,050	$463,429	$506,479
01/01/2024	12/31/2024	1179	$42,503	$479,170	$521,673
01/01/2025	12/31/2025	1131	$41,996	$495,328	$537,324
01/01/2026	12/31/2026	1084	$41,458	$496,127	$537,585
01/01/2027	12/31/2027	1039	$40,929	$482,076	$523,005
01/01/2028	12/31/2028	994	$40,331	$470,561	$510,892
01/01/2029	12/31/2029	951	$39,744	$457,279	$497,023
01/01/2030	12/31/2030	909	$39,128	$442,109	$481,237
01/01/2031	12/31/2031	867	$45,084	$422,187	$467,271
01/01/2032	12/31/2032	826	$44,241	$407,789	$452,030
01/01/2033	12/31/2033	786	$43,361	$391,464	$434,825
01/01/2034	12/31/2034	746	$42,389	$376,254	$418,643
01/01/2035	12/31/2035	707	$41,378	$359,145	$400,524
01/01/2036	12/31/2036	669	$40,329	$345,281	$385,610
01/01/2037	12/31/2037	631	$39,179	$326,117	$365,296
01/01/2038	12/31/2038	593	$37,924	$307,805	$345,729
01/01/2039	12/31/2039	557	$36,691	$290,707	$327,398
01/01/2040	12/31/2040	521	$35,349	$272,291	$307,640
01/01/2041	12/31/2041	486	$33,963	$257,694	$291,658
01/01/2042	12/31/2042	453	$32,607	$242,448	$275,055
01/01/2043	12/31/2043	420	$31,139	$229,203	$260,341
01/01/2044	12/31/2044	389	$29,705	$214,738	$244,443
01/01/2045	12/31/2045	359	$28,237	$199,518	$227,755
01/01/2046	12/31/2046	331	$26,816	$184,901	$211,717
01/01/2047	12/31/2047	304	$25,367	$172,697	$198,064
01/01/2048	12/31/2048	279	$23,980	$159,237	$183,216
01/01/2049	12/31/2049	255	$22,574	$145,297	$167,872
01/01/2050	12/31/2050	234	$21,337	$133,539	$154,875
01/01/2051	12/31/2051	213	$20,004	$122,451	$142,456

TEMPLATE 4A - Sheet 4A-4 v20220802p

SFA Determination - Details for the "basic method" under § 4262.4(a)(1) for all plans

See Template 4A Instructions for Additional Instructions for Sheet 4A-4.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS	
EIN:	94-6313558	
PN:	001	
MPRA Plan?	No	Meets the definition of a MPRA plan described in § 4262.4(a)(3)?
If a MPRA Plan, which method yields the greatest amount of SFA?	N/A	MPRA increasing assets method described in § 4262.4(a)(2)(i). MPRA present value method described in § 4262.4(a)(2)(ii).
SFA Measurement Date:	08/31/2022	
Fair Market Value of Assets as of the SFA Measurement Date:	$8,263,038	
SFA Amount as of the SFA Measurement Date under the method calculated in this Sheet:	$58,764,341	Per § 4262.4(a)(1), the lowest whole dollar amount (not less than $0) for which, as of the last day of each plan year during the SFA coverage period, projected SFA assets and projected non-SFA assets are both greater than or equal to zero.
Projected SFA exhaustion year:	01/01/2039	Only required on this sheet if the requested amount of SFA is based on the "basic method". Plan Year Start Date of the plan year in which the sum of annual projected benefit payments and administrative expenses for the year exceeds the beginning-of-year projected SFA assets.
Non-SFA Interest Rate:	5.51%	
SFA Interest Rate:	3.26%	

On this Sheet, show payments INTO the plan as positive amounts, and payments OUT of the plan as negative amounts.

		(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
SFA Measurement Date / Plan Year Start Date	Plan Year End Date	Contributions	Withdrawal Liability Payments	Other Payments to Plan (excluding financial assistance and SFA)	Benefit Payments (should match total from Sheet 4A-2)	Make-up Payments Attributable to Reinstatement of Benefits Suspended through the SFA Measurement Date	Administrative Expenses (excluding amount owed PBGC under 4261 of ERISA; should match total from Sheet 4A-3)	Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from SFA Assets	SFA Investment Income Based on SFA Interest Rate	Projected SFA Assets at End of Plan Year (prior year assets + (7) + (8))	Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from Non-SFA Assets	Non-SFA Investment Income Based on Non-SFA Interest Rate	Projected Non-SFA Assets at End of Plan Year (prior year assets + (1) + (2) + (3) + (10) + (11))
08/31/2022	12/31/2022	$6,966			-$2,779,232		-$163,909	-$2,943,141	$607,519	$56,428,719	$0	$149,137	$8,419,141
01/01/2023	12/31/2023	$20,897			-$4,870,983		-$506,479	-$5,377,462	$1,745,085	$52,796,342	$0	$464,513	$8,904,551
01/01/2024	12/31/2024	$20,897			-$4,723,873		-$521,673	-$5,245,546	$1,628,987	$49,179,783	$0	$491,259	$9,416,708
01/01/2025	12/31/2025	$20,897			-$4,589,112		-$537,324	-$5,126,436	$1,513,180	$45,566,527	$0	$519,479	$9,957,084
01/01/2026	12/31/2026	$20,897			-$4,479,876		-$537,585	-$5,017,461	$1,397,303	$41,946,369	$0	$549,254	$10,527,235
01/01/2027	12/31/2027	$20,897			-$4,358,372		-$523,005	-$4,881,377	$1,281,677	$38,346,670	$0	$580,669	$11,128,801
01/01/2028	12/31/2028	$20,897			-$4,257,434		-$510,892	-$4,768,326	$1,166,313	$34,744,657	$0	$613,816	$11,763,513
01/01/2029	12/31/2029	$20,897			-$4,141,855		-$497,023	-$4,638,878	$1,051,162	$31,156,942	$0	$648,788	$12,433,199
01/01/2030	12/31/2030	$20,897			-$4,010,311		-$481,237	-$4,491,548	$936,792	$27,602,185	$0	$685,688	$13,139,783
01/01/2031	12/31/2031	$20,897			-$3,893,926		-$467,271	-$4,361,197	$823,197	$24,064,185	$0	$724,621	$13,885,301
01/01/2032	12/31/2032	$20,897			-$3,766,913		-$452,030	-$4,218,943	$710,358	$20,555,601	$0	$765,699	$14,671,897
01/01/2033	12/31/2033	$20,897			-$3,623,545		-$434,825	-$4,058,370	$598,800	$17,096,030	$0	$809,040	$15,501,834
01/01/2034	12/31/2034	$20,897			-$3,488,691		-$418,643	-$3,907,334	$488,672	$13,677,368	$0	$854,770	$16,377,500
01/01/2035	12/31/2035	$20,897			-$3,337,696		-$400,524	-$3,738,220	$380,195	$10,319,344	$0	$903,019	$17,301,416
01/01/2036	12/31/2036	$20,897			-$3,213,413		-$385,610	-$3,599,023	$273,169	$6,993,490	$0	$953,927	$18,276,240
01/01/2037	12/31/2037	$20,897			-$3,044,134		-$365,296	-$3,409,430	$168,078	$3,752,138	$0	$1,007,639	$19,304,776
01/01/2038	12/31/2038	$20,897			-$2,881,076		-$345,729	-$3,226,805	$65,619	$590,952	$0	$1,064,312	$20,389,985
01/01/2039	12/31/2039	$20,897			-$2,728,313		-$327,398	$590,952			-$2,464,758	$1,051,147	$18,997,270
01/01/2040	12/31/2040	$20,897			-$2,563,668		-$307,640				-$2,871,308	$962,374	$17,109,232
01/01/2041	12/31/2041	$20,897			-$2,430,481		-$291,658				-$2,722,139	$862,758	$15,270,749
01/01/2042	12/31/2042	$20,897			-$2,292,125		-$275,055				-$2,567,180	$766,045	$13,490,511
01/01/2043	12/31/2043	$20,897			-$2,169,512		-$260,341				-$2,429,853	$672,019	$11,753,574
01/01/2044	12/31/2044	$20,897			-$2,037,029		-$244,443				-$2,281,472	$580,706	$10,073,704
01/01/2045	12/31/2045	$20,897			-$1,897,955		-$227,755				-$2,125,710	$492,756	$8,461,648
01/01/2046	12/31/2046	$20,897			-$1,764,307		-$211,717				-$1,976,024	$408,363	$6,914,883
01/01/2047	12/31/2047	$20,897			-$1,650,533		-$198,064				-$1,848,597	$326,908	$5,414,091
01/01/2048	12/31/2048	$20,897			-$1,526,803		-$183,216				-$1,710,019	$248,316	$3,973,285
01/01/2049	12/31/2049	$20,897			-$1,398,930		-$167,872				-$1,566,802	$173,167	$2,600,548
01/01/2050	12/31/2050	$20,897			-$1,290,627		-$154,875				-$1,445,502	$101,120	$1,277,062
01/01/2051	12/31/2051	$20,897			-$1,187,131		-$142,456				-$1,329,587	$31,627	$0

TEMPLATE 4A - Sheet 4A-5

v20220802p

SFA Determination - Details for the "increasing assets method" under § 4262.4(a)(2)(i) for MPRA plans

See Template 4A Instructions for Additional Instructions for Sheet 4A-5.

PLAN INFORMATION

Abbreviated Plan Name:		
EIN:		
PN:		
MPRA Plan?		Meets the definition of a MPRA plan described in § 4262.4(a)(3)?
If a MPRA Plan, which method yields the greatest amount of SFA?		MPRA increasing assets method described in § 4262.4(a)(2)(i). MPRA present value method described in § 4262.4(a)(2)(ii).
SFA Measurement Date:		
Fair Market Value of Assets as of the SFA Measurement Date:		
SFA Amount as of the SFA Measurement Date under the method calculated in this Sheet:		Per § 4262.4(a)(2)(i), the lowest whole dollar amount (not less than $0) for which, as of the last day of each plan year during the SFA coverage period, projected SFA assets and projected non-SFA assets are both greater than or equal to zero, and, as of the last day of the SFA coverage period, the sum of projected SFA assets and projected non-SFA assets is greater than the amount of such sum as of the last day of the immediately preceding plan year.
Projected SFA exhaustion year:		Only required on this sheet if the requested amount of SFA is based on the "increasing assets method". Plan Year Start Date of the plan year in which the sum of annual projected benefit payments and administrative expenses for the year exceeds the beginning-of-year projected SFA assets.
Non-SFA Interest Rate:		
SFA Interest Rate:		

On this Sheet, show payments INTO the plan as positive amounts, and payments OUT of the plan as negative amounts.

SFA Measurement Date / Plan Year Start Date	Plan Year End Date	(1) Contributions	(2) Withdrawal Liability Payments	(3) Other Payments to Plan (excluding financial assistance and SFA)	(4) Benefit Payments (should match total from Sheet 4A-2)	(5) Make-up Payments Attributable to Reinstatement of Benefits Suspended through the SFA Measurement Date	(6) Administrative Expenses (excluding amount owed PBGC under 4261 of ERISA; should match total from Sheet 4A-3)	(7) Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from SFA Assets	(8) SFA Investment Income Based on SFA Interest Rate	(9) Projected SFA Assets at End of Plan Year (prior year assets + (7) + (8))	(10) Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from Non-SFA Assets	(11) Non-SFA Investment Income Based on Non-SFA Interest Rate	(12) Projected Non-SFA Assets at End of Plan Year (prior year assets + (1) + (2) + (3) + (10) + (11))

TEMPLATE 5A

v20220802p

Baseline - for non-MPRA plans using the "basic method", or for MPRA plans for which the requested amount of SFA is determined under the "increasing assets method"

File name: *Template 5A Plan Name* , where "Plan Name" is an abbreviated version of the plan name.

Instructions for Section C, Item (5) of the Instructions for Filing Requirements for Multiemployer Plans Applying for Special Financial Assistance:

This Template 5A is not required if all assumptions and methods used to determine the requested SFA amount are identical to those used in the most recent actuarial certification of plan status completed before 1/1/2021 ("pre-2021 certification of plan status"), except the non-SFA and SFA interest rates, and except any assumptions that were changed in accordance with Section III, Acceptable Assumption Changes in PBGC's SFA assumptions guidance (other than the acceptable assumption change for "missing" terminated vested participants described in Section III.E. of PBGC's SFA assumptions guidance).

Provide a separate deterministic projection ("Baseline") using the same calculation methodology used to determine the requested SFA amount, in the same format as Template 4A (Sheets 4A-2, 4A-3, and either 4A-4 or 4A-5) that shows the amount of SFA that would be determined if all underlying assumptions and methods used in the projection were the same as those used in the pre-2021 certification of plan status, except the plan's non-SFA interest rate and SFA interest rate, which should be the same as used in Template 4A (Sheet 4A-1).

For purposes of this Template 5A, any assumption change made in accordance with Section III, Acceptable Assumption Changes, in PBGC's SFA assumptions guidance should be reflected in this Baseline calculation of the SFA amount and supporting projection information, except that an assumption change for “missing” terminated vested participants described in Section III.E of PBGC’s SFA assumptions guidance should not be reflected in the Baseline projections. See examples in the SFA instructions for Section C, Item (5).

Additional instructions for each individual worksheet:

Sheet	
5A-1	**Baseline - Benefit Payments for the "basic method", or for MPRA plans for which the requested amount of SFA is determined under the "increasing assets method"**

See Template 4A instructions for Sheet 4A-2, except provide the benefit payment projection used to determine the Baseline SFA amount.

5A-2 Baseline - Participant Count and Administrative Expenses for the "basic method", or for MPRA plans for which the requested amount of SFA is determined under the "increasing assets method"

See Template 4A instructions for Sheet 4A-3, except provide the projected total participant count and administrative expense projection used to determine the Baseline SFA amount.

5A-3 Baseline - Details for the "basic method" under § 4262.4(a)(1) for non-MPRA plans, or for the "increasing assets method" under § 4262.4(a)(2)(i) for MPRA plans for which the requested amount of SFA is determined under that method

For non-MPRA plans, see Template 4A instructions for Sheet 4A-4, except provide the projection used to determine the Baseline SFA amount under the "basic method" described in § 4262.4(a)(1). Unlike Sheet 4A-4, it is not necessary to explicitly identify the projected SFA exhaustion year in Sheet 5A-3.

For MPRA plans for which the requested amount of SFA is determined under the "increasing assets method", see Template 4A instructions for Sheet 4A-5, except provide the projection used to determine the Baseline SFA amount under the "increasing assets method" described in § 4262.4(a)(2)(i). Unlike Sheet 4A-5, it is not necessary to identify the projected SFA exhaustion year in Sheet 5A-3.

Version Updates (newest version at top)

Version	Date updated	
v20220802p	08/02/2022	Cosmetic changes to increase the size of some rows
v20220701p	07/01/2022	

TEMPLATE 5A - Sheet 5A-1 v20220802p

Baseline - Benefit Payments for the "basic method", or for MPRA plans for which the requested amount of SFA is determined under the "increasing assets method"

See Template 4A instructions for Sheet 4A-2, except provide the benefit payment projection used to determine the Baseline SFA amount.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001
SFA Measurement Date:	08/31/2022

On this Sheet, show all benefit payment amounts as positive amounts.

		PROJECTED BENEFIT PAYMENTS for:				
SFA Measurement Date / Plan Year Start Date	Plan Year End Date	Current Retirees and Beneficiaries in Pay Status	Current Terminated Vested Participants	Current Active Participants	New Entrants	Total
08/31/2022	12/31/2022	$1,545,157	$189,092	$7,883	$0	$1,742,133
01/01/2023	12/31/2023	$4,359,770	$656,012	$35,487	$0	$5,051,269
01/01/2024	12/31/2024	$4,097,967	$724,336	$58,728	$0	$4,881,031
01/01/2025	12/31/2025	$3,849,132	$841,376	$63,173	$0	$4,753,681
01/01/2026	12/31/2026	$3,612,227	$939,825	$82,810	$0	$4,634,862
01/01/2027	12/31/2027	$3,386,174	$994,505	$83,742	$0	$4,464,421
01/01/2028	12/31/2028	$3,169,959	$1,065,089	$83,921	$0	$4,318,969
01/01/2029	12/31/2029	$2,962,705	$1,099,078	$84,218	$0	$4,146,001
01/01/2030	12/31/2030	$2,763,670	$1,163,927	$87,012	$68	$4,014,677
01/01/2031	12/31/2031	$2,572,246	$1,152,773	$87,040	$256	$3,812,315
01/01/2032	12/31/2032	$2,387,959	$1,140,711	$87,930	$368	$3,616,968
01/01/2033	12/31/2033	$2,210,469	$1,142,239	$87,686	$474	$3,440,868
01/01/2034	12/31/2034	$2,039,554	$1,120,919	$87,257	$644	$3,248,374
01/01/2035	12/31/2035	$1,875,090	$1,127,962	$86,821	$960	$3,090,833
01/01/2036	12/31/2036	$1,717,040	$1,122,325	$88,945	$1,181	$2,929,491
01/01/2037	12/31/2037	$1,565,449	$1,136,330	$88,646	$1,414	$2,791,839
01/01/2038	12/31/2038	$1,420,452	$1,129,461	$88,327	$1,622	$2,639,862
01/01/2039	12/31/2039	$1,282,228	$1,104,950	$87,325	$1,863	$2,476,366
01/01/2040	12/31/2040	$1,151,001	$1,077,985	$86,523	$2,089	$2,317,598
01/01/2041	12/31/2041	$1,027,021	$1,064,926	$97,198	$2,339	$2,191,484
01/01/2042	12/31/2042	$910,542	$1,042,863	$95,086	$2,549	$2,051,040
01/01/2043	12/31/2043	$801,782	$999,488	$92,823	$2,757	$1,896,850
01/01/2044	12/31/2044	$700,938	$969,999	$96,191	$2,973	$1,770,101
01/01/2045	12/31/2045	$608,194	$947,023	$93,258	$3,213	$1,651,688
01/01/2046	12/31/2046	$523,682	$906,125	$90,096	$3,470	$1,523,373
01/01/2047	12/31/2047	$447,426	$865,232	$86,820	$3,696	$1,403,174
01/01/2048	12/31/2048	$379,325	$821,970	$83,636	$3,920	$1,288,851
01/01/2049	12/31/2049	$319,138	$769,645	$79,881	$4,163	$1,172,827
01/01/2050	12/31/2050	$266,496	$717,449	$75,993	$4,450	$1,064,388
01/01/2051	12/31/2051	$220,931	$665,839	$77,065	$4,742	$968,577

TEMPLATE 5A - Sheet 5A-2 v20220802p

Baseline - Participant Count and Administrative Expenses for the "basic method", or for MPRA plans for which the requested amount of SFA is determined under the "increasing assets method"

See Template 4A instructions for Sheet 4A-3, except provide the projected total participant count and administrative expense projection used to determine the Baseline SFA amount.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001
SFA Measurement Date:	08/31/2022

On this Sheet, show all administrative expense amounts as positive amounts.

			PROJECTED ADMINISTRATIVE EXPENSES for:		
SFA Measurement Date / Plan Year Start Date	Plan Year End Date	Total Participant Count at Beginning of Plan Year	PBGC Premiums	Other	Total
08/31/2022	12/31/2022	N/A	$13,643	$150,267	$163,909
01/01/2023	12/31/2023	1218	$42,630	$463,849	$506,479
01/01/2024	12/31/2024	1167	$42,070	$479,603	$521,673
01/01/2025	12/31/2025	1119	$41,550	$495,773	$537,324
01/01/2026	12/31/2026	1072	$40,999	$512,444	$553,443
01/01/2027	12/31/2027	1028	$40,496	$495,235	$535,731
01/01/2028	12/31/2028	984	$39,925	$478,351	$518,276
01/01/2029	12/31/2029	941	$39,326	$458,194	$497,520
01/01/2030	12/31/2030	900	$38,741	$443,020	$481,761
01/01/2031	12/31/2031	859	$44,668	$412,810	$457,478
01/01/2032	12/31/2032	820	$43,919	$390,117	$434,036
01/01/2033	12/31/2033	781	$43,085	$369,819	$412,904
01/01/2034	12/31/2034	742	$42,162	$347,643	$389,805
01/01/2035	12/31/2035	704	$41,203	$329,697	$370,900
01/01/2036	12/31/2036	667	$40,208	$311,331	$351,539
01/01/2037	12/31/2037	630	$39,117	$295,904	$335,021
01/01/2038	12/31/2038	594	$37,988	$278,795	$316,783
01/01/2039	12/31/2039	558	$36,757	$260,407	$297,164
01/01/2040	12/31/2040	523	$35,485	$242,627	$278,112
01/01/2041	12/31/2041	489	$34,173	$228,805	$262,978
01/01/2042	12/31/2042	457	$32,895	$213,230	$246,125
01/01/2043	12/31/2043	425	$31,509	$196,113	$227,622
01/01/2044	12/31/2044	394	$30,087	$182,325	$212,412
01/01/2045	12/31/2045	365	$28,709	$169,494	$198,203
01/01/2046	12/31/2046	337	$27,302	$155,503	$182,805
01/01/2047	12/31/2047	311	$25,951	$142,430	$168,381
01/01/2048	12/31/2048	286	$24,581	$130,081	$154,662
01/01/2049	12/31/2049	263	$23,282	$117,457	$140,739
01/01/2050	12/31/2050	242	$22,066	$105,660	$127,727
01/01/2051	12/31/2051	222	$20,850	$95,379	$116,229

TEMPLATE 5A - Sheet 5A-3 v20220802p

Baseline - Details for the "basic method" under § 4262.4(a)(1) for non-MPRA plans, or for the "increasing assets method" under § 4262.4(a)(2)(i) for MPRA plans for which the requested amount of SFA is determined under that method

See Template 4A instructions for Sheet 4A-4 or Sheet 4A-5, except provide the projection used to determine the Baseline SFA amount.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001
MPRA Plan?	No
If a MPRA Plan, which method yields the greatest amount of SFA?	N/A
SFA Measurement Date:	08/31/2022
Fair Market Value of Assets as of the SFA Measurement Date:	$8,263,038
SFA Amount as of the SFA Measurement Date under the method calculated in this Sheet:	$49,316,109
Non-SFA Interest Rate:	5.51%
SFA Interest Rate:	3.26%

On this Sheet, show payments INTO the plan as positive amounts, and payments OUT of the plan as negative amounts.

		(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
SFA Measurement Date / Plan Year Start Date	Plan Year End Date	Contributions	Withdrawal Liability Payments	Other Payments to Plan (excluding financial assistance and SFA)	Benefit Payments (should match total from Sheet 5A-1)	Make-up Payments Attributable to Reinstatement of Benefits Suspended through the SFA Measurement Date	Administrative Expenses (excluding amount owed PBGC under 4261 of ERISA; should match total from Sheet 5A-2)	Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from SFA Assets	SFA Investment Income Based on SFA Interest Rate	Projected SFA Assets at End of Plan Year (prior year assets + (7) + (8))	Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from Non-SFA Assets	Non-SFA Investment Income Based on Non-SFA Interest Rate	Projected Non-SFA Assets at End of Plan Year (prior year assets + (1) + (2) + (3) + (10) + (11))
08/31/2022	12/31/2022	$29,401			-$1,742,133		-$163,909	-$1,906,042	$517,392	$47,927,459	$0	$149,390	$8,441,829
01/01/2023	12/31/2023	$97,023			-$5,051,269		-$506,479	-$5,557,748	$1,464,776	$43,834,487	$0	$468,017	$9,006,869
01/01/2024	12/31/2024	$106,725			-$4,881,031		-$521,673	-$5,402,704	$1,334,069	$39,765,851	$0	$499,438	$9,613,032
01/01/2025	12/31/2025	$117,398			-$4,753,681		-$537,324	-$5,291,005	$1,203,394	$35,678,241	$0	$533,153	$10,263,583
01/01/2026	12/31/2026	$129,138			-$4,634,862		-$553,443	-$5,188,305	$1,071,943	$31,561,879	$0	$569,346	$10,962,066
01/01/2027	12/31/2027	$142,051			-$4,464,421		-$535,731	-$5,000,152	$941,056	$27,502,783	$0	$608,215	$11,712,332
01/01/2028	12/31/2028	$156,256			-$4,318,969		-$518,276	-$4,837,245	$811,592	$23,477,129	$0	$649,975	$12,518,564
01/01/2029	12/31/2029	$171,882			-$4,146,001		-$497,520	-$4,643,521	$683,759	$19,517,368	$0	$694,861	$13,385,307
01/01/2030	12/31/2030	$189,070			-$4,014,677		-$481,761	-$4,496,438	$557,256	$15,578,185	$0	$743,127	$14,317,504
01/01/2031	12/31/2031	$207,977			-$3,812,315		-$457,478	-$4,269,793	$432,821	$11,741,213	$0	$795,051	$15,320,532
01/01/2032	12/31/2032	$228,775			-$3,616,968		-$434,036	-$4,051,004	$311,580	$8,001,789	$0	$850,933	$16,400,241
01/01/2033	12/31/2033	$251,653			-$3,440,868		-$412,904	-$3,853,772	$193,141	$4,341,158	$0	$911,103	$17,562,996
01/01/2034	12/31/2034	$276,818			-$3,248,374		-$389,805	-$3,638,179	$77,592	$780,571	$0	$975,915	$18,815,729
01/01/2035	12/31/2035	$304,500			-$3,090,833		-$370,900	-$780,571	$0	$0	-$2,681,162	$966,394	$17,405,462
01/01/2036	12/31/2036	$334,950			-$2,929,491		-$351,539				-$3,281,030	$871,833	$15,331,214
01/01/2037	12/31/2037	$368,445			-$2,791,839		-$335,021				-$3,126,860	$763,097	$13,335,897
01/01/2038	12/31/2038	$405,289			-$2,639,862		-$316,783				-$2,956,645	$659,284	$11,443,825
01/01/2039	12/31/2039	$445,818			-$2,476,366		-$297,164				-$2,773,530	$561,651	$9,677,764
01/01/2040	12/31/2040	$490,400			-$2,317,598		-$278,112				-$2,595,710	$470,925	$8,043,379
01/01/2041	12/31/2041	$539,440			-$2,191,484		-$262,978				-$2,454,462	$386,503	$6,514,860
01/01/2042	12/31/2042	$593,384			-$2,051,040		-$246,125				-$2,297,165	$308,535	$5,119,614
01/01/2043	12/31/2043	$652,722			-$1,896,850		-$227,622				-$2,124,472	$238,525	$3,886,389
01/01/2044	12/31/2044	$717,994			-$1,770,101		-$212,412				-$1,982,513	$176,709	$2,798,579
01/01/2045	12/31/2045	$789,794			-$1,651,688		-$198,203				-$1,849,891	$122,821	$1,861,303
01/01/2046	12/31/2046	$868,773			-$1,523,373		-$182,805				-$1,706,178	$77,770	$1,101,668
01/01/2047	12/31/2047	$955,650			-$1,403,174		-$168,381				-$1,571,555	$42,470	$528,234
01/01/2048	12/31/2048	$1,051,215			-$1,288,851		-$154,662				-$1,443,513	$17,493	$153,429
01/01/2049	12/31/2049	$1,156,337			-$1,172,827		-$140,739				-$1,313,566	$3,800	$0
01/01/2050	12/31/2050	$1,271,971			-$1,064,388		-$127,727				-$1,192,115	$2,364	$82,220
01/01/2051	12/31/2051	$1,399,168			-$968,577		-$116,229				-$1,084,806	$13,836	$410,417

TEMPLATE 6A

v20220802p

Reconciliation - for non-MPRA plans using the "basic method", or for MPRA plans for which the requested amount of SFA is determined under the "increasing assets method"

File name: *Template 6A Plan Name* , where "Plan Name" is an abbreviated version of the plan name.

Instructions for Section C, Item (6) of the Instructions for Filing Requirements for Multiemployer Plans Applying for Special Financial Assistance:

This Template 6A is not required if all assumptions and methods used to determine the requested SFA amount are identical to those used in the most recent actuarial certification of plan status completed before 1/1/2021 ("pre-2021 certification of plan status"), except the non-SFA and SFA interest rates, and except any assumptions changed in accordance with Section III, Acceptable Assumption Changes, in PBGC's SFA assumptions guidance (other than the acceptable assumption change for "missing" terminated vested participants described in Section III.E of PBGC's SFA assumptions guidance).

This Template 6A is also not required if the requested SFA amount from Template 4A is the same as the SFA amount shown in Template 5A (Baseline).

If the assumptions/methods used to determine the requested SFA amount differ from those in the "Baseline" projection in Template 5A, then provide a reconciliation of the change in the total amount of SFA due to each change in assumption/method from the Baseline to the requested SFA as shown in Template 4A.

For each assumption/method change from the Baseline through the requested SFA amount, provide a deterministic projection using the same calculation methodology used to determine the requested SFA amount, in the same format as Template 4A (either Sheet 4A-4 or Sheet 4A-5).

Additional instructions for each individual worksheet:

Sheet
6A-1 **Reconciliation - Summary for the "basic method", or for MPRA plans for which the requested amount of SFA is determined under the "increasing assets method"**

For Item number 1, show the SFA amount determined in Template 5A using the "Baseline" assumptions and methods. If there is only one change in assumptions/methods between the Baseline (Template 5A) and the requested SFA amount (Template 4A), then show on Item number 2 the requested SFA amount, and briefly identify the change in assumptions from the Baseline.

If there is more than one change in assumptions/methods from the Baseline, show each individual change as a separate Item number. Each Item number should reflect all changes already measured in the prior Item number. For example, the difference between the SFA amount shown for Item number 4 and Item number 5 should be the incremental change due to changing the identified single assumption/method. The Item numbers should show assumption/method changes in the order that they were incrementally measured.

6A-2 Reconciliation - Details for the "basic method" under § 4262.4(a)(1) for non-MPRA plans, or for the "increasing assets method" under § 4262.4(a)(2)(i) for MPRA plans for which the requested amount of SFA is determined under that method

For non-MPRA plans, see Template 4A instructions for Sheet 4A-4, except provide the projection used to determine the intermediate Item number 2 SFA amount from Sheet 6A-1 under the "basic method" described in § 4262.4(a)(1). Unlike Sheet 4A-4, it is not necessary to explicitly identify the projected SFA exhaustion year in Sheet 6A-2.

For MPRA plans for which the requested amount of SFA is determined under the "increasing assets method", see Template 4A instructions for Sheet 4A-5, except provide the projection used to determine each intermediate SFA amount from Sheet 6A-1 under the "increasing assets method" described in § 4262.4(a)(2)(i). Unlike Sheet 4A-5, it is not necessary to explicitly identify the projected SFA exhaustion year in Sheet 6A-2.

A Reconciliation Details sheet is not needed for the last Item number shown in the Sheet 6A-1 Reconciliation, since the information should be the same as shown in Template 4A. For example, if there is only one assumption change from the Baseline, then Item number 2 should identify what assumption changed between the Baseline and Item number 2, where Item number 2 is the requested SFA amount. Since details on the determination of the requested SFA amount are shown in Template 4A, a separate Sheet 6A-2 Reconciliation Details is not required here.

6A-3 Reconciliation - Details for the "basic method" under § 4262.4(a)(1) for non-MPRA plans, or for the "increasing assets method" under § 4262.4(a)(2)(i) for MPRA plans for which the requested amount of SFA is determined under that method

See instructions for 6A-2 Reconciliation Details, except for the intermediate Item number 3 SFA amount from Sheet 6A-1.

6A-4 Reconciliation - Details for the "basic method" under § 4262.4(a)(1) for non-MPRA plans, or for the "increasing assets method" under § 4262.4(a)(2)(i) for MPRA plans for which the requested amount of SFA is determined under that method

See instructions for 6A-2 Reconciliation Details, except for the intermediate Item number 4 SFA amount from Sheet 6A-1.

6A-5 Reconciliation - Details for the "basic method" under § 4262.4(a)(1) for non-MPRA plans, or for the "increasing assets method" under § 4262.4(a)(2)(i) for MPRA plans for which the requested amount of SFA is determined under that method

See instructions for 6A-2 Reconciliation Details, except for the intermediate Item number 5 SFA amount from Sheet 6A-1.

Version Updates (newest version at top)

Version	Date updated	
v20220802p	08/02/2022	Cosmetic changes to increase the size of some rows
v20220701p	07/01/2022	

TEMPLATE 6A - Sheet 6A-1

v20220802p

Reconciliation - Summary for the "basic method", or for MPRA plans for which the requested amount of SFA is determined under the "increasing assets method"

See Template 6A Instructions for Additional Instructions for Sheet 6A-1.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001
MPRA Plan?	No
If a MPRA Plan, which method yields the greatest amount of SFA?	N/A

Item number	Basis for Assumptions/Methods. For each Item, briefly describe the incremental change reflected in the SFA amount.	Change in SFA Amount (from prior Item number)	SFA Amount	
				NOTE: A sheet with Recon Details is not required for the last Item number provided, since that information should be the same as provided in Template 4A.
1	Baseline	N/A	$49,316,109	From Template 5A.
2	Changed inactive retirement rates	$1,457,891	$50,774,000	Show details supporting the SFA amount on Sheet 6A-2.
3	Include all inactives under age 86	$703,330	$51,477,331	Show details supporting the SFA amount on Sheet 6A-3.
4	RASDs for inactives after RBD	$638,587	$52,115,918	Show details supporting the SFA amount on Sheet 6A-4.
5	Reduce active count to 5	$5,257,463	$57,373,381	Show details supporting the SFA amount on Sheet 6A-5.
6	Freeze contribution rates at 7/9/2021	$1,390,960	$58,764,341	Show details supporting the SFA amount on Sheet 6A-5.

Create additional rows as needed, and create additional detailed sheets by copying Sheet 6A-5 and re-labeling the header and the sheet name to be 6A-6, 6A-7, etc.

TEMPLATE 6A - Sheet 6A-2

Item Description (from 6A-1):	Changed inactive retirement rates

v20220802p

Reconciliation - Details for the "basic method" under § 4262.4(a)(1) for non-MPRA plans, or for the "increasing assets method" under § 4262.4(a)(2)(i) for MPRA plans for which the requested amount of SFA is determined under that method

See Template 4A instructions for Sheet 4A-4 or Sheet 4A-5, except provide the projection used to determine the intermediate SFA amount.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001
MPRA Plan?	No
If a MPRA Plan, which method yields the greatest amount of SFA?	N/A
SFA Measurement Date:	08/31/2022
Fair Market Value of Assets as of the SFA Measurement Date:	$8,263,038
SFA Amount as of the SFA Measurement Date under the method calculated in this Sheet:	$50,774,000
Non-SFA Interest Rate:	5.51%
SFA Interest Rate:	3.26%

On this Sheet, show payments INTO the plan as positive amounts, and payments OUT of the plan as negative amounts.

SFA Measurement Date / Plan Year Start Date	Plan Year End Date	(1) Contributions	(2) Withdrawal Liability Payments	(3) Other Payments to Plan (excluding financial assistance and SFA)	(4) Benefit Payments	(5) Make-up Payments Attributable to Reinstatement of Benefits Suspended through the SFA Measurement Date	(6) Administrative Expenses (excluding amount owed PBGC under 4261 of ERISA)	(7) Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from SFA Assets	(8) SFA Investment Income Based on SFA Interest Rate	(9) Projected SFA Assets at End of Plan Year (prior year assets + (7) + (8))	(10) Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from Non-SFA Assets	(11) Non-SFA Investment Income Based on Non-SFA Interest Rate	(12) Projected Non-SFA Assets at End of Plan Year (prior year assets + (1) + (2) + (3) + (10) + (11))
08/31/2022	12/31/2022	$29,401			-$1,658,692		-$163,909	-$1,822,601	$533,625	$49,485,024	$0	$149,390	$8,441,829
01/01/2023	12/31/2023	$97,023			-$4,843,361		-$506,479	-$5,349,840	$1,519,206	$45,654,390	$0	$468,017	$9,006,869
01/01/2024	12/31/2024	$106,725			-$4,697,547		-$521,673	-$5,219,220	$1,396,622	$41,831,791	$0	$499,438	$9,613,032
01/01/2025	12/31/2025	$117,398			-$4,564,216		-$537,324	-$5,101,540	$1,274,073	$38,004,325	$0	$533,153	$10,263,583
01/01/2026	12/31/2026	$129,138			-$4,456,539		-$534,785	-$4,991,324	$1,151,235	$34,164,236	$0	$569,346	$10,962,066
01/01/2027	12/31/2027	$142,051			-$4,336,713		-$520,406	-$4,857,119	$1,028,406	$30,335,523	$0	$608,215	$11,712,332
01/01/2028	12/31/2028	$156,256			-$4,237,556		-$508,507	-$4,746,063	$905,541	$26,495,002	$0	$649,975	$12,518,564
01/01/2029	12/31/2029	$171,882			-$4,123,837		-$494,860	-$4,618,697	$782,578	$22,658,883	$0	$694,861	$13,385,307
01/01/2030	12/31/2030	$189,070			-$3,994,273		-$479,313	-$4,473,586	$660,071	$18,845,367	$0	$743,127	$14,317,504
01/01/2031	12/31/2031	$207,977			-$3,880,009		-$465,601	-$4,345,610	$537,999	$15,037,756	$0	$795,051	$15,320,532
01/01/2032	12/31/2032	$228,775			-$3,755,020		-$450,602	-$4,205,622	$416,331	$11,248,464	$0	$850,933	$16,400,241
01/01/2033	12/31/2033	$251,653			-$3,613,613		-$433,634	-$4,047,247	$295,583	$7,496,800	$0	$911,103	$17,562,996
01/01/2034	12/31/2034	$276,818			-$3,480,684		-$417,682	-$3,898,366	$175,894	$3,774,329	$0	$975,915	$18,815,729
01/01/2035	12/31/2035	$304,500			-$3,331,567		-$399,788	-$3,731,355	$57,477	$100,450	$0	$1,045,760	$20,165,989
01/01/2036	12/31/2036	$334,950			-$3,208,918		-$385,070	-$100,450	$0	$0	-$3,493,538	$1,017,648	$18,110,754
01/01/2037	12/31/2037	$368,445			-$3,041,077		-$364,929				-$3,406,006	$903,264	$15,959,151
01/01/2038	12/31/2038	$405,289			-$2,879,270		-$345,512				-$3,224,782	$792,120	$13,917,220
01/01/2039	12/31/2039	$445,818			-$2,727,560		-$327,307				-$3,054,867	$686,641	$11,982,745
01/01/2040	12/31/2040	$490,400			-$2,563,777		-$307,653				-$2,871,430	$587,466	$10,179,324
01/01/2041	12/31/2041	$539,440			-$2,431,281		-$291,754				-$2,723,035	$494,485	$8,482,284
01/01/2042	12/31/2042	$593,384			-$2,293,465		-$275,216				-$2,568,681	$407,581	$6,908,284
01/01/2043	12/31/2043	$652,722			-$2,171,269		-$260,552				-$2,431,821	$327,007	$5,451,289
01/01/2044	12/31/2044	$717,994			-$2,039,109		-$244,693				-$2,283,802	$253,311	$4,135,026
01/01/2045	12/31/2045	$789,794			-$1,900,289		-$228,035				-$2,128,324	$187,720	$2,981,366
01/01/2046	12/31/2046	$868,773			-$1,766,835		-$212,020				-$1,978,855	$131,073	$2,000,234
01/01/2047	12/31/2047	$955,650			-$1,653,211		-$198,385				-$1,851,596	$83,468	$1,186,198
01/01/2048	12/31/2048	$1,051,215			-$1,529,605		-$183,553				-$1,713,158	$45,627	$568,756
01/01/2049	12/31/2049	$1,156,337			-$1,401,844		-$168,221				-$1,570,065	$19,016	$173,236
01/01/2050	12/31/2050	$1,271,971			-$1,293,670		-$155,240				-$1,448,910	$4,276	$0
01/01/2051	12/31/2051	$1,399,168			-$1,190,333		-$142,840				-$1,333,173	$1,954	$67,542

TEMPLATE 6A - Sheet 6A-3

Item Description (from 6A-1):	Include all inactives under age 86

v20220802p

Reconciliation - Details for the "basic method" under § 4262.4(a)(1) for non-MPRA plans, or for the "increasing assets method" under § 4262.4(a)(2)(i) for MPRA plans for which the requested amount of SFA is determined under that method

See Template 4A instructions for Sheet 4A-4 or Sheet 4A-5, except provide the projection used to determine the intermediate SFA amount.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001
MPRA Plan?	No
If a MPRA Plan, which method yields the greatest amount of SFA?	N/A
SFA Measurement Date:	08/31/2022
Fair Market Value of Assets as of the SFA Measurement Date:	$8,263,038
SFA Amount as of the SFA Measurement Date under the method calculated in this Sheet:	$51,477,331
Non-SFA Interest Rate:	5.51%
SFA Interest Rate:	3.26%

On this Sheet, show payments INTO the plan as positive amounts, and payments OUT of the plan as negative amounts.

SFA Measurement Date / Plan Year Start Date	Plan Year End Date	(1) Contributions	(2) Withdrawal Liability Payments	(3) Other Payments to Plan (excluding financial assistance and SFA)	(4) Benefit Payments	(5) Make-up Payments Attributable to Reinstatement of Benefits Suspended through the SFA Measurement Date	(6) Administrative Expenses (excluding amount owed PBGC under 4261 of ERISA)	(7) Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from SFA Assets	(8) SFA Investment Income Based on SFA Interest Rate	(9) Projected SFA Assets at End of Plan Year (prior year assets + (7) + (8))	(10) Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from Non-SFA Assets	(11) Non-SFA Investment Income Based on Non-SFA Interest Rate	(12) Projected Non-SFA Assets at End of Plan Year (prior year assets + (1) + (2) + (3) + (10) + (11))
08/31/2022	12/31/2022	$29,401			-$1,684,260		-$163,909	-$1,848,169	$541,015	$50,170,176	$0	$149,390	$8,441,829
01/01/2023	12/31/2023	$97,023			-$4,917,509		-$506,479	-$5,423,988	$1,540,239	$46,286,427	$0	$468,017	$9,006,869
01/01/2024	12/31/2024	$106,725			-$4,768,833		-$521,673	-$5,290,506	$1,415,974	$42,411,894	$0	$499,438	$9,613,032
01/01/2025	12/31/2025	$117,398			-$4,632,332		-$537,324	-$5,169,656	$1,291,788	$38,534,026	$0	$533,153	$10,263,583
01/01/2026	12/31/2026	$129,138			-$4,521,185		-$542,542	-$5,063,727	$1,167,231	$34,637,530	$0	$569,346	$10,962,066
01/01/2027	12/31/2027	$142,051			-$4,397,605		-$527,713	-$4,925,318	$1,042,637	$30,754,849	$0	$608,215	$11,712,332
01/01/2028	12/31/2028	$156,256			-$4,294,442		-$515,333	-$4,809,775	$918,092	$26,863,165	$0	$649,975	$12,518,564
01/01/2029	12/31/2029	$171,882			-$4,176,508		-$501,181	-$4,677,689	$793,544	$22,979,020	$0	$694,861	$13,385,307
01/01/2030	12/31/2030	$189,070			-$4,042,574		-$485,109	-$4,527,683	$669,557	$19,120,894	$0	$743,127	$14,317,504
01/01/2031	12/31/2031	$207,977			-$3,923,846		-$470,862	-$4,394,708	$546,118	$15,272,305	$0	$795,051	$15,320,532
01/01/2032	12/31/2032	$228,775			-$3,794,373		-$455,325	-$4,249,698	$423,202	$11,445,809	$0	$850,933	$16,400,241
01/01/2033	12/31/2033	$251,653			-$3,648,533		-$437,824	-$4,086,357	$301,329	$7,660,781	$0	$911,103	$17,562,996
01/01/2034	12/31/2034	$276,818			-$3,511,298		-$421,356	-$3,932,654	$180,638	$3,908,765	$0	$975,915	$18,815,729
01/01/2035	12/31/2035	$304,500			-$3,358,072		-$402,969	-$3,761,041	$61,338	$209,062	$0	$1,045,760	$20,165,989
01/01/2036	12/31/2036	$334,950			-$3,231,570		-$387,788	-$209,062	$0	$0	-$3,410,296	$1,020,112	$18,110,754
01/01/2037	12/31/2037	$368,445			-$3,060,180		-$367,222				-$3,427,402	$907,354	$15,959,151
01/01/2038	12/31/2038	$405,289			-$2,895,162		-$347,419				-$3,242,581	$795,362	$13,917,220
01/01/2039	12/31/2039	$445,818			-$2,740,597		-$328,872				-$3,069,469	$689,175	$11,982,745
01/01/2040	12/31/2040	$490,400			-$2,574,320		-$308,918				-$2,883,238	$589,418	$10,179,324
01/01/2041	12/31/2041	$539,440			-$2,439,683		-$292,762				-$2,732,445	$495,965	$8,482,284
01/01/2042	12/31/2042	$593,384			-$2,300,060		-$276,007				-$2,576,067	$408,684	$6,908,284
01/01/2043	12/31/2043	$652,722			-$2,176,367		-$261,164				-$2,437,531	$327,814	$5,451,289
01/01/2044	12/31/2044	$717,994			-$2,042,987		-$245,158				-$2,288,145	$253,888	$4,135,026
01/01/2045	12/31/2045	$789,794			-$1,903,192		-$228,383				-$2,131,575	$188,121	$2,981,366
01/01/2046	12/31/2046	$868,773			-$1,768,971		-$212,277				-$1,981,248	$131,343	$2,000,234
01/01/2047	12/31/2047	$955,650			-$1,654,756		-$198,571				-$1,853,327	$83,641	$1,186,198
01/01/2048	12/31/2048	$1,051,215			-$1,530,702		-$183,684				-$1,714,386	$45,729	$568,756
01/01/2049	12/31/2049	$1,156,337			-$1,402,610		-$168,313				-$1,570,923	$19,066	$173,236
01/01/2050	12/31/2050	$1,271,971			-$1,294,194		-$155,303				-$1,449,497	$4,290	$0
01/01/2051	12/31/2051	$1,399,168			-$1,190,685		-$142,882				-$1,333,567	$1,942	$67,542

TEMPLATE 6A - Sheet 6A-4

Item Description (from 6A-1):	RASDs for inactives after RBD

v20220802p

Reconciliation - Details for the "basic method" under § 4262.4(a)(1) for non-MPRA plans, or for the "increasing assets method" under § 4262.4(a)(2)(i) for MPRA plans for which the requested amount of SFA is determined under that method

See Template 4A instructions for Sheet 4A-4 or Sheet 4A-5, except provide the projection used to determine the intermediate SFA amount.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001
MPRA Plan?	No
If a MPRA Plan, which method yields the greatest amount of SFA?	N/A
SFA Measurement Date:	08/31/2022
Fair Market Value of Assets as of the SFA Measurement Date:	$8,263,038
SFA Amount as of the SFA Measurement Date under the method calculated in this Sheet:	$52,115,918
Non-SFA Interest Rate:	5.51%
SFA Interest Rate:	3.26%

On this Sheet, show payments INTO the plan as positive amounts, and payments OUT of the plan as negative amounts.

SFA Measurement Date / Plan Year Start Date	Plan Year End Date	(1) Contributions	(2) Withdrawal Liability Payments	(3) Other Payments to Plan (excluding financial assistance and SFA)	(4) Benefit Payments	(5) Make-up Payments Attributable to Reinstatement of Benefits Suspended through the SFA Measurement Date	(6) Administrative Expenses (excluding amount owed PBGC under 4261 of ERISA)	(7) Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from SFA Assets	(8) SFA Investment Income Based on SFA Interest Rate	(9) Projected SFA Assets at End of Plan Year (prior year assets + (7) + (8))	(10) Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from Non-SFA Assets	(11) Non-SFA Investment Income Based on Non-SFA Interest Rate	(12) Projected Non-SFA Assets at End of Plan Year (prior year assets + (1) + (2) + (3) + (10) + (11))
08/31/2022	12/31/2022	$29,401			-$2,779,232		-$163,909	-$2,943,141	$536,044	$49,708,821	$0	$149,390	$8,441,829
01/01/2023	12/31/2023	$97,023			-$4,870,983		-$506,479	-$5,377,462	$1,526,016	$45,857,375	$0	$468,017	$9,006,869
01/01/2024	12/31/2024	$106,725			-$4,723,873		-$521,673	-$5,245,546	$1,402,777	$42,014,605	$0	$499,438	$9,613,032
01/01/2025	12/31/2025	$117,398			-$4,589,112		-$537,324	-$5,126,436	$1,279,595	$38,167,765	$0	$533,153	$10,263,583
01/01/2026	12/31/2026	$129,138			-$4,479,876		-$537,585	-$5,017,461	$1,156,103	$34,306,407	$0	$569,346	$10,962,066
01/01/2027	12/31/2027	$142,051			-$4,358,372		-$523,005	-$4,881,377	$1,032,614	$30,457,645	$0	$608,215	$11,712,332
01/01/2028	12/31/2028	$156,256			-$4,257,434		-$510,892	-$4,768,326	$909,131	$26,598,450	$0	$649,975	$12,518,564
01/01/2029	12/31/2029	$171,882			-$4,141,855		-$497,023	-$4,638,878	$785,596	$22,745,169	$0	$694,861	$13,385,307
01/01/2030	12/31/2030	$189,070			-$4,010,378		-$481,245	-$4,491,623	$662,567	$18,916,112	$0	$743,127	$14,317,504
01/01/2031	12/31/2031	$207,977			-$3,894,183		-$467,302	-$4,361,485	$540,026	$15,094,653	$0	$795,051	$15,320,532
01/01/2032	12/31/2032	$228,775			-$3,767,281		-$452,074	-$4,219,355	$417,944	$11,293,243	$0	$850,933	$16,400,241
01/01/2033	12/31/2033	$251,653			-$3,624,019		-$434,882	-$4,058,901	$296,838	$7,531,179	$0	$911,103	$17,562,996
01/01/2034	12/31/2034	$276,818			-$3,489,332		-$418,720	-$3,908,052	$176,845	$3,799,972	$0	$975,915	$18,815,729
01/01/2035	12/31/2035	$304,500			-$3,338,592		-$400,631	-$3,739,223	$58,174	$118,923	$0	$1,045,760	$20,165,989
01/01/2036	12/31/2036	$334,950			-$3,214,481		-$385,738	-$118,923			-$3,481,295	$1,018,010	$18,037,653
01/01/2037	12/31/2037	$368,445			-$3,045,357		-$365,443				-$3,410,800	$903,817	$15,899,115
01/01/2038	12/31/2038	$405,289			-$2,882,456		-$345,895				-$3,228,351	$792,475	$13,868,529
01/01/2039	12/31/2039	$445,818			-$2,729,839		-$327,581				-$3,057,420	$686,849	$11,943,776
01/01/2040	12/31/2040	$490,400			-$2,565,326		-$307,839				-$2,873,165	$587,569	$10,148,580
01/01/2041	12/31/2041	$539,440			-$2,432,261		-$291,871				-$2,724,132	$494,517	$8,458,404
01/01/2042	12/31/2042	$593,384			-$2,294,017		-$275,282				-$2,569,299	$407,568	$6,890,058
01/01/2043	12/31/2043	$652,722			-$2,171,514		-$260,582				-$2,432,096	$326,970	$5,437,654
01/01/2044	12/31/2044	$717,994			-$2,039,146		-$244,698				-$2,283,844	$253,264	$4,125,069
01/01/2045	12/31/2045	$789,794			-$1,900,195		-$228,023				-$2,128,218	$187,672	$2,974,316
01/01/2046	12/31/2046	$868,773			-$1,766,671		-$212,001				-$1,978,672	$131,030	$1,995,448
01/01/2047	12/31/2047	$955,650			-$1,653,019		-$198,362				-$1,851,381	$83,434	$1,183,152
01/01/2048	12/31/2048	$1,051,215			-$1,529,412		-$183,529				-$1,712,941	$45,604	$567,030
01/01/2049	12/31/2049	$1,156,337			-$1,401,669		-$168,200				-$1,569,869	$19,002	$172,500
01/01/2050	12/31/2050	$1,271,971			-$1,293,520		-$155,222				-$1,448,742	$4,272	$0
01/01/2051	12/31/2051	$1,399,168			-$1,190,211		-$142,825				-$1,333,036	$1,958	$68,089

TEMPLATE 6A - Sheet 6A-5

Item Description (from 6A-1):	Reduce active count to 5

v20220802p

Reconciliation - Details for the "basic method" under § 4262.4(a)(1) for non-MPRA plans, or for the "increasing assets method" under § 4262.4(a)(2)(i) for MPRA plans for which the requested amount of SFA is determined under that method

See Template 4A instructions for Sheet 4A-4 or Sheet 4A-5, except provide the projection used to determine the intermediate SFA amount.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001
MPRA Plan?	No
If a MPRA Plan, which method yields the greatest amount of SFA?	N/A
SFA Measurement Date:	08/31/2022
Fair Market Value of Assets as of the SFA Measurement Date:	$8,263,038
SFA Amount as of the SFA Measurement Date under the method calculated in this Sheet:	$57,373,381
Non-SFA Interest Rate:	5.51%
SFA Interest Rate:	3.26%

On this Sheet, show payments INTO the plan as positive amounts, and payments OUT of the plan as negative amounts.

SFA Measurement Date / Plan Year Start Date	Plan Year End Date	(1) Contributions	(2) Withdrawal Liability Payments	(3) Other Payments to Plan (excluding financial assistance and SFA)	(4) Benefit Payments	(5) Make-up Payments Attributable to Reinstatement of Benefits Suspended through the SFA Measurement Date	(6) Administrative Expenses (excluding amount owed PBGC under 4261 of ERISA)	(7) Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from SFA Assets	(8) SFA Investment Income Based on SFA Interest Rate	(9) Projected SFA Assets at End of Plan Year (prior year assets + (7) + (8))	(10) Benefit Payments (from (4) and (5)) and Administrative Expenses (from (6)) Paid from Non-SFA Assets	(11) Non-SFA Investment Income Based on Non-SFA Interest Rate	(12) Projected Non-SFA Assets at End of Plan Year (prior year assets + (1) + (2) + (3) + (10) + (11))
08/31/2022	12/31/2022	$7,634			-$2,779,232		-$163,909	-$2,943,141	$592,565	$55,022,806	$0	$149,145	$8,419,817
01/01/2023	12/31/2023	$25,090			-$4,870,983		-$506,479	-$5,377,462	$1,699,252	$51,344,595	$0	$464,675	$8,909,582
01/01/2024	12/31/2024	$27,513			-$4,723,873		-$521,673	-$5,245,546	$1,581,660	$47,680,709	$0	$491,732	$9,428,827
01/01/2025	12/31/2025	$30,169			-$4,589,112		-$537,324	-$5,126,436	$1,464,310	$44,018,584	$0	$520,421	$9,979,418
01/01/2026	12/31/2026	$33,104			-$4,479,876		-$537,585	-$5,017,461	$1,346,840	$40,347,963	$0	$550,846	$10,563,368
01/01/2027	12/31/2027	$36,319			-$4,358,372		-$523,005	-$4,881,377	$1,229,569	$36,696,156	$0	$583,117	$11,182,804
01/01/2028	12/31/2028	$39,860			-$4,257,434		-$510,892	-$4,768,326	$1,112,507	$33,040,336	$0	$617,352	$11,840,017
01/01/2029	12/31/2029	$43,751			-$4,141,855		-$497,023	-$4,638,878	$995,602	$29,397,060	$0	$653,680	$12,537,448
01/01/2030	12/31/2030	$48,038			-$4,010,311		-$481,237	-$4,491,548	$879,420	$25,784,931	$0	$692,235	$13,277,721
01/01/2031	12/31/2031	$52,744			-$3,893,926		-$467,271	-$4,361,197	$763,955	$22,187,689	$0	$733,164	$14,063,629
01/01/2032	12/31/2032	$57,915			-$3,766,913		-$452,030	-$4,218,943	$649,184	$18,617,931	$0	$776,620	$14,898,164
01/01/2033	12/31/2033	$63,623			-$3,623,545		-$434,825	-$4,058,370	$535,632	$15,095,192	$0	$822,772	$15,784,559
01/01/2034	12/31/2034	$69,890			-$3,488,691		-$418,643	-$3,907,334	$423,444	$11,611,303	$0	$871,798	$16,726,247
01/01/2035	12/31/2035	$76,786			-$3,337,696		-$400,524	-$3,738,220	$312,841	$8,185,924	$0	$923,889	$17,726,922
01/01/2036	12/31/2036	$84,380			-$3,213,413		-$385,610	-$3,599,023	$203,620	$4,790,522	$0	$979,251	$18,790,554
01/01/2037	12/31/2037	$92,720			-$3,044,134		-$365,296	-$3,409,430	$96,261	$1,477,353	$0	$1,038,104	$19,921,378
01/01/2038	12/31/2038	$101,899			-$2,881,076		-$345,729	-$1,477,353			-$1,749,452	$1,048,898	$19,322,723
01/01/2039	12/31/2039	$111,987			-$2,728,313		-$327,398				-$3,055,711	$977,544	$17,356,544
01/01/2040	12/31/2040	$123,099			-$2,563,668		-$307,640				-$2,871,308	$874,995	$15,483,330
01/01/2041	12/31/2041	$135,307			-$2,430,481		-$291,658				-$2,722,139	$776,558	$13,673,056
01/01/2042	12/31/2042	$148,749			-$2,292,125		-$275,055				-$2,567,180	$681,797	$11,936,421
01/01/2043	12/31/2043	$163,542			-$2,169,512		-$260,341				-$2,429,853	$590,611	$10,260,721
01/01/2044	12/31/2044	$179,803			-$2,037,029		-$244,443				-$2,281,472	$503,154	$8,662,205
01/01/2045	12/31/2045	$197,695			-$1,897,955		-$227,755				-$2,125,710	$420,216	$7,154,406
01/01/2046	12/31/2046	$217,357			-$1,764,307		-$211,717				-$1,976,024	$342,149	$5,737,889
01/01/2047	12/31/2047	$239,000			-$1,650,533		-$198,064				-$1,848,597	$268,512	$4,396,803
01/01/2048	12/31/2048	$262,809			-$1,526,803		-$183,216				-$1,710,019	$199,425	$3,149,017
01/01/2049	12/31/2049	$288,994			-$1,398,930		-$167,872				-$1,566,802	$135,686	$2,006,896
01/01/2050	12/31/2050	$317,812			-$1,290,627		-$154,875				-$1,445,502	$77,199	$956,405
01/01/2051	12/31/2051	$349,496			-$1,187,131		-$142,456				-$1,329,587	$23,686	$0

Version Updates

Version	Date updated
v20220701p	07/01/2022

TEMPLATE 7

v20220701p

7a - Assumption/Method Changes for SFA Eligibility

File name: *Template 7 Plan Name* , where "Plan Name" is an abbreviated version of the plan name.

Instructions for Section C, Item (7)a. of the Instructions for Filing Requirements for Multiemployer Plans Applying for Special Financial Assistance:

Sheet 7a of Template 7 is not required if the plan is eligible for SFA under § 4262.3(a)(2) (MPRA suspensions) or § 4262.3(a)(4) (certain insolvent plans) of PBGC's special financial assistance regulation.

Sheet 7a of Template 7 is not required if the plan is eligible based on a certification of plan status completed before January 1, 2021.

Sheet 7a of Template 7 is not required if the plan is eligible based on a certification of plan status completed after December 31, 2020 but reflects the same assumptions as those in the pre-2021 certification of plan status.

Provide a table identifying which assumptions/methods used in determining the plan's eligibility for SFA differ from those used in the pre-2021 certification of plan status and brief explanations as to why using those assumptions/methods is no longer reasonable and why the changed assumptions/methods are reasonable.

This table should identify all changed assumptions/methods (including those that are reflected in the Baseline provided in Template 5A or Template 5B) and should be an abbreviated version of information provided in Section D, Item (6)a. of the SFA filing instructions.

For example, if the mortality assumption used in the pre-2021 certification of plan status is the RP-2000 mortality table, and the plan proposes to change to the Pri-2012(BC) table, complete one line of the table as follows:

	(A)	(B)	(C)
Assumption/Method That Has Changed From Assumption/Method Used in Most Recent Certification of Plan Status Completed Prior to 1/1/2021	Brief description of assumption/method used in the most recent certification of plan status completed prior to 1/1/2021	Brief description of assumption/method used in showing the plan's eligibility for SFA (if different)	Brief explanation on why the assumption/method in (A) is no longer reasonable and why the assumption/method in (B) is reasonable
Base Mortality Assumption	RP-2000 mortality table	Pri-2012(BC) mortality table	Prior assumption is outdated. New assumption reflects more recently published experience for blue collar workers.

Add one line for each assumption/method that has changed from that used in the most recent certification of plan status completed prior to 1/1/2021.

Since this Template 7a is intended as an abbreviated version of more detailed information provided in Section D, Item (6)a. of the SFA filing instructions, it is not necessary to include full tables of rates at every age (e.g., for retirement, turnover, etc.). Instead, a high level description that focuses on what aspect of the assumption/method has changed is preferred.

Template 7 - Sheet 7a v20220701p

Assumption/Method Changes - SFA Eligibility

PLAN INFORMATION

Abbreviated Plan Name:	
EIN:	
PN:	

Brief description of basis for qualifying for SFA (e.g., critical and declining status in 2020, insolvent plan, critical status and meet other criteria)	

	(A)	(B)	(C)
Assumption/Method That Has Changed From Assumption/Method Used in Most Recent Certification of Plan Status Completed Prior to 1/1/2021	Brief description of assumption/method used in the most recent certification of plan status completed prior to 1/1/2021	Brief description of assumption/method used in showing the plan's eligibility for SFA (if different)	Brief explanation on why the assumption/method in (A) is no longer reasonable and why the assumption/method in (B) is reasonable

TEMPLATE 7

v20220701p

7b - Assumption/Method Changes for SFA Amount

File name: *Template 7 Plan Name* , where "Plan Name" is an abbreviated version of the plan name.

Instructions for Section C, Item (7)b. of the Instructions for Filing Requirements for Multiemployer Plans Applying for Special Financial Assistance:

Provide a table identifying which assumptions/methods used in determining the amount of SFA differ from those used in the pre-2021 certification of plan status (except the non-SFA and SFA interest rates) and brief explanations as to why using those original assumptions/methods is no longer reasonable and why the changed assumptions/methods are reasonable.

Please state if the changed assumption is an extension of the CBU assumption or the administrative expenses assumption as described in Paragraph A "Adoption of assumptions not previously factored into pre-2021 certification of plan status" of Section III, Acceptable Assumption Changes of PBGC's guidance on Special Financial Assistance Assumptions.

This table should identify <u>all changed assumptions/methods</u> except for the interest rates (including those that are reflected in the Baseline provided in Template 5A or Template 5B) and should be an abbreviated version of information provided in Section D, Item (6)b. of the SFA filing instructions.

For example, if the mortality assumption used in the pre-2021 certification of plan status is the RP-2000 mortality table, and the plan proposes to change to the Pri-2012(BC) table, complete one line of the table as follows:

	(A)	(B)	(C)
Assumption/Method That Has Changed From Assumption Used in Most Recent Certification of Plan Status Completed Prior to 1/1/2021	Brief description of assumption/method used in the most recent certification of plan status completed prior to 1/1/2021	Brief description of assumption/method used to determine the requested SFA amount (if different)	Brief explanation on why the assumption/method in (A) is no longer reasonable and why the assumption/method in (B) is reasonable
Base Mortality Assumption	RP-2000 mortality table	Pri-2012(BC) mortality table	Original assumption is outdated. New assumption reflects more recently published experience for blue collar workers.

For example, assume the plan is projected to be insolvent in 2029 in the pre-2021 certification of plan status. The plan changes its CBU assumption by extending the assumption to the later projection years as described in Paragraph A, "Adoption of assumptions not previously factored into pre-2021 certification of plan status" of Section III, Acceptable Assumption Changes of PBGC's guidance on Special Financial Assistance Assumptions. Complete one line of the table as follows:

	(A)	(B)	(C)
Assumption/Method That Has Changed From Assumption Used in Most Recent Certification of Plan Status Completed Prior to 1/1/2021	Brief description of assumption/method used in the most recent certification of plan status completed prior to 1/1/2021	Brief description of assumption/method used to determine the requested SFA amount (if different)	Brief explanation on why the assumption/method in (A) is no longer reasonable and why the assumption/method in (B) is reasonable
CBU Assumption	Decrease from most recent plan year's actual number of CBUs by 2% per year to 2028	Same number of CBUs for each projection year to 2028 as shown in (A), then constant CBUs for all years after 2028.	Original assumption does not address years after original projected insolvency in 2029. Proposed assumption uses acceptable extension methodology.

Add one line for each assumption/method that has changed from that used in the most recent certification of plan status completed prior to 1/1/2021.

Since this Template 7b is intended as an abbreviated version of more detailed information provided in Section D, Item (6)b. of the SFA filing instructions, it is not necessary to include full tables of rates at every age (e.g., for retirement, turnover, etc.). Instead, a high level description that focuses on what aspect of the assumption/method has changed is preferred.

Template 7 - Sheet 7b v20220701p

Assumption/Method Changes - SFA Amount

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001

	(A)	(B)	(C)
Assumption/Method That Has Changed From Assumption Used in Most Recent Certification of Plan Status Completed Prior to 1/1/2021	Brief description of assumption/method used in the most recent certification of plan status completed prior to 1/1/2021	Brief description of assumption/method used to determine the requested SFA amount (if different)	Brief explanation on why the assumption/method in (A) is no longer reasonable and why the assumption/method in (B) is reasonable
Mortality Assumptions	RP-2014 Blue Collar tables, set forward 1-year, generationally projected using Scale MP-2017	Pri-2012 Blue Collar Tables, generationally projected using Scale MP-2021	Original assumption is outdated. New assumption reflects more recently published experience for blue collar workers.
Administrative Expense	$450,000 for 2019, payable throughout the year, increasing 3% per year	Same, except continuing beyond the zone certification projection period, adjusted for anticipated increase to the PBGC premium in 2031 and capped at 12% of projected benefit payments.	Original assumption does not address years after original projected insolvency in 2024. Proposed assumption uses acceptable extension methodology.
Retirement rates for terminated vested participants	Age 65	Rates that vary from age 55 to 70.	Experience over last 5 years. See SFA App RCSS.pdf.
Exclusion age for terminated vested participants	Over age 75	Age 86 and over on measurement date.	Proposed assumption uses acceptable methodology.
Benefits for terminated vested participants who are past their Required Beginning Date ("RBD").	Apply a late retirement factor to attained age.	Apply late retirement factor to RBD and pay a lump sum for retroactive payments from RBD.	The assumption was changed to be consistent with how benefits are paid from the Plan.
Projected number of future actives	10	5	The number of actives was reduced due to an employer withdrawal.
Contribution rates	Contribution rates increase by 10% per year	Exclude contribution rate increases that were not negotiated by July 9, 2021	The new methodology is based on §4262.4(c)(3).

Version Updates

Version	Date updated	
v20220802p	08/02/2022	Cosmetic changes to increase the size of some rows
v20220701p	07/01/2022	

TEMPLATE 8

Contribution and Withdrawal Liability Details

File name: *Template 8 Plan Name* , where "Plan Name" is an abbreviated version of the plan name.

v20220802p

Provide details of the projected contributions and withdrawal liability payments used to calculate the requested SFA amount. This should include total contributions, contribution base units (including identification of the base unit used (i.e., hourly, weekly)), average contribution rate(s), reciprocity contributions (if applicable), additional contributions from the rehabilitation plan (if applicable), and any other identifiable contribution streams. For withdrawal liability, separately show amounts for currently withdrawn employers and for future assumed withdrawals. Also provide the projected number of active participants at the beginning of each plan year.

The first row in the projection period is for the period beginning on the SFA measurement date and ending on the last day of the plan year containing the SFA measurement date. For all other periods, provide the full plan year of information up to the plan year ending in 2051.

PLAN INFORMATION

Abbreviated Plan Name:	RCSS
EIN:	94-6313558
PN:	001

Unit (e.g. hourly, weekly)	% of wages

					All Other Sources of Non-Investment Income					
SFA Measurement Date / Plan Year Start Date	Plan Year End Date	Total Contributions*	Total Contribution Base Units	Average Contribution Rate	Reciprocity Contributions (if applicable)	Additional Rehab Plan Contributions (if applicable)	Other - Explain if Applicable	Withdrawal Liability Payments for Currently Withdrawn Employers	Withdrawal Liability Payments for Projected Future Withdrawals	Projected Number of Active Participants (Including New Entrants) at the Beginning of the Plan Year
08/31/2022	12/31/2022	$6,966	58,242	8.97%						5
01/01/2023	12/31/2023	$20,897	232,966	8.97%						5
01/01/2024	12/31/2024	$20,897	232,966	8.97%						5
01/01/2025	12/31/2025	$20,897	232,966	8.97%						5
01/01/2026	12/31/2026	$20,897	232,966	8.97%						5
01/01/2027	12/31/2027	$20,897	232,966	8.97%						5
01/01/2028	12/31/2028	$20,897	232,966	8.97%						5
01/01/2029	12/31/2029	$20,897	232,966	8.97%						5
01/01/2030	12/31/2030	$20,897	232,966	8.97%						5
01/01/2031	12/31/2031	$20,897	232,966	8.97%						5
01/01/2032	12/31/2032	$20,897	232,966	8.97%						5
01/01/2033	12/31/2033	$20,897	232,966	8.97%						5
01/01/2034	12/31/2034	$20,897	232,966	8.97%						5
01/01/2035	12/31/2035	$20,897	232,966	8.97%						5
01/01/2036	12/31/2036	$20,897	232,966	8.97%						5
01/01/2037	12/31/2037	$20,897	232,966	8.97%						5
01/01/2038	12/31/2038	$20,897	232,966	8.97%						5
01/01/2039	12/31/2039	$20,897	232,966	8.97%						5
01/01/2040	12/31/2040	$20,897	232,966	8.97%						5
01/01/2041	12/31/2041	$20,897	232,966	8.97%						5
01/01/2042	12/31/2042	$20,897	232,966	8.97%						5
01/01/2043	12/31/2043	$20,897	232,966	8.97%						5
01/01/2044	12/31/2044	$20,897	232,966	8.97%						5
01/01/2045	12/31/2045	$20,897	232,966	8.97%						5
01/01/2046	12/31/2046	$20,897	232,966	8.97%						5
01/01/2047	12/31/2047	$20,897	232,966	8.97%						5
01/01/2048	12/31/2048	$20,897	232,966	8.97%						5
01/01/2049	12/31/2049	$20,897	232,966	8.97%						5
01/01/2050	12/31/2050	$20,897	232,966	8.97%						5
01/01/2051	12/31/2051	$20,897	232,966	8.97%						5

* Total contributions shown here should be contributions based upon CBUs and should not include items separately shown in any columns under "All Other Sources of Non-Investment Income."

RETAIL CLERKS SPECIALTY STORES PENSION FUND

DECLARATION OF TRUST

PREAMBLE

WHEREAS, the Employer and the Union, as hereinafter defined, have by collective bargaining agreements provided for the establishment of a Pension Plan, which plan is to be established by the Trustees of a Pension Fund, and,

WHEREAS, in order to establish such a Pension Plan and a Pension Fund to receive contributions from the Employer, it is necessary to negotiate a Trust Agreement;

THEREFORE, the parties to this Trust Agreement mutually covenant and agree as follows:

ARTICLE I

Definitions

SECTION 1. UNION. The term "Union" shall include any Retail Clerks Local Union or labor organizations chartered by the Retail Clerks International Association which may be admitted as a participating Union, pursuant to Article XI hereof.

SECTION 2. EMPLOYER. The term "Employer" shall mean employers who are party to a collective bargaining agreement, as defined herein, with the Union, which agreement provides for contributions to this Pension Fund. The term "Employer" shall also mean and shall be taken to include, those Employers for whom any employer group or association have authority to enter into collective bargaining agreements providing for contributions to this Pension Fund. The term "Employer" may also include any participating Union herein if said Union elects to make contributions to the Pension Fund on behalf of said Union's eligible employees, as defined below, and provided the inclusion of said participating Union as an Employer is not a violation of any existing law or statute.

SECTION 3. SIGNATORY EMPLOYERS. "Signatory Employers" means the Employer groups and associations initially signatory hereto and those employers who initially executed this Trust individually rather than through an Employer group or association.

Any Employer who is not a Signatory Employer as defined herein may become a party to this Trust Agreement by executing with the Union a collective bargaining agreement, the terms of which provide that said Employer accepts and agrees to be bound by the terms of this Trust Agreement or by signing a subscriber's agreement in a form approved by the Trustees.

SECTIÓN 4. EMPLOYEE. The term "Employee" shall mean any pers n covered by a collective bargaining agreement between one or more Unions as defined herein and one or more Employers on whose behalf the Employer is obligated to make contributions to the Pension Fund. The term "Employee" may also include staff personnel of the participating Union if the said Union makes contributions to the Pension Fund on behalf of said staff personnel, provided, however, that no contribution may be made on behalf of any such staff personnel for any period of service which is regarded as covered employment under the Northern California Retail Clerks Unions and Employers Joint Pension Trust Fund or other joint Employer-Union Pension Trust Fund for which contributions are made to said Fund and, provided further, that the inclusion of said staff personnel is not a violation of any existing law or statute.

SECTION 5. PENSION FUND. The term Pension Fund shall mean the entire trust estate which is created and established pursuant to this Trust Agreement.

SECTION 6. PENSION PLAN. PLAN. The Term "Pension Plan" shall mean the program for the payment of pensions to Employees adopted by the Trustees pursuant to this Agreement including any amendments thereto. The term "Plan" shall have the same meaning.

SECTION 7. CONTRIBUTIONS. The term "Contributions" shall mean the payments made, due, or to be made or to become due to the Pension Fund from the Employer under the provisions of any collective bargaining agreement, as defined herein.

SECTION 8. BOARD OF TRUSTEES. TRUSTEES OF THE PENSION FUND. The terms "Board of Trustees", "Trustees" or "Board" wherever used in this Agreement shall mean the Board of Trustees created by this Agreement. The term "Trustees of the Pension Fund" shall have the same meaning.

SECTION 9. TRUST AGREEMENT. The term "Trust Agreement" shall mean this Declaration of Trust under which this Trust is created and maintained and shall include any amendments hereto.

SECTION 10. COLLECTIVE BARGAINING AGREEMENT. The term "Collective Bargaining Agreement" shall mean any written contract by and between any Employer and any Union, which contract recognizes the Union as the exclusive collective bargaining representative of the Employer's employees, who are covered by said contract and within the Union's jurisdiction, and which affects their wages, hours, or other terms or conditions of employment, which agreement includes provisions for participation in this Trust. The term "Collective Bargaining Agreement", even though used in the singular, shall include all various collective bargaining agreements in effect between the various Unions and Employers who are parties signatory to this Agreement or who become bound to the terms hereof.

SECTION 11. CUSTODIAN. The term "Custodian" shall mean any corporation which has accepted an appointment to act as such, and which shall be a corporation qualified under Section 412(a)(2) of the Employee Retirement Income Security Act of 1974.

ARTICLE II

Creation and Purposes of Trust and Pension Plan

SECTION 1. The Trustees of the Pension Fund shall be vested with all right, title and interest in all contributions made by the Employer to the Pension Fund and in any other property owned by the Trust. This Trust shall be irrevocable. The funds held by this Trust shall be used solely for purposes connected with and necessary for providing pensions or annuities to the Employees covered by the Pension Plan, or to their beneficiaries as hereinafter provided.

SECTION 2. The Trustees shall adopt a Pension Plan. The Trustees may in their sole discretion determine whether the Plan shall be administered wholly through the Pension Fund or by contract with an insurance carrier.

SECTION 3. Any Pension Plan which may be agreed upon by the Trustees shall be actuarially sound and shall conform in all respects to the requirements of the Treasury Department, Bureau of Internal Revenue, and to all other applicable State or Federal laws and regulations. The provisions of the Plan shall be such that all payments made to the Trust by the Employer shall be deductible as business expenses to the extent legally permissible under the Internal Revenue Code as it presently exists or as it may be amended hereafter, and under any similar applicable State revenue or tax laws.

(a) In the event that this Trust Agreement and the Pension Plan fail to obtain a favorable determination of qualification and exemption under sections 401 and 501, respectively, of the Internal Revenue Code of 1954, as amended from time to time, said Agreement and Pension Plan shall be amended in order to obtain a favorable determination.

SECTION 4. The term of this Trust Agreement shall be for so long a period as is allowed by law unless sooner terminated as hereinafter provided. This Trust Agreement shall be deemed to have been extended with respect to the Employees of any Employer if a Collective Bargaining Agreement between such Employer and the Union requires contributions from such Employer to be made for any period subsequent to March 2, 1962. In such event the term of this Trust Agreement shall be deemed to have been extended for a period of not less than the full period during which such contributions are required to be made.

ARTICLE III

Name and Principal Office

SECTION 1. The Trust shall be known as RETAIL CLERKS SPECIALTY STORES PENSION FUND.

SECTION 2. The principal office of the Trust for the transaction of the business of the Trust and Pension Plan shall be located in Oakland, California, or in such other place as the Trustees may designate.

ARTICLE IV

Employer Contributions

SECTION 1. The Employer shall make contributions in the amount required to be paid to this Pension Fund by the Collective Bargaining Agreements or any amendments thereto or any subsequent agreements. The amount of the contributions shall be determined wholly and exclusively by the provisions of such Collective Bargaining Agreements.

SECTION 2. Contributions shall be payable monthly as directed by the Trustees.

SECTION 3. The Employer is obligated to the Trustees to make contributions required under the Collective Bargaining Agreements.

SECTION 4. All funds contributed to this Trust shall be paid to and placed with the Custodian in the event the Pension Plan is not provided by medium of contract with an insurance carrier.

ARTICLE V

Appointment, Removal, Resignation and Compensation of Trustees

SECTION 1. The Pension Fund and Pension Plan shall be administered by a Board of Trustees consisting of not less than six (6) nor more than fourteen (14) Trustees. The exact number of Trustees shall be designated from time to time by a majority of the Trustees.

SECTION 2. Each Trustee shall continue to serve during the existence of this Trust until his death, incapacity, resignation or removal.

SECTION 3. The Union shall have the power to remove any or all Union Trustees at any time and a majority of the

Signatory Employers shall have the power to remove any or all Employer Trustees at any time. Written notice shall be given by the removing party both to the Board of Trustees and to the Trustee who is being removed. Removal shall be effective upon receipt of written notice addressed to the Board of Trustees at the principal office of the Trust, or upon receipt of written notice by the Trustee who is being removed, whichever occurs first.

SECTION 4. Any Trustee may resign and thereby become discharged from all further duty or responsibility by giving thirty days' notice in writing sent by registered mail to the Board of Trustees at the principal office of the Trust. Upon receipt of such notice the Board of Trustees shall promptly notify the Signatory Employers and the Union that the notice of resignation has been received. The Trustee's notice of resignation shall state the date the resignation is to take effect and the registration shall take effect on that date unless a successor is appointed sooner, in which event resignation shall take effect upon appointment of the successor Trustee. Resignation shall not relieve a Trustee of any liability which arose prior to the date his resignation took effect.

SECTION 5. In the event of the death, incapacity, resignation or removal of any Trustee, his successor shall be appointed within thirty days. The appointing party shall notify the Board in writing of the name and address of the Trustee immediately upon his appointment, and the Board shall thereupon communicate such notice to the other parties. The successor Trustee shall accept his appointment in writing, with duplicate signed originals, and by signing this Trust Agreement. One copy of the acceptance shall be given to the appointing party, and the other shall be presented to the Trustee for retention in the files of the Trust. Any duly appointed Successor Trustee shall immediately upon his appointment and acceptance become vested with the property, rights, power and duties of a Trustee with like effect as if he had originally been named as a Trustee and had agreed to serve as such.

SECTION 6. Any Trustee who resigns or is removed shall forthwith turn over to the remaining Trustees at the principal office of the Trust any and all records, books, documents, moneys and other property in his possession owned or controlled by the Trustees or incident to the fulfillment of this Trust and the administration of the Trust Fund.

SECTION 7. If two or more Employer Trustees and two or more Union Trustees are serving on the Board, no vacancies in the office of the Trustees shall impair the power of the remaining Trustees to administer the affairs of the Trust. If a successor Trustee is not appointed within the time provided above, the Successor Trustee shall be appointed by the Employer Trustees serving on the Board to fill a vacancy among the Employer

Trustees, or by the Union Trustees serving on the Board to fill a vacancy among the Union Trustees. If there are fewer than two Employer Trustees serving on the Board, or fewer than two Union Trustees serving on the Board, and if either the Signatory Employers or the Unions fail or refuse to appoint a successor Trustee who accepts his appointment, then the remaining Trustees shall have the power to apply to a court of competent jurisdiction to appoint one or more successors to the Board. Any Trustee appointed by the court shall represent the party or group which is unrepresented on the Board, and such successor Trustee shall have all the property, rights, power and duties of a Trustee duly appointed by the party on whose behalf he is appointed. Any Trustee so appointed shall serve until a successor Trustee shall have accepted his appointment, or until relieved by the court.

SECTION 8. If there are fewer than two Employer Trustees on the Board, or fewer than two Union Trustees on the Board, the remaining Trustees shall have the power to take such emergency action as may be necessary for the preservation of trust assets or for the protection of the interests of the Trust.

SECTION 9. The Trustees shall serve without compensation from the Trust Fund. The Trustees may be reimbursed for expenses properly and actually incurred in attending regular, special, or committee meetings of the Board of Trustees, in attending conferences, seminars and workshops relating to pension plan operation and administration, or in otherwise carrying out or conducting the affairs of the Trust, pursuant to the rules and regulations adopted by the Trustees. The compensation, if any, of any Trustee appointed by court order pursuant to Section 7 of this Article shall be paid by the Trust Fund.

SECTION 10. The initial Union Trustees shall be Russell L. Mathiesen, Alvin W. Kidder, and William J. Devine.

SECTION 11. The initial Employer Trustees shall be Aren A. Lewis, C. A. DePatta, and Arthur E. Weston.

SECTION 12. The persons named as initial Trustees in Section 10 and 11 of this Article shall be deemed to have accepted their appointment as Trustee upon their execution of this Trust Agreement.

ARTICLE VI

Officers, Meetings, Voting. Resolutions of Deadlocks and Disputes

SECTION 1. The Board shall select one member to act as Chairman of the Board and one to act as Secretary, to serve terms of one year or for such other period as the Board may determine. When the Chairman is an Employer Trustee the Secretary shall be a Union Trustee, and vice versa.

SECTION 2. The Board shall determine the time and place of its regular meetings, and the Secretary may give written notice of each such meeting to all other Trustees at least five days prior to the date of such meeting.

SECTION 3. Either the Chairman or the Secretary, or any two Trustees serving at a given time, shall have the power to call a special meeting of the Board. Written notice of a special meeting must be given to all other Trustees at least ten days before the date set for such meeting, specifying the time and place of such meeting. Special meetings shall be held at the principal office of the Trust or at the place specified by the Board for holding its regular meetings or at such other place as all Trustees may agree upon. Any notice of meeting shall be sufficient if sent by postpaid first class mail or prepaid telegram addressed to the Trustee at his address shown in the records of the Board. The Board shall have the power to take any action at a special meeting which it might take at a regular meeting, except that the notice of special meeting may specify the matters to be considered at such meeting, in which event, only those matters specified in the notice may be considered or acted upon. Any meeting at which all Trustees are present, or concerning which all Trustees waive notice in writing, shall not be invalid for want of notice.

SECTION 4. Any Trustee may ratify any action taken by other Trustees at any meeting, and such ratification shall have the same effect as the Trustee's vote would have had if it had been cast by him in person at the meeting. Any action taken by any number of Trustees at any meeting shall be valid if ratified by all absent Trustees, or, in the case of a meeting which would have been invalid for want of notice, if ratified by all absent Trustees who were not properly notified.

SECTION 5. A quorum shall consist of at least two (2) Union Trustees and at least two (2) Employer Trustees. Unless a quorum is present no business shall be transacted. The action of the Trustees as to any matter in their power shall be determined by more than half the votes, cast at a regular meeting or special meeting of the Board, except that the following matters may be determined only by a two-thirds majority of all Trustees: the adoption or amendment of the Plan, the amendment of the Trust Agreement, the selection or removal of the Custodian, the terms of the agreement with the Custodian, the selection or removal of an insurance carrier, or carriers, the type of insurance contract, or contracts, the selection of a depository for funds, the investment policy, and the selection of investment counsel or of any other advisors whose compensation would be paid from the Trust Fund. Any Union Trustee may deliver to any other Union Trustee a signed written proxy to vote in his stead, and any Employer Trustee may deliver to any other Employer Trustee a signed written proxy to vote in his stead. If any absent Trustee is not present by proxy, his vote, if an Employer Trustee, will be divided equally among the Employer Trustees who are present in person, except for matters requiring a two thirds majority of all Trustees. If the absent Trustee is a Union Trustee, his vote will be divided equally among the Union Trustees who are present in person, except for matters requiring a two-thirds majority of all Trustees. The exercise of any power or right held by the Trustees shall be only by the vote of the Trustees in the manner provided in this Article.

Whenever a two-thirds majority is required under this Declaration of Trust, under the Pension Plan, or under any rules and regulations adopted by the Trustees it shall be necessary to have the concurrence of two-thirds of the full Board of Trustees voting either in person or by proxy.

SECTION 6. In the event that the Employer Trustees and the Union Trustees deadlock on the administration of the Fund or any matter arising under this Agreement or the Plan, the Employer Trustees and the Union Trustees shall agree on an impartial umpire to decide such dispute or upon a mutually satisfactory method for selecting said umpire. In case an impartial umpire who is willing to act is not selected within a reasonable length of time, either the Union Trustees or the employer Trustees may petition the United States District Court for the district where the Fund has its principal office to appoint such an umpire. The impartial umpire shall have no power to alter, amend, add to, or take away from any of the terms of this Trust Agreement or any Collective Bargaining Agreement. The decision of the impartial umpire shall be final and binding upon the parties. Any costs and attorneys' fees in connection with the foregoing shall be paid out of the Trust Fund, including any reasonable compensation to such umpire. Differences arising as to the interpretation or application of the provisions of this Trust Agreement or any Pension Plan, or relating to benefits provided for thereunder, shall not be subject to the grievance or arbitration procedures established in any Collective Bargaining Agreement. All such differences shall be resolved by the impartial umpire.

ARTICLE VII

Powers of Trustees

SECTION 1. The Trustees shall have the power to perform all acts necessary or proper to carry out the purposes or provisions of this Trust Agreement or of any Pension Plan adopted pursuant to this Trust Agreement. The provisions of any duly adopted Pension Plan shall be deemed incorporated in this Trust Agreement as fully as if originally a part thereof. In the course of administering any Pension Plan, the Trustees shall have full power and discretion to decide any questions or to set any policies for the administration of the Plan which are not specifically determined by the provisions of the Plan or of this Trust Agreement, provided such decisions or policies are not inconsistent with the purposes of this Trust Agreement or of the Pension Plan. The fact that elsewhere in this Trust Agreement the Trustees are given specific powers shall in no way limit their power and discretion under this Section.

SECTION 2. (a) The Trustees shall have the power to demand, collect, receive and hold all contributions, money or other things of value payable to or belonging to the Trust or necessary for the establishment, maintenance, or administration of the Pension Plan. They shall take such steps as may be necessary or desirable to collect such contributions, money, or other things of value, including the institution and prosecution of, or the intervention in, any proceedings at law, in equity, or in bankruptcy.

(b) All parties hereto recognize and agree that prompt payment of contributions is essential to the operation of the Trust and the payment of pension benefits. They further recognize that it will be extremely difficult, if not impossible, to fix the actual damage and expense to the Trust which will result from the failure of an Employer to make timely contributions. Accordingly, the Employer hereby authorizes the Trustees to establish and enforce rules and regulations, and to amend the same from time to time in their discretion, whereby delinquency in contributions is determined, and damages and fees are fixed which may be levied against and collected from delinquent Employers as reasonable reimbursement to the Trust for damages and costs, including attorneys' fees, incurred as a result of any such delinquencies. The Trustees are further authorized to provide in such rules and regulations for the assessing of variable amounts of such damages and fees according to the extent and nature of such delinquencies as in their judgment is deemed necessary and reasonable for the protection of the Trust and for the enforcement of the obligation here undertaken by the Employers to make full and prompt payment of contributions.

SECTION 3. The Trustees shall have the following powers and duties, in addition to those conferred elsewhere in this Agreement or by law, which shall be exercised with the care, skill, prudence and diligence under the circumstances then prevailing that a prudent man acting in a like capacity and familiar with such matters would use in the conduct of an enterprise of like character and with like aims:

(a) To direct the Custodian as to the retention, sale purchase or exchange of the assets of the Trust, and to cause to be invested and reinvested the assets of the Trust in such manner as in their judgment may seem prudent, beneficial and appropriate, for the protection and preservation of the Trust Fund. The Trustees may delegate their investment powers to a qualified investment manager, and the Custodian after receiving written notice of such delegation shall follow the investment manager's written directions upon their receipt until otherwise notified in writing by the Trustees. The Custodian shall be under no obligation to determine whether the directions received from the designated investment manager are within the authority granted the investment manager by the Trustees. Indicia of ownership of any assets of the Trust may not be maintained outside the jurisdiction of the district courts of the United States. Investments shall be diversified in order to minimize the risk of large losses, unless it is clearly not prudent to do so.

(b) A majority of the Trustees may allocate any or all of their duties in the management and control of the Trust Fund to individual Trustees or committees of Trustees, whereupon responsibility and liability for the performance of said duties shall attach only to the persons who have received such allocations.

(c) To cause to be sold, exchanged, leased or conveyed, or to dispose of, any property belonging to the Trust upon such terms as they may deem prudent, and to cause to be executed and delivered any and all instruments of conveyance and transfer in connection therewith.

(d) To enter into and to cause to be entered into any and all contracts and agreements necessary or proper for carrying out the terms of this Trust Agreement and any Pension Plan, and for the administration of such Plan, and to do all acts authorized or required by this Agreement as they in their prudent discretion may deem necessary or advisable.

(e) To construe the provisions of this Trust Agreement and the terms used herein. Any construction adopted by the Trustees in good faith shall be binding upon the Union, the Employer, the Employees, their beneficiaries and dependents, and any other person or association affected by or claiming an interest in this Trust or in any Pension Plan adopted pursuant to this Trust Agreement.

(f) To cause to be paid or to provide for the payment of all reasonable and necessary expenses, costs and fees incurred in connection with the creation and administration of the Pension Plan and the establishment and maintenance of the Pension Fund, including the employment of such auditing, accounting, administrative, actuarial, legal, investment management, expert and clerical assistance as the Trustees in their prudent discretion deem necessary to the performance of their duties or to carry out this Trust and any Pension Fund adopted pursuant to this Trust Agreement.

(g) To cause to be paid or to provide for the payment of all taxes or assessments of any kind and all kinds levied or assessed under existing or future laws upon or in respect to the Pension Funds or any money or property forming a part thereof.

(h) To maintain and cause to be maintained accurate books of account and records of all transactions relating to the Trust Fund. An annual audit shall be made by the Trust, a statement of the results of which shall be available for inspection by interested persons at the principal office of the Trust and at such other places as may be designated by the Trustees.

(i) To prepare and cause to be prepared such reports, descriptions, summaries and other information as are required by law or as the Trustees deem necessary and to file and furnish such reports, descriptions, summaries and information to participants and their beneficiaries, Unions, Employers and to government agencies as required by law.

(j) To cause to be maintained such bank account or bank accounts as may be necessary to carry out the Trust and administer the Pension Plan, and to designate the persons who are authorized to sign checks and withdrawal orders on any such accounts. Such persons so designated may in the discretion of the Trustees be Trustees, agents of the Trustees, or both. The Trustees may authorize any written instrument to be executed on behalf of the Trustees by the signature of any two of the Trustees, one of whom must be a Union Trustee and one an Employer Trustee, or by an agent designated by the Trustees for such purpose.

(k) To adopt and prescribe rules and procedures not inconsistent with the provisions of this Trust Agreement or with the provisions of any pertinent Collective Bargaining Agreement to be followed by Employer in reporting and making contributions, to be followed in applying for benefits under the Pension Plan.

(l) To make determinations not inconsistent with this Trust Agreement or with the provisions of any pertinent Collective Bargaining Agreement as to the rights of any employee or other person to receive benefits under any Pension Plan adopted pursuant to this Trust Agreement. Such determination shall be final and binding upon all concerned.

(m) To establish an appropriate procedure for review of all claims for retirement benefits which may be subject to denial under the Pension Plan, or rules or regulations thereunder; for due notification to participants and beneficiaries of the denial of the claim and the reasons therefor; and shall establish a procedure under which a claimant or his representative may appeal the denial of a claim.

(n) To obtain and evaluate all statistical and actuarial data which may be reasonably required for the creation and administration of the Pension Plan.

SECTION 4. The Trustees may deposit any money, owned, possessed or controlled by the Trust in such bank or banks as they may select, and such deposit shall constitute due and proper care and keeping thereof.

SECTION 5. If for any reason the Pension Plan is no longer to be continued on a sustaining basis, or if this Trust terminates or is to be terminated for any reason, the Trustees shall have the power to carry out the provisions of the Pension

Plan relating to such discontinuance or termination.

ARTICLE VIII

Rights, Duties, Liabilities and Obligations

SECTION 1. The rights and duties of all concerned, including the Union, the Employer, the Employees, their beneficiaries, and any other person or association, shall be governed by the provisions of this Trust Agreement, the Collective Bargaining Agreement and any supplements thereto, and any Pension Plans adopted pursuant to this Trust Agreement.

SECTION 2. Neither the Employers, any associations representing them, the Union, or any Employee shall be liable for any debts, liabilities, or obligations of the Trust, or of the Trustees.

SECTION 3. The sole financial obligation of the Employer shall be the payment of contributions at the rates required by ARTICLE IV of this Agreement and no more, or at such rates as the parties may subsequently agree on in Collective Bargaining Agreements.

SECTION 4. No money, property, equity, or interest of any nature whatsoever in the Pension Fund or in any benefits or moneys payable therefrom shall be subject in any manner by an Employee, Employer, or beneficiary to anticipation, garnishment, alienation, sale, transfer, assignment, pledge, encumbrance, lien, or charge and any attempt to cause the same to be subject thereto shall be null and void. Nor shall any Employee, Employer, or beneficiary have the right to receive any part of the contributions except in the manner provided in the Pension Plan or to receive a cash consideration in lieu of benefits, whether upon the termination of this Trust or his withdrawal through severance of employment or otherwise, except as provided in any Pension Plan adopted pursuant to this Trust Agreement.

SECTION 5. The Trustees shall be free to act upon any paper or document believed to be genuine and purporting to be made, executed, or delivered by the party in whose name it purports to be, and shall be indemnified and held harmless by the Pension Fund, except for their own gross negligence, from liability for any errors or mistakes in judgment or otherwise connected with or pertaining to the administration of the Trust. The Trustees shall be required to account only to the Union and to the Signatory Employers, and not to individual members of the Union, to employees who are not union members, nor to individual Employers.

SECTION 6. No person, partnership, corporation, or other association dealing with the Trustees shall be obligated to see to the application of any funds or property of the Trust Fund, unless such obligation is set forth in a written agreement, or to see that the terms of this Trust Agreement have been complied with, or be obligated to inquire into the necessity for or expediency of any act of the Trustees. If any instrument is is executed by the Trustees (whether by all of them or in any manner specified in this Trust Agreement) it shall establish from the fact of such execution alone, in favor of any, partnership, corporation, or other association relying thereon, that at the time of delivery of such instrument this Trust Agreement was in full force and effect, that such instrument was executed and delivered in accordance with the terms of this Trust Agreement, and that the Trustees were duly authorized and empowered to execute and deliver such instrument.

SECTION 7. The Employer and the Union release the Trustees, and each of them, from any and all liability of any kind or nature done, made or suffered by the Trustees or any of them, in the course and scope of their duties as herein describe, except any negligence, willful misconduct or dishonesty. The Trust Fund shall exonerate, reimburse, indemnify and save harmless each Trustee individually, and the Trustees collectively, against any and all expenses and liabilities arising out of his trusteeship or which may be authorized by the Trustees, and the Trustees, individually and collectively, shall be further indemnified and reimbursed from the Trust Fund for the cost and expense, including attorneys' fees, of defending any suit or proceeding brought against the Trustees, individually or collectively, or the

Fund. In this connection, the Trustees shall be privileged to select and employ legal counsel to defend them, or represent them in the proceeding. If a Trustee is found guilty by the final determination of a court of competent jurisdiction of gross negligence, willful misconduct, or dishonest, he shall be obligated to reimburse the Trust for any sums expended on his behalf pursuant to the preceding sentence. The Trustees shall not be liable to the Union, the Employer or any Employee or any other person for the action done, made or suffered by them, or omitted by them with prudence, nor for any act of any agent or employee of the Trustees selected with reasonable care.

SECTION 8. Nothing herein shall in any manner exempt the Trustees from any liability, obligation or debt arising out of their individual or collective acts or omissions done or suffered in violation of the duties and responsibilities imposed by Title I, Part 4 of the Employee Retirement Income Security Act.

SECTION 9. Neither the Employer, any Employer representatives or association nor the Union shall be liable in any respect for any of the obligations of the Trustees because such Trustees are officers or are in any way associated with the Employer, any Employer association or the Union, it being understood that each of the Trustees designated, acts as a representative in a statutory sense only and not as agent of any person, firm, corporation or organization.

SECTION 10. The Trustees shall not be liable for the acts or omissions of the Employer, any representative or association of employers, or the Union.

SECTION 11. The Employer, the Employees, and the Union shall cooperate fully with the Trustees, and shall furnish to the Trustees or to their agents, employees, or consultants such information and data as the Trustees may find to be reasonably necessary for establishing, maintaining, operating and administering the Pension Fund and Pension Plan.

SECTION 12. No bonds or other security shall be required of the Trustees except as required by law. The cost of any bonds required by law and such other bonds as the Trustees may deem appropriate for themselves or others shall be paid by the Trust.

SECTION 13. The Trustees may provide errors and omissions and fiduciary liability insurance at the expense of the Trust insuring the Trustees, other fiduciaries and the Trust itself against the wrongful acts or omissions of fiduciaries for the protection of the Trust, provided that such insurance, to the extent required by law, shall permit recourse by the insurance carrier against the fiduciaries who commit breaches of fiduciary duty. Nothing herein shall be deemed to preclude a Trustee, fiduciary, Employer, or Union from purchasing such insurance for the individual protection of a fiduciary or from purchasing a waiver of such right of recourse by the insurance carrier of any insurance policy purchased by the Trust Fund, with respect to such fiduciary.

SECTION 14. The Trustees shall not be obligated to see that any employee is covered by the Plan. However, the Trustees shall have the power to enforce the obligation of any employer to make contributions or other payments to the Trust.

SECTION 15. Except for the right to see to the proper conservation and application of the Fund, neither the Employer nor the Union, nor any Employee, nor any person other than Trustees claiming by, through, or under this Trust, or otherwise, shall have any right, title, interest, or claim in and to the Trust Fund.

SECTION 16. This Trust Agreement shall be binding on the Employer and his successors, privies, administrators, Trustees, representatives and assigns.

ARTICLE IX

Amendment and Termination

SECTION 1. The terms of this Trust Agreement or the Pension Plan may be amended at any time by the Trustees. Amendment of the Trust Agreement or the Plan shall require approval by resolution of the Board of Trustees at a meeting duly called and held and for which ten (10) days' written notice has been given, including notice that an amendment of the Trust Agreement or the Plan, stating its general purpose, will be on the agenda. No amendment shall be adopted by the Trustees which:

(a) Alters the basic principles of this Trust or of the Plan;

(b) Conflicts with any applicable law or government regulations;

(c) Causes the use or diversion of any part of the Pension Fund for purposes other than those authorized herein; or

(d) Increases the burdens or obligations of the Employer, except as permitted by the Collective Bargaining Agreements.

In no event shall the corpus or income of this Trust be sued for, or diverted to, purposes other than for the exclusive benefit of Employees or their beneficiaries.

SECTION 2. This Trust may be terminated at any time by the Trustees so long as such termination does not adversely affect the rights of parties to the Collective Bargaining Agreements.

ARTICLE X

Addition of Other Employers to Pension Plan

SECTION 1. Subject to Article VII, Section 2 of the Pension Plan and further subject to any rules and regulations adopted by the Trustees, other groups of employees shall be admitted to the Pension Plan provided that their Employers have agreed to make contributions to this Trust Fund and further provided that the Employers have agreed to be bound by the terms and conditions of this Trust Agreement and the Pension Plan.

ARTICLE XI

Construction of Trust Agreement and Conformity to Law

SECTION 1. This Trust Agreement was made and entered in the State of California, and is to be construed in accordance with the laws of that state or in accordance with any federal law applicable to construction of trusts of this sort. The validity of the Trust and all questions affecting its establishment, operation and performance shall be governed by the laws of the State of California, or in accordance with any federal law applicable to the validity, establishment, operation and performance of Trusts of this sort.

SECTION 2. It is the intention of the parties that this Trust Agreement and any Pension Plan adopted pursuant to this Agreement conform to all applicable law, State and Federal, so as to make this Trust and any Pension Plan valid, legal, and binding on all parties. This Trust Agreement and the provisions of any Pension Plan shall be construed, so far as reasonably possible, in such a way as to give effect to this intention and to the purposes of this Trust. If this Trust Agreement or any Pension Plan, or any of their parts, are or become illegal in any respect, or fail to conform in any respect to applicable law, or if contributions to be paid are not allowable as business expense deductions for purposes of income tax law, then this Trust Agreement or any Pension Plan shall be amended so far as possible to make them legal, to conform them to applicable law, and to make contributions deductible, as aforesaid. If the parties or the Trustees fail to make such amendments, or are unable to agree upon the terms of such amendments, the impartial umpire provided for in this Trust Agreement shall do so.

ARTICLE XII

Members of Employer Associations Bound by Trust Agreement Notice to Employer Associations

SECTION 1. Any Employer who has authorized an employer group or association signatory to this Agreement to enter Collective Bargaining Agreements requiring contributions to this Trust on behalf of said Employer shall be bound by this Trust Agreement.

SECTION 2. Any notice required by this Trust Agreement or by any Pension Plan, by-laws, rules or regulations adopted by the Board of Trustees, to be given to employers need not be given to those individual employers who are represented by any employer group or association, but it shall be sufficient if such notice is given to such employer group or association, and one such notice to any such employer group or association shall be sufficient notice to all employers represented by said group or association.

ARTICLE XIII

Authority of Signers

SECTION 1. The individuals signing this Trust Agreement on behalf of the various parties hereby covenant and agree that they have full power and authority to make, execute, and enter into this Trust Agreement on behalf of the respective parties whom they purport to represent.

SECTION 2. Each employer group or association listed below is executing this document not on its own behalf but on behalf of the Employers listed after its name in the appendices attached hereto and incorporated herein by reference, together with any Employers (not specifically excluded in the appendices) who have authorized it to execute a Collective Bargaining Agreement providing for the establishment of this Trust and Plan.

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AMENDMENT NUMBER ONE

TO THE AMENDED DECLARATION OF TRUST

SPECIALTY STORES PENSION TRUST FUND

(DECEMBER 9, 1975)

THIS AMENDMENT NUMBER ONE TO THE AMENDED DECLARATION OF TRUST (December 9, 1975) is made and entered into by the Board of Trustees, effective this 16th day of January, 1979, under and pursuant to the provisions of Article X, Section 1 of said Trust Agreement, as follows:

1. A new subsection (n) is hereby added to
VII 3
Article VI, Section 1, to read as follows:

> To invest all or any part of Trust assets collectively with funds of other trusts in one or more of the pooled investment funds for qualified employee pension or profit-sharing plans now or hereafter established by any bank or Trust Company (including any Corporate Co-Trustee or custodian of Trust assets) as the same may be amended from time to time; and if any portion of the Trust is so created such pooled investment funds shall be deemed to be incorporated into this Trust Agreement as if fully set forth herein.
>
> The trustee of said pooled investment fund shall not have or possess any authority, power, or duty to administer, manage or control the assets, property or affairs of this Trust Fund except to the extent of Trust interest as a participant in the said pooled investment funds.

IN WITNESS WHEREOF, the parties, by their duly authorized representatives, have executed this Declaration of Trust on April 11, 1961 and the amendments adopted on September 25, 1963, and the amendments adopted on December 9, 1975.

TRUSTEES:

Walter L Johnson

Paul H Crockett

Stephen H. Rodriguez

IN WITNESS WHEREOF, the undersigned Trustees have executed this instrument to evidence their amendment of the Amended Declaration of Trust, the date and year first hereinabove written.

UNION TRUSTEES	EMPLOYER TRUSTEES
Joseph F. Grech	Walter N. [illegible]
Stephen H. Rodriguez	[illegible]
Richard McWilliams	Samuel Kazan
[illegible] McLoughlin	[illegible]
[illegible]	Bill [illegible]
[illegible]	A. Hill Henderson
Paul B. Hagen	Samuel Kazan

AMENDMENT NUMBER TWO

TO THE AMENDED DECLARATION OF TRUST

SPECIALTY STORES PENSION TRUST FUND

(DECEMBER 9, 1975)

THIS AMENDMENT NUMBER TWO TO THE AMENDED DECLARATION OF TRUST (December 9, 1975) is made and entered into by the Board of Trustees, effective this 18th day of May, 1982, under and pursuant to the provisions of Article IX, Section 1 of said Trust Agreement, as follows:

1. Article I, Section 11 is hereby amended to read:

> Section 11. CUSTODIAN OR CORPORATE TRUSTEE. The term "Custodian" or "Corporate Trustee" shall mean any corporation which has accepted an appointment to act as such, and which shall be a corporation qualified under Section 412(a)(2) of the Employee Retirement Income Security Act of 1974.

2. The provisions of Article VII, Section 3, subsection (a) are deleted in their entirety and the following inserted in their place and stead:

> (a) The Trustees from time to time may appoint one or more Investment Managers who shall have the power to manage, acquire or dispose of all or such portion or portions of Trust Fund as the Trustees shall determine. Such appointments shall not be effective until accepted by the Investment Manager

in a writing delivered to the Trustees which acknowledges that such Investment Manager is a fiduciary with respect to assets of the Trust Fund allocated to the Investment Manager. No person or organization shall be so appointed other than one who is registered as an investment advisor under the Investment Advisors Act of 1940, as amended, or is an insurance company qualified to perform the services of an Investment Manager under the laws of more than one state, or is a bank as defined in said Act.

3. Section 4 of Article VII is hereby deleted and the following new Section 4 is inserted in its place and stead:

The Trustees may appoint a Custodian or Corporate Trustee, which shall be a corporation qualified under Section 412(a)(2) of the Employee Retirement Income Security Act of 1974, for the purpose of holding the assets and corpus of the Trust Fund and of receiving, holding, handling and disbursing funds, and they shall pay or deliver to said Custodian or Corporate Trustee all funds contributed to the Trust Fund by Employers, all other funds received by the Trust Fund, and all assets, real or personal, tangible or intangible, and the documents of interest, or of title thereto, or evidence of security therein. In this connection, the Trustees shall be empowered to take such legal action, in their own names or otherwise, as in their discretion may be necessary, to effectuate any collection or to protect or enforce the rights of the Trustee to any asset or obligation held by or owed to the Trust Fund.

IN WITNESS WHEREOF, the undersigned Trustees have executed this instrument to evidence their amendment of the

Amended Declaration of Trust this 15th day of June, 1982.

UNION TRUSTEES	EMPLOYER TRUSTEES
David M. Reiser	[illegible]
Robert H. Ross	Craig [illegible]
Joseph F. [illegible]	Ray [illegible]
Stephen H. Rodriguez	Paul B. [illegible]
J. Hill Henderson	[illegible]
Charles Dixon	
Richard McWilliams	

AMENDMENT NUMBER THREE

TO

THE AMENDED DECLARATION OF TRUST

RETAIL CLERKS SPECIALTY STORES

PENSION TRUST

(December 9, 1975)

BE IT RESOLVED that pursuant to the authority granted under the provisions of Article IX, Section 1 of the Amended Declaration of Trust, Retail Clerks Specialty Stores Trust Fund (December 9, 1975), the Trustees unanimously amend the provisions of Article VII, Section 2 by adding subsection (c) to read as follows:

(c) The Trustees shall have the power, by written regulation duly communicated to all employers, to adopt procedures for binding expedited arbitration or other methods for impartial determination of the amount of any delinquent contributions and the collection thereof and all such regulations shall be binding on all Employers hereunder.

The Trustees, in their sole discretion and pursuant to said regulations, may refer any claim for delinquent Employer contributions to final and binding expedited arbitration as follows:

(i) An Employer shall first receive a ten-day written notice of claimed delinquency. If the delinquency is not cured during such period, the Employer shall be notified either by personal service or certified mail of the Trustees' referral of the claim to arbitration, and such notice shall contain the date, time, and place set for the arbitration hearing. If, after such notice, any Employer fails to appear or proceed, or show sufficient cause, in the opinion of the arbitrator, why the arbitration should not proceed, the arbitrator shall be and is hereby empowered to enter a default award against said Employer, which award shall include all costs and fees incurred by the Fund in collection, as set forth in Section 2(b) of this Article VII.

(ii) The arbitrator for each case referred to arbitration shall be assigned from a panel of five arbitrators to be appointed by the American Arbitration Association. Vacancies on said panel shall be filled by appointments made by the American Arbitration Association.

(iii) Cases to be heard shall be assigned to the first available arbitrator next in order of rotation on the panel. An employer whose case has been referred to arbitration may disqualify the arbitrator originally assigned to his case by written notice to the Fund within 10 days of receipt of notice of the referral to arbitration. Upon such a challenge, the arbitrator next on the panel shall be assigned the case and no further challenges shall be permitted.

(iv) All such arbitrations shall be conducted pursuant to the California Arbitration Act (CCP §§1280 et seq.). The arbitrations shall be conducted in an expedited manner and no transcripts shall be prepared or briefs filed. The arbitrator's award shall be in writing and shall issue no later than ten days following the close of the hearing.

(v) If the claim for delinquent Employer Contributions is upheld in whole or in part, the award shall provide for payment by the Employer of all collection costs and fees.

IN WITNESS WHEREOF, the undersigned Trustees have executed this instrument to evidence their amendment of the Amended Declaration of Trust, the date and year first hereinabove written.

EMPLOYER TRUSTEES

Paul Wagner

9/20/83

UNION TRUSTEES

Joseph F. Greck

Francis W. Keefe

Richard M. Williams

9/20/83

(9/20/83)

AMENDMENT NUMBER FOUR
TO
THE AMENDED DECLARATION OF TRUST
RETAIL CLERKS SPECIALTY STORES
PENSION TRUST
(December 9, 1975)

BE IT RESOLVED that pursuant to the authority granted under the provisions of Article IX, Section 1 of the Amended Declaration of Trust, Retail Clerks Specialty Stores Pension Trust (December 9, 1975), the Trustees unanimously amend the provisions of Article V, Section 1 by adding the following two sentences thereto:

> "Notwithstanding any other provision of this Trust Agreement, the Employer Trustees shall at all times have the same voting and all other rights and powers equal to the Union Trustees.
>
> The total authorized number of Trustees may be changed from time to time by the Board of Trustees so long as the voting and other rights and powers between the Employer Trustees and the Union Trustees at all times remain equal."

IN WITNESS WHEREOF, the undersigned Trustees have executed this instrument to evidence their amendment of the Amended Declaration of Trust, on this 17th day of March 1987.

UNION TRUSTEES	EMPLOYER TRUSTEES
[illegible]	[illegible]
[illegible]	[illegible]
John Mendez	[illegible]
[illegible]	[illegible]
[illegible]	[illegible]
[illegible]	

AMENDMENT NUMBER FIVE
TO THE AMENDED DECLARATION OF TRUST
RETAIL CLERKS SPECIALTY STORES PENSION TRUST FUND

BE IT RESOLVED that pursuant to the authority granted under the provisions of Article IX, Section 1 of the Amended Declaration of Trust, Retail Clerks Specialty Stores Trust Fund, the Trustees unanimously amend the provisions of the Declaration of Trust as follows:

1. Article V, Section 1 is modified to read as follows:

SECTION 1. The Pension Fund and Pension Plan shall be administered by a Board of Trustees consisting of not less than six (6) nor more than ten (10) Trustees, half of which initially shall be appointed by the Union and half of which initially shall be appointed by the Signatory Employers. The Employer Trustees shall at all times have the same voting and all other rights and powers equal to the Union Trustees. The total authorized number of Trustees shall be designated from time to time, within the limits set forth above, by a majority of Trustees, provided that the voting and other rights between the Employer Trustees and the Union Trustees at all times remain equal.

2. Article V, Sections 3, 4 and 5 are modified to read as follows:

SECTION 3. The Union shall have the power to remove any or all Union Trustees at any time and a majority of the Employers shall have the power to remove any or all of the Employer Trustees at any time. In addition, a majority of the Union Trustees shall have the power to remove one or more of the Union Trustees at any time and a majority of the Employer Trustees shall have the power to remove one or more of the Employer Trustees at any time. Written notice shall be given to the Trustee who is being removed and to the Board of Trustees. Removal shall be effective upon receipt of written notice by the Board of Trustees.

SECTION 4. Any Trustee may resign and thereby become discharged from all further duty by giving thirty days notice in writing sent by registered mail to the Board of Trustees at the principal office of the Trust Fund. The Trustee's notice of resignation shall state the date the resignation is to take effect and the resignation shall take effect on that date unless a successor is appointed sooner, in which event the resignation shall take effect upon appointment of the successor Trustee. Resignation shall not relieve a Trustee of any liability which arose prior to the date his resignation took effect.

SECTION 5. In the event of the death, incapacity, resignation or removal of any Union Trustee, a successor shall be appointed within thirty days by a majority of the remaining Union Trustees. If no Union Trustees remain following said removal, the successors shall be appointed immediately following removal by the Union. In the event of the death, incapacity, resignation or removal of any Employer Trustee, a successor shall be appointed within thirty days by a majority of the remaining Employer Trustees. If no Employer Trustees remain following said removal, the successors shall be appointed immediately following removal by a majority of the Employers. The full Board of Trustees, the Union and the Employer shall be notified upon the appointment of any successor Trustee. The successor Trustee shall accept the appointment in writing, with duplicate signed originals, and by signing the Trust Agreement. One copy shall be given to the appointing party and the other shall be retained at the principal office of the Trust Fund. Any duly appointed Successor Trustee shall immediately upon his appointment and acceptance become vested with the property, rights, power and duties of a Trustee with like effect as if he had originally been named as a Trustee and had agreed to serve as such.

3. Article V, Section 7 is modified to read as follows:

SECTION 7. If two or more Employer Trustees and two or more Union Trustees are serving on the Board, no vacancies in the office of the Trustees shall impair the power of the remaining Trustees to administer the affairs of the Trust. The removal of all Union Trustees by the Union shall not be effective unless the Union appoints successors for each of the removed Union Trustees. The removal of all Employer Trustees by a majority of the Employers shall not be effective unless a majority of the Employers appoints successors for each of the removed Employer Trustees.

4. Article VII, Section 2 is amended by adding a new subsection (d) to read as follows:

(d) Each Employer shall maintain such time records, payroll records, checks, check stubs, quarterly or other federal and state government returns, or such other records relating to employment for which contributions are payable hereunder, sufficient (1) to determine whether it has satisfied all obligations to the Trust and (2) to permit the Trust to comply with all applicable laws. These records shall be maintained within California for a period of not less than five years following the end of the calendar year in which employment occurs. The Board of Trustees, or its authorized representatives, may require any Employer to submit to it any information relevant to administration of the Trust.

Upon written notice, an Employer must permit an authorized Trust representative to enter upon the premises of such Employer at a mutually agreeable time during regular business hours to examine and copy such records as may be necessary to determine whether the Employer is making full and prompt payment of all sums required to the Trust. Such examination of records may, at the discretion of the Trust, consist of a statistical audit by which the authorized Trust representative inspects records relating to a randomly selected sample of the population to be audited. Any delinquency found after inspecting records related to the sample may be used to estimate the total delinquent amount based on appropriate statistical techniques. If the Employer being audited by the Trust has a question regarding the statistical audit, the Trust shall cooperate with the Employer to attempt to resolve any questions concerning the statistical audit. If any questions relating to the statistical audit cannot be resolved between the Employer and the Trust, tThe Trust may require the Employer to pay the delinquent amount determined from such statistical audit unless the Employer demands that a full audit be performed, and the Employer pays the cost of such additional audit, plus a deposit of 20% of the estimated delinquency as estimated by the Trust Fund, in advance of such additional full audit. Such additional full audit may be performed by one or more independent Certified Public Accountants at the request of any party, provided that professionals retained for such purpose are to be selected in the sole discretion of the Board of Trustees.

The undersigned hereby certify that the above Amendment No. Five was duly adopted by the Board of Trustees at a meeting held on July 20 1994.

EMPLOYER TRUSTEES	UNION TRUSTEES
[signature]	Richard Benson
C. McFarland	Joseph F. Greck
Ray Vitterling	Harold R. Barling

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AMENDMENT NUMBER SIX

TO THE

AMENDED DECLARATION OF TRUST

RETAIL CLERKS SPECIALTY STORES PENSION TRUST FUND

BE IT RESOLVED that pursuant to the authority granted under the provisions of Article IX, Section 1 of the Amended Declaration of Trust, Retail Clerks Specialty Stores Trust Fund, the Trustees unanimously amend the provisions of the Declaration of Trust as follows:

Article VI, Section 5 is amended to read as follows:

SECTION 5. A quorum shall consist of at least one (1) Union Trustee and at least one (1) Employer Trustee. Unless a quorum is present no business shall be transacted.

The action of the Trustees as to any matter in their power shall be determined by more than half the votes, cast at a regular meeting or special meeting of the Board, except that the following matters may be determined only by a two-thirds majority of all Trustees: the adoption or amendment of the Plan, the amendment of the Trust Agreement, the selection or removal of the Custodian, the terms of the agreement with the Custodian, the selection or removal of an insurance carrier, or carriers, the type of insurance contract, or contracts, the selection of a depository for funds, the investment policy, and the selection of investment counsel or of any other advisors whose compensation would be paid from the Trust Fund. Any Union Trustee may deliver to any other Union Trustee a signed written proxy to vote in his stead, and any Employer Trustee may deliver to any other Employer Trustee a signed written proxy to vote in his stead. If any absent Trustee is not present by proxy, his vote, if an Employer Trustee, will be divided equally among the Employer Trustees who are present in person, except for matters requiring a two-thirds majority of all Trustees. If the absent Trustee is a Union Trustee, his vote will be divided equally among the Union Trustees who are present in person, except for matters requiring a two-thirds majority of all Trustees. The exercise of any power or right held by the Trustees shall be only by the vote of the Trustees in the manner provided in this Article.

Whenever a two-thirds majority is required under this Declaration of Trust, under the Pension Plan, or under any rules and regulations adopted by the Trustees it shall be necessary to have the concurrence of two-thirds of the full Board of Trustees voting either in person or by proxy.

The undersigned hereby certify that the above Amendment Number Six was duly adopted by the Board of Trustees at a meeting held on April 13, 2005.

EMPLOYER TRUSTEES	UNION TRUSTEES
Ray Vetterle	[illegible]
[illegible]	[illegible]
CD McFarland	[illegible]
	Jack Lowder

AMENDMENT NUMBER SEVEN
TO THE
AMENDED DECLARATION OF TRUST
RETAIL CLERKS SPECIALTY STORES PENSION TRUST FUND

BE IT RESOLVED that pursuant to the authority granted under the provisions of Article IX, Section 1 of the Amended Declaration of Trust, Retail Clerks Specialty Stores Trust Fund, the Trustees unanimously amend the provisions of the Declaration of Trust as follows:

Article V, Section 1 is amended to read as follows:

SECTION 1. The Pension Fund and Pension Plan shall be administered by a Board of Trustees consisting of up to four (4) Union Trustees and up to four (4) Employer Trustees. The Employer Trustees, collectively, shall at all times have the same voting and all other rights and powers equal to the Union Trustees, collectively. The total authorized number of Trustees shall be designated from time to time, within the limits set forth above, by a majority of Trustees, provided that the voting and other rights between the Employer Trustees and the Union Trustees at all times remain equal.

Article VI, Section 5 is amended to read as follows:

SECTION 5. A quorum shall consist of at least one (1) Union Trustee and at least one (1) Employer Trustee. Unless a quorum is present no business shall be transacted.

The Employer Trustees shall, collectively, have one (1) vote and the Union Trustees shall, collectively, have one (1) vote. If either the Union Trustees or the Employer Trustees are deadlocked and cannot decide how their single vote shall be cast, such dispute shall be decided by using the procedures described in Article XI, Section 6 of this Agreement.

Any Union Trustee may deliver to any other Union Trustee a signed written proxy to vote in his stead, and any Employer Trustee may deliver to any other Employer Trustee a signed written proxy to vote in his stead. The exercise of any power or right held by the Trustees shall be only by the vote of the Trustees in the manner provided in this Article.

The undersigned hereby certify that the above Amendment Number Seven was duly adopted by the Board of Trustees at a meeting held on May 17, 2016.

EMPLOYER TRUSTEES	UNION TRUSTEES
________________________	________________________
________________________	________________________
________________________	________________________
________________________	________________________

Retail Clerks Specialty Stores Pension Plan
Withdrawal Liability Policies and Procedures

I. General Information

1. Background

The Multiemployer Pension Plan Amendments Act of 1980 ("MPPAA") requires assessment of withdrawal liability for an employer that withdraws from a defined benefit plan, like the Retail Clerks Specialty Stores Pension Plan (the "Plan"), if the Plan has "unfunded vested benefits" ("UVBs")[1] at the time of the employer's withdrawal. UVBs apply to all employer under the Plan.

The purpose of withdrawal liability is to allocate the UVBs to the withdrawing employer by calculating their share of the liability as of the employer's withdrawal date. Therefore, it is necessary for the Plan to determine whether that withdraws from the Plan is liable for a portion of the UVBs. The law provides that an employer's share of withdrawal liability is based on the UVBs as of the end of the Plan Year preceding the withdrawal. For example, the withdrawal liability for employer who withdrew during the 2019 calendar year must be based on the UVBs as of December 31, 2018.

Each year, the determination of the amount of UVBs (if any) will be made by the Plan's actuaries. The Plan's actuaries currently use an actuarial value of assets (as opposed to a market value of assets or a formula that incorporates both methods). In calculating the present value of liabilities, the actuaries use the same interest and mortality tables used for the ongoing funding of the Plan.

2. Trustee Authority

The Trustees of the Retail Clerks Specialty Stores Pension Fund (the "Fund") are empowered to make discretionary decisions on behalf of the Plan and the Fund with respect to withdrawal liability matters.

3. Statutory Definitions

    a. Complete Withdrawal (ERISA § 4203(a))

    A complete withdrawal occurs when an employer (1) permanently ceases to have an obligation to contribute under the Plan, or (2) permanently ceases all covered operations under the Plan.

    b. Partial Withdrawal (ERISA § 4205(a))

[1] Unfunded Vested Benefits or UVBs is the different between the present value of the non-forfeitable benefits under the Plan and the current value of the Plan's assets.

There is a partial withdrawal by an employer on the last day of a plan year if for such plan year (1) there has been a 70% decline in an employer's contribution base units in each of a three-year testing period, or (2)(a) there is a cessation of the employer's contribution obligation under one or more but not *all* of the agreements under which it contributes and the employer continues to perform work in the jurisdiction of the collective bargaining agreement of the type for which contributions were previously required or transfers such work to another location, or (b) the employer ceases to have a contribution obligation at one or more but not all of its covered locations and continues covered work at such location(s).

c. Plan's Duties (ERISA § 4204)

When an employer withdraws from the plan, the plan shall:

i. Calculate the amount of the employer's withdrawal liability;
ii. Notify the employer of the amount of the withdrawal liability; and
iii. Collect the amount of the withdrawal liability from the employer.

II. Assessment of Withdrawal Liability

1. Initial Notification of Withdrawal

The following parties must notify the Trust Fund Office when they become aware that an employer no longer has an obligation to contribute to the Plan:

a. Business Representatives. A business representative of the withdrawing employer must notify the Trust Fund Office when they become aware that the contributing employer has ceased work requiring contributions to the Fund.

b. Employers. Withdrawing employers must notify the Trust Fund Office when they become aware that the contributing employer has ceased work requiring contributions to the Fund.

At the end of each year, the Trust Fund Office shall prepare a list of employers that have withdrawn and/or had a 70% contribution decline. The Trust Fund Office will also notify the appropriate local union and legal counsel when a contributing employer does not remit contributions for three (3) consecutive months and attempt to determine whether a withdrawal has occurred.

2. Calculation of Withdrawal Liability

If after determining the facts and consulting with the Plan's consultants, actuaries, and legal counsel if necessary, the Trust Fund Office determines that there has been a complete or partial withdrawal, the Trust Fund Office shall compile the necessary information and send it to the Plan's actuary for calculation of its share of withdrawal liability. The Plan's actuary shall calculate the total amount of an employer's withdrawal liability and the amortized payment schedule and send it to the Trust Fund Office (with copies to legal counsel).

3. Allocation of Withdrawal Liability

The Trustees have adopted a "one-pool" ("rolling-5") method as the Plan's method for allocating the unfunded vested liability among the employers for the purpose of assessing withdrawal liability. The one-pool is the unfunded vested liability as of the last day of the Plan Year preceding the year of withdrawal. Also, a pool is added to the present value of vested benefits that were eliminated during the year due to implementation of the Rehabilitation Plan. This pool, called the Affected Benefits Pool, is amortized over 15 years at the interest rate used for plan funding for the Plan Year for which the pool is established.

4. Controlled Groups

In addition to imposing withdrawal liability on the direct employer that withdraws from the Plan, ERISA imposes joint and several liability on all members of the employer's controlled group, as of the date of the withdrawal. Where assets of a direct employer are insufficient to pay the assessed withdrawal liability, it is essential that the Plan determine whether or not other entities can be considered part of the relevant controlled group. The Plan should consult with legal counsel on this matter. At their discretion, the Trustees may approve controlled group investigations. Controlled groups include the following:

a. Parent-Subsidiary Corporations. A parent-subsidiary controlled group of corporations consists of a parent company, any subsidiary that is at least 80% owned by the parent company, and any company further down the chain that is owned at least 80% by one or more other entities in the chain.

b. Brother-Sister. A brother-sister controlled group of corporations generally refers to a corporation together with one or more additional corporations where the same five (5) or fewer people own collectively (1) at least 80% of the stock of each corporation in the group and (2) more than 50% of the common ownership in each entity in the group.

c. Combined Group. A combined group generally refers to a group of entities which consists of both a parent-subsidiary controlled group and a brother-sister group.

5. Determination of Payments

a. Periodic Payments. An employer's withdrawal liability shall be payable over a period of years, no to exceed 20, necessary to amortize the amount in level annual payments. ERISA § 4219(c)(1)(A).

b. Amount of Payment. The amount of each annual payment shall be the produce of (1) the average number of base units for the period of three (3) consecutive years during the period of ten (10) consecutive plan years ending before the withdrawal in which the base units of the employer were the highest, multiplied by (2) the highest contribution rate at which the employer had the obligation to contribute during the ten (10) consecutive year period ending with the plan year in which the withdrawal occurs. ERISA § 4219(c)(1)(c).

Per the Multiemployer Pension Reform Act of 2014, any contribution surcharges accruing on or after December 31, 2014 or any increases in the contribution rate required under a Rehabilitation Plan that goes into effect after December 31, 2014 are excluded from the determination of the highest rate in the 10-year period described above.

c. Monthly Installments. Each annual payment shall be payable four equal installments due on the first day of each quarter. ERISA § 4219(c)(3).

   The number of quarterly installments is calculated on the basis of the amount of withdrawal liability and interest at the actuarial valuation rate used for funding purposes. Payments are limited to a maximum of 20 years.

d. De Minimis Rule. The law permits the Plan to excuse an employer from any withdrawal liability if the amount owed is "de minimis." If the initially calculated withdrawal liability is less than $50,000 (or, if less, .75% of the Plan's UVBs), the de minimis rule eliminates any withdrawal liability. If the initial withdrawal liability calculation is between $50,000 and $150,000, the de minimis rule reduces the withdrawal liability. Each year, the Plan's actuaries will determine whether a withdrawn employer is eligible for a reduction or elimination of its withdrawal liability based on application of this rule.

6. Assessment of Withdrawal Liability

As soon as practicable after an employer's withdrawal, the Trust Fund Office (with assistance from legal counsel) will notify the employer in writing the amount of withdrawal liability and the schedule for liability payments and demand payment in accordance with the schedule (known as the Notice of Payment Schedule and Payment Dates for Withdrawal Liability). The Notice of Payment Schedule and Payment Dates for Withdrawal Liability shall be sent via First Class Mail and Certified Mail (electronic transmissions are optional).

III. Collecting Withdrawal Liability

1. Request for Review

Within 90 days of receiving the Notice of Payment Schedule and Payment Dates for Withdrawal Liability, the employer may provide a written request for review that (1) asks the Plan to review any *specific* matters relating to the determination of the employer's liability and schedule of payments, or (2) identify any inaccuracy in the determination of the amount of the UVBs allocated to the employer, or (3) furnish any additional relevant information to the Plan.

After a reasonable review of any matter raised, the Plan will notify the employer of (1) the Plan's decision; (2) the basis of the decision; and (3) the reason for any change in the determination of the employer's liability or schedule of liability payments.

Requests for review made more than 90 days after the date the employer received the Notice of Payment Schedule and Payment Dates for Withdrawal Liability will not be honored.

2. <u>Payment According to Schedule</u>

Withdrawal liability shall be payable in accordance with the schedule determined by the Plan's actuaries, as stated above, in four (4) equal installments. The scheduled payments are due on the first of the quarter notwithstanding any request for review of the amount. If payment is not made when due, interest on the payment accrues from the due date until the date on which the payment is made at a rate of 7% simple interest per annum.

The law imposes a 20 year maximum on withdrawal liability payments. Payment ceases when the total liability, with interest, has been paid, or after 20 years of withdrawal liability payments, whichever is sooner. Interest is included by the Plan at the rate under which the withdrawal liability was determined.

3. <u>Prepayments and Lump Sums</u>

Pre-payment of an employer's withdrawal liability or payment in a lump sum is not ordinarily accepted unless the withdrawing employer makes a specific request to the Trustees to accept such a payment. Acceptance of a lump sum payment is subject to Trustee discretion. Any pre-payment or lump sum must include the outstanding amount of the unpaid annual withdrawal liability payment, plus accrued interest, if any.[2]

4. <u>Defaults</u>

In the event of a default, the Plan *may* require immediate payment of the outstanding amount of the employer's withdrawal liability, plus accrued interest on the total outstanding liability from the due date of each payment that was not timely made. Subject to PBGC regulation § 4219.33, the term "default" shall mean:

a. The failure of an employer to make, when due any withdrawal liability payment, if the failure is not cured within 60 days after the employer receives written notification from the plan sponsor of such failure; and

[2] Employers may also wish to present settlement offers to the Trustees for their consideration. The Trustees are under no obligation to accept settlement offers and reserve all rights to request additional documentation from the employer pursuant to ERISA § 4219.

b. Any of the following events which indicate a substantial likelihood that an employer will be unable to pay its withdrawal liability:

   i. Employer going out of business;

   ii. Employer filing for bankruptcy;

   iii. Employer's insolvency, or any assignment by the employer for the benefit of creditors;

   iv. Employer's failure or inability to pay its debts as they become due;

   v. Employer undergoing liquidation or dissolution;

   vi. Sale of the assets of the employer;

   vii. An employer's statement that it is unable to pay;

   viii. A review of the employer's financial records which indicate an inability to pay;

   ix. A delinquent first installment payment, followed by a failure of the employer to respond within ten (10) days to a written demand for payment;

   x. Any delinquency to the Plan during the year prior to the employer's withdrawal which was not paid or protested in writing within 30 days after the Plan's first demand for the delinquent payment (unless the Board of Trustees in its sole discretion concludes that such event does not, in fact, indicate the substantial likelihood of default); or

   xi. Any other event which the Board reasonably concludes impairs the employer's credit worthiness or the employer's ability to pay its withdrawal liability.

5. <u>Arbitration</u>

Any dispute between an employer and the Plan concerning a determination of withdrawal liability can only be resolved by arbitration, provided that it is timely initiated. Either party may initiate the arbitration proceeding (not merely a request for arbitration) within 60 days of the earlier of (1) the date of the Notice of Payment Schedule and Payment Dates for Withdrawal Liability, or (2) 120 days after the date of the employer's request for review. The parties may jointly initiate arbitration within 180 days after the Notice of Payment Schedule and Payment Dates for Withdrawal Liability.

Arbitration proceeds will be conducted in accordance with Part 4221 of the PBGC regulations (§§ 4221.1 – 4221.14) and the American Arbitration Association Multi-Employer Pension Plan Arbitration Rules for Withdrawal Liability Disputes. Arbitrations will take place at a location within the judicial district of the U.S. District Court of the Northern District of California, unless the parties mutually agree otherwise.

Any determination made by the Plan with respect to the calculation and assessment of withdrawal liability are presumed to be correct unless the party contesting the determination shows by a preponderance of the evidence that the determination was unreasonable or clearly erroneous.

Employers must pay the withdrawal liability monthly installments even during arbitration until the arbitration issues a final decision. Failure to initiate arbitration in a timely matter will constitute a waiver of the right to contest the assessed amount of withdrawal liability.

IV. Collection Actions

The Plan is empowered under ERISA to take a series of actions to collect the withdrawal liability amounts owed, including:

1. Issuing a Notice of Payment Schedule and Payment Dates for Withdrawal Liability to the employer within a reasonable time after it has withdrawn. This notice will be sent to the most recent last known address of the employer or owner(s) via First Class mail (Certified mail and electronic transmissions are optional).

2. If a withdrawn employer defaults according to Section III(4), the Trust Fund Office will notify legal counsel. Legal counsel or the Trust Fund Office will then send out a Notice of Default. This notice will be sent to the most recent last known address of the employer or owner(s) via First Class mail (Certified mail and electronic transmissions are optional).

3. If a withdrawn employer fails to cure within the time provided in the Notice of Default, then Plan *may* accelerate the entire amount due through a Demand for Payment of Full Withdrawal Liability. Acceleration is not automatic or mandatory until and unless the Demand for Payment of Full Withdrawal Liability is sent out on behalf of the Plan by legal counsel.

4. If the withdrawn employer fails to respond to the Demand for Payment of Full Withdrawal Liability, then legal counsel will present (with the assistance of the Trust Fund Office and Plan actuaries, if necessary) the Trustees with the option to pursue litigation or other legal remedies against the withdrawn employer. In general, the statute of limitations for collection actions on withdrawal liability is six (6) years after the date on which each unpaid payment was due, or if the entire amount was accelerated, the date of acceleration.

5. In an action to recover withdrawal liability, the Plan shall have all the rights it has with respect to delinquent contributions under ERISA §§ 515 and 502(g), including the right to receive:

    a. The unpaid assessments;

    b. Interest on the unpaid assessments;

    c. An amount equal to the greater of 1) the interest on the unpaid assessments, or 2) liquidated damages of 20% of the unpaid assessments;

    d. Reasonable attorneys' fees and costs; and

    e. Such other legal or equitable relief as the court deems appropriate.

V. Requests for Estimates of Withdrawal Liability

1. <u>Notice of Potential Withdrawal Liability</u>

Requests by a contributing employer for an estimate of withdrawal liability must be in writing. If any employer requests in writing that the Plan make an estimate of the employer's potential withdrawal liability, then the Plan must furnish the employer with notice of the estimated withdrawal liability as if the employer withdrew on the last day of the Plan Year preceding the date of the request. The Plan shall also furnish the employer with an explanation of how the estimated liability was determined, in accordance with ERISA § 1010(l). The Plan may charge the employer requesting the estimate for expenses to copy, mail, or otherwise furnish the estimate.

2. <u>Limitations on Estimates of Withdrawal Liability</u>

An employer is not entitled to more than one (1) estimate of potential withdrawal liability in any 12 month period. If an employer wishes to request more than one (1) estimate of potential withdrawal liability within a 12 month period, the requesting employer will be responsible for the full cost of obtaining such an estimate, including costs charged by the Plan actuaries, consultants, legal, and administrative fees.

VI. Abatement of Withdrawal Liability

An employer that completely withdraws and subsequently reenters the Plan shall have its liability for that withdrawal abated if (1) the employer resumes covered operations under the Plan, and (2) the number of covered hours during the measurement period designated in the regulations after the employer resumes covered operations exceeds 30% of the average number of covered hours for the two (2) Plan Years in which its covered hours were the highest within the five (5) Plan Years immediately preceding the year of complete withdrawal.

To have liability abated, the employer must apply to the Plan by the first scheduled withdrawal liability payment failing after the employer resumes covered operations, or if later, the 15th calendar day after the employer resumes covered operations. Upon receipt of proper application, the Plan will proceed as required by Part 4207 of the PBGC regulations.

Partial withdrawal liabilities that have been assessed may be abated in accordance with Part 420 of the PBGC regulations.

VII. Mass Withdrawal

Mass withdrawal can be trigged by 1) withdrawal of every contributing employer, 2) a cessation of the obligation of all employers to contribute to the plan, or 3) withdrawal of substantially all employers pursuant to an arrangement or agreement to withdraw. In the event of a mass withdrawal, the Plan will proceed under the applicable statutory requirements.

APPROVED on this 19th day of May, 2020.

By:

Employer Trustees	Union Trustees
[signature] ________________________	________________________
________________________	________________________
	________________________
	________________________

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APPROVED on this 19th day of May, 2020.

By:

Employer Trustees	Union Trustees
______________________	[signature]
______________________	______________________
	______________________
	______________________

ACH VENDOR/MISCELLANEOUS PAYMENT ENROLLMENT FORM

OMB No. 1530-0069

This form is used for Automated Clearing House (ACH) payments with an addendum record that contains payment-related information processed through the Vendor Express Program. Recipients of these payments should bring this information to the attention of their financial institution when presenting this form for completion. See reverse for additional instructions.

PRIVACY ACT STATEMENT

The following information is provided to comply with the Privacy Act of 1974 (P.L. 93-579). All information collected on this form is required under the provisions of 31 U.S.C. 3322 and 31 CFR 210. This information will be used by the Treasury Department to transmit payment data, by electronic means to vendor's financial institution. Failure to provide the requested information may delay or prevent the receipt of payments through the Automated Clearing House Payment System.

AGENCY INFORMATION

FEDERAL PROGRAM AGENCY		
AGENCY IDENTIFIER:	AGENCY LOCATION CODE (ALC):	ACH FORMAT: ☐ CCD+ ☐ CTX
ADDRESS:		
CONTACT PERSON NAME:		TELEPHONE NUMBER: ( )
ADDITIONAL INFORMATION:		

PAYEE/COMPANY INFORMATION

NAME Retail Clerks Specialty Stores Pension Fund	SSN NO. OR TAXPAYER ID NO. 94-6313558
ADDRESS 1000 Burnett Ave., Suite 110, Concord, CA 94520	
CONTACT PERSON NAME: Jesse Glaves	TELEPHONE NUMBER: (925) 490-1227

FINANCIAL INSTITUTION INFORMATION

NAME: Fremont Bank	
ADDRESS: 2580 Shea Center Drive	
Livermore CA 94551	
ACH COORDINATOR NAME: Elizabeth Tanguma	TELEPHONE NUMBER: (510) 723-5820
NINE-DIGIT ROUTING TRANSIT NUMBER: 1 2 1 1 0 7 8 8 2	
DEPOSITOR ACCOUNT TITLE: Retail Clerks Specialty Stores Pension Fund - RCSS Funding	
DEPOSITOR ACCOUNT NUMBER: [redacted]	LOCKBOX NUMBER: N/A
TYPE OF ACCOUNT: ☒ CHECKING ☐ SAVINGS ☐ LOCKBOX	
SIGNATURE AND TITLE OF AUTHORIZED OFFICIAL: (Could be the same as ACH Coordinator) [signature], VP in Private Banking	TELEPHONE NUMBER: (510) 723-5830

AUTHORIZED FOR LOCAL REPRODUCTION

SF 3881 (Rev. 2/2003)
Prescribed by Department of Treasury
31 U S C 3322; 31 CFR 210

Instructions for Completing SF 3881 Form

Make three copies of form after completing Copy 1 is the Agency Copy, copy 2 is the Payee/Company Copy, and copy 3 is the Financial Institution Copy

1. Agency Information Section - Federal agency prints or types the name and address of the Federal program agency originating the vendor/miscellaneous payment, agency identifier agency location code, contact person name and telephone number of the agency Also, the appropriate box for ACH format is checked

2. Payee/Company Information Section - Payee prints or types the name of the payee/company and address that will receive ACH vendor/miscellaneous payments social security or taxpayer ID number, and contact person name and telephone number of the payee/company Payee also verifies depositor account number, account title, and type of account entered by your financial institution in the Financial Institution Information Section

3. Financial Institution Information Section Financial institution prints or types the name and address of the payee/company's financial institution who will receive the ACH payment, ACH coordinator name and telephone number nine-digit routing transit number depositor (payee/company) account title and account number Also, the box for type of account is checked, and the signature, title, and telephone number of the appropriate financial institution official are included

Burden Estimate Statement

The estimated average burden associated with this collection of information is 15 minutes per respondent or recordkeeper, depending on individual circumstances Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Bureau of the Fiscal Service, Forms Management Officer, Parkersburg WV 26106-1328 THIS ADDRESS SHOULD ONLY BE USED FOR COMMENTS AND/OR SUGGESTIONS CONCERNING THE AMOUNT OF TIME SPENT COLLECTING THE DATA. DO NOT SEND THE COMPLETED PAPERWORK TO THE ADDRESS ABOVE FOR PROCESSING

FREMONT BANK

Phone: 800-359-BANK (2265)
Website: www.fremontbank.com

STATEMENT DATE	ACCOUNT NUMBER
08/31/2022	[redacted]

337.647673.FB08312022.DDA.D10

RETAIL CLERKS SPECIALTY STORES
PENSION FUND
RCSS FUNDING
1000 BURNETT AVE STE 200
CONCORD CA 94520-2058

BUSINESS ANALYZED CHECKING ACCOUNT [redacted]

Balance Last Statement	Credits	Debits	Balance This Statement
$ 822,097.21	(7) $ 258,032.10	(31) $ 514,671.25	$ 565,458.06
Minimum Balance	**Average Available Balance**		**Average Balance**
$ 326,906.52	$ 477,913.33		$ 477,913.33

OTHER CREDITS

Description	Date	Amount
RETURNED ACH ITEM	08/01	3,158.61
RETURNED ACH ITEM	08/03	919.66
111079536 Transfer from CHECKING [redacted] on 8/11/22 at 13:40	08/11	157.28
ACH Pension Reclaims trfrs for [redacted]	08/11	851.12
110723424 Transfer from CHECKING [redacted] on 8/19/22 at 13:09	08/19	1,353.89
Purchasing transfers for [redacted]	08/25	1,591.54
Wire In_[redacted]_UFCW110 ADMIN ACCOUNT_[redacted]	08/26	250,000.00

OTHER DEBITS

Description	Date	Amount
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/01	1,314.65
RCSS Pension RCSS Mon	08/01	336,769.36
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/02	2,671.02
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/03	6,362.76
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/04	4,100.90
June Service Fees transfers to [redacted]	08/04	16,842.47
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/05	2,895.09
EDD EFTPMT EMPLOYMENT DEVEL [redacted]	08/05	3,510.39
IRS USATAXPYMT [redacted]	08/05	13,178.28

Continued on Next Page

FREMONT BANK

Phone: 800-359-BANK (2265)
Website: www.fremontbank.com

STATEMENT DATE: 08/31/2022
ACCOUNT NUMBER: [redacted]

OTHER DEBITS

Description	Date	Amount
Bank Analysis Fees trfrs [redacted]	08/08	184.69
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/08	5,423.31
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/09	1,326.35
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/10	3,027.00
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/11	738.77
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/12	637.45
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/15	11,613.93
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/16	2,003.53
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/18	492.48
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/19	237.71
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/22	602.56
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/23	3,063.07
EDD EFTPMT EMPLOYMENT DEVEL [redacted]	08/24	48.00
IRS USATAXPYMT [redacted]	08/24	100.00
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/24	611.10
July Service Fees transfer to the [redacted]	08/24	13,730.03
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/25	71,737.89
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/26	1,626.21
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/30	1,457.50
TRANSFER TO ANALYZED BUS CHKING ACCOUNT [redacted]	08/31	1,473.75
[redacted] x Aug trfrs	08/31	2,377.00
[redacted] deductions for Aug	08/31	4,514.00

DAILY BALANCE

Date	Balance	Date	Balance	Date	Balance
08/01	487,171.81	08/10	428,569.21	08/22	414,605.07
08/02	484,500.79	08/11	428,838.84	08/23	411,542.00
08/03	479,057.69	08/12	428,201.39	08/24	397,052.87
08/04	458,114.32	08/15	416,587.46	08/25	326,906.52
08/05	438,530.56	08/16	414,583.93	08/26	575,280.31
08/08	432,922.56	08/18	414,091.45	08/30	573,822.81
08/09	431,596.21	08/19	415,207.63	08/31	565,458.06

ITEMS OUTSTANDING					
DATE OR #	AMOUNT	DATE OR #	AMOUNT	DATE OR #	AMOUNT
				TOTAL	$

CHECKBOOK RECONCILIATION

ENTER	BALANCE THIS STATEMENT	$
ADD	RECENT DEPOSITS (NOT CREDITED ON THIS STATEMENT)	
	SUBTOTAL	$
SUBTRACT	TOTAL ITEMS OUTSTANDING	$
	BALANCE	$

BALANCE should agree with your checkbook balance after deducting charges and adding credits not shown in your checkbook but included on this statement as follows:
Interest–ADD Overdraft–DEDUCT Automatic Payment–DEDUCT Service charge–DEDUCT

PLEASE REPORT ANY ERRORS OR OMISSIONS WITHIN 30 DAYS. OTHERWISE STATEMENT WILL BE CONSIDERED CORRECT AND CHECK IMAGES GENUINE. ALL DEPOSITS AND CREDITS ARE SUBJECT TO FINAL PAYMENT.

If your checkbook and statement do not balance, have you:

- ☐ Accounted for bank charges?
- ☐ Verified additions and subtractions in your checkbook?
- ☐ Compared cancelled check images to checkbook or check stubs?
- ☐ Compared deposit amounts on statement to your checkbook?

IN CASE OF ERRORS OR QUESTIONS ABOUT YOUR ELECTRONIC FUND TRANSFERS

If you have arranged to have direct deposits made to your account at least once every 60 days from the same person or company, you may call us at our 24 Hour Information Line listed on the other side of this statement to find out whether or not the deposit has been made. In case of errors or questions about your electronic transfers, telephone us at 800-359-BANK (2265), or write us at Attention: Card Services Department 2501-SA, at P.O. Box 5101, Fremont, CA 94537-5101 or E-mail us at bankinfo@fremontbank.com as soon as you can.

If you think your statement or receipt is wrong or if you need more information about a transfer listed on the statement or receipt, we must hear from you no later than 60 days after we sent or made available the FIRST statement on which the problem or error appeared.

(1) Tell us your name and account number (if any).
(2) Describe the error or the transfer you are unsure about and explain as clearly as you can why you believe there is an error or why you need more information.
(3) Tell us the date and dollar amount of the suspected error. If you tell us orally, we may require that you send us your complaint or question in writing within 10 business days.

We will determine whether an error occurred within 10 business days (20 business days for new accounts) after we hear from you and will correct any error promptly. If we need more time, however, we may take up to 45 days to investigate your complaint or question. If we decide to do this, we will provisionally credit your account within 10 business days (5 business days in some cases for VISA® transactions) for the amount you think is in error, so that you will have the use of the money during the time it takes us to complete our investigation. If we ask you to put your complaint or question in writing and we do not receive it within 10 business days, we may not credit your account.

For errors involving new accounts, point-of-sale, or foreign-initiated transactions, we may take up to 90 days to investigate your complaint or question. For new accounts, we may take up to 20 business days to credit your account for the amount you think is in error.

We will tell you the results within three business days after completing our investigation. If we decide that there was no error, we will send you a written explanation. You may ask for copies of the documents that we used in our investigation.

TAX INFORMATION

The amount of interest credited to your account from the first of the year is shown on each statement. The total amount of interest credited during the whole year is shown on the last statement you receive for the year. If the amount is $10 or more, it will be reported to the Internal Revenue Service and to the California State Franchise Tax Board. (Please note that if your account closes prior to year-end, a separate interest income statement will be mailed to your last known address.)

IMPORTANT INFORMATION ABOUT CREDIT LINE ACCOUNTS

ALL CREDIT LINE ACCOUNTS: Interest Charges are assessed on all advances from credit line accounts from the date posted to your account until paid. The total interest charges paid during the year, the periodic rate and annual percentage rate applicable to your outstanding balance (if any) will be shown on your statement. We may report information about your account to credit bureaus. Late payments, missed payments, or other defaults on your account may be reflected in your credit report.

INTEREST CHARGE FOR OVERDRAFT LINES AND PREFERRED LINES OF CREDIT ACCOUNTS: We figure the interest charge on your account by applying the periodic rate to the "daily balance" of your account for each day in the billing cycle. To get the "daily balance" we take the beginning balance of your account each day, add any new advances, and subtract any payments or credits, and any unpaid interest or other finance charges, fees, and charges. This gives us the daily balance.

For Preferred Lines of Credit (variable rate) accounts, the Daily Periodic Rate and the corresponding Annual Percentage Rate may vary.

For Personal Overdraft Lines of Credit accounts, the Daily Periodic Rate and the corresponding Annual Percentage Rate is based on a fixed rate.

For Business Overdraft Lines of Credit (variable rate) accounts, the Daily Periodic Rate and the corresponding Annual Percentage Rate may vary.

IMPORTANT REMINDER ABOUT PAYMENTS: In order to ensure your payment is properly posted to your account, you must send it, with your remittance coupon, to the address printed on the coupon: FREMONT BANK, PO Box 7355, Fremont, CA 94537-7355. If you send it to any other location or take it to a branch, it may cause a processing delay and late fee may apply.

BILLING RIGHTS SUMMARY

What To Do If You Think You Find A Mistake On Your Statement

If you think there is an error on your statement, on a separate sheet write to us at: **Fremont Bank, Attention: Loan Payments Dept. 2501da1, P.O. Box 5101, Fremont, CA 94537-5101.**

In your letter, give us the following information:

- *Account information:* Your name and account number.
- *Dollar amount:* The dollar amount of the suspected error.
- *Description of Problem:* If you think there is an error on your bill, describe what you believe is wrong and why you believe it is a mistake.

You must contact us within 60 days after the error appeared on your statement.

You must notify us of any potential errors **in writing**. You may call us, but if you do we are not required to investigate any potential errors and you may have to pay the amount in question.

While we investigate whether or not there has been an error, the following are true:

- We cannot try to collect the amount in question, or report you as delinquent on that amount.
- The charge in question may remain on your statement, and we may continue to charge you interest on that amount. But, if we determine that we made a mistake, you will not have to pay the amount in question or any interest or other fees related to that amount.
- While you do not have to pay the amount in question, you are responsible for the remainder of your balance.
- We can apply any unpaid amount against your credit limit.

Special Note: The disclosures above apply to personal accounts only. For business and other non-personal accounts, please refer to your Deposit Account Agreement. As required by law, you are hereby notified that a negative credit report reflecting on your credit record may be submitted to a credit reporting agency if you fail to fulfill the terms of any obligation with Fremont Bank. Amounts are in U.S. Dollars unless otherwise stated.

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Retail Clerks Specialty Stores Pension Fund

List of Assets as of 8/31/22

BUSINESS ANALYZED CHECKING ACCOUNT [redacted]		565,458
	less outstanding checks	(16,602)
	Net Account	548,856
BUSINESS MONEY MARKET CHECKING ACCOUNT [redacted]		1,867
	Total Cash	550,723
Northern Trust		
	Domestic Equity	1,184,141
	Dodge & Cox	1,138,793
	Admin Account	3,833,978
	International Equities	1,608,116
	TOTAL	7,765,028

CID	AID	RID	GP	CU	SS	Sx	DB	G	MS	A	C	ST	ZC	PH	PC	EM	F_DOD	F_SSN	F_DOB	F_Age	F_Date	SRC	Q_FACTOR
[redacted]	[redacted]		Joint Pension - Retiree					[redacted]									[redacted]				11/28/2022 0:34	SSA	100
[redacted]	[redacted]		Joint Pension - Retiree					[redacted]									[redacted]				11/28/2022 0:34	SSA	60
[redacted]	[redacted]		Joint Pension - Retiree					[redacted]									[redacted]				11/28/2022 0:34	SSA	50
[redacted]	[redacted]		Joint Pension - Retiree - Spouse					[redacted]									[redacted]				11/28/2022 0:34	SSA	50
[redacted]	[redacted]		Drug Pension - Retiree					[redacted]									[redacted]				11/28/2022 0:34	SSA	100
[redacted]	[redacted]		Joint Pension - Retiree - Spouse					[redacted]									[redacted]				11/28/2022 0:34	SSA	100

Attached is the most recent weekly death audit results from Life Status 360 with personally identifiable information removed. This report includes information for three plans including for the Retail Clerks Specialty Stores Pension Fund. We have not included all information in the Portal at this time to avoid the possibility of the personally identifiable information being disclosed with the publication of the Plan's application. Additional information can be provided separately.

DEATH AUDIT PROCEDURE

I. PURPOSE AND BACKGROUND:

The purpose of the Death Audit is to update the Trust Fund's records once notified of a Member's death.

This procedure explains how to:

- Update the Member module to reflect the date of death
- Discontinue pension benefits to the Member
- Notify Member Services so that they may discontinue any Health and Welfare Benefits
- Recoup any over-paid pension benefits
- Pay any pension benefits due to the estate of the Member
- Notify Claims of any possible death benefits due
- Send pension and/or IAP applications to spouses or beneficiaries with survivor benefits due

II. SCOPE:

This document applies to Pension Paper Analysts, Phone Unit and Clerks.

III. DEFINITIONS AND ABBREVIATIONS:

SSN	Social Security Number
PPV	Pension Payment Verification
RHW	Retiree Health and Welfare
SLA	Single Life Annuity
J&S	Joint and Survivor
QDRO	Qualified Domestic Relations Order
EFT	Electronic Funds Transfer
ACH	Automated Clearing House
MEB	Month End Balancing
SWS	Small World Solutions (Life Status 360)
FOA	Fund Option Available

IV. POLICY:

The Death Notice procedure ensures that all steps are properly taken once the Trust Fund is notified of a Member's death. The expectation is that Death Notices are completed within one week the date assigned. Death Notice verifications are also expected to be completed within one week of the date assigned.

V. PROCEDURE:

FOLLOW THE STEPS ON THE FOLLOWING PAGES

THE TRUST FUND IS NOTIFIED OF A MEMBER'S DATE OF DEATH BY:

- Phone - Relative or friend of the member or Union Local
- Returned Mail – PPV, Check, Death Certificate
- Email – Health and Welfare Department
- ACH Reject Report
- Walk in (Paper Analyst will process death if not already reported)
- The Life Status 360 report (formerly SWS)

STEP 1 – PULLING DATA FROM LIFE STATUS 360 REPORT

LOG IN TO LIFE STATUS 360 AND PULL WEEKLY REPORT

- ✓ Import weekly Report into V3locity
- ✓ V3locity Completes Pension Disbursement (if applicable) and enters Date of Death
- ✓ Workflows are automatically created for each successful Import
- ✓ Reports can be Printed and Exported for Import Status:
  - Processed Successfully - includes Joint Fund and Monthly Pension Amount
  - Processed with Errors - Death already exists in V3locity
  - Not Processed – Death Import was a 40% match or lower
    Percentage is matched with Data from V3locity, such as Member First and Last Name, SSN, DOB

STEP 2 – PROCESSING DEATH NOTIFICATION

REFER TO:

DEATH NOTICE SOP FOR PENSION DEPARTMENT PROCESSING AND COMPLETION AND GUIDELINES FOR MEMBER DEMOGRAPHIC DATA COLLECTION AND PAYMENT OF RMDS.

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: AUG 3 1 2015

BOARD OF TRUSTEES RETAIL CLERKS
SPECIALTY STORES PENSION TRUST
1000 BURNETT AVENUE SUITE 110
CONCORD, CA 94520-2000

Employer Identification Number:
94-6313558
DLN:
17007029121005
Person to Contact:
MELINDA A LINDERMAN ID# [redacted]
Contact Telephone Number:
(949) 389-4418
Plan Name:
RETAIL CLERKS SPECIALTY STORES
PENSION PLAN
Plan Number: 001

Dear Applicant:

Based on the information you provided, we are issuing this favorable determination letter for your plan listed above. However, our favorable determination only applies to the status of your plan under the Internal Revenue Code and is not a determination on the effect of other federal or local statutes. To use this letter as proof of the plan's status, you must keep this letter, the application forms, and all correspondence with us about your application.

Your determination letter does not apply to any qualification changes that become effective, any guidance issued, or any statutes enacted after the dates specified in the Cumulative List of Changes in Plan Requirements (the Cumulative List) for the cycle you submitted your application under, unless the new item was identified in the Cumulative List.

Your plan's continued qualification in its present form will depend on its effect in operation (Section 1.401-1(b)(3) of the Income Tax Regulations). We may review the status of the plan in operation periodically.

You can find more information on favorable determination letters in Publication 794, Favorable Determination Letter, including:

- The significance and scope of reliance on this letter,
- The effect of any elective determination request in your application materials,
- The reporting requirements for qualified plans, and
- Examples of the effect of a plan's operation on its qualified status.

You can get a copy of Publication 794 by visiting our website at www.irs.gov/formspubs or by calling 1-800-TAX-FORM (1-800-829-3676) to request a copy.

This determination letter applies to the amendments dated on 1/16/15.

This determination letter also applies to the amendments dated on

BOARD OF TRUSTEES RETAIL CLERKS

12/20/13 & 8/26/12.

This determination letter also applies to the amendments dated on 12/07/10.

We made this determination on the condition that you adopt the proposed amendments you submitted in your letter dated 7/31/15, on or before the date the Income Tax Regulations provide under Section 401(b) of the Internal Revenue Code.

You can't rely on this letter after the end of the plan's first five-year remedial amendment cycle that ends more than 12 months after we received the application. This letter expires on January 31, 2020. This letter considered the 2013 Cumulative List of Changes in Plan Qualification Requirements.

The information on the enclosed addendum is an integral part of this determination. Please be sure to read it and keep it with this letter.

If you submitted a Form 2848, Power of Attorney and Declaration of Representative, or Form 8821, Tax Information Authorization, with your application and asked us to send your authorized representative or appointee copies of written communications, we will send a copy of this letter to him or her.

If you have any questions, you can contact the person listed at the top of this letter.

Sincerely,

Karen D. Truss

Karen D. Truss
Director, EP Rulings & Agreements

Addendum

This determination letter does not apply to any portions of the document that incorporate the terms of an auxiliary agreement (collective bargaining, reciprocity, or participation agreement), unless you append to the plan document the exact language of the sections that you incorporated by reference.

Northern Trust

Table of Contents

Asset Detail by Account

[redacted] - *UFCW110 DOMESTIC EQUITY*

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equities							
Funds - common stock							
United States - USD							
MFO JPMORGAN TR I LARGE CAP GROWTH FD CLR6 MFO\ CUSIP : 48121L841							
23,383.520	50.64	0.00	1,184,141.45	901,044.75	283,096.70	0.00	283,096.70
Total USD		0.00	1,184,141.45	901,044.75	283,096.70	0.00	283,096.70
Total United States		0.00	1,184,141.45	901,044.75	283,096.70	0.00	283,096.70
Total funds - common stock		**0.00**	**1,184,141.45**	**901,044.75**	**283,096.70**	**0.00**	**283,096.70**
Total equities		**0.00**	**1,184,141.45**	**901,044.75**	**283,096.70**	**0.00**	**283,096.70**
Total [redacted]		**0.00**	**1,184,141.45**	**901,044.75**	**283,096.70**	**0.00**	**283,096.70**

◆ Asset Detail by Account

[redacted] - *UFCW110 DODGE & COX*

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equities							
Funds - common stock							
United States - USD							
MFO DODGE & COX STOCK FD OPEN END FD CUSIP : 256219106							
5,185.050	219.63	0.00	1,138,792.53	938,466.22	200,326.31	0.00	200,326.31
Total USD		0.00	1,138,792.53	938,466.22	200,326.31	0.00	200,326.31
Total United States		0.00	1,138,792.53	938,466.22	200,326.31	0.00	200,326.31
Total funds - common stock		**0.00**	**1,138,792.53**	**938,466.22**	**200,326.31**	**0.00**	**200,326.31**
Total equities		**0.00**	**1,138,792.53**	**938,466.22**	**200,326.31**	**0.00**	**200,326.31**
Total [redacted]		**0.00**	**1,138,792.53**	**938,466.22**	**200,326.31**	**0.00**	**200,326.31**

◆ Asset Detail by Account

[redacted] - *UFCW110 ADMIN ACCOUNT*

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Fixed Income							
Corporate bonds							
United Kingdom - USD							
IN DEFAULT PVTPL SIGMA FIN INC NT 0 DUE 12-31-2040 CUSIP : 8265Q0XQ0							
26,275.360	0.063	0.00	16.55	0.00	16.55	0.00	16.55
Issue Date: 04 Jun 07 Rate: 1.58875% Maturity Date: 31 Dec 40							
Total USD		0.00	16.55	0.00	16.55	0.00	16.55
Total United Kingdom		0.00	16.55	0.00	16.55	0.00	16.55
Total corporate bonds		**0.00**	**16.55**	**0.00**	**16.55**	**0.00**	**16.55**
Total fixed income		**0.00**	**16.55**	**0.00**	**16.55**	**0.00**	**16.55**
Cash and Cash Equivalents							
Funds - short term investment							
United States - USD							
NT COLLECTIVE GOVT SHORT TERM INVT FD CUSIP : 66586U445							
3,833,961.860	1.00	6,490.61	3,833,961.86*	3,833,961.86	0.00	0.00	0.00
Total USD		6,490.61	3,833,961.86	3,833,961.86	0.00	0.00	0.00
Total United States		6,490.61	3,833,961.86	3,833,961.86	0.00	0.00	0.00
Total funds - short term investment		**6,490.61**	**3,833,961.86**	**3,833,961.86**	**0.00**	**0.00**	**0.00**
Total cash and cash equivalents		**6,490.61**	**3,833,961.86**	**3,833,961.86**	**0.00**	**0.00**	**0.00**
Total [redacted]		**6,490.61**	**3,833,978.41**	**3,833,961.86**	**16.55**	**0.00**	**16.55**

** Market value based on prices received from an external manager or other client-directed pricing source*

◆ Asset Detail by Account

[redacted] - *UFCW110 INT'L EQUITY FUNDS*

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Funds - common stock							
International Region - USD							
MFO AMERICAN EUROPACIFIC GRTH-R6 CUSIP : 298706821							
16,781.930	48.32	0.00	810,902.86	772,931.62	37,971.24	0.00	37,971.24
MFO VANGUARD STAR FD VANGUARD TOTAL INTLSTOCK INDEX FD ADMIRAL SHS CUSIP : 921909818							
29,010.650	27.48	0.00	797,212.66	765,201.62	32,011.04	0.00	32,011.04
Total USD		0.00	1,608,115.52	1,538,133.24	69,982.28	0.00	69,982.28
Total International Region		0.00	1,608,115.52	1,538,133.24	69,982.28	0.00	69,982.28
Total funds - common stock		**0.00**	**1,608,115.52**	**1,538,133.24**	**69,982.28**	**0.00**	**69,982.28**
Total equities		**0.00**	**1,608,115.52**	**1,538,133.24**	**69,982.28**	**0.00**	**69,982.28**
Total [redacted]		**0.00**	**1,608,115.52**	**1,538,133.24**	**69,982.28**	**0.00**	**69,982.28**
Total [redacted]							
3,934,598.370		**6,490.61**	**7,765,027.91**	**7,211,606.07**	**553,421.84**	**0.00**	**553,421.84**

Asset Summary by Account

[redacted] - *UFCW110 DOMESTIC EOUITY*

Country	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Transaction	Unrealized gain/loss Total	Market value incl. accruals	%
Equities								
Funds - common stock								
United States - USD	0.00	1,184,141.45	901,044.75	283,096.70	0.00	283,096.70	1,184,141.45	15.237%
Total funds - common stock	**0.00**	**1,184,141.45**	**901,044.75**	**283,096.70**	**0.00**	**283,096.70**	**1,184,141.45**	**15.237%**
Total equities	**0.00**	**1,184,141.45**	**901,044.75**	**283,096.70**	**0.00**	**283,096.70**	**1,184,141.45**	**15.237%**
Total for [redacted]	**0.00**	**1,184,141.45**	**901,044.75**	**283,096.70**	**0.00**	**283,096.70**	**1,184,141.45**	**15.237%**
Total Cost incl. Accruals			**901,044.75**					

Asset Summary by Account

[redacted] - *UFCW110 DODGE & COX*

Country	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Transaction	Unrealized gain/loss Total	Market value incl. accruals	%
Equities								
Funds - common stock								
United States - USD	0.00	1,138,792.53	938,466.22	200,326.31	0.00	200,326.31	1,138,792.53	14.653%
Total funds - common stock	**0.00**	**1,138,792.53**	**938,466.22**	**200,326.31**	**0.00**	**200,326.31**	**1,138,792.53**	**14.653%**
Total equities	**0.00**	**1,138,792.53**	**938,466.22**	**200,326.31**	**0.00**	**200,326.31**	**1,138,792.53**	**14.653%**
Total fo[redacted]	**0.00**	**1,138,792.53**	**938,466.22**	**200,326.31**	**0.00**	**200,326.31**	**1,138,792.53**	**14.653%**
Total Cost incl. Accruals			**938,466.22**					

Asset Summary by Account

[redacted] - UFCW110 ADMIN ACCOUNT

Country	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Transaction	Unrealized gain/loss Total	Market value incl. accruals	%
Fixed Income								
Corporate bonds								
United Kingdom - USD	0.00	16.55	0.00	16.55	0.00	16.55	16.55	0.000%
Total corporate bonds	**0.00**	**16.55**	**0.00**	**16.55**	**0.00**	**16.55**	**16.55**	**0.000%**
Total fixed income	**0.00**	**16.55**	**0.00**	**16.55**	**0.00**	**16.55**	**16.55**	**0.000%**
Cash and Cash Equivalents								
Funds - short term investment								
United States - USD	6,490.61	3,833,961.86	3,833,961.86	0.00	0.00	0.00	3,840,452.47	49.417%
Total funds - short term investment	**6,490.61**	**3,833,961.86**	**3,833,961.86**	**0.00**	**0.00**	**0.00**	**3,840,452.47**	**49.417%**
Total cash and cash equivalents	**6,490.61**	**3,833,961.86**	**3,833,961.86**	**0.00**	**0.00**	**0.00**	**3,840,452.47**	**49.417%**
Total for [redacted]	**6,490.61**	**3,833,978.41**	**3,833,961.86**	**16.55**	**0.00**	**16.55**	**3,840,469.02**	**49.417%**
Total Cost incl. Accruals			**3,840,452.47**					

Asset Summary by Account

[redacted] - UFCW110 INT'L EOUITY FUNDS

Country	Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Transaction	Unrealized gain/loss Total	Market value incl. accruals	%
Equities								
Funds - common stock								
International Region - USD	0.00	1,608,115.52	1,538,133.24	69,982.28	0.00	69,982.28	1,608,115.52	20.692%
Total funds - common stock	**0.00**	**1,608,115.52**	**1,538,133.24**	**69,982.28**	**0.00**	**69,982.28**	**1,608,115.52**	**20.692%**
Total equities	**0.00**	**1,608,115.52**	**1,538,133.24**	**69,982.28**	**0.00**	**69,982.28**	**1,608,115.52**	**20.692%**
Total for [redacted]	**0.00**	**1,608,115.52**	**1,538,133.24**	**69,982.28**	**0.00**	**69,982.28**	**1,608,115.52**	**20.692%**
Total Cost incl. Accruals			**1,538,133.24**					
Total Unrealized Gains						**553,421.84**		
Total Unrealized Losses						**0.00**		
Total	**6,490.61**	**7,765,027.91**	**7,211,606.07**	**553,421.84**	**0.00**	**553,421.84**	**7,771,518.52**	**100.000%**
Total Cost incl. Accruals			**7,218,096.68**					

◆ Capital Change Detail by Account

Message: No information found for request.

User Selection:

Account number = [redacted]
From date = 2022-08-01
Through date = 2022-08-31
Reporting type = Periodic Reporting

Cash Activity Detail by Account

[redacted] - UFCW110 - DOUBLELINE CORE FI

Income cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		1,531,814.75		1,531,814.75
	No cash activity				
	Ending cash balance		1,531,814.75		1,531,814.75

Cash Activity Detail by Account

[redacted] - *UFCW110 - DOUBLELINE CORE FI*

Principal cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		-1,531,814.75		-1,531,814.75
	No cash activity				
	Ending cash balance		-1,531,814.75		-1,531,814.75

Cash Activity Detail by Account

[redacted] - *UFCW110 GROSVENOR*

Principal cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		0.00		0.00
	No cash activity				
	Ending cash balance		0.00		0.00

Cash Activity Detail by Account

[redacted] - *UFCW110 DOMESTIC EOUITY*

Income cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		18,736.60		18,736.60
	No cash activity				
	Ending cash balance		18,736.60		18,736.60

Cash Activity Detail by Account

[redacted] - UFCW110 DOMESTIC EOUITY

Principal cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		-18,736.60		-18,736.60
	No cash activity				
	Ending cash balance		-18,736.60		-18,736.60

Cash Activity Detail by Account

[redacted] - *UFCW110 DODGE & COX*

Income cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		664,917.78		664,917.78
	No cash activity				
	Ending cash balance		664,917.78		664,917.78

Cash Activity Detail by Account

[redacted] - *UFCW110 DODGE & COX*

Principal cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		-664,917.78		-664,917.78
	No cash activity				
	Ending cash balance		-664,917.78		-664,917.78

Cash Activity Detail by Account

[redacted] - *UFCW110 ADMIN ACCOUNT*

Income cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		39,649.81		39,649.81
03 Aug 22 03 Aug 22	Income Received NT COLLECTIVE GOVT SHORT TERM INVT FD CUSIP : 66586U445	5,886.45	45,536.26	5,886.45	45,536.26
03 Aug 22 03 Aug 22	NORTHERN TRUST SWEEP FEE NTGI COLTV GOVT STIF REGI STERED CUSIP : 66586U445	-585.97	44,950.29	-585.97	44,950.29
	Ending cash balance		44,950.29		44,950.29

Cash Activity Detail by Account

[redacted] - *UFCW110 ADMIN ACCOUNT*

Principal cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		-39,649.81		-39,649.81
03 Aug 22 03 Aug 22	Purchased 5,300.480 Units 03-Aug-2022 at a price of 1.00 Net NT COLLECTIVE GOVT SHORT TERM INVT FD CUSIP : 66586U445	-5,300.48	-44,950.29	-5,300.48	-44,950.29
26 Aug 22 26 Aug 22	Sold 250,000.000 Units 26-Aug-2022 at a price of 1.00 Net NT COLLECTIVE GOVT SHORT TERM INVT FD CUSIP : 66586U445	250,000.00	205,049.71	250,000.00	205,049.71
26 Aug 22 26 Aug 22	TRANSFERRED VIA FED FUND WIRE TO FREMONT BANK United States dollar	-250,000.00	-44,950.29	-250,000.00	-44,950.29
	Ending cash balance		-44,950.29		-44,950.29

Cash Activity Detail by Account

[redacted] - *UFCW110 REAL ESTATE*

Income cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		714,451.11		714,451.11
	No cash activity				
	Ending cash balance		714,451.11		714,451.11

Cash Activity Detail by Account

[redacted] - *UFCW110 REAL ESTATE*

Principal cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		-714,451.11		-714,451.11
	No cash activity				
	Ending cash balance		-714,451.11		-714,451.11

Cash Activity Detail by Account

[redacted] - *UFCW110 PIMCO ALL ASSET*

Income cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		1,255,803.53		1,255,803.53
	No cash activity				
	Ending cash balance		1,255,803.53		1,255,803.53

Cash Activity Detail by Account

[redacted] - *UFCW110 PIMCO ALL ASSET*

Principal cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		-1,255,803.53		-1,255,803.53
	No cash activity				
	Ending cash balance		-1,255,803.53		-1,255,803.53

Cash Activity Detail by Account

[redacted] - UFCW110 INT'L EOUITY FUNDS

Income cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		1,093,488.85		1,093,488.85
	No cash activity				
	Ending cash balance		1,093,488.85		1,093,488.85

Cash Activity Detail by Account

[redacted] - *UFCW110 INT'L EOUITY FUNDS*

Principal cash - USD

Value Date / Entry Date	Transaction Narrative/ Security Description	Local Receipt/ Disbursement	USD Balance	Base Receipt/ Disbursement	Balance
	Beginning cash balance		-1,093,488.85		-1,093,488.85
	No cash activity				
	Ending cash balance		-1,093,488.85		-1,093,488.85

Change in Book and Market Value by Account

[redacted] *- UFCW110 - DOUBLELINE CORE FI*

	Cost	Market value	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Change in Book and Market Value by Account

[redacted] - UFCW110 GROSVENOR

	Cost	Market value	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Change in Book and Market Value by Account

[redacted] - UFCW110 DOMESTIC EQUITY

	Cost	Market value	For more information
Opening balance	901,044.75	1,226,231.79	
Unrealized gain/loss change	0.00	-42,090.34	See asset summary
Closing balance	901,044.75	1,184,141.45	

Change in Book and Market Value by Account

[redacted] *- UFCW110 DODGE & COX*

	Cost	Market value	For more information
Opening balance	938,466.22	1,167,725.11	
Unrealized gain/loss change	0.00	-28,932.58	See asset summary
Closing balance	938,466.22	1,138,792.53	

Change in Book and Market Value by Account

[redacted] - UFCW110 ADMIN ACCOUNT

	Cost	Market value	For more information
Opening balance	4,083,961.86	4,083,978.41	
Miscellaneous Cash Disbursements	-250,000.00	-250,000.00	See funding & disbursement summary
Total disbursements	-250,000.00	-250,000.00	See funding & disbursement summary
Income received	5,886.45	5,886.45	See income & expense summary, cash activity detail
Expenses paid	-585.97	-585.97	See income & expense summary
Accrued income change	1,190.13	1,190.13	See income & expense summary
Closing balance	3,840,452.47	3,840,469.02	

Change in Book and Market Value by Account

[redacted] - *UFCW110 REAL ESTATE*

	Cost	Market value	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Change in Book and Market Value by Account

[redacted] *- ZZUFCW110 PIMCO TOTAL RETURN*

	Cost	Market value	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Change in Book and Market Value by Account

[redacted] - UFCW110 PIMCO ALL ASSET

	Cost	Market value	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Change in Book and Market Value by Account

[redacted] - UFCW110 INT'L EQUITY FUNDS

	Cost	Market value	For more information
Opening balance	1,538,133.24	1,680,701.96	
Unrealized gain/loss change	0.00	-72,586.44	See asset summary
Closing balance	1,538,133.24	1,608,115.52	

Change in Cash Value by Account

[redacted]- *UFCW110 - DOUBLELINE CORE FI*

	Market value	Cost	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Change in Cash Value by Account

[redacted]- UFCW110 GROSVENOR

	Market value	Cost	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Change in Cash Value by Account

[redacted] - UFCW110 DOMESTIC EQUITY

	Market value	Cost	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Change in Cash Value by Account

[redacted] - *UFCW110 DODGE & COX*

	Market value	Cost	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Change in Cash Value by Account

[redacted] - *UFCW110 ADMIN ACCOUNT*

	Market value	Cost	For more information
Opening balance	0.00	0.00	
Miscellaneous cash disbursements	-250,000.00	-250,000.00	See funding & disbursement summary
Total disbursements	-250,000.00	-250,000.00	See funding & disbursement summary
Income received	5,886.45	5,886.45	See income & expense summary, cash activity detail
Expenses paid	-585.97	-585.97	See income & expense summary
Securities bought	-5,300.48	-5,300.48	See investment transaction summary
Securities sold	250,000.00	250,000.00	See investment transaction summary
Closing balance	0.00	0.00	

Change in Cash Value by Account

[redacted] - UFCW110 REAL ESTATE

	Market value	Cost	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Change in Cash Value by Account

[redacted] - ZZUFCW110 PIMCO TOTAL RETURN

	Market value	Cost	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Change in Cash Value by Account

[redacted] - UFCW110 PIMCO ALL ASSET

	Market value	Cost	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Change in Cash Value by Account

[redacted]- UFCW110 INT'L EQUITY FUNDS

	Market value	Cost	For more information
Opening balance	0.00	0.00	
Closing balance	0.00	0.00	

Funding and Disbursement Detail by Account

[redacted] - *UFCW110 ADMIN ACCOUNT*

Miscellaneous Cash Disbursements

Trade date / Settle date / Asset Id	Security description / Transaction description	Accrued Income	Market Value	Cost	Transaction amount	Realized gain/loss: Market / Translation	Realized gain/loss: Total
26 Aug 22	United States dollar	0.00	0.00	0.00	-250,000.00	0.00	0.00
26 Aug 22						0.00	
	TRANSFERRED VIA FED FUND WIRE TO FREMONT BANK						
Total miscellaneous cash disbursements		**0.00**	**0.00**	**0.00**	**-250,000.00**	**0.00**	**0.00**
						0.00	
Total [redacted]		**0.00**	**0.00**	**0.00**		**0.00**	**0.00**
						0.00	
Total [redacted]		**0.00**	**0.00**	**0.00**		**0.00**	**0.00**
						0.00	

◆ Funding and Disbursement Summary by Account

[redacted] - *UFCW110 ADMIN ACCOUNT*

Transaction type	Receipts	Disbursements	Accruals	Market value	Cost	Transaction amount / Cost on gain/loss	Realized gain/loss: Market / Translation	Realized gain/loss: Total
Miscellaneous Cash Disbursements	0.00	-250,000.00	0.00	0.00	0.00	-250,000.00	0.00	0.00
						0.00	0.00	
Total [redacted]	**0.00**	**-250,000.00**	**0.00**	**0.00**	**0.00**	**-250,000.00**	**0.00**	**0.00**
						0.00	**0.00**	
Total	**0.00**	**-250,000.00**	**0.00**	**0.00**	**0.00**	**-250,000.00**	**0.00**	**0.00**
						0.00	**0.00**	

◆ Income and Expense Detail Base by Account

[redacted] - *UFCW110 ADMIN ACCOUNT*

Description / Asset ID / Dates	Rate / Shares/PAR	Gross amount	Tax Recoverable	Tax Withheld	Tax Credit	Net amount	Transaction type
Income							
Cash and cash equivalents							
Funds - short term investment							
United States - USD							
NT COLLECTIVE GOVT SHORT TERM INVT FD	2.0193154	5,300.48	0.00	0.00	0.00	5,300.48	Receivable last period
CUSIP: 66586U445	0.000						
NT COLLECTIVE GOVT SHORT TERM INVT FD	2.0294722	6,490.61	0.00	0.00	0.00	6,490.61	Receivable this period
CUSIP: 66586U445	0.000						
NT COLLECTIVE GOVT SHORT TERM INVT FD	0.00	5,886.45	0.00	0.00	0.00	5,886.45	Received this period
CUSIP: 66586U445 Ex date: 29 JUL 22 / Pay date: 03 AUG 22	0.000						
Total funds - short term investment		5,300.48	0.00	0.00	0.00	5,300.48	Receivable last period
		6,490.61	0.00	0.00	0.00	6,490.61	Receivable this period
		5,886.45	0.00	0.00	0.00	5,886.45	Received this period
		0.00	0.00	0.00	0.00	0.00	Income received from prior
		0.00	0.00	0.00	0.00	0.00	Broker commissions recaptured
		0.00	0.00	0.00	0.00	0.00	Tax recoverable last period
		0.00	0.00	0.00	0.00	0.00	Tax recoverable this period
		0.00	0.00	0.00	0.00	0.00	Tax reclaims received
		0.00	0.00	0.00	0.00	0.00	Income purchased this period
		0.00	0.00	0.00	0.00	0.00	Income sold this period
		0.00	0.00	0.00	0.00	0.00	Accrual received this period
		7,076.58	0.00	0.00	0.00	7,076.58	Earned income

◆ Income and Expense Detail Base by Account

[redacted] - *UFCW110 ADMIN ACCOUNT*

Description / Asset ID / Dates	Rate / Shares/PAR	Gross amount	Tax Recoverable	Tax Withheld	Tax Credit	Net amount	Transaction type

Income

Description / Asset ID / Dates	Rate / Shares/PAR	Gross amount	Tax Recoverable	Tax Withheld	Tax Credit	Net amount	Transaction type
Total cash and cash equivalents		5,300.48	0.00	0.00	0.00	5,300.48	Receivable last period
		6,490.61	0.00	0.00	0.00	6,490.61	Receivable this period
		5,886.45	0.00	0.00	0.00	5,886.45	Received this period
		0.00	0.00	0.00	0.00	0.00	Income received from prior
		0.00	0.00	0.00	0.00	0.00	Broker commissions recaptured
		0.00	0.00	0.00	0.00	0.00	Tax recoverable last period
		0.00	0.00	0.00	0.00	0.00	Tax recoverable this period
		0.00	0.00	0.00	0.00	0.00	Tax reclaims received
		0.00	0.00	0.00	0.00	0.00	Income purchased this period
		0.00	0.00	0.00	0.00	0.00	Income sold this period
		0.00	0.00	0.00	0.00	0.00	Accrual received this period
		7,076.58	0.00	0.00	0.00	7,076.58	Earned income
Total income		**5,300.48**	**0.00**	**0.00**	**0.00**	**5,300.48**	**Receivable last period**
		6,490.61	**0.00**	**0.00**	**0.00**	**6,490.61**	**Receivable this period**
		5,886.45	**0.00**	**0.00**	**0.00**	**5,886.45**	**Received this period**
		0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Income received from prior**
		0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Broker commissions recaptured**
		0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Tax recoverable last period**
		0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Tax recoverable this period**
		0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Tax reclaims received**
		0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Income purchased this period**
		0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Income sold this period**
		0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Accrual received this period**
		7,076.58	**0.00**	**0.00**	**0.00**	**7,076.58**	**Earned income**

Description / Asset ID / Dates	Rate / Shares/PAR	Gross amount	Tax Recoverable	Tax Withheld	Tax Credit	Net amount	Transaction type

Expense

Cash and cash equivalents

Funds - short term investment

◆ Income and Expense Detail Base by Account

[redacted] - *UFCW110 ADMIN ACCOUNT*

Description / Asset ID / Dates	Rate / Shares/PAR	Gross amount	Tax Recoverable	Tax Withheld	Tax Credit	Net amount	Transaction type
Expense							
Cash and cash equivalents							
Funds - short term investment							
United States - USD							
NORTHERN TRUST SWEEP FEE	1.8776473	-585.97	0.00	0.00	0.00	-585.97	Paid this period
CUSIP: 66586U445 Value date: 03 AUG 22 / Entry date: 03 AUG 22	0.000						
Total funds - short term investment		0.00	0.00	0.00	0.00	0.00	Payable last period
		0.00	0.00	0.00	0.00	0.00	Payable this period
		-585.97	0.00	0.00	0.00	-585.97	Paid this period
		0.00	0.00	0.00	0.00	0.00	Income received from prior
		0.00	0.00	0.00	0.00	0.00	Broker commissions recaptured
		0.00	0.00	0.00	0.00	0.00	Tax recoverable last period
		0.00	0.00	0.00	0.00	0.00	Tax recoverable this period
		0.00	0.00	0.00	0.00	0.00	Tax reclaims received
		0.00	0.00	0.00	0.00	0.00	Liability expense paid this period
		0.00	0.00	0.00	0.00	0.00	Liability expense received this period
		0.00	0.00	0.00	0.00	0.00	Accrual received this period
		-585.97	0.00	0.00	0.00	-585.97	Expenses recognized
Total cash and cash equivalents		0.00	0.00	0.00	0.00	0.00	Payable last period
		0.00	0.00	0.00	0.00	0.00	Payable this period
		-585.97	0.00	0.00	0.00	-585.97	Paid this period
		0.00	0.00	0.00	0.00	0.00	Income received from prior
		0.00	0.00	0.00	0.00	0.00	Broker commissions recaptured
		0.00	0.00	0.00	0.00	0.00	Tax recoverable last period
		0.00	0.00	0.00	0.00	0.00	Tax recoverable this period
		0.00	0.00	0.00	0.00	0.00	Tax reclaims received
		0.00	0.00	0.00	0.00	0.00	Liability expense paid this period
		0.00	0.00	0.00	0.00	0.00	Liability expense received this period
		0.00	0.00	0.00	0.00	0.00	Accrual received this period
		-585.97	0.00	0.00	0.00	-585.97	Expenses recognized

◆ Income and Expense Detail Base by Account

[redacted] - UFCW110 ADMIN ACCOUNT

Total expense	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**Payable last period**
	0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Payable this period**
	-585.97	**0.00**	**0.00**	**0.00**	**-585.97**	**Paid this period**
	0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Income received from prior**
	0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Broker commissions recaptured**
	0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Tax recoverable last period**
	0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Tax recoverable this period**
	0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Tax reclaims received**
	0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Liability expense paid this period**
	0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Liability expense received this period**
	0.00	**0.00**	**0.00**	**0.00**	**0.00**	**Accrual received this period**
	-585.97	**0.00**	**0.00**	**0.00**	**-585.97**	**Expenses recognized**

Please note that the Tax Withheld column may contain amounts related to FATCA withholdings .

The term "Tax Credit" refers to local market terminology for the taxation associated with an income event. It makes no representation or warranty relating to the ability of the recipient to utilise the value as a "credit", " offset" or other benefit for their own tax purposes. Investors should seek their own tax advice relating to the specific tax considerations of investments in such markets. The Tax Credit is informational only data in the context of this report .

Please note where a client may be eligible to reclaim taxes, these are calculated and accrued for as a tax recoverable on ex date. The net amount may include the accrual of withholding taxes, tax credits, or both.

Although this report has been prepared using information believed to be reliable, it may contain information provided by third parties or derived from third party information, and/or information that may have been obtained from, categorized or otherwise reported based upon client direction. The Northern Trust Company does not guarantee the accuracy , timeliness or completeness of any such information. The information included in this report is intended to assist clients with their financial reporting needs, but you must consult with your accountants, auditors and/or legal counsel to ensure your accounting and financial reporting complies with applicable laws, regulations and accounting guidance. The Northern Trust Company and its affiliates shall have no responsibility for the consequences of investment decisions made in reliance on information contained in this report .

Retail Clerks

01 AUG 22 - 31 AUG 22

Account number Multiple Accounts

[redacted]

◆ Income and Expense Summary by Account

[redacted] - *UFCW110 ADMIN ACCOUNT*

Type	Receivables last period	Receivables this period	Amount received	Tax recoverable last period	Tax recoverable this period	Tax reclaims received	Accrual receipts/ deliveries	Earned income
Income								
Cash and cash equivalents								
Funds - short term investment	5,300.48	6,490.61	5,886.45	0.00	0.00	0.00	0.00	7,076.58
Total cash and cash equivalents	**5,300.48**	**6,490.61**	**5,886.45**	**0.00**	**0.00**	**0.00**	**0.00**	**7,076.58**
Total income	**5,300.48**	**6,490.61**	**5,886.45**	**0.00**	**0.00**	**0.00**	**0.00**	**7,076.58**
Expense								
Cash and cash equivalents								
Funds - short term investment	0.00	0.00	-585.97	0.00	0.00	0.00	0.00	-585.97
Total cash and cash equivalents	**0.00**	**0.00**	**-585.97**	**0.00**	**0.00**	**0.00**	**0.00**	**-585.97**
Total expense	**0.00**	**0.00**	**-585.97**	**0.00**	**0.00**	**0.00**	**0.00**	**-585.97**
Total for Account: [redacted]	**5,300.48**	**6,490.61**	**5,300.48**	**0.00**	**0.00**	**0.00**	**0.00**	**6,490.61**
Net income & expenses	**5,300.48**	**6,490.61**	**5,300.48**	**0.00**	**0.00**	**0.00**	**0.00**	**6,490.61**

Investment Transaction Detail by Account

[redacted] - *UFCW110 ADMIN ACCOUNT*

Trade date / Settle date / Trade Status	Security description / Asset ID / Ticker / Broker/Commission / Narrative	Shares/PAR / Price	Transaction Amount: Principal	Transaction Amount: Accrued Interest	Cost	Realized gain/loss: Market	Realized gain/loss: Translation	Realized gain/loss: Total
Purchases								
Cash and Cash Equivalents								
Funds - short term investment								
United States - USD								
03 Aug 22 03 Aug 22 Settled	NT COLLECTIVE GOVT SHORT TERM INVT FD CUSIP : 66586U445 / Purchased 5,300.480 Units 03-Aug-2022 at a price of 1.00 Net	5,300.480 1.00	-5,300.48	0.00	5,300.48	0.00	0.00	0.00
Total United States - USD			-5,300.48	0.00	5,300.48	0.00	0.00	0.00
Total funds - short term investment			-5,300.48	0.00	5,300.48	0.00	0.00	0.00
Total cash and cash equivalents			**-5,300.48**	**0.00**	**5,300.48**	**0.00**	**0.00**	**0.00**
Total purchases			**-5,300.48**	**0.00**	**5,300.48**	**0.00**	**0.00**	**0.00**
Sales								
Cash and Cash Equivalents								
Funds - short term investment								
United States - USD								
26 Aug 22 26 Aug 22 Settled	NT COLLECTIVE GOVT SHORT TERM INVT FD CUSIP : 66586U445 / Sold 250,000.000 Units 26-Aug-2022 at a price of 1.00 Net	-250,000.000 1.00	250,000.00	0.00	-250,000.00	0.00	0.00	0.00
Total United States - USD			250,000.00	0.00	-250,000.00	0.00	0.00	0.00
Total funds - short term investment			250,000.00	0.00	-250,000.00	0.00	0.00	0.00
Total cash and cash equivalents			**250,000.00**	**0.00**	**-250,000.00**	**0.00**	**0.00**	**0.00**
Total sales			**250,000.00**	**0.00**	**-250,000.00**	**0.00**	**0.00**	**0.00**
Total Transactions for Account			**244,699.52**	**0.00**	**-244,699.52**	**0.00**	**0.00**	**0.00**
Total Transactions Summary			**244,699.52**	**0.00**	**-244,699.52**	**0.00**	**0.00**	**0.00**

Investment Transaction Detail by Account

[redacted] - UFCW110 ADMIN ACCOUNT

Trade date / Settle date / Trade Status	Security description / Asset ID / Ticker / Broker/Commission / Narrative	Shares/PAR / Price	Transaction Amount: Principal	Transaction Amount: Accrued Interest	Realized gain/loss: Cost	Realized gain/loss: Market	Realized gain/loss: Translation	Realized gain/loss: Total

Investment Transaction Summary by Account

[redacted] - *UFCW110 ADMIN ACCOUNT*

Asset type	Transaction amount: Principal	Transaction amount: Accrued Interest	Cost	Realized gain/loss: Market	Realized gain/loss: Translation	Realized gain/loss: Total
Purchases						
Cash and Cash Equivalents						
Funds - short term investment	-5,300.48	0.00	5,300.48	0.00	0.00	0.00
Total cash and cash equivalents	-5,300.48	0.00	5,300.48	0.00	0.00	0.00
Total purchases	-5,300.48	0.00	5,300.48	0.00	0.00	0.00
Sales						
Cash and Cash Equivalents						
Funds - short term investment	250,000.00	0.00	-250,000.00	0.00	0.00	0.00
Total cash and cash equivalents	250,000.00	0.00	-250,000.00	0.00	0.00	0.00
Total sales	250,000.00	0.00	-250,000.00	0.00	0.00	0.00
Total for Account:[redacted]	**244,699.52**	**0.00**	**-244,699.52**	**0.00**	**0.00**	**0.00**
Total for Consolidated:[redacted]	**244,699.52**	**0.00**	**-244,699.52**	**0.00**	**0.00**	**0.00**

◆ Pending Tran Detail w/ Accrued Int by Acct

Message: No information found for request.

User Selection:

Account number = [redacted]
As of date = 2022-08-31
Reporting type = Periodic Reporting

◆ Realized Gain/Loss Summary by Account

Message: No information found for request.

User Selection:

Account number =[redacted]
From date = 2022-08-01
Through date = 2022-08-31
Reporting type = Periodic Reporting

FREMONT BANK

Phone: 800-359-BANK (2265)
Website: www.fremontbank.com

STATEMENT DATE: 08/31/2022

ACCOUNT NUMBER: [redacted]

4068.647672.FB08312022.DDA.D10

RETAIL CLERKS SPECIALTY STORES
PENSION FUND
1000 BURNETT AVE STE 200
CONCORD CA 94520-2058

BUSINESS MONEY MARKET CHECKING ACCOUNT [redacted]

Balance Last Statement	Credits	Debits	Balance This Statement
$ 1,882.37	(1) $ 0.84	(1) $ 16.00	$ 1,867.21

Minimum Balance	Average Available Balance	Average Balance
$ 1,882.37	$ 1,882.37	$ 1,882.37

Description	Transaction Amount	Date	Balance
BALANCE LAST STATEMENT		07/29	1,882.37
INTEREST	0.84	08/31	1,883.21
SERVICE CHARGE	-16.00	08/31	1,867.21
BALANCE THIS STATEMENT		08/31	1,867.21

INTEREST

AVERAGE LEDGER BALANCE:	1,882.37	INTEREST EARNED:	0.84
AVERAGE AVAILABLE BALANCE:	1,882.37	DAYS IN PERIOD:	33
INTEREST PAID THIS PERIOD:	0.84	ANNUAL PERCENTAGE YIELD EARNED:	0.49%
INTEREST PAID 2022:	159.51		

ITEMIZATION OF SERVICE CHARGE PAID THIS PERIOD

TOTAL CHARGE FOR MAINTENANCE FEES:	16.00

ITEMS OUTSTANDING					
DATE OR #	AMOUNT	DATE OR #	AMOUNT	DATE OR #	AMOUNT
				TOTAL	$

CHECKBOOK RECONCILIATION

ENTER	BALANCE THIS STATEMENT	$
ADD	RECENT DEPOSITS (NOT CREDITED ON THIS STATEMENT)	
	SUBTOTAL	$
SUBTRACT	TOTAL ITEMS OUTSTANDING	$
	BALANCE	$

BALANCE should agree with your checkbook balance after deducting charges and adding credits not shown in your checkbook but included on this statement as follows:
Interest–ADD Overdraft–DEDUCT Automatic Payment–DEDUCT Service charge–DEDUCT

PLEASE REPORT ANY ERRORS OR OMISSIONS WITHIN 30 DAYS. OTHERWISE STATEMENT WILL BE CONSIDERED CORRECT AND CHECK IMAGES GENUINE. ALL DEPOSITS AND CREDITS ARE SUBJECT TO FINAL PAYMENT.

If your checkbook and statement do not balance, have you:

- ☐ Accounted for bank charges?
- ☐ Verified additions and subtractions in your checkbook?
- ☐ Compared cancelled check images to checkbook or check stubs?
- ☐ Compared deposit amounts on statement to your checkbook?

IN CASE OF ERRORS OR QUESTIONS ABOUT YOUR ELECTRONIC FUND TRANSFERS

If you have arranged to have direct deposits made to your account at least once every 60 days from the same person or company, you may call us at our 24 Hour Information Line listed on the other side of this statement to find out whether or not the deposit has been made. In case of errors or questions about your electronic transfers, telephone us at 800-359-BANK (2265), or write us at Attention: Card Services Department 2501-SA, at P.O. Box 5101, Fremont, CA 94537-5101 or E-mail us at bankinfo@fremontbank.com as soon as you can.

If you think your statement or receipt is wrong or if you need more information about a transfer listed on the statement or receipt, we must hear from you no later than 60 days after we sent or made available the FIRST statement on which the problem or error appeared.

(1) Tell us your name and account number (if any).
(2) Describe the error or the transfer you are unsure about and explain as clearly as you can why you believe there is an error or why you need more information.
(3) Tell us the date and dollar amount of the suspected error. If you tell us orally, we may require that you send us your complaint or question in writing within 10 business days.

We will determine whether an error occurred within 10 business days (20 business days for new accounts) after we hear from you and will correct any error promptly. If we need more time, however, we may take up to 45 days to investigate your complaint or question. If we decide to do this, we will provisionally credit your account within 10 business days (5 business days in some cases for VISA® transactions) for the amount you think is in error, so that you will have the use of the money during the time it takes us to complete our investigation. If we ask you to put your complaint or question in writing and we do not receive it within 10 business days, we may not credit your account.

For errors involving new accounts, point-of-sale, or foreign-initiated transactions, we may take up to 90 days to investigate your complaint or question. For new accounts, we may take up to 20 business days to credit your account for the amount you think is in error.

We will tell you the results within three business days after completing our investigation. If we decide that there was no error, we will send you a written explanation. You may ask for copies of the documents that we used in our investigation.

TAX INFORMATION

The amount of interest credited to your account from the first of the year is shown on each statement. The total amount of interest credited during the whole year is shown on the last statement you receive for the year. If the amount is $10 or more, it will be reported to the Internal Revenue Service and to the California State Franchise Tax Board. (Please note that if your account closes prior to year-end, a separate interest income statement will be mailed to your last known address.)

IMPORTANT INFORMATION ABOUT CREDIT LINE ACCOUNTS

ALL CREDIT LINE ACCOUNTS: Interest Charges are assessed on all advances from credit line accounts from the date posted to your account until paid. The total interest charges paid during the year, the periodic rate and annual percentage rate applicable to your outstanding balance (if any) will be shown on your statement. We may report information about your account to credit bureaus. Late payments, missed payments, or other defaults on your account may be reflected in your credit report.

INTEREST CHARGE FOR OVERDRAFT LINES AND PREFERRED LINES OF CREDIT ACCOUNTS: We figure the interest charge on your account by applying the periodic rate to the "daily balance" of your account for each day in the billing cycle. To get the "daily balance" we take the beginning balance of your account each day, add any new advances, and subtract any payments or credits, and any unpaid interest or other finance charges, fees, and charges. This gives us the daily balance.

For Preferred Lines of Credit (variable rate) accounts, the Daily Periodic Rate and the corresponding Annual Percentage Rate may vary.

For Personal Overdraft Lines of Credit accounts, the Daily Periodic Rate and the corresponding Annual Percentage Rate is based on a fixed rate.

For Business Overdraft Lines of Credit (variable rate) accounts, the Daily Periodic Rate and the corresponding Annual Percentage Rate may vary.

IMPORTANT REMINDER ABOUT PAYMENTS: In order to ensure your payment is properly posted to your account, you must send it, with your remittance coupon, to the address printed on the coupon: FREMONT BANK, PO Box 7355, Fremont, CA 94537-7355. If you send it to any other location or take it to a branch, it may cause a processing delay and late fee may apply.

BILLING RIGHTS SUMMARY

What To Do If You Think You Find A Mistake On Your Statement

If you think there is an error on your statement, on a separate sheet write to us at: **Fremont Bank, Attention: Loan Payments Dept. 2501da1, P.O. Box 5101, Fremont, CA 94537-5101.**

In your letter, give us the following information:

- *Account information:* Your name and account number.
- *Dollar amount:* The dollar amount of the suspected error.
- *Description of Problem:* If you think there is an error on your bill, describe what you believe is wrong and why you believe it is a mistake.

You must contact us within 60 days after the error appeared on your statement.

You must notify us of any potential errors **in writing**. You may call us, but if you do we are not required to investigate any potential errors and you may have to pay the amount in question.

While we investigate whether or not there has been an error, the following are true:

- We cannot try to collect the amount in question, or report you as delinquent on that amount.
- The charge in question may remain on your statement, and we may continue to charge you interest on that amount. But, if we determine that we made a mistake, you will not have to pay the amount in question or any interest or other fees related to that amount.
- While you do not have to pay the amount in question, you are responsible for the remainder of your balance.
- We can apply any unpaid amount against your credit limit.

Special Note: The disclosures above apply to personal accounts only. For business and other non-personal accounts, please refer to your Deposit Account Agreement. As required by law, you are hereby notified that a negative credit report reflecting on your credit record may be submitted to a credit reporting agency if you fail to fulfill the terms of any obligation with Fremont Bank. Amounts are in U.S. Dollars unless otherwise stated.

♦ ♦ ♦ For additional important information about your account including service charges, refer to the Fremont Bank Deposit Account Agreement ♦ ♦ ♦