Exhibit 7.08

Annual Return Excerpts

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.**	**2018** **This Form is Open to Public Inspection**

Part I **Annual Report Identification Information**

For calendar plan year 2018 or fiscal plan year beginning 04/01/2018 and ending 03/31/2019

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)

Part II **Basic Plan Information**—enter all requested information

1a Name of plan American Federation of Musicians and Employers' Pension Fund and Subsidiary	**1b** Three-digit plan number (PN) ▶ 001 **1c** Effective date of plan 10/02/1959
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) Board of Trustees of the American Federation of Musicians and Employe 14 Penn Plaza, 12th Floor New York NY 10122	**2b** Employer Identification Number (EIN) 51-6120204 **2c** Plan Sponsor's telephone number (212)284-1242 **2d** Business code (see instructions) 711510

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	[redacted] Signature of plan administrator	1-10-20 Date	Raymond M. Hair, Jr. Enter name of individual signing as plan administrator
SIGN HERE	[redacted] Signature of employer/plan sponsor	1/8/20 Date	Christopher J.G. Brockmeyer 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 (2018)
v. 171027

AFMEPF1330

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**	49,905
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)**	20,602
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	20,316
b	Retired or separated participants receiving benefits	**6b**	14,071
c	Other retired or separated participants entitled to future benefits	**6c**	13,754
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	48,141
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	1,994
f	Total. Add lines **6d** and **6e**	**6f**	50,135
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**	5,464

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)** [ ] 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)

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 **2018** **This Form is Open to Public Inspection**

For calendar plan year 2018 or fiscal plan year beginning 04/01/2018 and ending 03/31/2019

▶ **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
AMERICAN FEDERATION OF MUSICIANS AND EMPLOYERS' 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
BRD OF TRUSTEES, AMERICAN FED MUSICIANS & EMPLOYERS' PENSION FUND

D Employer Identification Number (EIN)
51-6120204

E Type of plan: (1) [X] Multiemployer Defined Benefit (2) [ ] Money Purchase (see instructions)

1a Enter the valuation date: Month 4 Day 1 Year 2018

b Assets		
(1) Current value of assets	1b(1)	1,876,609,576
(2) Actuarial value of assets for funding standard account	1b(2)	1,844,511,996
c (1) Accrued liability for plan using immediate gain methods	1c(1)	3,130,864,743
(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)	2,985,962,165
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)	5,204,629,080
(b) Expected increase in current liability due to benefits accruing during the plan year	1d(2)(b)	57,147,319
(c) Expected release from "RPA '94" current liability for the plan year	1d(2)(c)	187,226,862
(3) Expected plan disbursements for the plan year	1d(3)	203,313,671

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 [redacted] 09/30/2019

Signature of actuary — Date

Kevin M. Campe — 17-05356

Type or print name of actuary — Most recent enrollment number

Milliman, Inc. — (312)726-0677

Firm name — Telephone number (including area code)

71 S. Wacker Drive Suite 3100

Chicago IL 60606-4637

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** 1,876,609,576

b "RPA '94" current liability/participant count breakdown:	**(1)** Number of participants	**(2)** Current liability
(1) For retired participants and beneficiaries receiving payment	15,328	2,283,396,311
(2) For terminated vested participants	14,177	718,144,272
(3) For active participants:		
(a) Non-vested benefits		31,774,032
(b) Vested benefits		2,171,314,465
(c) Total active	20,602	2,203,088,497
(4) Total	50,107	5,204,629,080

c If the percentage resulting from dividing line 2a by line 2b(4), column (2), is less than 70%, enter such percentage ..... **2c** 36.06 %

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
10/01/2018	76,256,722				
			Totals ► 3(b)	76,256,722	3(c) 0

4 Information on plan status:

a Funded percentage for monitoring plan's status (line 1b(2) divided by line 1c(3)) ..... **4a** 61.8 %

b Enter code to indicate plan's status (see instructions for attachment of supporting evidence of plan's status). If code is "N," go to line 5 ..... **4b** C

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** 9999

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**	2.98 %	
		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)**	14P	14P
(2) Females	**6c(2)**	14FP	14FP
d Valuation liability interest rate	**6d**	7.50 %	7.50 %
e Expense loading	**6e**	169.4 % ☐ N/A	% ☒ N/A
f Salary scale	**6f**	2.25 % ☐ N/A	
g Estimated investment return on actuarial value of assets for year ending on the valuation date	**6g**		2.9 %
h Estimated investment return on current value of assets for year ending on the valuation date	**6h**		10.9 %

7 New amortization bases established in the current plan year:

(1) Type of base	**(2)** Initial balance	**(3)** Amortization Charge/Credit
1	101,774,240	10,725,323
4	-58,490,292	-6,163,910

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:

a Prior year funding deficiency, if any	**9a**		26,914,475
b Employer's normal cost for plan year as of valuation date	**9b**		24,676,607
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)**	2,436,721,187	332,763,303
(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**		28,826,579
e Total charges. Add lines 9a through 9d	**9e**		413,180,964

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	76,256,722
	Outstanding balance		
h Amortization credits as of valuation date — 9h	1,177,282,915		183,798,645
i Interest as applicable to end of plan year on lines 9f, 9g, and 9h		9i	16,584,995
j Full funding limitation (FFL) and credits:			
(1) ERISA FFL (accrued liability FFL) — 9j(1)	1,409,356,555		
(2) "RPA '94" override (90% current liability FFL) — 9j(2)	2,931,188,473		
(3) FFL credit		9j(3)	
k (1) Waived funding deficiency		9k(1)	
(2) Other credits		9k(2)	
l Total credits. Add lines 9f through 9i, 9j(3), 9k(1), and 9k(2)		9l	276,640,362
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	136,540,602

9 o Current year's accumulated reconciliation account:		
(1) Due to waived funding deficiency accumulated prior to the 2018 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	

11 Has a change been made in the actuarial assumptions for the current plan year? If "Yes," see instructions. ☒ Yes ☐ No

Attachment to 2018 Form 5500
Schedule MB, Line 4a – Illustration Supporting Actuarial Certification of Status

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

Funding Status Projection Results

An accumulated funding deficiency is projected to occur for the current Plan year ending March 31, 2019.

The funded percentage as of April 1, 2018 is projected to be 62.3%.

The Plan fails tests under both IRC Section 432(b)(2)(B) and IRC Section 432(b)(2)(C), used to determine whether the Plan is in critical status.

PPA Certification

I hereby certify that the American Federation of Musicians & Employers' Pension Fund is considered "critical" for the Plan year beginning April 1, 2018, as defined in the Pension Protection Act of 2006 as amended by the Multiemployer Pension Reform Act of 2014 ("MPRA").

Further, I hereby certify that to the best of my knowledge and belief, the actuarial assumptions employed in preparing this certification are individually reasonable and represent my best estimate of future experience. Additionally, the "projected industry activity" assumption, as required under IRC Section 432(b)(3)(B)(iii), has been provided by the Board of Trustees.

Scheduled Progress

The Pension Protection Act (PPA) requires the actuary to certify whether the plan is making scheduled progress in meeting the requirements of its Rehabilitation Plan. The Rehabilitation Plan for the American Federation of Musicians & Employers' Pension Fund was adopted in April 2010 which reduced certain benefits and increased the Plan's contribution rates. The Trustees determined using reasonable actuarial assumptions and methods that they were unable to adopt a Rehabilitation Plan that would enable the Plan to emerge from critical status by the end of the ten-year Rehabilitation Period on March 31, 2023 which began on April 1, 2013. As a result, the Trustees adopted a Rehabilitation Plan that, in their judgment, consisted of all reasonable measures to either emerge from critical status by a later date than the ten-year period mentioned above or forestall insolvency. The Trustees revised the Rehabilitation Plan effective June 27, 2016 such that in their judgment, it consisted of all reasonable measures to forestall insolvency. The Rehabilitation Plan contribution schedule has been updated effective June, 2018 to require a 10% increase in the rate of contributions with such increases not considered when calculating a pension benefit. As required under the PPA, the Trustees have been and will continue to review the Rehabilitation Plan annually. Based on implementation of the Rehabilitation Plan and reflecting the Plan's experience through March 31, 2018, I hereby certify that the Plan is making scheduled progress as of April 1, 2018 as required under IRC Section 432(b)(3)(A)(ii).

[redacted]

Kevin M. Campe
Enrolled Actuary #17-5356

June 29, 2018
Date

Attachment to 2018 Form 5500
Schedule MB, Line 4a – Illustration Supporting Actuarial Certification of Status

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

Summary of Assumptions/Methods

Our projections are based on:

- April 1, 2017 participant data and April 1, 2017 actuarial valuation results, as described in the actuarial report for the Plan year ended March 31, 2018.

- April 1, 2018 unaudited assets and on investment performance and the summary of receipts and disbursements for the year ended March 31, 2018 provided by the Fund office.

- A change in the target asset allocation, with a transition period assumed to end in the plan year ending March 31, 2022, to: 21% U.S. equity, 14% developed market equity, 5% emerging market equity, 12% investment grade bonds, 15% private equity, 13% private credit, 17% hedge funds, and 3% real estate.

- Investment returns after March 31, 2018 are based on the Fund's target asset allocation and Horizon 10-year capital market survey assumptions for first 10 years and Horizon 20-year capital market survey assumptions thereafter. The assumed rates of return on market assets (net of investment-related administrative expenses) for every year after the plan year ended March 31, 2018 are as follows:

  - April 1, 2018 through March 30, 2019: 5.65%
  - April 1, 2019 through March 30, 2020: 6.54%
  - April 1, 2020 through March 30, 2021: 6.80%
  - April 1, 2021 through March 30, 2022: 6.91%
  - April 1, 2022 through March 30, 2023: 7.21%
  - April 1, 2023 through March 30, 2024: 7.25%
  - April 1, 2024 through March 30, 2025: 7.27%
  - April 1, 2025 through March 30, 2026: 7.29%
  - April 1, 2026 through March 30, 2027: 7.31%
  - On and after April 1, 2027: 7.51%

- No future asset gains or losses other than the gains or losses related to the asset smoothing method.

- An assumption that the active population will remain stable for each plan year after March 31, 2018.

- Input from the Fund's Board of Trustees of increases in earnings of 3.00% per year.

Summary of Assumptions/Methods (continued)

- An update to the Rehabilitation Plan contribution schedule adopted June 2018 to require a 10% increase in the rate of contributions with such increases not considered when calculating a pension benefit with 25% of collective bargaining agreements generally expected to expire over each of the next four years and be renewed with the noted contribution increase.

- Contributions which do not generate benefits from streaming income received pursuant to the Sound Recording Labor Agreement as follows:

  - April 1, 2018 through March 30, 2019: $5,500,000
  - April 1, 2019 through March 30, 2020: $6,000,000
  - On and after April 1, 2020: increasing at 3.00% per year

- Input from the Fund's Board of Trustees that contributions which do not generate benefits will be received pursuant to an agreement with Film Musicians Secondary Markets Fund in the amount of $1,436,448 for the period from April 1, 2018 through March 30, 2019 and increasing at 3.00% per year thereafter.

- All other actuarial assumptions, methods and plan provisions being the same as those used to determine April 1, 2017 actuarial valuation results, except as follows:

  - The mortality projection scale was changed from MP-2015 to MP-2017
  - Administrative expenses are assumed to decrease by $2,527,728 for the plan year ending March 31, 2019
  - Administrative expenses are assumed to increase by 2.25% for each plan year after March 31, 2019

Attachment to 2018 Form 5500
Schedule MB, Line 4c – Documentation Regarding Progress under Rehabilitation Plan

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

Funding Status Projection Results

An accumulated funding deficiency is projected to occur for the current Plan year ending March 31, 2019.

The funded percentage as of April 1, 2018 is projected to be 62.3%.

The Plan fails tests under both IRC Section 432(b)(2)(B) and IRC Section 432(b)(2)(C), used to determine whether the Plan is in critical status.

PPA Certification

I hereby certify that the American Federation of Musicians & Employers' Pension Fund is considered "critical" for the Plan year beginning April 1, 2018, as defined in the Pension Protection Act of 2006 as amended by the Multiemployer Pension Reform Act of 2014 ("MPRA").

Further, I hereby certify that to the best of my knowledge and belief, the actuarial assumptions employed in preparing this certification are individually reasonable and represent my best estimate of future experience. Additionally, the "projected industry activity" assumption, as required under IRC Section 432(b)(3)(B)(iii), has been provided by the Board of Trustees.

Scheduled Progress

The Pension Protection Act (PPA) requires the actuary to certify whether the plan is making scheduled progress in meeting the requirements of its Rehabilitation Plan. The Rehabilitation Plan for the American Federation of Musicians & Employers' Pension Fund was adopted in April 2010 which reduced certain benefits and increased the Plan's contribution rates. The Trustees determined using reasonable actuarial assumptions and methods that they were unable to adopt a Rehabilitation Plan that would enable the Plan to emerge from critical status by the end of the ten-year Rehabilitation Period on March 31, 2023 which began on April 1, 2013. As a result, the Trustees adopted a Rehabilitation Plan that, in their judgment, consisted of all reasonable measures to either emerge from critical status by a later date than the ten-year period mentioned above or forestall insolvency. The Trustees revised the Rehabilitation Plan effective June 27, 2016 such that in their judgment, it consisted of all reasonable measures to forestall insolvency. The Rehabilitation Plan contribution schedule has been updated effective June, 2018 to require a 10% increase in the rate of contributions with such increases not considered when calculating a pension benefit. As required under the PPA, the Trustees have been and will continue to review the Rehabilitation Plan annually. Based on implementation of the Rehabilitation Plan and reflecting the Plan's experience through March 31, 2018, I hereby certify that the Plan is making scheduled progress as of April 1, 2018 as required under IRC Section 432(b)(3)(A)(ii).

[redacted]

Kevin M. Campe
Enrolled Actuary #17-5356

June 29, 2018
Date

Attachment to 2018 Form 5500
Schedule MB, Line 4c – Documentation Regarding Progress under Rehabilitation Plan

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

<u>Summary of Assumptions/Methods</u>

Our projections are based on:

- April 1, 2017 participant data and April 1, 2017 actuarial valuation results, as described in the actuarial report for the Plan year ended March 31, 2018.

- April 1, 2018 unaudited assets and on investment performance and the summary of receipts and disbursements for the year ended March 31, 2018 provided by the Fund office.

- A change in the target asset allocation, with a transition period assumed to end in the plan year ending March 31, 2022, to: 21% U.S. equity, 14% developed market equity, 5% emerging market equity, 12% investment grade bonds, 15% private equity, 13% private credit, 17% hedge funds, and 3% real estate.

- Investment returns after March 31, 2018 are based on the Fund's target asset allocation and Horizon 10-year capital market survey assumptions for first 10 years and Horizon 20-year capital market survey assumptions thereafter. The assumed rates of return on market assets (net of investment-related administrative expenses) for every year after the plan year ended March 31, 2018 are as follows:

  - April 1, 2018 through March 30, 2019: 5.65%
  - April 1, 2019 through March 30, 2020: 6.54%
  - April 1, 2020 through March 30, 2021: 6.80%
  - April 1, 2021 through March 30, 2022: 6.91%
  - April 1, 2022 through March 30, 2023: 7.21%
  - April 1, 2023 through March 30, 2024: 7.25%
  - April 1, 2024 through March 30, 2025: 7.27%
  - April 1, 2025 through March 30, 2026: 7.29%
  - April 1, 2026 through March 30, 2027: 7.31%
  - On and after April 1, 2027: 7.51%

- No future asset gains or losses other than the gains or losses related to the asset smoothing method.

- An assumption that the active population will remain stable for each plan year after March 31, 2018.

- Input from the Fund's Board of Trustees of increases in earnings of 3.00% per year.

Attachment to 2018 Form 5500
Schedule MB, Line 4c – Documentation Regarding Progress under Rehabilitation Plan

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

Summary of Assumptions/Methods (continued)

- An update to the Rehabilitation Plan contribution schedule adopted June 2018 to require a 10% increase in the rate of contributions with such increases not considered when calculating a pension benefit with 25% of collective bargaining agreements generally expected to expire over each of the next four years and be renewed with the noted contribution increase.

- Contributions which do not generate benefits from streaming income received pursuant to the Sound Recording Labor Agreement as follows:

  - April 1, 2018 through March 30, 2019: $5,500,000
  - April 1, 2019 through March 30, 2020: $6,000,000
  - On and after April 1, 2020: increasing at 3.00% per year

- Input from the Fund's Board of Trustees that contributions which do not generate benefits will be received pursuant to an agreement with Film Musicians Secondary Markets Fund in the amount of $1,436,448 for the period from April 1, 2018 through March 30, 2019 and increasing at 3.00% per year thereafter.

- All other actuarial assumptions, methods and plan provisions being the same as those used to determine April 1, 2017 actuarial valuation results, except as follows:

  - The mortality projection scale was changed from MP-2015 to MP-2017
  - Administrative expenses are assumed to decrease by $2,527,728 for the plan year ending March 31, 2019
  - Administrative expenses are assumed to increase by 2.25% for each plan year after March 31, 2019

Attachment to 2018 Form 5500
Schedule MB, Line 6 – Summary of Plan Provisions

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

Summary of Principal Plan Provisions

Effective Date

November 16, 1959. The plan was amended and restated effective January 1, 2014.

Participation

An eligible employee becomes a participant on January 1 of the year in which the participant earns $750 in Covered Earnings by an Employer who is required to make contributions to the Fund.

Normal Retirement Age

Age 65 or if later, the date on which a Participant completes five years of participation in the Plan.

Vesting Service

Vesting Service is based on the Covered Earnings earned in each calendar year, as follow:

Covered Earnings	Years of Vesting Service
< $750	0.00
$750 - $1,499	0.25
$1,500 - $2,249	0.50
$2,250 - $2,999	0.75
>= $3,000	1.00

A Participant becomes vested upon completion of 5 years of Vesting Service or upon attainment of Normal Retirement Age.

Regular Pension Benefit

A Participant is eligible to receive a Regular Pension Benefit at Normal Retirement Age or at age 55 with 5 years Vesting Service.

Regular Pension Benefit is calculated by multiplying each $100 of vested contributions earned by a Benefit Multiplier (a specific dollar amount). The monthly benefit amount under the Life Annuity form of payment is calculated in accordance with the following tables:

Attachment to 2018 Form 5500
Schedule MB, Line 6 – Summary of Plan Provisions

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

Effective June 1, 2010 Monthly Amount per $100 of Vested Contributions					
Age	For Contributions for Covered Employment before 1/1/04	For Contributions for Covered Employment Between 1/1/04 and 3/31/07	For Contributions for Covered Employment Between 4/1/07 and 4/30/09	For Contributions for Covered Employment Between 5/1/09 and 12/31/09	For Contributions For Covered Employment on and after 1/1/10
55	$1.70	$1.28	$1.19	$0.73	$0.37
56	1.86	1.40	1.30	0.80	0.40
57	2.05	1.54	1.43	0.88	0.44
58	2.26	1.70	1.58	0.97	0.49
59	2.48	1.87	1.74	1.07	0.53
60	2.75	2.07	1.92	1.18	0.59
61	3.04	2.29	2.13	1.31	0.65
62	3.36	2.53	2.35	1.45	0.72
63	3.75	2.82	2.62	1.61	0.80
64	4.16	3.13	2.91	1.79	0.90
65	4.65	3.50	3.25	2.00	1.00

For participants who retire after Normal Retirement Age, the monthly benefit is the regular pension amount at Normal Retirement Age actuarially increased to account for delayed retirement.

Disability Pension Benefits

An active participant who has completed at least 10 years of Vesting Service, who has stopped working in Covered Employment because of a condition of Total Disability, and who has not started to receive a Regular Pension Benefit, is eligible for a Disability Pension Benefit.

The monthly Disability Pension Benefit is calculated by multiplying each $100 of contributions by the applicable age-65 Benefit Multipliers, actuarially reduced to participant's actual age as of the effective date of Disability Pension Benefit.

Pre-Retirement Death Benefits

If a vested participant who has not yet retired dies after age 55, the participant's beneficiary will receive a benefit equal to the benefit the beneficiary would have received had the participant retired on his date of death and elected to receive a 50% Joint and Survivor Annuity.

If a vested participant dies before age 55, the beneficiary's benefit is actuarially equivalent to the 50% Joint and Survivor Annuity at age 55.

Post-Retirement Death Benefits

If a vested participant dies after his or her benefit begins and the pension benefit was being paid as a Joint and Survivor Annuity, the Joint Annuitant will receive 50% of the participant's monthly benefit for his or her lifetime; if the pension benefit was being paid as Life Annuity, the remaining balance of the guaranteed benefit will be paid.

Re-Retirement Benefits

If a participant retires before his or her Normal Retirement Age, later returns to Covered Employment, and earns $50 or more of contributions in at least one calendar year between his or her initial pension Benefit Annuity Start Date and Normal Retirement Age, an additional benefit calculated based on the contributions made on the participant's behalf during that period will be paid as of the first of the month after the participant reaches Normal Retirement Age.

Redetermination Benefits

If a pensioner returns to Covered Employment and earns $50 or more of contributions in a calendar year after Normal Retirement Age, he or she will earn an additional pension benefit. This redetermination benefit is calculated each July 1st based on contributions for Covered Employment earned during the previous calendar year. The redetermination benefit is based on the age-65 Benefit Multiplier in effect at the end of the previous calendar year and is offset by the actuarial equivalent of any redetermination benefit received in the previous year that is based on contributions earned after 2003.

Normal Form of Payment

If a participant has an eligible spouse as of his or her Annuity Starting Date, the normal form of payment is Joint and Survivor Annuity. If a participant does not have an eligible spouse as of the Annuity Starting Date, the normal form of payment will be Single Life Annuity with respect to any benefit earned on and after January 1, 2004. If a portion of the participant's benefit was based on contributions earned prior to January 1, 2004, there is a guaranteed amount of 100 times that portion of the participant's benefit. The guaranteed feature is eliminated for benefit with an annuity starting date on or after June 1, 2010.

Attachment to 2018 Form 5500
Schedule MB, Line 6 – Statement of Actuarial Assumptions/Methods

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

Actuarial Assumptions

- **Investment Return**:
  - 7.50% (net of investment-related administrative expenses) for ERISA minimum funding and FASB ASC Topic 960 plan accounting.
  - 2.98% for current liability purposes.
  - March 2018 PBGC interest rates for mass withdrawal purposes of 2.39% for first 20 years and ultimate rate of 2.60% for unfunded vested benefit liability for withdrawal liability calculations.

- **Mortality:**

  Employee: RP-2014 Employee Mortality Table adjusted to reflect Mortality Improvement Scale MP-2017 from 2006 base year, and projected forward using MP-2017 on a generational basis for males and females

  Annuitant: RP-2014 Annuitant Mortality Table adjusted to reflect Mortality Improvement Scale MP-2017 from 2006 base year, and projected forward using MP-2017 on a generational basis for males and females

  Disabled: RP-2014 Disabled Annuitant Mortality Table adjusted to reflect Mortality Improvement Scale MP-2017 from 2006 base year, and projected forward using MP-2017 on a generational basis for males and females.

  Mortality Rates Used in Conjunction with Full Funding Limitation Computations

  Test I (ERISA): Based on the Plan's mortality, as defined above.

  Test II (RPA '94): RP-2014 mortality table (male and female rates) with projection for mortality improvement, updated annually, as mandated by the IRS.

- **Termination Rates:**

  Termination rates have been separated into two groups.

  Sample rates are shown below for participants who earned less than $10,000 in the plan year prior to the valuation date:

	Years of Service			
Attained Age	0-2* (Select)	2-3 (Select)	3-4 (Select)	4 or More (Ultimate)
20	35.0%	30.0%	20.0%	20.0%
25	35.0	30.0	20.0	20.0
30	40.0	35.0	25.0	20.0
35	45.0	40.0	30.0	20.0
40	45.0	40.0	30.0	20.0
45	45.0	40.0	30.0	20.0
50	45.0	35.0	30.0	20.0

55	45.0	35.0	30.0	20.0
60	45.0	35.0	30.0	20.0
64	45.0	35.0	30.0	20.0
65	0.0	0.0	0.0	0.0

* Participants with less than one year of service are not included for valuation purposes. Therefore, this select period with respect to the present value of benefits only impacts participants who have accrued between 1 and 2 years of vesting service as of the valuation date. Nonetheless, this select period has an impact on the Normal Cost (which spreads liability from entry age to retirement age) for all participants.

Sample rates are shown below for participants who earned $10,000 or more in the plan year prior to the valuation date:

Attained Age	Termination Rate
20	6.0%
25	6.0%
30	6.0%
35	4.0%
40	4.0%
45	4.0%
50	3.0%
55	3.0%
60	3.0%
64	3.0%
65	0.0%

- **Retirement Rates:**

  Retirement rates used are shown below:

Attained Age	Retirement Rate
55-61	1.0%
62-63	2.0
64	15.0
65	50.0
66-69	20.0
70 and Over	100.0

The weighted average retirement age is 65.6.

- **Disability Rates:**

  None.

- **Pre-Retirement Death Benefits:**

  80% of the participants are assumed to have beneficiaries. Male participants are assumed to be three years older than female beneficiaries and female participants are assumed to be three years younger than male beneficiaries.

- **Administrative Expenses:**

  The average of the prior two years' administrative expenses, increased by 2.25%. For FASB ASC Topic 960 plan accounting, the present value of the administrative expenses was calculated by projecting the payment of expected administrative expenses for the duration of the Plan's liabilities. The duration of the Plan's liabilities was calculated to be 12 years at April 1, 2018 and 13 years at April 1, 2017. Projected administrative expenses were increased 2.25% per annum after the valuation year, then discounted using the Plan's investment return assumption of 7.5% as of April 1, 2018 and April 1, 2017.

- **Future Benefits Accruals:**

  Future years' contributions for each active employee are assumed to increase by 2.25% per year from those contributions reported for the prior pension credit year.

- **Post Retirement Benefit Accruals:**

  Sample contribution amounts used are shown below:

Attained Age	Annual Contribution Amount
65-75	$600
76-80	480
81-85	360
86-90	240
91-95	120

- **Benefit Limitations:**

  The Section 415 limit of $195,000* is applied on an aggregate basis but the participant's total benefit at December 31, 2007 is applied on an employer-by-employer basis using a Section 415 limit of $180,000.

  The Section 401(a)(17) limit of $245,000* is applied on an employer-by-employer basis. For valuation purposes, the Section 401(a)(17) limit is assumed to not apply for future accruals.

* The limits do not change based on automatic cost-of-living adjustments. Rather, the limits will remain at the noted levels above until the Trustees amend the plan.

- **Assumed Age of Commencement of Deferred Benefits:**

  Age 65.

- **Unreported Data:**

  Active participants with unreported data (gender, date of birth) are assumed to have characteristics of the average group. If not easily determined, participants with unknown sex are assumed to be male.

- **Rationale for Significant Assumptions**

  Investment Return for ERISA minimum funding and FASB ASC Topic 960 plan accounting: Selected based on the Plan's target asset allocation as of the valuation date, capital market assumptions from several sources, including published studies summarizing the expectations of various investment experts. This information was used to develop forward-looking long-term expected returns, producing a range of reasonable expectations according to industry experts. Based on the resulting range of potential assumptions, in our professional judgement the selected investment return assumption is reasonable for this purpose and is not expected to have any significant bias.

  Investment Return for withdrawal liability: Rates of return used by the PBGC to value annuities under a mass withdrawal. Withdrawal liability is used to allocate a portion of Unfunded Vested Benefits to employers who withdraw from the fund. A withdrawal is viewed as a settlement similar to an annuity purchase where the transfer of investment risk for a portion of a plan's liabilities is assumed by an insurance company. Use of the PBGC rates reflects the fact that a withdrawn employer transfers investment risk to the remaining employers. As such it is reasonable to use PBGC interest rates that are used to measure plan termination liabilities and which are considered comparable to rates used by insurance companies for annuities to measure the financial obligation of the withdrawing employer. In our professional judgement, the selected investment return assumption for withdrawal liability is reasonable for this purpose and is not expected to have any significant bias.

  Mortality: Based on recent pension mortality research conducted by the Society of Actuaries as of the April 1, 2018 valuation date.

  Retirement Rates: Based on analysis of retirements experienced by the Plan from April 2011 through April 2016.

Actuarial Cost Methods

- **Liability Valuation Method:**

  The Entry Age Normal actuarial cost method where Normal Cost is determined based on projected benefits for current active participants using each individual participant's actual entry age. Entry age is the age at date of employment or if date is unknown, attained age minus pension credits. Normal Cost and Actuarial Accrued Liability are calculated on an individual basis and are allocated by service. Projected benefits are based on benefits as if the current benefit accrual rate had always been in effect.

- **Asset Valuation Method:**

  The market value of assets is adjusted by smoothing the differences between the expected market value of assets and the actual market value of assets from the past five years. In accordance with the special asset valuation rule under funding relief, the amount of the difference in expected market value of assets and the actual market value of assets for the plan year ending March 31, 2009 is amortized over a 10-year period. The expected value of assets for each year is the market value of assets at the valuation date for the prior year brought forward with interest at the valuation rate to the current year plus contributions minus benefit payments and administrative expenses, all adjusted with interest at the valuation rate from the prior year to the valuation date for the current year. The actuarial value of assets is the resulting amount except if the resulting amount is greater than 120% of the market value, actuarial value of assets is set equal to 120% of market value of assets and if the resulting amount is less than 80% of the market value, actuarial value of assets is set equal to 80% of market value of assets.

For purposes of determining the unfunded vested benefit liability for withdrawal liability calculations, the asset valuation method is market value.

- **Special amortization rule:**

The Plan's investment loss for the Plan year ended March 31, 2009 is treated separately from other investment gains/losses, to be amortized in equal installments over the period beginning from April 1, 2009 through March 31, 2039.

The portion of the net experience loss is based on the prospective method as described in Notice 2010-83. The schedule of amortization bases is as follows:

Year	Amount (Gain)/Loss	Years in Amortization Base*	Years in Offset Base*
4/1/09	$ 545,478,705	29	15
4/1/10	(124,097,819)	28	15
4/1/11	153,283,704	27	15
4/1/12	21,184,391	26	15
4/1/13	63,061,837	25	15
4/1/14	45,271,288	24	15
	$ 704,182,106*		

* The total loss of $704,182,106 equals the investment loss for the year ended March 31, 2009.

Attachment to 2018 Form 5500
Schedule MB, Lines 8b(1) – Schedule of Projection of Expected Benefit Payments

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

Plan Year	Expected Annual Benefit Payment
Current Plan Year	187,028,167
Current Plan Year +1	194,494,053
Current Plan Year +2	203,336,829
Current Plan Year +3	213,171,766
Current Plan Year +4	222,604,522
Current Plan Year +5	232,361,517
Current Plan Year +6	241,863,042
Current Plan Year +7	250,456,523
Current Plan Year +8	257,618,589
Current Plan Year +9	262,854,114

Attachment to 2018 Form 5500
Schedule MB, Lines 8b(2) – Schedule of Active Participant Data

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

Age/Service Distribution of Active Participants as of December 31, 2017											
	Years of Credited Service										
Age	0	1–4	5–9	10–14	15–19	20–24	25–29	30–34	35–39	40+	Total
0–24	-	343	3	-	-	-	-	-	-	-	346
25–29	-	1,437	197	1	-	-	-	-	-	-	1,635
30–34	-	1,525	862	158	6	-	-	-	-	-	2,551
35–39	-	1,014	845	695	175	5	-	-	-	-	2,734
40–44	-	518	475	580	660	123	5	-	-	-	2,361
45–49	-	361	301	344	574	642	100	1	-	-	2,323
50–54	-	229	212	277	417	592	444	96	3	-	2,270
55–59	-	179	206	261	402	484	592	517	140	8	2,789
60–64	-	140	152	202	359	423	443	441	468	122	2,750
65–69	-	57	67	66	133	115	96	72	82	44	732
70+	-	29	12	7	24	7	7	12	5	8	111
Total	-	5,832	3,332	2,591	2,750	2,391	1,687	1,139	698	182	20,602

Attachment to 2018 Form 5500
Schedule MB, Lines 9c and 9h – Schedule of Funding Standard Account Bases

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

The amortization charges and credits for the Funding Standard Account for the plan year beginning April 1, 2018 are determined below.

1. Charges as of April 1, 2018

	Date Established	Description	Amortization Amount	Years Remaining	Outstanding Balance
a.	April 1, 1979	Plan Amendment (1)	$745,535	1	$745,535
b.	April 1, 1981	Plan Amendment (2)	1,579,974	3	4,416,921
c.	April 1, 1989	Plan Amendment (3)	6,223,488	1	6,223,488
d.	April 1, 1990	Plan Amendment (4)	859,142	2	1,658,343
e.	April 1, 1991	Plan Amendment (5)	2,094,898	3	5,856,424
f.	April 1, 1992	Plan Amendment (6)	3,081,955	4	11,096,660
g.	April 1, 1993	Assumption Change (7)	796,624	5	3,464,776
h.	April 1, 1994	Plan Amendment (8)	1,099,963	6	5,550,288
i.	April 1, 1996	Plan Amendment (9)	2,254,258	8	14,194,166
j.	April 1, 1997	Assumption Change (10)	365,537	9	2,506,600
k.	April 1, 1998	Assumption Change (11)	254,337	10	1,876,723
l.	April 1, 1998	Plan Amendment (12)	4,197,714	10	30,974,457
m.	April 1, 1999	Assumption Change (13)	428,210	11	3,367,475
n.	April 1, 2000	Assumption Change (14)	2,223,572	12	18,489,948
o.	April 1, 2000	Plan Amendment (15)	6,890,854	12	57,300,372
p.	April 1, 2002	Assumption Change (17)	3,748,294	14	34,206,332
q.	April 1, 2002	Plan Amendment (16)	2,458,330	14	22,434,323
r.	April 1, 2004	Actuarial Loss	7,860,311	1	7,860,311
s.	April 1, 2005	Actuarial Loss	4,736,859	2	9,143,239
t.	April 1, 2006	Actuarial Loss	2,504,148	3	7,000,510
u.	April 1, 2006	Assumption Change (18)	2,966,524	18	30,952,592
v.	April 1, 2007	Actuarial Loss	1,205,175	4	4,339,263
w.	April 1, 2008	Actuarial Loss	13,648,181	5	59,360,392
x.	April 1, 2009	Actuarial Loss	66,543,199	6	335,769,321
y.	April 1, 2009	Funding Relief (20)	43,383,626	20	475,444,547
z.	April 1, 2009	Plan Amendment (19)	453,892	6	2,290,285
aa.	April 1, 2010	Funding Relief (20)	13,077,860	7	74,463,328
bb.	April 1, 2011	Actuarial Loss	7,533,814	8	47,437,426
cc.	April 1, 2011	Assumption Change (21)	703,018	8	4,426,622
dd.	April 1, 2011	Fund Relief (20)	12,462,612	20	136,578,740
ee.	April 1, 2012	Actuarial Loss	10,802,405	9	74,075,367

Attachment to 2018 Form 5500
Schedule MB, Lines 9c and 9h – Schedule of Funding Standard Account Bases

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

	Date Established	Description	Amortization Amount	Years Remaining	Outstanding Balance
ff.	April 1, 2012	Funding Relief (20)	1,744,010	20	19,112,737
gg.	April 1, 2013	Actuarial Loss	5,334,075	10	39,359,537
hh.	April 1, 2013	Funding Relief (20)	5,262,623	20	57,673,498
ii.	April 1, 2014	Actuarial Loss	4,638,766	11	36,479,631
jj.	April 1, 2014	Funding Relief (20)	3,834,376	20	42,021,229
kk.	April 1, 2015	Actuarial Loss	12,913,428	12	107,380,635
ll.	April 1, 2016	Actuarial Loss	17,589,986	13	153,653,422
mm.	April 1, 2016	Assumption Change (22)	29,559,470	13	258,210,194
nn.	April 1, 2017	Actuarial Loss	13,976,937	14	127,551,290
oo.	April 1, 2018	Actuarial Loss	10,725,323	15	101,774,240
pp.	Total		332,763,303		2,436,721,187

2. Credits as of April 1, 2018

	Date Established	Description	Amortization Amount	Years Remaining	Outstanding Balance
a.	April 1, 2007	Plan Amendment (1)	$2,603,583	19	$27,873,985
b.	April 1, 2008	Plan Amendment (2)	2,405,442	5	10,462,054
c.	April 1, 2009	Asset Method Change (4)	10,562,549	21	118,242,369
d.	April 1, 2009	Funding Relief (5)	57,484,442	6	290,059,876
e.	May 1, 2009	Plan Amendment (3)	16,390,158	6.08	83,617,494
f.	April 1, 2010	Actuarial Gain	25,778,645	7	146,779,643
g.	April 1, 2010	Funding Relief (5)	9,974,601	20	109,312,437
h.	April 1, 2010	Plan Amendment (6)	22,632,740	7	128,867,348
i.	April 1, 2011	Funding Relief (5)	16,153,570	8	101,712,590
j.	April 1, 2012	Funding Relief (5)	2,232,485	9	15,308,825
k.	April 1, 2013	Funding Relief (5)	6,645,675	10	49,037,687
l.	April 1, 2014	Funding Relief (5)	4,770,845	11	37,518,315
m.	April 1, 2018	Assumption Change (7)	6,163,910	15	58,490,292
n.	Total		183,798,645		1,177,282,915

3.	Net outstanding balance [(1pp) - (2n)]	1,259,438,272
4.	Credit Balance / (Funding Deficiency) as of April 1, 2018	(26,914,475)
5.	Waived funding deficiency	0
6.	Balance test result [(3) - (4) - (5)]	1,286,352,747
7.	Unfunded Actuarial Accrued Liability as of April 1, 2018, minimum $0	1,286,352,747

Attachment to 2018 Form 5500
Schedule MB, Lines 9c and 9h – Schedule of Funding Standard Account Bases

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

Attachment to 2018 Form 5500
Schedule MB, Line 11 – Justification for Change in Actuarial Assumptions

American Federation of Musicians & Employers' Pension Fund and Subsidiary
EIN/PN: 51-6120204/001

There were no changes made in the actuarial assumptions, methods or plan provisions for the current plan year, except as follows:

- The mortality projection scale was changed from MP-2015 to MP-2017 to reflect recent plan experience.

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	**Retirement Plan Information** 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.**	OMB No. 1210-0110 **2018** **This Form is Open to Public Inspection.**

For calendar plan year 2018 or fiscal plan year beginning 04/01/2018 and ending 03/31/2019

A Name of plan
American Federation of Musicians and Employers' Pension Fund and Subsidiary

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
Board of Trustees of the American Federation of Musicians and Employe

D Employer Identification Number (EIN)
51-6120204

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** 0

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): 25-1926855 ____________

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** 186

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

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): ____

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): AFMEPF1357

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:		
a The current year	**14a**	551
b The plan year immediately preceding the current plan year	**14b**	366
c The second preceding plan year	**14c**	391
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**	1.51
b The corresponding number for the second preceding plan year	**15b**	1.41
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**	226
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**	15,761,287

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 % Investment-Grade Debt: 15 % High-Yield Debt: 2 % Real Estate: 0 % Other: 38 %

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):

American Federation of Musicians and Employers' Pension Fund

2018 Schedule R (Form 5500) Attachment

Part V

Additional Employer Information for Multiemployer Defined Benefit Pension Plan

Schedule R, Summary of Rehabilitation Plan/Update of Rehabilitation Plan

Plan Name: American Federation of Musicians and Employers' Pension Fund

Plan Sponsor: Board of Trustees of Above Named Plan

EIN/PN: 51-6120204/001

The Board of Trustees of the Fund (the "Board") adopted a Rehabilitation Plan on April 15, 2010. The main elements of the Rehabilitation Plan, which consists of a single schedule that sets forth benefit modifications and employer contribution requirements, are summarized as follows:

- In addition to the reduction in the Plan's "Benefit Multiplier" that was effective January 1, 2010, the following benefits and benefit alternatives were eliminated (generally effective June 1, 2010):
  - Early retirement subsidies;
  - Benefit guarantees for the single life annuity;
  - "Pop-up" and benefit guarantee features of the 50% joint and survivor annuity;
  - Post-normal retirement age subsidies;
  - Certain forms of benefit for merged plans; and
  - The lump-sum form of benefit offered by the Plan (not including lump sums with an actuarial present value of $5,000 or less.)

- The Rehabilitation Plan requires contributing employers to increase the amount of contributions made to the Plan. Generally, effective for contributions earned on or after June 1, 2010 but before April 1, 2011, the required contribution rate was 104% of the contribution rate otherwise in effect under the collective bargaining agreement or expired collective bargaining agreement. Effective for contributions earned on or after April 1, 2011, the required contribution rate is 109% (excluding the 4% increase, which is not cumulative). There are special rules for employer contributions calculated as set forth in the arbitration award of Burton Turkus and single engagement agreements. The Rehabilitation Plan had a special rule for collective bargaining agreements with terms of more than four years. An update to the Rehabilitation Plan on May 18, 2011 changed that to five years.

- The Rehabilitation Plan provided that the Board will apply to the IRS for an automatic five-year extension of amortization, effective April 1, 2010, pursuant to Section 431(d) of the Code and Section 304(d) of ERISA. However, an update to the Rehabilitation Plan on May 18, 2011 eliminated that provision.

The 10-year rehabilitation period begins on April 1, 2013 and ends on March 31, 2023. After extensive deliberations and an in-depth review of a variety of possible alternatives, the Board concluded that, based on reasonable actuarial assumptions and upon exhaustion of all reasonable measures, the Plan could not reasonably be expected to emerge from critical status by the end of the rehabilitation period, and that the Rehabilitation Plan consisted of reasonable measures adopted by the Board which, based on reasonable actuarial assumptions, could be expected to enable the Plan to emerge from critical status. In the absence of the benefit changes or the increases in employer contribution rates described in this Rehabilitation Plan, the Plan would not have been projected to emerge from critical status at any point during the 40-year projection period used by the Plan's actuaries. When the Rehabilitation Plan was adopted by the Board, the Plan was estimated to emerge from critical status no later than March 31, 2047 and also was not projected to become insolvent at any point during the projection period.

The Board devoted a considerable amount of time and attention to considering the advantages and disadvantages of the alternatives that would enable the Plan to emerge from critical status by the end of the 10-year rehabilitation period. Specifically, the Board considered:

- An alternative schedule reducing the Benefit Multiplier below $1.00.
- A 58% contribution rate increase (or 91%, if the increase generated a benefit accrual) that would have been required if the benefit changes described above were adopted.
- A contribution rate increase of 76.75% (120.5% if benefit accrual generating) if the benefit changes were not adopted.

After considering each of these alternatives, the Board concluded that each would be unreasonable and would involve considerable risk to the long-term health (and even viability) of the Plan.

Until such time as the Pension Protection Act defines more clearly the annual standards for meeting the requirements of a rehabilitation plan that is not expected to emerge from critical status at the end of the 10-year rehabilitation period, the annual standard for satisfying the requirements of the Rehabilitation Plan will be a determination that, based on the updated actuarial projections each year using reasonable actuarial assumptions, the Rehabilitation Plan (as updated and amended from time to time), will enable the Plan to emerge from critical status or forestall possible insolvency.

The Rehabilitation Plan was updated on February 12, 2015 to include the following regarding application of Rehabilitation Plan to future agreements.

If a collective bargaining agreement providing for contributions to the Plan in accordance with the Rehabilitation Plan schedule expires while the Plan is still in critical status and the bargaining parties to the agreement fail to adopt a contribution schedule with terms consistent with the updated Rehabilitation Plan and its contribution schedules, then the contribution schedule under the expired collective bargaining agreement (as updated and in effect on the date the collective bargaining agreement expires) is implemented 180 days after the date on which the collective bargaining agreement expires.

The Rehabilitation Plan originally employed reasonable measures to enable the Plan to emerge from critical status at a later date than the 10-year rehabilitation period. As the Plan is currently not projected to emerge from critical status, the Rehabilitation Plan was restated on June 27, 2016, to employ reasonable measures to enable the Plan to forestall insolvency.

The Rehabilitation Plan was further updated in June 2018 to require an additional 10% increase in the rate of contributions in collective bargaining agreements, or extensions thereof, that expire or, under the update, are deemed to have expired, on or after August 1, 2018. The additional 10% in the rate of contributions will not be used to calculate any participant's benefits under the Plan, but will be used solely to improve the financial health of the Plan.

AMERICAN FEDERATION OF MUSICIANS AND EMPLOYERS' PENSION FUND AND SUBSIDIARIES
Consolidated Financial Statements
March 31, 2019 and 2018
With Independent Auditor's Report

withum
ADVISORY TAX AUDIT

American Federation of Musicians and Employers' Pension Fund and Subsidiaries
Table of Contents
March 31, 2019 and 2018

INDEPENDENT AUDITOR'S REPORT

To the Trustees and Participants,
American Federation of Musicians and
Employers' Pension Fund and Subsidiaries:

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of the American Federation of Musicians and Employers' Pension Fund and Subsidiaries (the "Plan"), which comprise the consolidated statements of net assets available for benefits as of March 31, 2019 and 2018, the related consolidated statements of changes in net assets available for benefits for the years then ended, the consolidated statement of accumulated plan benefits as of March 31, 2018, the related consolidated statement of changes in accumulated plan benefits for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

The Plan's management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements 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 the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

WithumSmith+Brown, PC 4600 East West Highway, Suite 900, Bethesda, Maryland 20814-3423 T (301) 272 6000 F (301) 272 6100 withum.com

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, information regarding the American Federation of Musicians and Employers' Pension Fund and Subsidiaries' net assets available for benefits as of March 31, 2019, and changes therein for the year then ended, and its financial status as of March 31, 2018, and changes therein for the year then ended, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter – Critical and Declining Status

As discussed in Note 1 to the consolidated financial statements, for the year beginning April 1, 2019, the Plan's actuaries have certified that the Plan is in "critical and declining" status as defined in the Pension Protection Act of 2006. Our opinion is not modified with respect to this matter.

WithumSmith+Brown, PC

January 15, 2020

American Federation of Musicians and Employers' Pension Fund and Subsidiaries
Consolidated Statements of Net Assets Available for Benefits
March 31, 2019 and 2018

	2019	2018
Assets		
Investments - at fair value	$ 1,851,212,520	$ 1,788,806,085
Receivables		
Due from broker for securities sold	56,720,685	75,112,911
Employer contributions	8,503,185	7,357,927
Employers withdrawal liability -net	903,373	6,642,302
Accrued interest and dividends	768,900	364,526
Other	1,424,991	1,851,520
Total receivables	68,321,134	91,329,186
Cash and cash equivalents	3,493,008	21,209,804
Fixed assets - net	374,068	557,514
Other assets	2,240,320	1,002,284
Total assets	1,925,641,050	1,902,904,873
Liabilities		
Accrued expenses and other liabilities	5,346,892	6,083,446
Due to broker for securities purchased	116,810,039	22,214,261
Total liabilities	122,156,931	28,297,707
Net assets available for benefits	$ 1,803,484,119	$ 1,874,607,166

See Independent Auditor's Report.
The Notes to the Consolidated Financial Statements are an integral part of these statements. AFMEPF1366

American Federation of Musicians and Employers' Pension Fund and Subsidiaries
Consolidated Statements of Changes in Net Assets Available for Benefits
Years Ended March 31, 2019 and 2018

	2019	2018
Additions		
Investment income		
Net appreciation in fair value	$ 61,739,247	$ 157,095,106
Interest and dividends	13,188,706	35,688,488
Security lending income, net	-	50,406
Total investment income	74,927,953	192,834,000
Investment expenses	(15,272,258)	(11,773,362)
Net investment income	59,655,695	181,060,638
Employer contributions	72,805,923	68,204,354
Withdrawal liability assessments	381,678	16,641,735
Withdrawal liability assessment adjustments	(2,669,808)	(10,607,241)
Other income	8,063	14,321
Total additions	130,181,551	255,313,807
Deductions		
Benefit payments	185,211,329	170,615,565
Administrative expenses	16,093,269	16,345,450
Total deductions	201,304,598	186,961,015
Net (decrease) increase	(71,123,047)	68,352,792
Net assets available for benefits		
Beginning of the year	1,874,607,166	1,806,254,374
End of the year	$ 1,803,484,119	$ 1,874,607,166

See Independent Auditor's Report.
The Notes to the Consolidated Financial Statements are an integral part of these statements. AFMEPF1367

American Federation of Musicians and Employers' Pension Fund and Subsidiaries
Consolidated Statement of Accumulated Plan Benefits
March 31, 2018

Vested benefits	
Active participants	$ 1,057,356,127
Age retirees	1,498,180,559
Terminated vested participants	386,470,981
Beneficiaries	103,832,660
Disabled participants	27,933,247
Total vested benefits	3,073,773,574
Nonvested benefits	55,676,946
Total actuarial present value of accumulated plan benefits	$ 3,129,450,520

See Independent Auditor's Report.
The Notes to the Consolidated Financial Statements are an integral part of this statement.

AFMEPF1368

American Federation of Musicians and Employers' Pension Fund and Subsidiaries
Consolidated Statement of Changes in Accumulated Plan Benefits
Year Ended March 31, 2018

Actuarial present value of accumulated plan benefits at the beginning of the year	$ 3,100,946,139
Increase (decrease) during the year attributable to	
Discount Period	226,288,542
Benefits accumulated plus actuarial gain	26,158,957
Changes in actuarial assumptions	(53,327,553)
Benefit payments	(170,615,565)
Net increase	28,504,381
Actuarial present value of accumulated plan benefits at the end of the year	$ 3,129,450,520

See Independent Auditor's Report.
The Notes to the Consolidated Financial Statements are an integral part of this statement.

AFMEPF1369

1. PLAN DESCRIPTION AND FUNDING

The American Federation of Musicians and Employers' Pension Fund and Subsidiaries (the "Plan") is a multi-employer, noncontributory defined benefit pension plan primarily covering individuals covered under collective bargaining agreements of the American Federation of Musicians of the United States and Canada, AFL-CIO or one of its affiliated local unions (collectively, the "Union"). The Plan is operated by a Board of Trustees with equal representation from the Union and the employers. The Trustees serve without compensation from the Plan.

General

The following brief description of the Plan is provided for general information purposes only. Participants should refer to the Plan document for more complete information.

The Plan is funded by employer contributions and investment returns. Employer contributions are based on a participant's covered earnings pursuant to the terms of the respective collective bargaining agreements between the employer and the Union, or other approved agreements, at various fixed contribution percentage rates.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), and has complied with the applicable minimum funding requirements.

Eligibility

An individual is eligible to become a participant of the Plan if both of the following conditions are met:

- The individual is employed as a musician, by the Fund, the Union, or other Employer acceptable to the Board of Trustees, and
- The individual's employer has entered into a collective bargaining agreement, participation agreement or similar agreement acceptable to the Board of Trustees requiring the employer to contribute to the Plan on the employee's behalf.

In order to become a participant, an eligible individual must earn at least $750 of covered earnings during a calendar year (also known as one quarter-year of vesting service).

Pension Benefits

A participant earns the non-forfeitable right to receive a Regular Pension Benefit (the participant is vested) when either of the following thresholds are met:

- completion of 5 years of vesting service, including at least one quarter-year of vesting service after 1986, or completion of 10 years of vesting service, with no vesting service after 1986.
- reaching age 65 while an active participant or reaching age 55, are vested, and retire from all Covered Employment.

Normal Retirement Age is 65, or, if later, the date on which the participant completes five years of participation (not including any years of participation before a permanent break in service) on or after April 1, 1988.

Participants with fewer than 3 years of vesting service on January 1, 2004 will need $750 of covered earnings during a calendar year to receive a one quarter-year of vesting service, or $3,000 during a calendar year to receive a full year of vesting service. Also, each participant with three or more years of vesting service on January 1, 2004 will continue to earn vesting service under the rules in effect before January 1, 2004 unless the participant has a permanent break-in-service after 2003. Prior to January 1, 2004, participants received one quarter-year of vesting service for each $375 of covered earnings during a calendar year, up to a maximum of one year of vesting service per calendar year for covered earnings of $1,500 or more.

The Plan also provides for certain periods of non-covered employment and military service to be counted in determining years of vesting service. For employment before 1977, vesting service was determined according to a different schedule.

The Regular Pension Benefit, generally paid as either a single life or a joint-and-survivor annuity, consists of monthly payments based on the total contributions earned by a participant through the participant's pension effective date. The Regular Pension Benefit is calculated by multiplying each $100 of contributions (rounded to the nearest $100) by the applicable benefit multiplier, which is determined by the participant's age at his/her pension effective date and the period when the contributions were earned.

Participants who currently are receiving a pension and return to work continue to receive their pension. In addition, they continue to earn additional benefits that are calculated differently depending on age. Additional benefits earned by working pensioners before normal retirement age are the greater of (1) the difference between (i) the monthly early retirement benefit being paid and (ii) the total benefit calculated as if the early retirement benefit had not begun, minus the actuarial value of benefits received expressed as a monthly benefit, and (2) the sum of all of the annual benefits payable with respect to contributions earned through May 31, 2010 under specified rules that were in effect before 1996. Additional benefits earned by working pensioners after age 65 will be reduced by the actuarial equivalent, as defined, of the benefits paid during the previous calendar year, so long as those benefits were both earned and paid after 2003.

Disability Benefits
A participant with ten years of vesting service who has not started to receive a regular pension benefit and becomes permanently and totally disabled is entitled to a disability pension benefit. The monthly disability benefit is calculated by multiplying each $100 of contributions by the applicable age 65 benefit multipliers and is actuarially reduced to reflect early commencement. Effective June 1, 2018, to be eligible for a disability pension benefit, a participant must also not be eligible, on his or her effective date, for a regular pension benefit and have earned at least one year of vesting service in the three calendar year period immediately preceding the pension effective date.

Death Benefits
The Plan provides for the payment of certain benefits to a participant's designated beneficiary upon the death of the participant. The calculation and form of death benefits are determined by the participant's status at the time of death.

Pension Protection Act Filing of Critical and Declining Status
The actuary certified that for the Plan year beginning April 1, 2019, the Plan transitioned from "critical" status under the Pension Protection Act of 2006 ("PPA") to "critical and declining" status. The significance of entering critical status is that the Plan's Board of Trustees is required by law to adopt a Rehabilitation Plan, consistent with the requirements of the PPA, designed to improve the Plan's financial health and to allow it to emerge from critical status. On April 15, 2010, the Board adopted a Rehabilitation Plan consistent with this requirement. The Rehabilitation Plan has been amended since the adoption.

The Rehabilitation Plan originally employed reasonable measures to enable the Plan to emerge from critical status at a later date than the 10-year rehabilitation period. As the Plan is currently not projected to emerge from critical status (either during the 10-year rehabilitation period that began April 1, 2013 or otherwise), the Rehabilitation Plan was updated in 2016 to employ reasonable measures to forestall insolvency and it does not have a definite term. The Rehabilitation Plan was further updated in June 2018 to require an additional 10% increase in the rate of contributions in collective bargaining agreements, or extensions thereof, that expire on or after August 1, 2018 and after the bargaining parties received notice of the update. The additional 10% in the rate of contributions will not be used to calculate any participant's benefits under the Plan, but will be used solely to improve the financial health of the Plan.

The following benefits and benefit alternatives available under the Plan were eliminated under the Rehabilitation Plan, effective June 1, 2010: (i) early retirement subsidies; (ii) benefit guarantees for the single life annuity; (iii) "pop-up" and benefit guarantee features of the 50% joint and survivor annuity; (iv) post-normal retirement age subsidies; (v) certain forms of benefit for merged plans; and (vi) the lump-sum form of benefit offered by the Plan (not including lump sums with an actuarial present value of $5,000 or less).

The Rehabilitation Plan also required additional employer contributions to the Plan. Effective for contributions earned on or after June 1, 2010 but before April 1, 2011, the contribution rate was 104% of the contribution rate otherwise in effect under the collective bargaining agreement or expired collective bargaining agreement. Effective for contributions earned on or after April 1, 2011, the contribution rate is 109% of the contribution rate otherwise in effect under the collective bargaining agreement or expired collective bargaining agreement (excluding the 4% increase, which is not cumulative). Consistent with the PPA, if the collective bargaining agreements were not amended to include the new contribution rates under the Rehabilitation Plan, mandatory surcharges on employer contributions were established as follows: (i) effective for contributions earned on or after June 1, 2010 and before April 1, 2011, the surcharge was 5% of the employer's contributions to the Plan; and (ii) effective for contributions earned on or after April 1, 2011, the surcharge is 10% of the employer's contributions to the Plan. Surcharges do not generate benefit accruals and are included in employer contributions on the consolidated statements of changes in net assets available for benefits.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation
The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Principles of Consolidation
The consolidated financial statements include the accounts of the Plan and the Plan's wholly owned subsidiary, AFM 14 PENN LLC ("Penn"). Penn was organized on November 28, 2012, for the purpose of entering into a new lease for office space for the Plan.

Use of Estimates

The preparation of consolidated 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; disclosure of contingent assets and liabilities; and the actuarial present value of accumulated plan benefits at the date of the financial statements, and changes therein. Actual results could differ from those estimates.

Cash Equivalents

Highly liquid investments with a maturity of three months or less, when acquired, are considered cash equivalents. Cash equivalents include money market funds and are valued at cost, which approximates fair value.

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. Investment policies, guidelines and procedures have been established by the Trustees of the Plan and may be modified or amended only at the direction of the Trustees. In establishing and determining the reasonableness of investment valuations, management enlists the assistance of an investment consultant, who reviews and monitors the performance of investments to ensure adherence to those policies, guidelines and procedures. See the note on fair value measurements.

Realized and unrealized gains and losses on the value of investments are recognized in net appreciation in fair value of investments on the consolidated statements of changes in net assets available for benefits. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Purchases and sales are recorded on a trade-date basis.

Employer Contributions Receivable

For the fiscal years ended March 31, 2019 and 2018, the Plan reported as employer contributions receivable any contributions due to the Plan as of the fiscal year-end date which related to engagements performed on or before March 31 of the respective years. No provision for uncollectible accounts has been reported, as management believes all receivables to be collectible.

The Plan, in its normal course of business, performs audits of the records of contributing employers to monitor the contributing employers' compliance with their obligation to make contributions. It is the Plan's policy that any additional employer contributions that are due to the Plan based on the aforementioned engagements are recorded as income in the period in which such amounts are received.

Employers' Withdrawal Liability

Each contributing employer is required to pay the Plan all amounts due as withdrawal liability resulting from a partial or complete withdrawal from the Plan, in accordance with Article XIII of the Agreement and Declaration of Trust of the Plan and ERISA.

Withdrawal liability represents a withdrawing employer's share of the unfunded vested benefit liability ("UVB") of the Plan. The UVB arises when the actuarial present value of a Plan's vested accrued benefits exceeds the fair value of the Plan's net assets available for benefits. A portion of the Plan's actuarially determined UVB is allocated to a withdrawing employer. For a complete withdrawal, the Plan determines the amount of withdrawal liability using the "one-pool" method, set forth in ERISA.

During the years ended March 31, 2019 and 2018, management of the Plan adjusted previous years' withdrawal liability estimates. The adjustments are reflected on the consolidated statements of changes in net assets available for benefits as withdrawal liability assessment adjustments. As of March 31, 2019 and 2018, the Plan recognized receivables from withdrawing employers in the amount of $9,377,913 and $24,855,288, respectively. The allowance for doubtful accounts, totaling $8,474,540 and $18,212,986 as of March 31, 2019 and 2018, respectively, was estimated based on an analysis by management and recognized as a reduction of the receivables.

Fixed Assets and Depreciation and Amortization
Fixed assets are capitalized at cost. Costs of major additions, replacements and improvements are capitalized. Maintenance and repairs which do not improve or extend the useful lives of the respective assets are charged to expense as incurred. Depreciation and amortization is computed using the straight-line method over the estimated useful lives of the assets as follows:

Computer software	3-10 years
Computer equipment	5 years
Office furniture and equipment	10 years
Leasehold improvements	Lesser of the estimated life or the remaining term of lease

Recognition of Benefits
Benefits are recorded when paid.

Accounting Pronouncement Not Yet Adopted
Lease Transactions
In February 2016, the Financial Accounting Standards Board issued Accounting Standards Update No. 2016-02, Leases (*Topic 842*), which supersedes existing lease accounting standards. Together with subsequent amendments, this created Accounting Standards Codification Topic 842 ("ASC 842"). ASC 842 requires that a lessee recognize a right-of-use asset and a corresponding liability for its obligation under virtually all operating leases, as well as expands disclosure requirements. ASC 842 is effective for annual reporting periods beginning after December 15, 2020. Early adoption is permitted. Management has not elected early adoption and is currently assessing the impact of this pronouncement on prospective financial statements

Subsequent Events
In preparing these consolidated financial statements, management of the Plan has evaluated events and transactions that occurred after March 31, 2019 for potential recognition or disclosure in the consolidated financial statements. These events and transactions were evaluated through January 15, 2020 the date that the consolidated financial statements were available to be issued, and no items have come to the attention of management that require recognition or disclosure, except as discussed in Note 14.

3. 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 that 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 based on a basic monthly amount for each $100 of contributions made to the Plan on a participant's behalf.

The actuarial present value of accumulated plan benefits is determined by the Plan's consulting actuary, Milliman, Inc., and 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 the expected date of payment.

The 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 the benefit obligations. The computation of the actuarial present value of accumulated plan benefits was made as of April 1, 2018. Had the valuation been performed as of March 31, 2018, there would be no material difference. The following were significant assumptions used in the valuation as of April 1, 2018:

Investment Earnings
7.5% (net of investment-related administrative expenses).

The current liability interest rate assumption is 2.98%.

Actuarial Cost Method
Entry Age Normal Actuarial Cost Method.

Actuarial Value of Assets
The fair value of assets is adjusted by smoothing the differences between the expected fair value of assets and the actual fair value of assets from the past five years. In accordance with the special asset valuation rule under funding relief, the amount of the difference in the expected fair value of assets and the actual fair value of assets for the Plan year ending March 31, 2009 is amortized over a 10-year period. The expected value of assets for each year is the fair value of assets at the valuation date for the prior year brought forward with interest at the valuation rate to the current year plus contributions minus benefit payments and administrative expenses, all adjusted with interest at the valuation rate from the prior year to the valuation date for the current year. The actuarial value of assets is the resulting amount except that if the resulting amount is greater than 120% of the fair value, the actuarial value of assets is set equal to 120% of the fair value of assets and if the resulting amount is less than 80% of the fair value, the actuarial value of assets is set equal to 80% of the fair value of assets.

Postretirement Benefit Accruals

Attained age	Annual Contribution Amount
65 - 75	$ 600
76 - 80	$ 480
81 - 85	$ 360
86 - 90	$ 240
91 - 95	$ 120

Mortality Rates

Employee: RP – 2014 Employee Mortality Table adjusted to reflect Mortality Improvement Scale MP-2017 from 2006 base year, and projected forward using MP-2017 on a generation basis for males and females.

Annuitant: RP – 2014 Annuitant Mortality Table adjusted to reflect Mortality Improvement Scale MP-2017 from 2006 base year, and projected forward using MP-2017 on a generation basis for males and females.

Disabled: RP – 2014 Disabled Annuitant Mortality Table adjusted to reflect Mortality Improvement Scale MP-2017 from 2006 base year, and projected forward using MP-2017 on a generation basis for males and females.

Termination Rates

Termination rates have been separated into two groups: (1) participants who earned less than $10,000, or (2) participants who earned $10,000 or more in the plan year prior to the valuation date.

Sample rates are shown below for participants who earned less than $10,000 in the plan year prior to the valuation date:

Attained Age	0 2* (Select)	2 3 (Select)	3 4 (Select)	4 or More (Ultimate)
20	35%	30%	20%	20%
25	35%	30%	20%	20%
30	40%	35%	25%	20%
35	45%	40%	30%	20%
40	45%	40%	30%	20%
45	45%	40%	30%	20%
50	45%	35%	30%	20%
55	45%	35%	30%	20%
60	45%	35%	30%	20%
64	45%	35%	30%	20%
65	0%	0%	0%	0%

* Participants with less than one year of service are not included for valuation purposes. Therefore, this select period with respect to the present value of benefits only impacts participants who have accrued between 1 and 2 years of vesting service as of the valuation date. Nonetheless, this select period has an impact on the Normal Cost (which spreads liability from entry age to retirement age) for all participants.

Sample rates are shown below for participants who earned $10,000 or more in the plan year prior to the valuation date:

Attained age	Rate
20	6.0%
25	6.0%
30	6.0%
35	4.0%
40	4.0%
45	4.0%
50	3.0%
55	3.0%
60	3.0%
64	3.0%
65	0.0%

Retirement Rates

Attained age	Retirement Rate
55 - 61	1.00%
62-63	2.00%
64	15.00%
65	50.00%
66-69	20.00%
70 and over	100.00%

Disability Rates
None

Pre-retirement Death Benefits
80% of the participants are assumed to have beneficiaries. Male participants are assumed to be three years older than female beneficiaries and female participants are assumed to be three years younger than male beneficiaries.

Administrative Expenses
The average of the prior two years' administrative expenses, increased by 2.25%. For FASB ASC Topic 960 plan accounting, the present value of the administrative expenses was calculated by projecting the payment of expected administrative expenses for the duration of the Plan's liabilities. The duration of the Plan's liabilities was calculated to be 12 years at April, 2018 and 13 years at April 1, 2017. Projected administrative expenses were increased 2.25% per annum after the valuation year, then discounted using the Plan's investment return assumption of 7.5% as of April 1, 2018 and April, 2017.

Future Benefits Accruals
Future years' contributions for each active employee are assumed to increase by 2.25% per year from those contributions reported for the prior pension credit year.

Assumed Age of Commencement of Deferred Benefits
Age 65.

Special Amortization Rule
The Plan's investment loss for the Plan year ended March 31, 2009 is treated separately from other investment gains/losses, to be amortized in equal installments over the period from April 1, 2009 through March 31, 2039.

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.

For funding purposes, the current liability mortality assumption was updated, as mandated by the Internal Revenue Service (IRS).

Significant Changes in Actuarial Assumptions
In developing the actuarial present value of accumulated plan benefits as of April 1, 2018, the following changes in actuarial assumptions were made from the assumptions used for the April 1, 2017 valuation.

- The current liability interest rate was changed from 3.05% to 2.98%.
- For employees, the RP-2014 Employee Mortality Table was adjusted to reflect Mortality Improvement Scale MP-2017 from 2006 base year, and projected forward using MP-2017 on a generational basis for males and females
- For annuitants, the RP-2014 Annuitant Mortality Table adjusted to reflect Mortality Improvement Scale MP-2017 from 2006 base year, and projected forward using MP-2017 on a generational basis for males and females
- For disabled, the RP-2014 Disabled Annuitant Mortality Table was adjusted to reflect Mortality Improvement Scale MP-2017 from 2006 base year, and projected forward using MP-2017 on a generational basis for males and females

4. FAIR VALUE MEASUREMENTS

Accounting principles generally accepted in the United States of America define fair value as 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, establish a fair value reporting hierarchy and define three broad levels of inputs (the assumptions that market participants would use in pricing the asset or liability) as noted below:

Level 1
Inputs are unadjusted quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date.

Level 2
Inputs are quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active or inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3
Valuation is based on unobservable inputs for the asset or liability. Level 3 assets may include financial instruments whose value is determined using pricing models with internally developed assumptions, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

The following is a description of the valuation methodologies used for assets measured at fair value. The valuation methodology was not changed during the years ended March 31, 2019 and 2018.

- Corporate stocks and futures - valued at closing quoted market prices in active markets in which the securities are traded.
- Corporate bonds, asset-backed securities, and other bonds - valued using quoted prices of like assets, corroborated market data, indices and/or yield curves.
- U.S. government bonds and U.S. agency obligations – valued using closing quoted market prices in active markets in which the securities are traded.
- Short-term investments - valued at cost which approximates fair value.
- Registered investment companies – mutual funds are valued at closing quoted market prices in active markets which represent the net asset value of shares held by the Plan at year end. Other registered investment companies are valued on the basis of the NAV per share of the last business day of the year.
- Collective trusts - valued at net asset value (NAV). The NAV, as provided by the investment advisor, is used as a practical expedient to estimate fair value. The NAV of these investments is based on the fair value of the underlying assets held by the fund less its liabilities.
- Limited partnerships – valued at NAV. The NAV, as provided by the investment advisor, is used as a practical expedient to estimate fair value. The NAV of these investments is based on the fair value of the underlying assets held by the fund less its liabilities.

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the end of the reporting period.

During the years ended March 31, 2019 and 2018, there were no transfers in or out of levels 1, 2 or 3.

As of March 31, 2019 and 2018, assets measured at fair value on a recurring basis are summarized by level within the fair value hierarchy as follows:

	2019			
	Level 1	**Level 2**	**Level 3**	**Total Fair Value**
Corporate stocks and futures	$ 147,538,986	$ -	$ -	$ 147,538,986
Corporate bonds, asset-backed securities, and other bonds	-	56,610,674	-	56,610,674
U.S. Government bonds and U.S. agency obligations	23,894,776	97,608,121	-	121,502,897
Short-term investments	-	68,400,607	-	68,400,607
Registered investment companies	3,908,214	-	-	3,908,214
Total investments in the fair value hierarchy	$ 175,341,976	$ 222,619,402	$ -	397,961,378
Investments measured at net asset value				1,453,251,142
Total investments - fair value				$ 1,851,212,520

	2018			
	Level 1	**Level 2**	**Level 3**	**Total Fair Value**
Corporate stocks and futures	$ 135,150,945	$ -	$ -	$ 135,150,945
Corporate bonds, asset-backed securities, and other bonds	-	332,925	-	332,925
Short-term investments	-	123,707,106	-	123,707,106
Registered investment companies	152,544,070	-	-	152,544,070
Total investments in the fair value hierarchy	$ 287,695,015	$ 124,040,031	$ -	411,735,046
Investments measured at net asset value				1,377,071,039
Total investments - fair value				$ 1,788,806,085

The following table sets forth a summary of investments held by the Plan reported at net asset value as of March 31, 2019 and 2018:

	2019		2018			
	Fair Value	Unfunded Commitment	Fair Value	Unfunded Commitment	Redemption Frequency	Redemption Notice Period
Absolute Return (a)	$ 106,603,629	$ -	$ 45,500,000	$ -	Upon Liquidation	Upon Liquidation
Developed ex. U.S. Equity (b)	208,170,003	-	268,666,312	-	Daily/Monthly	5 to 9 days
Emerging Market (c)	98,207,850	-	72,055,096	-	Daily/Monthly/ Quarterly/Annually	7 to 45 days
Fixed Income (d)	121,435,347	-	71,907,322	-	Daily	Prior to the valuation date
Global Managers (e)	315,863,536	-	265,924,258	-	Daily/Monthly/ Annually	10 to 60 days
Hedged Equity (f)	194,202,478	-	50,000,000	-	Upon Liquidation	Upon Liquidation
Private Equity Fund (g)	375,214,886	266,645,625	278,917,094	265,083,495	Upon Liquidation	Upon Liquidation
Private Real Estate (h)	7,788,348	10,621,433	220,155,864	10,688,663	Quarterly/at Partner's Discretion	General Partner's Discretion
Treasury Inflation Protected Securities/Inflation Hedging (i)	-	-	76,408,830	-	Daily	None
U.S. Equity (j)	25,765,065	-	27,536,263	-	Daily	None
	$ 1,453,251,142	$ 277,267,058	$ 1,377,071,039	$ 275,772,158		

(a) These funds generally invest in diversified portfolios across global markets in order to achieve risk-adjusted targeted returns by taking advantage of perceived opportunities in current economic environments. Investment strategies include long-short, hedge and arbitrage without restriction to investment type, sector or geography.

(b) These funds generally invest in the stocks located in the developed countries across the world.

(c) These funds generally are diversified, core portfolio seeking to identify growing countries and companies that could potential benefit within emerging markets.

(d) These funds generally aims to deliver diversification, income, total return and capital preservation for investors in various debt instruments.

(e) These funds generally invest in stock or other securities representing ownership interest in public companies across the globe to provide portfolio return.

(f) These funds generally invest in portfolio diversification that reduce overall volatility by investing in assets and strategies that tend to have lower market exposure and lower correlations to the equity and fixed income markets.

(g) These funds generally invest in established, mature companies or business units to provide increase expected return and help diversify the total portfolio. These investments are across various sectors.

(h) These funds generally invest in real estate seeking potential increase in value opportunities.

(i)These investments generally are a form of U.S. Treasury bond designed to help investors to protect against inflation.

(j)These funds generally achieve long-term capital appreciation primarily through investing in equity securities of issuers domiciled, traded or with the majority of their revenues or operations in the United States.

5. SECURITIES LENDING

The Trustees had an agreement with the Plan's custodial bank authorizing the bank to lend securities held in the Plan's account to third parties. The Plan exited the securities lending program during the fiscal year ended March 31, 2018.

The Plan paid fees to the corporate trustee for administering the securities lending program. Income earned for the years ended March 31, 2019 and 2018 on the collateral of $0 and $58,545, respectively, is included in securities lending income on the accompanying consolidated statements of changes in net assets available for benefits, net of rebate fees accrued to borrowers and the fees paid to the corporate trustee of $0 and $8,139 respectively.

6. DERIVATIVE FINANCIAL INSTRUMENTS

The Plan is exposed to certain risks relating to its ongoing investment operations. The primary risk managed by using derivative instruments is interest rate risk.

The Plan enters into interest rate contracts such as fixed-income futures contracts in the normal course of its investment activities to reduce the interest rate risk associated with its fixed-income investments, as substitutes for the underlying fixed income securities, and as a duration management tool to enhance portfolio returns. Treasury futures are used to implement yield curve strategies.

Upon entering into a futures contract, the Plan is required to deposit either cash or securities in an amount equal to a certain percentage of the nominal value of the contract as specified by the exchange. Subsequent payments are then made or received by the Plan, depending on daily fluctuation in the value of the underlying contracts. Such receipts or payments are included in the net appreciation in fair value of investments on the consolidated statements of changes in net assets available for benefits. As of March 31, 2019 and 2018, the fair value of futures contracts in the consolidated statements of net assets available for benefits is $(584,589) and $(3,739,094) respectively, and is included in corporate stocks and futures in the fair value hierarchy table.

While these contracts involve elements of market risk in excess of amounts recognized in the consolidated statements of net assets available for benefits, the investment manager employs risk controls at the portfolio and individual security levels by which the duration impact of the futures contracts is evaluated and monitored to insure that duration bands for the portfolio of fixed income securities are within the investment policy guidelines.

The risk of counterparty nonperformance associated with the use of fixed-income and equity futures are considered to be modest as performance is assured by the futures exchanges, which provide multiple layers of protection, such as the collection of variation margin on a daily basis and the use of standardized contracts to facilitate liquidity.

U.S. Treasury bonds and equities owned and included in the investments of the Plan in the consolidated statements of net assets available for benefits, with a fair value of $581,474 and $12,765,254 at March 31, 2019 and 2018, respectively, were held by the Plan's brokers as collateral on fixed-income futures contracts.

At March 31, 2019 and 2018, the Plan had futures contracts to purchase and sell as follows:

	No. of Contracts	Maturity Date	Notional Amount 2019	Notional Amount 2018
Fixed income futures:				
Future U.S. Treasury Note 2 Year	82	Jun-19	$ 17,473,688	$ 10,843,078
Future U.S. Treasury Note 5 Year	126	Jun-19	14,594,344	8,241,188
Future U.S. Treasury Note 10 Year	134	Jun-19	16,645,313	14,052,313
Future U.S. Treasury Long Bond	87	Jun-19	13,020,094	8,211,000
Total fixed income futures			61,733,439	41,347,578
Equity futures:				
Mini MSCI EAFE Future	27	Jun-19	2,519,640	74,522,350
Mini MSCI EMG Mkt Future	(212)	Jun-19	(11,208,440)	6,532,900
MSCI Emer Mkt Future	541	Jun-19	29,868,610	27,553,680
S & P 500 Emini Index Future	(370)	Jun-19	(52,499,300)	144,175,650
Total equity futures			(31,319,490)	252,784,580
			$ 30,413,949	$ 294,132,158

Notional amounts do not quantify risk or represent assets or liabilities of the Plan, but are used in the calculation of cash settlements under the contracts.

For the years ended March 31, 2019 and 2018, the recognized gain (loss) in net appreciation in fair value of investments of derivatives designated as hedging instruments under ASC 815-20, *Derivatives and Hedging*, on the Plan's consolidated statements of net assets available for benefits was as follows:

	2019	2018
Fixed income and equity future contracts	$ (584,589)	$ (3,739,094)

7. FIXED ASSETS

At March 31, 2019 and 2018, fixed assets consisted of the following:

	2019	2018
Computer software	$ 14,495,472	$ 14,493,865
Computer equipment	3,626,762	3,624,556
Office furniture and equipment	1,507,103	1,505,739
Leasehold improvements	1,662,504	1,662,504
	21,291,841	21,286,664
Accumulated depreciation and amortization	(20,917,773)	(20,729,150)
	$ 374,068	$ 557,514

Depreciation and amortization expense for the years ended March 31, 2019 and 2018 was $188,622 and $248,011, respectively.

8. PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are managed by the custodian. Any purchases and sales of these investments are made at fair value and qualify as party-in-interest transactions under ERISA. Such transactions are permitted under the provisions of the Plan and are specifically exempt from the prohibition of party-in-interest transactions under ERISA.

9. EMPLOYEE PENSION BENEFITS

The Plan provides pension benefits to Plan employees. With regard to these benefits, the Plan computes an appropriate contribution amount each year and recognizes both contribution revenue and administrative expense in an equal amount. For the years ended March 31, 2019 and 2018, the Plan recognized contributions and administrative expense of $458,632 and $433,962, respectively. These amounts were less than 5% of contributions to the Plan for each year.

10. TAX STATUS

The Plan is a qualified plan under Section 401(a) of the Internal Revenue Code ("IRC"), and its trust is exempt from Federal income taxes under Section 501(a). However, the Plan is subject to income tax on unrelated business income. Unrelated business income arises from certain investments of the Plan, but the amount of income and resulting tax is insignificant. The Plan obtained a favorable determination letter dated February 4, 2016, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service ("IRS"). Management has analyzed the tax positions taken by the Plan, and has concluded that as of March 31, 2019, there are no uncertain positions taken or expected to be taken that would require recognition of a liability in the consolidated financial statements. The Plan is subject to routine audits by taxing jurisdictions and is under routine examination by the IRS for the fiscal year ended March 31, 2016.

11. 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 on the consolidated statements of net assets available for benefits.

The Plan maintains accounts at several high quality financial institutions. While the Plan attempts to limit any financial exposure, its cash deposit balances, at times, exceed Federally insured limits. Financial instruments that subject the Plan to concentrations of credit risk include cash, short-term investment funds and money market funds. The Plan has not experienced any losses on such accounts.

The Plan contributions are made and 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 estimation and assumption process, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported and disclosed in the consolidated financial statements.

12. PRIORITIES UPON TERMINATION

It is the intent of the Trustees to continue the Plan in full force and effect; however, to safeguard against any unforeseen contingencies, the right to discontinue the Plan is reserved to the Trustees.

In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations. Generally, the benefits upon termination would be provided in the following order:

(a) Annuity benefits that participants or their beneficiaries have been receiving for at least three years, or that participants eligible to retire for that three-year period would have been receiving had they retired with benefits in the normal form of annuity under the Plan will be limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under the Plan provisions in effect at any time during the five years preceding Plan termination.

(b) All other benefits (if any) of the individuals under the Plan guaranteed under Title IV of ERISA.

(c) All other vested benefits under the Plan.

(d) All nonvested benefits. In the event of termination, the Trustees shall first satisfy the obligations of the Plan.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at the time, of the Plan's net assets to provide for accumulated benefit obligations and may depend on the financial condition of the Plan and the level of benefits guaranteed by the Pension Benefit Guaranty Corporation (PBGC).

Certain benefits under the Plan are insured by the PBGC should the Plan terminate. Generally, the PBGC guarantees most vested normal retirement, early retirement, and certain disability and survivors' pensions. However, the PBGC does not guarantee all types of benefits, and the amount of benefit protection is subject to certain limitations.

The PBGC generally guarantees vested benefits at the level in effect on the date of Plan termination. However, if benefits have been increased within the five years before Plan termination, the whole amount of the Plan's vested benefits or the benefit increase may not be guaranteed. In addition, there is a ceiling on the amount of monthly benefit that the PBGC guarantees, which is adjusted periodically.

13. LEASE COMMITMENTS

On December 10, 2012, Penn entered into a fifteen-year lease agreement for office premises located in New York City. The lease and rent commencement dates were May 1, 2013 and November 1, 2013, respectively, which provided a rent abatement of six months. The Plan has guaranteed all of Penn's obligations under the lease.

In accordance with ASC 840-20, *Leases*, the rental payments are recognized on a straight-line basis over the term of the lease. The difference between the actual rent paid and the expense recognized is recorded as an adjustment to deferred rent payable, which totaled $980,341 and $998,562, as of March 31, 2019 and 2018, respectively. Deferred rent payable is included in accrued expenses and other liabilities in the consolidated statements of net assets available for benefits at March 31, 2019 and 2018.

As of March 31, 2019, the minimum annual rental payments due (exclusive of escalation clauses for real estate taxes and building operating expenses) for the years ended March 31 are summarized as follows:

2020	$ 1,151,190
2021	1,151,190
2022	1,151,190
2023	1,151,190
2024	1,268,441
Thereafter	5,862,542
	$ 11,735,743

The Plan's rent and other occupancy costs were $1,351,392 and $1,276,268 for the years ended March 31, 2019 and 2018, respectively, and are included in administrative expenses on the consolidated statements of changes in net assets available for benefits.

14. SUBSEQUENT EVENT

On December 30, 2019, the Plan submitted an application to the U.S. Treasury Department to reduce benefits under the Multiemployer Pension Reform Act in order to prevent the Plan from becoming insolvent. The U.S. Treasury Department is currently reviewing the application and has 225 days from the date of submission to either approve or reject the application.

SUPPLEMENTARY INFORMATION

withum

ADVISORY TAX AUDIT

INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY INFORMATION REQUIRED BY THE DEPARTMENT OF LABOR'S RULES AND REGULATIONS FOR REPORTING AND DISCLOSURE UNDER THE EMPLOYEE RETIREMENT INCOME SECURITY ACT OF 1974

To the Trustees and Participants
American Federation of Musicians and
Employers' Pension Fund and Subsidiaries:

We have audited the consolidated financial statements of American Federation of Musicians and Employers' Pension Fund and Subsidiaries (the Plan) as of and for the year ended March 31, 2019, and our report thereon dated January 15, 2020 which contained an unmodified opinion on those consolidated financial statements. Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole.

The supplemental schedules of assets (held at end of year) as of March 31, 2019 and reportable transactions for the year ended March 31, 2019 are presented for purposes of additional analysis and are not a required part of the consolidated financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

WithumSmith+Brown, PC

January 15, 2020
Bethesda, MD

AFMEPF1388

American Federation of Music and Employers' Pension Fund and Subsidiary
EIN 51-6120204
Plan Number 001
Plan Year Ended March 31, 2019

Form 5500, Schedule H, Line 4i
Schedule of Assets (Held At End of Year)

(a)	(b) Identity of issuer, borrower, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value: Description	Rate of Interest	Maturity Date	Par/Maturity Value	(d) Cost	(e) Current Value
	Interest Bearing Cash						
*	BNY MELLON CUSTODIAN CASH RESERVE	Cash	VAR	N/A	330,588	330,588	330,588
	FIDELITY INV MMKT TREAS 680	STIF	VAR	N/A	26,192,450	33,329,770	33,329,770
	TBA CASH COLL MSC	STIF	VAR	1/1/2049	-300,000	(300,000)	(300,000)
	TBA CASH COLL SAL	STIF	VAR	1/1/2049	-10,000	(10,000)	(10,000)
	CASH COLLATERAL HELD AT CREDIT	STIF	N/A	N/A	132,000	132,000	132,000
	CME CCP CSFB CCP COLLATERAL	STIF	1%	1/1/2049	281,000	281,000	281,000
	FOB ICE CCP COLLATERAL	STIF	VAR	1/1/2049	327,000	327,000	327,000
	PIMCO FDS	STIF	N/A	N/A	1,710,838	17,123,778	17,123,778
	PIMCO FDS PAC INVT MGMT SER	STIF	N/A	N/A	17,186,471	17,186,471	17,186,471
						68,400,607	68,400,607
	U.S. Governement Securities						
	COLLECTIVE US GOV'T STIF 12	Gov't	2.51%	12/31/2049	16,878,472	16,878,472	16,878,472
	CCP_CDX. SP UL CDX-EMS30V1-5Y	Gov't	1.00%	12/20/2023	2,200,000.00	0	(75,522)
	CCP_IRS. R JPY-LIBOR-BBA 6M CM	Gov't	0.01%	9/20/2027	150,000,000.00	0	(30,727)
	CCP_IRS. R USD-LIBOR-BBA 3M CM	Gov't	2.63%	12/19/2028	4,000,000.00	31,782	(201,395)
	CCP_IRS. R USD-LIBOR-BBA 3M CM	Gov't	2.63%	12/19/2023	11,300,000.00	128,027	(229,354)
	CDS. SP UL UNITED MEXICAN STAT	Gov't	1.00%	6/20/2024	600,000.00	0	(6,606)
	CDS. SP UL UNITED MEXICAN STAT	Gov't	1.00%	12/20/2023	400,000.00	0	(2,056)
	COMMIT TO PUR FNMA SF MTG	Gov't	3.00%	5/1/2049	4,600,000.00	4,527,137	4,575,068
	COMMIT TO PUR FNMA SF MTG	Gov't	4.00%	5/1/2049	3,600,000.00	3,696,188	3,699,612
	COMMIT TO PUR FNMA SF MTG	Gov't	4.00%	4/1/2049	20,100,000.00	20,533,372	20,674,860
	COMMIT TO PUR FNMA SF MTG	Gov't	3.50%	5/1/2049	22,200,000.00	22,337,320	22,480,164
	COMMIT TO PUR FNMA SF MTG	Gov't	4.50%	5/1/2049	4,100,000.00	4,273,770	4,268,428
	COMMIT TO PUR FNMA SF MTG	Gov't	5.00%	4/1/2049	1,700,000.00	1,781,016	1,797,240
	COMMIT TO PUR GNMA II JUMBOS	Gov't	4.00%	5/20/2049	3,100,000.00	3,195,422	3,197,898
	SAUDI GOVERNMENT INTERNAT 144A	Gov't	2.88%	3/4/2023	500,000.00	475,500	495,175
	U S TREASURY BILL	Gov't	0.00%	8/22/2019	7,100,000.00	7,016,304	7,016,304
	U S TREASURY BOND	Gov't	3.38%	11/15/2048	600,000.00	644,250	667,758
	U S TREASURY BOND	Gov't	3.00%	8/15/2048	5,600,000.00	5,541,133	5,796,896
	U S TREASURY NOTE	Gov't	2.63%	12/31/2023	3,800,000.00	3,810,242	3,864,562
	U S TREASURY NOTE	Gov't	2.63%	1/31/2026	14,000,000.00	14,007,656	14,269,640
	U S TREASURY NOTE	Gov't	2.88%	11/30/2023	3,000,000.00	3,017,930	3,084,600
	U S TREASURY NOTE	Gov't	3.13%	11/15/2028	1,400,000.00	1,449,246	1,485,036
	U S TREASURY NOTE	Gov't	3.00%	10/31/2025	2,000,000.00	2,006,710	2,083,040
	US TREAS-CPI INFLAT	Gov't	0.63%	4/15/2023	5,674,536.00	5,563,214	5,713,804
						120,914,689	121,502,897
	Corporate Debt Instruments						
	ABFC 2005-WF1 TRUST WF1 M5 VAR RT 07/25/2034 DD 04/28/05	Bonds	3.43%	7/25/2034	217,230.810	212,895	212,602
	ABU DHABI GOVERNMENT INTE 144A	Bonds	2.50%	10/11/2022	500,000.000	480,000	495,000
	ALLERGAN FINANCE LLC 3.250% 10/01/2022 DD 10/02/12	Bonds	3.25%	10/1/2022	450,000.000	436,788	450,005
	AMERICAN TOWER CORP 3.375% 10/15/2026 DD 05/13/16	Bonds	3.38%	10/15/2026	450,000.000	412,947	438,579
	APIDOS CLO XVI 16A A1R 144A VAR RT 01/19/2025 DD 06/19/17	Bonds	3.57%	1/19/2025	517,699.770	517,700	517,821
	APTIV PLC 4.350% 03/15/2029 DD 03/14/19	Bonds	4.35%	3/15/2029	400,000.000	399,516	405,956
	AVERY POINT IV CLO 1A AR 144A VAR RT 04/25/2026 DD 04/25/17	Bonds	3.68%	4/25/2026	551,423.420	551,423	551,537
	AVIATION CAPITAL GROUP LL 144A 3.875% 05/01/2023 DD 05/01/18	Bonds	3.88%	5/1/2023	600,000.000	592,950	601,842
	BAIDU INC 3.875% 09/29/2023 DD 03/29/18	Bonds	3.88%	9/29/2023	400,000.000	394,736	408,216
	BANK OF AMERICA CORP VAR RT 12/20/2028 DD 12/20/17	Bonds	3.42%	12/20/2028	1,600,000.000	1,478,992	1,564,560
	BARCLAYS PLC 4.375% 01/12/2026 DD 01/12/16	Bonds	4.38%	1/12/2026	500,000.000	474,290	502,145
	BARCLAYS PLC VAR RT 12/31/2049 DD 03/27/19	Bonds	8.00%	12/31/2049	400,000.000	400,000	409,000
	BAT INTERNATIONAL FINANCE 144A 3.250% 06/07/2022 DD 06/07/12	Bonds	3.25%	6/7/2022	300,000.000	296,481	299,724
	BAYER US FINANCE II LLC 144A 3.875% 12/15/2023 DD 06/25/18	Bonds	3.88%	12/15/2023	350,000.000	340,960	352,650
	BLACKBOARD INC 144A 9.750% 10/15/2021 DD 10/18/16	Bonds	9.75%	10/15/2021	170,000.000	188,488	154,275
	BLUEMOUNTAIN CLO 2 1A A1R 144A VAR RT 04/13/2027 DD 12/23/16	Bonds	3.93%	4/13/2027	800,000.000	800,000	800,819
	BMW US CAPITAL LLC 144A VAR RT 08/13/2021 DD 08/14/18	Bonds	3.19%	8/13/2021	500,000.000	496,316	498,945
	BNP PARIBAS SA 144A 3.375% 01/09/2025 DD 01/09/18	Bonds	3.38%	1/9/2025	400,000.000	387,356	391,916
	BP CAPITAL MARKETS PLC 3.245% 05/06/2022 DD 05/07/12	Bonds	3.25%	5/6/2022	500,000.000	494,655	507,685
	BPCE SA 144A 4.000% 09/12/2023 DD 09/12/18	Bonds	4.00%	9/12/2023	350,000.000	344,029	355,107
	BROADCOM CORP / BROADCOM CAYMA 3.875% 01/15/2027 DD 01/15/18	Bonds	3.88%	1/15/2027	500,000.000	452,770	477,660
	CAMPBELL SOUP CO 3.650% 03/15/2023 DD 03/16/18	Bonds	3.65%	3/15/2023	350,000.000	338,310	354,904
	CC HOLDINGS GS V LLC / CROWN C 3.849% 04/15/2023 DD 04/15/13	Bonds	3.85%	4/15/2023	500,000.000	492,420	511,925
	CD 2017-CD6 MORTGAGE T CD6 ASB 3.332% 11/13/2050 DD 11/01/17	Bonds	3.33%	11/13/2050	1,000,000.000	973,672	1,014,160
	CIT GROUP INC 5.250% 03/07/2025 DD 03/09/18	Bonds	5.25%	3/7/2025	300,000.000	299,250	319,215
	CITIGROUP COMMERCIAL MO C4 AAB 3.297% 10/12/2050 DD 10/01/17	Bonds	3.30%	10/12/2050	1,000,000.000	974,805	1,015,090
	CITIGROUP INC VAR RT 01/10/2028 DD 01/10/17	Bonds	3.89%	1/10/2028	1,400,000.000	1,337,826	1,421,672
	COMCAST CABLE COMMUNICATIONS H 9.455% 11/15/2022 DD 11/18/02	Bonds	9.46%	11/15/2022	700,000.000	847,896	859,817
	COMM 2018-COR3 MORTGA COR3 ASB 4.181% 05/10/2051 DD 05/01/18	Bonds	4.18%	5/10/2051	1,000,000.000	1,020,469	1,060,340
	CONAGRA BRANDS INC 3.800% 10/22/2021 DD 10/22/18	Bonds	3.80%	10/22/2021	400,000.000	399,456	407,496
	CONSTELLATION BRANDS INC 3.200% 02/15/2023 DD 02/07/18	Bonds	3.20%	2/15/2023	400,000.000	387,124	402,540
	COOPERATIEVE RABOBANK UA REGS VAR RT 12/31/2049	Bonds	6.63%	12/31/2049	400,000.000	496,174	488,816
	CORP GEO SAB DE CV 144A 8.875% 03/27/2022 DD 03/27/12	Bonds	8.88%	3/27/2022	600,000.000	600,000	60
	CREDIT SUISSE AG 144A 6.500% 08/08/2023 DD 08/08/13	Bonds	6.50%	8/8/2023	500,000.000	525,000	535,480
	CROWN POINT CLO 6 L 6A A1 144A VAR RT 10/20/2028 DD 11/27/18	Bonds	3.76%	10/20/2028	400,000.000	400,000	399,187
	CVS HEALTH CORP 3.700% 03/09/2023 DD 03/09/18	Bonds	3.70%	3/9/2023	600,000.000	590,574	609,648
	DELL INTERNATIONAL LLC / 144A 4.420% 06/15/2021 DD 06/01/16	Bonds	4.42%	6/15/2021	450,000 000	451,422	461,682
	DEUTSCHE BANK AG/NEW YORK NY 3.300% 11/16/2022 DD 11/16/17	Bonds	3.30%	11/16/2022	400,000.000	374,924	387,316
	DISCOVER FINANCIAL SERVICES 4.500% 01/30/2026 DD 01/31/19	Bonds	4.50%	1/30/2026	300,000.000	299,520	308,118
	DISCOVERY COMMUNICATIONS LLC 3.800% 03/13/2024 DD 03/13/17	Bonds	3.80%	3/13/2024	450,000.000	438,273	453,654
	DSLA MORTGAGE LOAN TR AR1 2A1A VAR RT 02/19/2045 DD 02/28/05	Bonds	2.74%	2/19/2045	276,365.830	268,895	271,060
	ENERGY TRANSFER PARTNERS LP / 5.875% 03/01/2022 DD 02/10/14	Bonds	5.88%	3/1/2022	450,000.000	468,324	481,010

American Federation of Music and Employers' Pension Fund and Subsidiary
EIN 51-6120204
Plan Number 001
Plan Year Ended March 31, 2019

Form 5500, Schedule H, Line 4i
Schedule of Assets (Held At End of Year)

(a)	(b) Identity of issuer, borrower, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value: Description	Rate of Interest	Maturity Date	Par/Maturity Value	(d) Cost	(e) Current Value
	EQT CORP 3.900% 10/01/2027 DD 10/04/17	Bonds	3.90%	10/1/2027	400,000.000	351,004	374,128
	ESC REUTERS GROUP PLC ADR 8.000% 10/01/2020 DD 03/31/16	Bonds	8.00%	10/1/2020	463,449.000	42,747	5,654
	EXELON CORP 2.450% 04/15/2021 DD 04/07/16	Bonds	2.45%	4/15/2021	500,000.000	485,765	494,200
	FORD MOTOR CREDIT CO LLC 5.875% 08/02/2021 DD 08/01/11	Bonds	5.88%	8/2/2021	500,000.000	513,000	517,715
	GENERAL ELECTRIC CO 2.700% 10/09/2022 DD 10/09/12	Bonds	2.70%	10/9/2022	600,000.000	539,628	589,218
	GENERAL MOTORS FINANCIAL CO IN 3.450% 04/10/2022 DD 04/10/15	Bonds	3.45%	4/10/2022	500,000.000	483,410	500,030
	GE-WMC ASSET-BACKED PASS 1 M1 VAR RT 10/25/2035 DD 09/28/05	Bonds	3.15%	10/25/2035	410,581.110	406,989	407,251
	GLP CAPITAL LP / GLP FINANCING 5.250% 06/01/2025 DD 05/21/18	Bonds	5.25%	6/1/2025	400,000.000	396,772	419,000
	GOLDMAN SACHS GROUP INC/THE 3.750% 02/25/2026 DD 02/25/16	Bonds	3.75%	2/25/2026	1,600,000.000	1,520,960	1,605,408
	GOLDMAN SACHS GROUP INC/THE 3.750% 05/22/2025 DD 05/22/15	Bonds	3.75%	5/22/2025	200,000.000	199,124	202,032
	HCA INC 6.500% 02/15/2020 DD 08/01/11	Bonds	6.50%	2/15/2020	300,000.000	309,000	308,718
	HOSPITALITY PROPERTIES TRUST 5.000% 08/15/2022 DD 08/16/12	Bonds	5.00%	8/15/2022	400,000.000	407,156	414,072
	HSBC HOLDINGS PLC 4.300% 03/08/2026 DD 03/08/16	Bonds	4.30%	3/8/2026	700,000.000	681,779	726,334
	HSBC HOLDINGS PLC REGS VAR RT 12/31/2049	Bonds	4.75%	12/31/2049	300,000.000	308,622	329,683
	IMPERIAL BRANDS FINANCE P 144A 3.750% 07/21/2022 DD 07/21/15	Bonds	3.75%	7/21/2022	350,000.000	343,753	354,655
	ING GROEP NV 4.100% 10/02/2023 DD 10/02/18	Bonds	4.10%	10/2/2023	600,000.000	595,788	616,698
	INTERNATIONAL LEASE FINANCE CO 8.250% 12/15/2020 DD 12/07/10	Bonds	8.25%	12/15/2020	400,000.000	432,380	432,028
	JPMORGAN CHASE & CO 3.900% 07/15/2025 DD 07/21/15	Bonds	3.90%	7/15/2025	1,500,000.000	1,474,230	1,558,485
	KRAFT HEINZ FOODS CO 3.500% 06/06/2022 DD 12/06/12	Bonds	3.50%	6/6/2022	500,000.000	491,680	505,455
	LLOYDS BANKING GROUP PLC 4.375% 03/22/2028 DD 03/22/18	Bonds	4.38%	3/22/2028	500,000.000	469,535	511,985
	LLOYDS BANKING GROUP PLC VAR RT 12/31/2049 DD 10/10/18	Bonds	7.50%	12/31/2049	350,000.000	334,600	355,145
	LONG BEACH MORTGAGE LOAN 4 M2 VAR RT 10/25/2034 DD 09/08/04	Bonds	3.46%	10/25/2034	308,782.800	308,204	304,244
	MADISON PARK FUNDI 12A AR 144A VAR RT 07/20/2026 DD 01/20/17	Bonds	3.85%	7/20/2026	353,377.540	353,378	353,582
	MORGAN STANLEY VAR RT 10/24/2023 DD 10/24/16	Bonds	3.98%	10/24/2023	1,100,000.000	1,109,249	1,117,105
	MYLAN NV 3.150% 06/15/2021 DD 12/15/16	Bonds	3.15%	6/15/2021	350,000.000	341,842	348,982
	NELNET STUDENT LOAN TRUST 1 A5 VAR RT 08/23/2027 DD 02/21/06	Bonds	2.76%	8/23/2027	946,709.840	943,456	945,384
	NEW CENTURY HOME EQUITY L 3 M4 VAR RT 07/25/2035 DD 06/24/05	Bonds	3.44%	7/25/2035	400,000.000	399,250	397,520
	NINE WEST HOLDINGS INC 6.125% 11/15/2034 DD 05/15/05	Bonds	6.13%	11/15/2034	250,000.000	190,300	28,750
	NISSAN MOTOR ACCEPTANCE C 144A VAR RT 07/13/2022 DD 07/13/17	Bonds	3.25%	7/13/2022	400,000.000	391,852	390,728
	NXP BV / NXP FUNDING LLC 144A 4.875% 03/01/2024 DD 12/06/18	Bonds	4.88%	3/1/2024	300,000.000	299,913	316,746
	OCP CLO 2015-8 LTD 8A A1R 144A VAR RT 04/17/2027 DD 10/26/17	Bonds	3.44%	4/17/2027	300,000.000	298,950	298,943
	OCTAGON INVESTMENT 1A AR 144A VAR RT 04/15/2026 DD 03/23/17	Bonds	3.70%	4/15/2026	319,776.290	319,776	320,133
	OMEGA HEALTHCARE INVESTORS INC 4.950% 04/01/2024 DD 10/01/14	Bonds	4.95%	4/1/2024	350,000.000	353,875	363,440
	ONEOK PARTNERS LP 3.375% 10/01/2022 DD 09/13/12	Bonds	3.38%	10/1/2022	400,000.000	387,080	403,396
	PACIFIC NATIONAL FINANCE REGS 4.750% 03/22/2028	Bonds	4.75%	3/22/2028	400,000.000	382,672	391,239
	PENSKE TRUCK LEASING CO L 144A 3.900% 02/01/2024 DD 05/10/18	Bonds	3.90%	2/1/2024	350,000.000	345,419	354,172
	PLAINS ALL AMERICAN PIPELINE L 3.600% 11/01/2024 DD 09/09/14	Bonds	3.60%	11/1/2024	400,000.000	391,184	398,660
	RAMP SERIES 2005-EFC5 EFC5 M3 VAR RT 10/25/2035 DD 10/26/05	Bonds	3.18%	10/25/2035	400,000.000	395,000	395,344
	RENAISSANCE HOME EQUITY 2 AF5 VAR RT 08/25/2035 DD 06/01/05	Bonds	5.20%	8/25/2035	400,000.000	404,000	404,384
	REYNOLDS AMERICAN INC 3.250% 06/12/2020 DD 06/12/15	Bonds	3.25%	6/12/2020	200,000.000	197,960	200,286
	ROYAL BANK OF SCOTLAND GROUP P 3.875% 09/12/2023 DD 09/12/16	Bonds	3.88%	9/12/2023	400,000.000	379,756	401,660
	ROYAL BANK OF SCOTLAND GROUP P VAR RT 12/31/2049 DD 08/10/15	Bonds	7.50%	12/31/2049	250,000.000	248,875	254,688
	SABINE PASS LIQUEFACTION LLC VAR RT 04/15/2023 DD 10/15/13	Bonds	5.63%	4/15/2023	650,000.000	678,960	704,509
	SANTANDER UK GROUP HOLDINGS PL 3.571% 01/10/2023 DD 01/10/17	Bonds	3.57%	1/10/2023	300,000.000	297,480	299,394
	SANTANDER UK PLC 144A 5.000% 11/07/2023 DD 11/07/13	Bonds	5.00%	11/7/2023	600,000.000	591,504	614,382
	SLM STUDENT LOAN T 10 A6A 144A VAR RT 04/27/2026 DD 10/20/04	Bonds	3.13%	4/27/2026	669,779.930	670,826	670,831
	SOFI PROFESSIONAL D A1FX 144A 1.720% 09/25/2040 DD 07/25/17	Bonds	1.72%	9/25/2040	640,600.040	635,720	637,384
	SOFI PROFESSIONAL L A A2A 144A 1.550% 03/26/2040 DD 02/09/17	Bonds	1.55%	3/26/2040	165,043.650	163,728	164,405
	SOUTHERN CO/THE 2.950% 07/01/2023 DD 05/24/16	Bonds	2.95%	7/1/2023	500,000.000	478,300	497,815
	SPRINGLEAF FINANCE CORP 6.125% 05/15/2022 DD 05/15/17	Bonds	6.13%	5/15/2022	400,000.000	399,500	414,000
	SPRINT SPECTRUM CO LLC / 144A VAR RT 03/20/2023 DD 10/27/16	Bonds	3.36%	3/20/2023	375,000.000	373,841	374,888
	SWPO CDX IG32	Bonds	0.95%	6/19/2019	(5,900.00)	(5,605)	(3,508)
	SYMPHONY CLO XIV 14A A1R 144A VAR RT 07/14/2026 DD 01/17/17	Bonds	3.88%	7/14/2026	843,156.950	843,747	843,742
	TAKEDA PHARMACEUTICAL CO 144A 3.800% 11/26/2020 DD 11/26/18	Bonds	3.80%	11/26/2020	400,000.000	401,372	405,800
	TEVA PHARMACEUTICAL FINAN REGS 1.250% 03/31/2023	Bonds	1.25%	3/31/2023	300,000.000	314,573	313,279
	TEVA PHARMACEUTICAL FINANCE NE 3.250% 04/15/2022	Bonds	3.25%	4/15/2022	300,000.000	345,186	344,293
	THL CREDIT WIND RIV 1A AR 144A VAR RT 01/15/2026 DD 10/17/16	Bonds	4.05%	1/15/2026	900,000.000	900,630	900,333
	UBS AG REGS 5.125% 05/15/2024	Bonds	5.13%	5/15/2024	500,000.000	495,000	510,000
	UBS COMMERCIAL MORTGAGE C5 ASB 3.345% 11/15/2050 DD 11/01/17	Bonds	3.35%	11/15/2050	1,000,000.000	973,008	1,012,490
	UBS COMMERCIAL MORTGAGE C7 ASB 3.586% 12/15/2050 DD 12/01/17	Bonds	3.59%	12/15/2050	1,000,000.000	986,094	1,026,240
	VENTURE 35 CLO LTD 35A AS 144A VAR RT 10/22/2031 DD 11/14/18	Bonds	3.74%	10/22/2031	200,000.000	200,000	199,641
	VERIZON COMMUNICATIONS INC VAR RT 05/15/2025 DD 05/15/18	Bonds	3.78%	5/15/2025	400,000.000	397,410	400,040
	VODAFONE GROUP PLC 3.750% 01/16/2024 DD 05/30/18	Bonds	3.75%	1/16/2024	200,000.000	194,182	201,678
	VOLKSWAGEN GROUP OF AMERI 144A 4.000% 11/12/2021 DD 11/13/18	Bonds	4.00%	11/12/2021	400,000.000	399,232	408,072
	WELLS FARGO & CO 3.000% 02/19/2025 DD 02/19/15	Bonds	3.00%	2/19/2025	1,400,000.000	1,311,492	1,383,956
	WELLS FARGO COMMERCIAL C40 ASB 3.395% 10/15/2050 DD 10/01/17	Bonds	3.40%	10/15/2050	1,000,000.000	980,273	1,015,620
	WHITEHORSE X LTD 10A A1R 144A VAR RT 04/17/2027 DD 06/18/18	Bonds	3.52%	4/17/2027	1,100,000.000	1,097,250	1,096,224
	ZIMMER BIOMET HOLDINGS INC VAR RT 03/19/2021 DD 03/19/18	Bonds	3.38%	3/19/2021	400,000.000	398,700	398,652
						55,889,942	56,610,674
	Preferred Stock						
	CHARLES SCHWAB CORP/THE	Preferred	4.630%	12/31/49	300,000	292,350	296,250
						292,350	296,250
	Common Stock						
	AERCAP HOLDINGS NV	Common	N/A	N/A	15,817	812,508	736,123
	AGILENT TECHNOLOGIES INC	Common	N/A	N/A	1	10	80
	ALPHABET INC-CL C	Common	N/A	N/A	4,048	3,984,838	4,749,559
	ALPHABET INC-CL C	Common	N/A	N/A	2,065	2,182,505	2,422,885
	AMAZON.COM INC	Common	N/A	N/A	1,798	1,736,351	3,201,789
	AMERICAN EXPRESS CO	Common	N/A	N/A	9,550	1,012,766	1,043,815
	ANADARKO PETROLEUM CORP	Common	N/A	N/A	10,400	503,813	472,992

American Federation of Music and Employers' Pension Fund and Subsidiary
EIN 51-6120204
Plan Number 001
Plan Year Ended March 31, 2019

Form 5500, Schedule H, Line 4i
Schedule of Assets (Held At End of Year)

(a)	(b) Identity of issuer, borrower, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value: Description	Rate of Interest	Maturity Date	Par/Maturity Value	(d) Cost	(e) Current Value
	ANHEUSER-BUSCH INBEV SA/NV	Common	N/A	N/A	33,125	3,252,887	2,781,506
	AON PLC	Common	N/A	N/A	10,473	1,593,440	1,787,741
	BANK OF AMERICA CORP	Common	N/A	N/A	2	74	55
	BERKSHIRE HATHAWAY INC	Common	N/A	N/A	18,925	3,585,820	3,801,843
	CHARLES SCHWAB CORP/THE	Common	N/A	N/A	61,345	2,917,085	2,623,112
	CHARTER COMMUNICATIONS INC	Common	N/A	N/A	4,240	1,102,039	1,470,898
	CITIGROUP INC	Common	N/A	N/A	53,600	3,836,349	3,334,992
	COCA-COLA CO/THE	Common	N/A	N/A	66,525	3,042,392	3,117,362
	COMCAST CORP	Common	N/A	N/A	69,812	2,296,516	2,791,084
	COMCAST CORP	Common	N/A	N/A	76,600	2,797,371	3,062,468
	CONOCOPHILLIPS	Common	N/A	N/A	6	167	400
	COSTAR GROUP INC	Common	N/A	N/A	8,779	2,628,955	4,094,701
	DARDEN RESTAURANTS INC	Common	N/A	N/A	10,875	1,032,754	1,320,986
	DIAGEO PLC	Common	N/A	N/A	6,450	872,139	1,055,285
	DISH NETWORK CORP	Common	N/A	N/A	29,098	1,419,313	922,116
	DUNKIN' BRANDS GROUP INC	Common	N/A	N/A	8,975	526,125	674,023
	EBAY INC	Common	N/A	N/A	65,500	2,419,024	2,432,670
	EXXON MOBIL CORP	Common	N/A	N/A	2	75	162
	FACEBOOK INC	Common	N/A	N/A	9,579	1,516,013	1,596,724
	FACEBOOK INC	Common	N/A	N/A	10,850	1,706,838	1,808,587
	FASTENAL CO	Common	N/A	N/A	72,475	3,400,505	4,660,867
	FIRST DATA CORP	Common	N/A	N/A	7,700	161,708	202,279
	FISERV INC	Common	N/A	N/A	5,132	376,389	453,053
	FLOWSERVE CORP	Common	N/A	N/A	460	24,238	20,764
	FOX CORP	Common	N/A	N/A	20,428	845,733	732,969
	GARTNER INC	Common	N/A	N/A	34,505	4,282,028	5,233,718
	GCI LIBERTY INC	Common	N/A	N/A	19,450	873,513	1,081,615
	GENERAL ELECTRIC CO	Common	N/A	N/A	122,600	1,216,036	1,224,774
	GENERAL MOTORS CO	Common	N/A	N/A	40,935	1,793,638	1,518,689
	GOLDMAN SACHS GROUP INC/THE	Common	N/A	N/A	11,951	2,666,145	2,294,472
	HILTON WORLDWIDE HOLDINGS INC	Common	N/A	N/A	7,269	506,207	604,127
	HOME DEPOT INC/THE	Common	N/A	N/A	16,125	2,828,349	3,094,226
	INTERACTIVE BROKERS GROUP INC	Common	N/A	N/A	109,423	5,925,991	5,676,865
	LIBERTY BROADBAND CORP	Common	N/A	N/A	7,075	574,384	649,061
	LIBERTY GLOBAL PLC	Common	N/A	N/A	99,215	3,020,899	2,401,995
	LIBERTY TRIPADVISOR HOLDINGS I	Common	N/A	N/A	11,010	101,716	156,232
	LVMH MOET HENNESSY LOUIS VUITT	Common	N/A	N/A	18,875	1,141,100	1,389,898
	MARRIOTT INTERNATIONAL INC/MD	Common	N/A	N/A	19,328	2,216,946	2,417,740
	MARRIOTT INTERNATIONAL INC/MD	Common	N/A	N/A	20,350	2,566,507	2,545,582
	MCDONALD'S CORP	Common	N/A	N/A	15,825	2,646,910	3,005,168
	MCKESSON CORP	Common	N/A	N/A	60	3,490	7,024
	MICROSOFT CORP	Common	N/A	N/A	37,900	2,990,003	4,469,926
	MICROSOFT CORP	Common	N/A	N/A	9,475	886,597	1,117,482
	MIDDLEBY CORP/THE	Common	N/A	N/A	30,577	3,361,575	3,975,927
	MOHAWK INDUSTRIES INC	Common	N/A	N/A	9,238	1,814,249	1,165,374
	MORGAN STANLEY	Common	N/A	N/A	30,300	1,476,611	1,278,660
	NATIONAL INSTRUMENTS CORP	Common	N/A	N/A	66,491	2,984,490	2,949,541
	NESTLE SA	Common	N/A	N/A	28,300	2,349,955	2,696,735
	ORACLE CORP	Common	N/A	N/A	46,840	2,315,582	2,515,776
	PHILLIPS 66	Common	N/A	N/A	3	50	286
	SHERWIN-WILLIAMS CO/THE	Common	N/A	N/A	3,870	1,468,720	1,666,848
	STARBUCKS CORP	Common	N/A	N/A	10,250	533,288	761,985
	TIFFANY & CO	Common	N/A	N/A	15,275	1,325,406	1,612,276
	TRAVELERS COS INC/THE	Common	N/A	N/A	2	84	274
	TRIPADVISOR INC	Common	N/A	N/A	73,064	2,612,646	3,759,143
	TRIPADVISOR INC	Common	N/A	N/A	16,985	615,250	873,878
	ULTA BEAUTY INC	Common	N/A	N/A	4,210	918,713	1,468,153
	UNDER ARMOUR INC	Common	N/A	N/A	162,613	2,386,001	3,068,507
	UNITEDHEALTH GROUP INC	Common	N/A	N/A	6,769	1,405,618	1,673,703
	WABTEC CORP	Common	N/A	N/A	291	22,212	21,453
	WALMART INC	Common	N/A	N/A	30,675	2,820,804	2,991,733
	WALT DISNEY CO/THE	Common	N/A	N/A	358	39,420	39,753
	WALT DISNEY CO/THE	Common	N/A	N/A	31,950	3,314,508	3,547,409
	WAYFAIR INC	Common	N/A	N/A	24,828	2,932,089	3,685,717
	WEIGHT WATCHERS INTERNATIONAL	Common	N/A	N/A	50,675	2,153,200	1,021,101
	WELLS FARGO & CO	Common	N/A	N/A	56,031	2,982,574	2,707,418
	WILLIAMS-SONOMA INC	Common	N/A	N/A	46,700	2,728,434	2,326,754
	WORKDAY INC	Common	N/A	N/A	26,818	3,530,160	5,171,851
						133,918,838	147,242,736
Partnership / Joint venture interest							
	1901 PARTNERS LP	P/JVI	N/A	N/A	13,576,506	9,528,998	13,776,506
	ABRAAJ GBL GRWTH MKTS STRATEGI	P/JVI	N/A	N/A	5,760,764	6,806,742	5,760,764
	ABRY PARTNERS VII L.P.	P/JVI	N/A	N/A	2,169,091	4,967,711	2,169,091
	ACADIAN EMERGING MARKETS FUND	P/JVI	N/A	N/A	10,478	59,734,235	53,482,066
	ALINDA INFRASTRUCTURE FD II	P/JVI	N/A	N/A	4,450,747	5,652,231	4,450,747
	AMERICAN SECURITIES PTNRS VII	P/JVI	N/A	N/A	7,832,253	10,886,579	7,832,253
	APOLLO INVESTMENT FUND VIII LP	P/JVI	N/A	N/A	8,281,832	7,141,355	8,281,832
	ASCRIBE OPP FUND III LP	P/JVI	N/A	N/A	3,860,131	4,963,643	3,860,131
	ASF VIII LP	P/JVI	N/A	N/A	750	750	750
	BALANCE POINT CAP PTNRS III LP	P/JVI	N/A	N/A	2,883,403	2,991,713	2,883,403
	BCP ENERGY SERVICES FUND-A LP	P/JVI	N/A	N/A	15,172,066	10,260,865	15,172,066

American Federation of Music and Employers' Pension Fund and Subsidiary
EIN 51-6120204
Plan Number 001
Plan Year Ended March 31, 2019

Form 5500, Schedule H, Line 4i
Schedule of Assets (Held At End of Year)

		(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value					
(a)	(b) Identity of issuer, borrower, or similar party	Description	Rate of Interest	Maturity Date	Par/Maturity Value	(d) Cost	(e) Current Value
	BDC III LP	P/JVI	N/A	N/A	4,586,206	3,686,608	5,976,056
	BLACKSTONE CAPITAL PARTNERS	P/JVI	N/A	N/A	6,436,410	5,447,464	6,536,410
	BLACKSTONE ENERGY PARTNERS II	P/JVI	N/A	N/A	8,903,374	7,140,237	8,903,374
	BLUE TORCH CREDIT OPP FD I LP	P/JVI	N/A	N/A	17,479,234	17,115,196	17,479,234
	CAPITAL TODAY EVERGREEN FUND	P/JVI	N/A	N/A	4,625,243	4,503,426	4,625,243
	CASTLE HOOK OFFSHORE FUND LTD	P/JVI	N/A	N/A	8,000	8,000,000	7,807,229
	CASTLELAKE III LP	P/JVI	N/A	N/A	18,468,774	12,012,499	18,468,774
	CASTLELAKE IV LP	P/JVI	N/A	N/A	11,525,506	8,353,465	11,525,506
	CAT ROCK CAPITAL PARTNERS	P/JVI	N/A	N/A	30,517	40,143,676	51,558,802
	CAT ROCK CAPITAL PARTNERS	P/JVI	N/A	N/A	12,000	12,000,000	13,821,321
	CATALYST FUND V	P/JVI	N/A	N/A	2,675,018	3,309,997	2,675,018
	CCP X NO. 1 LP	P/JVI	N/A	N/A	3,543,026	2,625,540	3,978,287
	CEVIAN CAPITAL II LTD SUBS	P/JVI	N/A	N/A	250,000	25,000,000	23,085,974
	CLASS A SUB CLASS H-6 TRANCHE	P/JVI	N/A	N/A	18,396	7,686,570	7,445,428
	COATUE OFFSHORE FUND LTD (REF	P/JVI	N/A	N/A	75,000	7,500,000	7,364,712
	CVC CAPITAL PARTNERS VII A	P/JVI	N/A	N/A	2,345,017	2,487,057	2,633,102
	EIG ENERGY FUND XVI LP	P/JVI	N/A	N/A	7,018,833	5,840,860	7,218,833
	ENCAP ENERGY CAPITAL XI	P/JVI	N/A	N/A	897,081	998,116	897,081
	ENCAP FLATROCK MIDSTREAM FD IV	P/JVI	N/A	N/A	2,069,338	2,095,686	2,269,338
	ENCAP FLATROCK MIDSTREAM III-C	P/JVI	N/A	N/A	5,301,721	5,412,351	5,301,721
	ENERGY CAPITAL PARTNERS	P/JVI	N/A	N/A	5,925,794	4,153,270	5,925,794
	FORT GLOBAL OFFSHORE FUND SPC	P/JVI	N/A	N/A	19,743	20,000,000	20,997,478
	FORTRESS CREDIT OPP FUND V A	P/JVI	N/A	N/A	994,554	994,554	994,554
	GRIDIRON CAPITAL FUND III LP	P/JVI	N/A	N/A	13,987,757	9,289,303	13,987,757
	HAMILTON LANE VC FD SRS 2014	P/JVI	N/A	N/A	13,497,705	8,154,585	13,497,705
	HAMILTON LANE VC FD SRS 2015	P/JVI	N/A	N/A	8,645,990	6,824,179	8,645,990
	HAMILTON LANE VC OFFSHORE FD	P/JVI	N/A	N/A	3,570,061	3,401,131	3,570,061
	HAMILTON LANE VENTURE CAP FD	P/JVI	N/A	N/A	5,389,113	4,694,256	5,489,113
	HBK MULTI-STRATEGY OFFSHORE	P/JVI	N/A	N/A	23,951	28,114,011	28,508,421
	HILLHOUSE FUND IV FEEDER LP	P/JVI	N/A	N/A	482,708	415,877	482,708
	HL SECONDARY INVEST SPV-6 LP	P/JVI	N/A	N/A	3,280,650	2,106,227	3,480,650
	HPS-MEZZANINE PARTNERS III LP	P/JVI	N/A	N/A	14,431,479	13,396,753	14,431,479
	INCA LATIN AMERICA FUND LP	P/JVI	N/A	N/A	3,731,211	4,000,000	3,731,211
	INDABA CAPITAL PARTNERS CAYMAN	P/JVI	N/A	N/A	29,751,107	27,500,000	29,751,107
	IRONSIDES II PARTNERSHIP FUND	P/JVI	N/A	N/A	36,613,054	-	36,813,054
	ISAM SYSTEMATIC TREND SPV	P/JVI	N/A	N/A	50,000	5,000,000	4,486,531
	JH II GLBL ABS RTRN STR-R6	P/JVI	N/A	N/A	288,281	2,926,432	3,315,420
	JUNTO OFFSHORE FUND LTD	P/JVI	N/A	N/A	28,000	28,000,000	28,696,555
	JUNTO OFFSHORE FUND LTD CLASS	P/JVI	N/A	N/A	7,000	7,000,000	7,123,346
	KELSO INVEST ASSOCIATES IX LP	P/JVI	N/A	N/A	15,498,558	11,179,279	15,498,558
	KPS SPECIAL SITUATIONS FUND IV	P/JVI	N/A	N/A	5,833,634	5,734,602	5,833,634
	LAKEWOOD CAPITAL OFFSHORE FUND	P/JVI	N/A	N/A	27,000	27,000,000	27,572,501
	LANDMARK ACQUISITION FD VIII	P/JVI	N/A	N/A	2,778,141	262,401	3,119,436
	LIBERTY HALL CAP PTNRS FD I	P/JVI	N/A	N/A	9,235,789	7,315,290	9,235,789
	MANAGED FUND / BRIDGEWATER	P/JVI	N/A	N/A	110,610	14,000,000	13,776,535
	MATRIX CAPITAL MANAGEMENT FUND	P/JVI	N/A	N/A	14,000	14,000,000	14,943,594
	MATRIX CAPITAL MANAGEMENT FUND	P/JVI	N/A	N/A	7,500	7,500,000	8,580,721
	MERITECH CAPITAL PTNRS VI LP	P/JVI	N/A	N/A	2,864,930	3,000,000	2,864,930
	MONTREUX EQUITY PARTNERS II-A	P/JVI	N/A	N/A	1,434,656	737,815	1,434,656
	MONTREUX EQUITY PARTNERS III	P/JVI	N/A		1,919,832	-	1,919,832
	NONANTUM CAP PARTNERS FD I LP	P/JVI	N/A	N/A	39,419	39,419	39,419
	OCP ASIA FUND III LP	P/JVI	N/A	N/A	10,524,735	9,829,262	10,524,735
	ORBIS INSTITUTIONAL GLOBAL	P/JVI	N/A	N/A	4,810,997	70,000,000	65,725,773
	PARK PRESIDIO CAPITAL OFFSHORE	P/JVI	N/A	N/A	20,854	21,000,000	20,743,856
	PENN SQUARE GLOBAL RE FD II	P/JVI	N/A	N/A	3,344,555	-	3,344,555
	PLATINUM EQUITY CAP PARTNERS	P/JVI	N/A	N/A	11,876,857	11,269,504	11,876,857
	PLATINUM EQUITY CAPITAL	P/JVI	N/A	N/A	3,682,072	3,492,721	3,682,072
	PROXIMA CAPITAL OFFSHORE LTD	P/JVI	N/A	N/A	40,000	4,000,000	3,525,359
	PZENA US BEST IDEAS FUND LP	P/JVI	N/A	N/A	25,765,065	27,500,000	25,865,065
	ROARK CAPITAL PARTNERS IV AIV	P/JVI	N/A	N/A	5,710,395	5,677,349	5,710,340
	SECONDARY INVESTMENTS SPV-4 LP	P/JVI	N/A	N/A	3,164,151	505,927	3,164,551
	SENATOR GLOBAL OPPORTUNITY	P/JVI	N/A	N/A	9,000	9,000,000	8,872,756
	SENATOR GLOBAL OPPORTUNITY	P/JVI	N/A	N/A	14,000	14,000,000	13,987,536
	SOROBAN OPPORTUNITIES CAYMEN	P/JVI	N/A	N/A	11,000	11,000,000	11,521,760
	SOROBAN OPPORTUNITIES CAYMEN	P/JVI	N/A	N/A	11,000	11,000,000	11,521,760
	THE CHILDREN'S INVESTMENT FUND	P/JVI	N/A	N/A	300,000	30,000,000	35,733,000
	THOMA BRAVO FUND XIII-A LP	P/JVI	N/A	N/A	1,380,024	1,380,024	1,580,024
	THOMAS H LEE EQUITY FD VII LP	P/JVI	N/A	N/A	13,572,834	7,257,553	13,872,834
	THOMPSON ST CAP PTNRS V LP	P/JVI	N/A	N/A	902,886	902,886	902,886
	TIGER GLOBAL LONG	P/JVI	N/A	N/A	150,000	15,000,000	18,570,963
	TIGER GLOBAL LONG	P/JVI	N/A	N/A	150,000	15,000,000	16,707,505
	TPG OPPORTUNITIES PTNRS III B	P/JVI	N/A	N/A	2,799,615	2,164,707	2,799,615
	VALINOR CAPITAL PARTNERS	P/JVI	N/A	N/A	12,000	12,000,000	12,047,413
	VALINOR CAPITAL PARTNERS	P/JVI	N/A	N/A	9,000	9,000,000	9,338,079
	VENROCK HEALTHCARE CP III LP	P/JVI	N/A	N/A	3,841,365	3,750,000	3,841,365
	WATERLAND PE FUND VI FEEDER	P/JVI	N/A	N/A	6,143,000	4,610,603	6,897,668
						870,373,490	988,347,918

American Federation of Music and Employers' Pension Fund and Subsidiary
EIN 51-6120204
Plan Number 001
Plan Year Ended March 31, 2019

Form 5500, Schedule H, Line 4i
Schedule of Assets (Held At End of Year)

(a)	(b) Identity of issuer, borrower, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value: Description	Rate of Interest	Maturity Date	Par/Maturity Value	(d) Cost	(e) Current Value
	103-12 Investment Entities						
	ARROWSTREET INTERNATIONAL EQTY ACWI EX US FUND	103-12	N/A	N/A	4,454,450	67,739,559	66,425,482
	THE MARATHON-LONDON INTERNATIONAL-GROUP TRUST FUND	103-12	N/A	N/A	120,522	89,380,728	86,565,131
						157,120,287	152,990,613
	Registered Investment Companies						
	ISHARES MSCI SOUTH AFRICA ET	Mutual Fund	N/A	N/A	74,684	4,832,802	3,908,214
						4,832,802	3,908,214
	Other Investments						
	BUENA VISTA OPPORTUNITIES OFFSHORE FUND LTD	Commingled Fund	N/A	N/A	22,327	27,000,000	25,691,483
	CEDAR ROCK CAPITAL	Commingled Fund	N/A	N/A	36,006,652	33,000,000	36,006,652
	GQG PARTNERS INTERNATIONAL EQUITY FUND	Commingled Fund	N/A	N/A	32,093,416	22,676,100	32,093,416
	D.E. SHAW WORLD ALPHA EXTENSION FUND LLC	Commingled Fund	N/A	N/A	78,936,377	76,317,318	78,936,377
	COL DOUBLELINE TTL RTRN BD FD TR 1	Commingled Fund	N/A	N/A	10,842,442	117,000,000	121,435,347
	CONSTELLATION FUND SPC	Commingled Fund	N/A	N/A	65,000	6,500,000	7,427,056
	THE RUSSIAN PROSPERITY FUND - SERIES S - 02	Commingled Fund	N/A	N/A	32,000	3,200,000	3,184,960
	FIDELITY INV MMKT TREAS 680	Fund 3	2.270%	12/31/2049	100	7,137,320	7,137,320
						292,830,738	311,912,611
	Total						1,851,212,520

* Denotes Party-in-interest

American Federation of Music and Employers' Pension Fund and Subsidiary
EIN 51-6120204
Plan Number 001
Plan Year Ended March 31, 2019

Form 5500, Schedule H, Line 4j
Schedule of Reportable Transactions

(a) Identity of Party Involved	(b) Description of Asset (include interest rate and maturity in case of a loan)	(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 or (Loss)
Single Transactions								
BANK OF NEW YORK	COLLECTIVE US GOV'T STIF 12 BPS	150,446,378	N/A	N/A	N/A	150,446,378	150,446,378	-
BANK OF NEW YORK	COLLECTIVE US GOV'T STIF 12 BPS	127,393,832	N/A	N/A	N/A	127,393,832	127,393,832	-
BANK OF NEW YORK	COLLECTIVE US GOV'T STIF 12 BPS	127,362,380	N/A	N/A	N/A	127,362,380	127,362,380	-
BANK OF NEW YORK	COLLECTIVE US GOV'T STIF 12 BPS	N/A	97,344,580	N/A	N/A	97,344,580	97,344,580	-
BANK OF NEW YORK	COLLECTIVE US GOV'T STIF 12 BPS	N/A	126,709,324	N/A	N/A	126,709,324	126,709,324	-
BANK OF NEW YORK	PIMCO TOTAL RETURN FUND-INST	N/A	115,879,987	N/A	N/A	118,974,116	115,879,987	(3,094,129)
Series of Transactions								
BANK OF NEW YORK	US TREASURY BOND 3.625% 02/15/2044	N/A	109,800,000	N/A	N/A	109,800,000	109,800,000	-
BANK OF NEW YORK	US TREASURY BOND 3.625% 02/15/2044	109,800,000	N/A	N/A	N/A	109,800,000	109,800,000	-
BANK OF NEW YORK	JH II GLOBAL ABSOLUTE RETURN STR-R6	N/A	58,500,000	N/A	N/A	59,073,568	58,500,000	(573,568)
BANK OF NEW YORK	JH II GLOBAL ABSOLUTE RETURN STR-R6	62,000,000	N/A	N/A	N/A	62,000,000	62,000,000	-
BANK OF NEW YORK	PIMCO TOTAL RETURN FUND - INST	N/A	115,879,987	N/A	N/A	118,974,116	115,879,987	(3,094,129)
BANK OF NEW YORK	PIMCO TOTAL RETURN FUND - INST	46,459,045	N/A	N/A	N/A	46,459,045	46,459,045	-
BANK OF NEW YORK	PIMCO FDS SHORT TERM FLTG NAV PORT II	N/A	75,000,000	N/A	N/A	75,000,284	75,000,000	(284)
BANK OF NEW YORK	PIMCO FDS SHORT TERM FLTG NAV PORT II	92,121,889	N/A	N/A	N/A	92,121,889	92,121,889	-
BANK OF NEW YORK	BNY MELLON CASH RESERVE	N/A	139,701,741	N/A	N/A	139,701,741	139,701,741	-
BANK OF NEW YORK	BNY MELLON CASH RESERVE	140,032,327	N/A	N/A	N/A	140,032,327	140,032,327	-
BANK OF NEW YORK	PIMCO FDS SHORT TERM FLTG NAV PORT II	N/A	75,000,000	N/A	N/A	75,000,284	75,000,000	(284)
BANK OF NEW YORK	PIMCO FDS SHORT TERM FLTG NAV PORT II	92,121,889	N/A	N/A	N/A	92,121,889	92,121,889	-
BANK OF NEW YORK	FIDELITY INV MMKT TREAS 680	N/A	112,142,073	N/A	N/A	112,142,073	112,142,073	-
BANK OF NEW YORK	FIDELITY INV MMKT TREAS 680	78,812,303	N/A	N/A	N/A	78,812,303	78,812,303	-
BANK OF NEW YORK	COLLECTIVE US GOV'T STIFF 12 BPS	N/A	1,369,457,550	N/A	N/A	1,369,457,550	1,369,457,550	-
BANK OF NEW YORK	COLLECTIVE US GOV'T STIFF 12 BPS	1,476,057,207	N/A	N/A	N/A	1,476,057,207	1,476,057,207	-

OTHER SUPPLEMENTARY INFORMATION

withum

ADVISORY TAX AUDIT

INDEPENDENT AUDITOR'S REPORT ON OTHER SUPPLEMENTARY INFORMATION

To the Trustees and Participants
American Federation of Musicians and Employers'
Pension Fund and Subsidiaries:

We have audited the consolidated financial statements of the American Federation of Musicians and Employers' Pension Fund and Subsidiaries as of and for the years ended March 31, 2019 and 2018, and our report thereon dated January 15, 2020 which contained an unmodified opinion on those consolidated financial statements. Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole.

The schedules of administrative expenses for the years ended March 31, 2019 and 2018 are presented for purposes of additional analysis and are not a required part of the consolidated financial statements. 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 consolidated financial statements. The information has been subjected to the auditing procedures applied in the audits of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

WithumSmith+Brown, PC

January 15, 2020
Bethesda, MD

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American Federation of Musicians and Employers' Pension Fund and Subsidiaries
Consolidated Schedules of Administrative Expenses
Years Ended March 31, 2019 and 2018

	2019	2018
Administrative expenses		
Accounting and audit fees	$ 225,919	$ 137,258
Actuarial fees	1,106,209	1,375,598
Bank and payroll processing fees	42,166	44,399
Consulting fees	183,728	331,545
Data conversion, document imaging and data cleanup	183,348	135,188
Depreciation and amortization	188,622	248,011
Disaster recovery program	28,062	25,952
Employer compliance audits of contributing employers	206,551	80,987
Employee benefits	1,634,918	1,635,219
Employee recruitment and advertising	54,861	30,400
Equipment repairs and maintenance	35,605	32,768
Insurance	2,078,699	1,971,742
IT maintenance	296,133	287,025
Legal fees	1,982,194	2,032,711
Miscellaneous	44,544	44,028
Office supplies	55,732	53,911
Off site storage	32,959	31,533
Participant communication	267,466	466,689
Payroll taxes	382,450	416,692
Pension check processing fees	307,324	287,186
Postage	132,121	120,060
Printing	83,036	76,498
Rent and other occupancy costs	1,351,392	1,276,268
Salaries	4,935,603	5,001,153
Staff seminars and tuition reimbursements	49,961	22,481
Staff travel	1,083	1,351
Telephone	15,897	16,414
Temporary office help	10,556	4,004
Trustee education	46,087	27,539
Trustee meeting	130,043	130,840
Total administrative expenses	$ 16,093,269	$ 16,345,450

See Independent Auditor's Report on Other Supplementary Information.

Exhibit 7.09

Rehabilitation Plan and Updates

Fund

American Federation
of Musicians &
Employers' Pension Fund

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AMERICAN FEDERATION OF MUSICIANS AND EMPLOYERS' PENSION PLAN

REHABILITATION PLAN

Adopted April 15, 2010, and updated June 27, 2016

I. INTRODUCTION

The Pension Protection Act of 2006 ("PPA") requires an annual actuarial status determination for multiemployer pension plans including the American Federation of Musicians and Employers' Pension Plan (the "Plan"). On April 15, 2010, the Plan was certified by its actuary, Milliman, Inc. ("Milliman"), to be in critical status, also known as the "red zone", for the plan year beginning on April 1, 2010 and ending on March 31, 2011 (the "2010 Plan Year"). The initial certification of critical status was based upon the Plan actuary's determination that the Plan was projected to have an accumulated funding deficiency for the plan year ending March 31, 2011. The Plan was further certified in critical status each plan year thereafter to date. (The most recent certification as of the date of the adoption of the updated Rehabilitation Plan was for the plan year beginning April 1, 2015.)

The PPA requires that the board of trustees of a multiemployer pension plan that has been certified by its actuary as being in critical status develop a rehabilitation plan that is intended to improve the plan's funding over a period of years. A rehabilitation plan sets forth the actions to be taken by the pension plan's trustees, as well as the collective bargaining parties, to enable the plan to emerge from critical status or forestall possible insolvency. The rehabilitation plan must be based on reasonably anticipated experience and reasonable actuarial assumptions regarding investment income and other experience of the plan over a period of future years.[1]

II. REHABILITATION PLANS GENERALLY

A rehabilitation plan consists of either (i) actions (including increases in employer contributions to, and/or reductions in benefits under, the plan) that, based on reasonably anticipated experience and reasonable actuarial assumptions, are formulated to enable the plan to emerge from critical status no later than the end of a 10-year "rehabilitation period"; or (ii) reasonable measures implemented by the plan's trustees that are expected to enable the plan to emerge from critical status after such 10-year period, or to forestall possible plan insolvency, if the trustees determine that, based on reasonable

[1] All of these requirements are set forth in Section 305(e)(3) of the Employee Retirement Income Security Act of 1974, as amended ("ERISA") and Section 432(e)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

actuarial assumptions and upon exhaustion of all reasonable measures, the plan cannot reasonably be expected to emerge from critical status by the end of the 10-year rehabilitation period.[2]

After extensive deliberations and consultations with Milliman and Plan legal counsel, as well as an in-depth review of a variety of possible alternatives, the Board of Trustees of the Plan (the "Board") concluded that, based on reasonable actuarial assumptions and upon exhaustion of all reasonable measures, the Plan cannot reasonably be expected to emerge from critical status by the end of a 10-year rehabilitation period. Further information regarding that conclusion is described in greater detail below.

Accordingly, the Board adopted its initial rehabilitation plan (the "Rehabilitation Plan") on April 15, 2010 as the best long-term option for improving the funded status of the Plan and determined that it is in the best interest of the Plan and its participants and beneficiaries. The Rehabilitation Plan consists of a single schedule, known as the "default schedule" required by the PPA. The Rehabilitation Plan originally employed reasonable measures to enable the Plan to emerge from critical status at a later date than the 10-year rehabilitation period. As the Plan is currently not projected to emerge from critical status, the Rehabilitation Plan now employs reasonable measures to enable the Plan to forestall insolvency.

III. OVERVIEW OF REHABILITATION PLAN

The Rehabilitation Plan consists of a single schedule that sets forth both benefit modifications and the employer contribution requirements. Under the PPA, the collective bargaining parties are responsible for adopting a contribution schedule consistent with the Rehabilitation Plan.

The main elements of the Rehabilitation Plan are as follows:

1. In addition to the reduction in the Plan's "Benefit Multiplier" that was effective January 1, 2010, the Rehabilitation Plan eliminates the following benefits and benefit alternatives previously available under the Plan: (i) early retirement subsidies; (ii) benefit guarantees for the single life annuity; (iii) "pop-up" and benefit guarantee features of the 50% joint and survivor annuity; (iv) post-normal retirement age subsidies; (v) certain forms of benefit for merged plans; and (vi) the lump sum form of benefit offered by the Plan (not including lump sums with an actuarial present value of $5,000 or less.). These changes, which generally became effective as of June 1, 2010, are described in more detail in Section V below.

2. The Rehabilitation Plan requires additional employer contributions to the Plan. Additional employer contributions are necessary to enable the Plan to forestall insolvency after future benefit accruals and other benefits have been reduced to the maximum extent permitted by law. The employer contribution requirements are described in more detail in Section VI below.

[2] The 10-year rehabilitation period begins with the first plan year that begins two years after adoption of the rehabilitation plan or, if earlier, the first plan year after expiration of collective bargaining agreements (in effect when the actuarial certification for the first critical year was due) covering at least 75% of the plan's active participants, although the rehabilitation plan may be effective before the 10-year rehabilitation period begins. In the case of the Plan, the 10-year rehabilitation period begins April 1, 2013.

IV. Extension of Amortization

The original Rehabilitation Plan also provided that the Board would seek approval from the Internal Revenue Service (the "IRS") for the Plan to obtain a 5-year extension of the period for amortizing unfunded liabilities of the Plan pursuant to Section 431(d) of the Code and Section 304(d) of ERISA. However, the Rehabilitation Plan was subsequently updated to remove this provision because the Trustees instead elected to apply funding relief under the Pension Relief Act of 2010.

V. Benefit Modifications

A. *Change in Future Benefit Accruals*

The monthly pension benefit payable to participants in the form of a single life annuity generally is computed by multiplying each $100 of employer contributions earned by a participant by a specified dollar amount (the "Benefit Multiplier"). In anticipation of the need to develop a Rehabilitation Plan, the Board decided in October 2009 to reduce the Benefit Multiplier for benefits earned under the Plan on and after January 1, 2010 from $2.00 to $1.00 for benefits beginning at age 65. Corresponding revisions were made to the Benefit Multiplier for benefits commencing between the ages of 55 and 64.

While it is not technically part of the Rehabilitation Plan, the $1.00 Benefit Multiplier was adopted in anticipation of the Plan entering critical status. The $1.00 Benefit Multiplier is the equivalent of a 1% monthly benefit accrual, which is the minimum rate permitted by a default schedule under the PPA. The Board considered the possibility of adopting an alternative schedule reducing the Benefit Multiplier below $1.00 in order to enable the Plan to emerge from critical status more rapidly. However, after lengthy deliberations, the Board ultimately concluded that the same likely effects of reducing the Benefit Multiplier to $1.00 that had made that decision so difficult – primarily, the wholly inadequate retirement benefits resulting from the reduction, and the consequent incentive for bargaining parties to withdraw from the plan and turn to alternative retirement vehicles that provide greater benefits for their contribution dollars – were of even greater concern when considering an even further reduction. These concerns were exacerbated by the fact that an alternative schedule would be extremely costly, if not impossible, to administer, given the large number of employers contributing to the Plan and the freelance nature of much of the covered employment.

Since the original Rehabilitation Plan was adopted, the Board and a special committee of the Board have attempted to develop other workable benefit structures that might improve the financial status of the Plan. Thus far, no structure has been identified that the Trustees consider reasonable and consistent with the applicable legal requirements. The Trustees are particularly concerned that further benefit reductions would undermine participant and employer support of the Plan.

B. *Description of Additional Benefit Modifications*

The Rehabilitation Plan requires the additional modifications set forth below effective for pension benefit payments with a pension effective date on or after June 1, 2010, including participants with respect to whom contributions were not required to be made as of April 15, 2010. However, these benefit reductions did not apply to pension benefit payments with a pension effective date of June 1, 2010 if the initial application for benefits was postmarked (or received in the Fund Office, in the case of applications delivered by fax or by hand) on or before February 24, 2010.

The reductions made by the original Rehabilitation Plan include the following:

1. <u>Elimination of the Early Retirement Subsidy</u>

For benefits commencing prior to June 1, 2010, the portion of early retirement benefits earned by the participant before 2004 included a costly subsidy from the Plan. The Rehabilitation Plan eliminated the subsidy. Thus, the Benefit Multiplier for benefits beginning at ages prior to 65 (expressed as a single life annuity) is the actuarial equivalent of the Benefit Multiplier for benefits beginning at age 65, without any subsidy.

Accordingly, under the Rehabilitation Plan, all benefits are based on the applicable Benefit Multiplier per $100 of contributions (rounded to the nearest $100) set forth in the chart below. Benefit Multipliers for early retirement benefits (ages 55 to 64) for amounts earned beginning in 2004 were never subsidized, so only the shaded Benefit Multipliers reflected in column A are adjusted by the Rehabilitation Plan.

	A *modified*	B unchanged	C unchanged	D unchanged	E unchanged
Age at Pension Effective Date	Contributions earned before January 1, 2004	Contributions earned on or after January 1, 2004 and before April 1, 2007	Contributions earned on or after April 1, 2007 and before May 1, 2009	Contributions earned on or after May 1, 2009 and before January 1, 2010	Contributions earned on or after January 1, 2010
65 or older	$4.65	$3.50	$3.25	$2.00	$1.00
64	$4.16	$3.13	$2.91	$1.79	$0.90
63	$3.75	$2.82	$2.62	$1.61	$0.80
62	$3.36	$2.53	$2.35	$1.45	$0.72
61	$3.04	$2.29	$2.13	$1.31	$0.65
60	$2.75	$2.07	$1.92	$1.18	$0.59
59	$2.48	$1.87	$1.74	$1.07	$0.53
58	$2.26	$1.70	$1.58	$0.97	$0.49
57	$2.05	$1.54	$1.43	$0.88	$0.44
56	$1.86	$1.40	$1.30	$0.80	$0.40
55	$1.70	$1.28	$1.19	$0.73	$0.37

2. Elimination of the Benefit Guarantee for Single Life Annuity

For pension benefits payable in the form of a single life annuity, there was previously a guaranteed payment of 100 times the portion of the monthly pension benefit as of the participant's pension effective date for accruals earned prior to 2004. Under the guarantee, if a participant died before receiving a total of 100 times the portion of the monthly benefit earned prior to 2004, the designated beneficiary received the balance of that amount. The Rehabilitation Plan eliminated the guaranteed payment. Thus, the single life annuity under the Rehabilitation Plan provides for monthly payments for the life of the retired participant and ceases at the participant's death.

3. Elimination of the "Pop-Up" Feature of the 50% Joint and Survivor Annuity

For pension benefits payable in the form of a 50% joint and survivor annuity, if the joint annuitant dies before the participant, and within five years of the participant's pension effective date, the portion of the benefit earned prior to 2004 previously increased to what it would have been if the participant had elected a single life annuity form of benefit. The Rehabilitation Plan eliminated this "pop-up" feature. Accordingly, the death of the joint annuitant after the pension effective date no longer has any effect on the participant's monthly benefit.

4. Elimination of the Benefit Guarantee for 50% Joint and Survivor Annuity

For pension benefits payable in the form of a 50% joint and survivor annuity, if the participant and joint annuitant both die within five years of the participant's pension effective date, the Plan previously paid the participant's beneficiary the balance of the five years of monthly benefit payments on the portion of the benefit earned by the participant prior to 2004. The Rehabilitation Plan eliminated this payment guarantee. Accordingly, there are no longer any continuing payments after the death of the retired participant and his or her joint annuitant.

5. Elimination of the Post-Normal Retirement Age Subsidy

For participants who begin to receive their pension benefit after normal retirement age (generally age 65), the Plan previously paid the amount payable at normal retirement age, increased to account for the late commencement using simplified factors. This resulted in a benefit that was greater than if it were computed using actuarial equivalent factors. Under the Rehabilitation Plan, the benefit payable after normal retirement age is increased using the interest and mortality assumptions that achieve actuarial equivalence.

6. Elimination of Merged Plan Forms of Benefit

Under the Rehabilitation Plan, benefits earned by individuals who participated in either the AFM Retirement Plan or the AFM-EPF Staff Retirement Plan prior to merger with the Plan are paid to these individuals only in the same benefit forms that are generally available with respect to benefits under the Plan.

7. Elimination of Lump-Sum Form of Payment for Retirement Account Benefit

The Plan previously permitted participants to receive a lump-sum payment of the amounts attributable to contributions earned before 1968, plus interest (also known as the Retirement Account Benefit). This form of payment was eliminated under the Rehabilitation Plan.[3]

VI. EMPLOYER CONTRIBUTION INCREASES

A. ***Employer Contribution Increases Required under the Rehabilitation Plan***

The Rehabilitation Plan requires contributing employers to increase the amount of contributions made to the Plan, except for contributions that are not taken into account in determining any benefit payable under the Plan. As described in Section VII below, if the bargaining parties did not agree to the increased contributions in this Rehabilitation Plan by June 1, 2010, the employer is subject to a surcharge required by law that is greater than the contribution increases.

The required increase in the employer contributions is as follows:

1. Effective for contributions earned on or after June 1, 2010 but before April 1, 2011, the contribution rate is 104% of the contribution rate otherwise in effect under the collective bargaining agreement or expired collective bargaining agreement.[4]

2. Effective for contributions earned on or after April 1, 2011 and thereafter, the contribution rate is 109% of the contribution rate otherwise in effect under the collective bargaining agreement or expired collective bargaining agreement (excluding the 4% increase, which is not cumulative).

3. To the extent an employer's contributions are calculated as set forth in the arbitration award of Burton Turkus (the "Turkus Award"):

   a. the 104% and 109% required contribution amounts set forth in paragraphs 1. and 2. are based on 100% of the contributions calculated as set forth in the Turkus Award (or, if greater, 100% of the minimum contribution rate set forth in the employer's collective bargaining agreement) plus an additional 4% or 9% (as applicable) of the minimum contribution rate set forth in the employer's collective bargaining agreement.

   b. However, if the employer had a complete or partial withdrawal from the Plan, or is otherwise terminated as a contributing employer by the Board,

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[3] The Plan does not provide for any other lump-sum benefits other than those benefits with an actuarial present value of $5,000 or less.

[4] Contributions are considered earned in accordance with the normal Plan procedures for crediting contributions. For live work, it is generally the date of the performance.

on or before March 31, 2015, the employer must pay, within ten business days of the date on which the Plan sends the employer a written invoice, contributions (retroactive to June 1, 2010) calculated based on 104% or 109% (as applicable) of the contributions calculated as set forth in the Turkus Award (or, if greater, 100% of the minimum contribution rate set forth in the employer's collective bargaining agreement), less any additional contributions already paid under subparagraph (a) above, plus interest calculated at an annual rate of 8%.

4. In the case of single engagement agreements, the contribution rate otherwise in effect under the collective bargaining agreement shall be deemed to be a rate that is no less than the average of the contribution rates in all of the agreements submitted to the Plan by the employer (or by the bandleader, if the bandleader is the payor) during calendar year 2009, where the employer or bandleader submitted five or more single engagement agreements during calendar year 2009.

5. Effective in the sixth year of any collective bargaining agreement entered into on or after May 1, 2010 that establishes pension contributions for a term of more than five years (including extensions), the contribution rate will increase an additional 25% above the contribution rate otherwise applicable to those contributions (and the portion of the increase above 9% will not generate benefit accruals).

The increased contributions are generally treated the same as all other employer contributions, so they are payable on the same schedule as the contributions on which the increase is based and will generate benefit accruals for participants (except as noted in paragraph 5. above).

B. ***Effective Date of Contribution Increases***

Unless otherwise specifically provided herein, the contribution increases required by the Rehabilitation Plan become effective upon the *earlier of*:

1. the effective date of a collective bargaining agreement (or an amendment to that collective bargaining agreement) that adopts a contribution schedule that contains terms consistent with the Rehabilitation Plan contribution schedule, or

2. 180 days after the expiration date of a collective bargaining agreement providing for contributions to the Plan that was in effect on April 1, 2010, *if* by such date the bargaining parties have failed to adopt a contribution schedule that contains terms consistent with the contribution schedule set forth in this Rehabilitation Plan.

If the collective bargaining agreement had an expiration date before April 1, 2010 and no successor agreement was yet in effect on that date, the contribution schedule must have been adopted by September 28, 2010 (180 days from April 1, 2010).

C. *No Decrease Permitted in Employer Contributions Otherwise Required*

The Board previously announced that the contribution rates in any collective bargaining agreement may not be decreased.[5] Accordingly, the contribution rate in a collective bargaining agreement may not be decreased to avoid application of the contribution rate increase under the Rehabilitation Plan.

VII. EMPLOYER SURCHARGES

The PPA requires that mandatory "surcharges" be imposed on every contributing employer beginning 30 days after the date on which the PPA-required notice of critical status is provided to the employer – in this case, surcharges began June 1, 2010 – and continuing until the employer's collective bargaining agreement(s) (or other agreement(s) pursuant to which it is contributing) is amended to incorporate a contribution schedule that contains terms consistent with the Rehabilitation Plan.

The amount of the surcharge is as follows:

1. Effective for contributions earned on or after June 1, 2010 and before April 1, 2011, the surcharge was 5% of the employer's contributions to the Plan; and

2. Effective for contributions earned on or after April 1, 2011, the surcharge is 10% of the employer's contributions to the Plan. The 10% surcharge remains in effect for each plan year in which the Plan remains in critical status.

The surcharge is due and payable on the same schedule as the contributions on which the surcharges are based. Surcharges are over and above the required employer contributions and, consistent with law, will not generate any benefit accruals for participants.

Where the bargaining parties failed to adopt the contribution schedule in the Rehabilitation Plan by June 1, 2010, the employer remains subject to all surcharges imposed under the PPA until such time as the bargaining parties adopt provisions (or, if later, such time as those provisions take effect) in the employer's collective bargaining agreement that contain terms consistent with the Rehabilitation Plan schedule. No retroactive amendments are permitted. If there is an unreasonable delay in providing the Fund Office with an executed agreement that contains terms consistent with the Rehabilitation Plan schedule, the adoption date will be treated as the date of receipt by the Fund Office and the surcharge will be imposed through that date.

The law provides that employers on whom the Rehabilitation Plan contribution schedule is imposed (e.g., because the bargaining parties have not adopted the Rehabilitation Plan contribution schedule

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5 Specifically, an employer and a collective bargaining agreement is not acceptable to the Board in the event that: (i) in the case of a collective bargaining agreement the terms of which were in effect (by agreement or operation of law) on October 15, 2009, the effective contribution rate applicable to any period of that collective bargaining agreement is reduced (by agreement or otherwise on or after October 16, 2009); or (ii) in the case of any future extension of or successor to any collective bargaining agreement the terms of which were in effect (by agreement or operation of law) on October 15, 2009, the effective contribution rate is reduced to a rate that is lower than the effective contribution rate in effect on the last day of the expiring collective bargaining agreement (based on the terms of the collective bargaining agreement as they existed on October 15, 2009).

within 180 days after expiration of the collective bargaining agreement) will remain subject to the surcharges imposed under the PPA until such time as the collective bargaining parties adopt provisions in their collective bargaining agreements that contain terms consistent with the Rehabilitation Plan schedule. Thus, under the law, such employers would be subject to **both** the Rehabilitation Plan contribution schedule and the surcharge.

VIII. Rehabilitation Plan Objectives

The original Rehabilitation Plan consisted of reasonable measures adopted by the Board which, based on reasonable actuarial assumptions, were expected to enable the Plan to emerge from critical status at a later time than the end of the 10-year rehabilitation period. At the time the Rehabilitation Plan was adopted by the Board, the Plan was estimated to emerge from critical status no later than March 31, 2047.

Currently, Milliman does not project that the Plan will emerge from critical status. Accordingly, the objective of the Rehabilitation Plan is to take reasonable measures to forestall possible insolvency.

These projections were based on the Plan's actuarial assumptions, including achieving the 7.5% annual investment return assumption and, as required by law, do not take into account the possibility of investment returns achieved by the Plan in excess of that amount. Whether the Plan will continue to remain solvent over the long term depends most on its investment performance over time and also on the total amount of contributions made to the Plan.

IX. Alternatives Considered by the Board

At the time it adopted the Rehabilitation Plan, the Board devoted a considerable amount of time and attention to considering the advantages and disadvantages of the alternatives that would enable the Plan to emerge from critical status by the end of the 10-year rehabilitation period. Some of the alternatives that were considered by the Board would have required **at least** 58% increases in employer contribution rates to emerge from critical status by the end of the 10-year rehabilitation period (even without corresponding increases in benefit accruals and with the benefit reductions described in Section V above).[6] The contributions that would be required to meet this goal are far higher now.

After considering these alternatives when designing the Rehabilitation Plan, the Board concluded that each would be unreasonable and would involve considerable risk to the long-term health (and even viability) of the Plan. In that regard, the original Rehabilitation Plan stated the following:

> *"In reaching this conclusion, the Board took into account various considerations, including the following:*
>
> *1. The near-impossibility of emerging from critical status at the end of the 10-year rehabilitation period in view of the significant investment losses suffered by the Plan over the two plan years ended on March 31, 2009. The collapse of the financial markets in 2008 resulted in the Plan's experiencing the worst investment losses in its*

[6] Specifically, the Board considered that a 58% contribution rate increase (or 91%, if the increase generated a benefit accrual) would have been required if the same benefit changes described in Section V, above, were adopted. In addition, the Board considered that the contribution rate increase would need to be 76.75% (120.5% if benefit accrual generating) if the benefit changes were not adopted.

50-year history over these two plan years. As compared to the asset level that was projected by Milliman over this period based on the Plan's assumed investment return of 7.5%, the Plan's assets declined by 40% or nearly $900 million. As a result of this decline in value, the Plan's funded percentage (using the fair market value of assets), which was 108.5% as of April 1, 2007, declined to 62.6% as of April 1, 2009 and then increased to 72.8% as of April 1, 2010.

2. *The impact of the severe economic decline in 2008 and 2009 on the music industry. Overall, employer contributions to the Plan during 2009 declined by 7% from the previous year. Many of the contributing employers to the Plan are small organizations that do not have the financial resources to withstand the economic downturn. Of course, they are not alone. Larger contributors are also undergoing considerable economic stress as a result of the severe recession. As simply one example of the unprecedented problems afflicting the live music industry, many symphony orchestras, which together make up more than 40 percent of annual Plan contributions, are in significant financial distress.[7] The recorded music industry is in substantial economic distress as well. Sales of recorded music have been declining substantially for the past decade and all of the major record companies that contribute to the Plan have experienced large-scale layoffs; this downward trend is expected to continue by all accounts for the foreseeable future. The theatrical motion picture and television industries have also experienced significant restructuring and layoffs as a result of the economic downturn. On Broadway, producers have been under increased pressure to keep capitalization costs down, resulting in fewer musicals with smaller orchestras.*

3. *Even if certain contributing employers could financially withstand the enormous contribution increases under the alternative schedules described above, the Board believes that neither the participants nor contributing employers would find continuing value in participating at those rates in a retirement plan that has reduced accrual rates and eliminated adjustable benefits to the maximum extent permitted under the law.[8]*

4. *In addition, the magnitude of the employer contribution increases required by the alternative schedules would likely have resulted in lower negotiated wages for participants and/or decreased employer contributions to other benefit plans covering these participants (such as the plan providing their health benefit coverage). If participants perceive a significant decrease in value in their total overall compensation – including wages, pension benefits and health benefits – the Board concluded that they would be likely to encourage their employers to withdraw from the Plan. Thus, the*

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7 All orchestras are non-profit organizations and most depend on donations and endowment income for the majority of their income. These particular revenue sources have declined significantly as a result of the recent economic crisis. Many orchestras have been driven close to bankruptcy and some have gone out of business altogether. Most, including some of the nation's oldest and most prominent symphony orchestras, are negotiating wage freezes and wage reductions.

8 As merely one example, the Board concluded that it was unlikely that contributing employers will pay the required contribution increases to maintain the current plan of benefits under one of the alternative schedules considered by the Board. As employers' contribution payments are increased to levels that exceed their annual withdrawal liability payment amounts, the Board is concerned that employers would respond by completely and/or partially withdrawing from the Plan.

Board concluded that a further reduction in benefits would be inconsistent with the goal of presenting a viable plan with ongoing value to active participants. Such action could also lead to increased employer withdrawals or reductions in contributions, as the collective bargaining parties would see less benefit to ongoing participation.

5. *The Plan is maintained pursuant to thousands of collective bargaining agreements negotiated by the American Federation of Musicians of the United States and Canada (the "AFM") or one of the AFM's 145 local unions. The AFM does not have the ability to require its local unions to make ongoing participation in the Plan a core principle in contract negotiations.*

6. *The Board also considered other methods of calculating the Plan's liabilities. The implementation of one such method, known as the "shortfall method" of amortizing the liabilities of the Plan, could have the effect of causing the Plan not to be in critical status for the plan year beginning April 1, 2010. However, the Board concluded that entering critical status was inevitable and implementing this actuarial technique would only require even more severe benefit and contribution modifications in the future to protect the Plan's long-term viability.*

7. *The Board also considered eliminating early retirement benefits entirely (such that participants would not be permitted to receive retirement benefits prior to age 65, even on an actuarially equivalent basis) and eliminating pre-retirement death benefits for non-spousal beneficiaries. However, the Board chose not to do so due to (i) the Plan actuary's conclusion that the actuarial impact of eliminating these benefits would be de minimis and (ii) the administrative costs associated with these changes."*

Each year since the adoption of the Rehabilitation Plan, the Board and a special committee of the Board have continued to assess the Plan's funded status and have confirmed the original conclusion about the alternatives considered. Based on its experience in the industry and in negotiating collective bargaining agreements that include contribution obligations to the Plan, regardless of the employer size and financial strength, contribution rates and benefits are such that a further increase in contributions or reduction in benefits would create an unreasonable risk that contributing employers would seek to negotiate withdrawals from the Plan at a substantially increased rate, and that an increased number of bargaining units would cease their efforts to negotiate agreements requiring contributions to the Plan. The Board therefore concluded that requiring annual contribution increases above the level currently required or reducing benefits below the level currently provided would not be reasonable and would accelerate a possible insolvency of the Plan, rather than forestall it.

X. DELINQUENT EMPLOYER CONTRIBUTIONS/WITHDRAWAL FROM THE PLAN

A contributing employer's failure to contribute to the Plan timely at the rates required by the Rehabilitation Plan schedule (once agreed to or imposed) will result in the deficient amounts being treated as delinquent employer contributions under the Plan. In addition, the contributing employer will be subject to excise taxes (equal to 100% of the unpaid contributions) as provided under the PPA. Additionally, this may result in a determination by the Board that the employer has failed to maintain (and thus has withdrawn from) the Plan, in which case such employer will then be subject to withdrawal liability under the terms of the Plan and Title IV of ERISA. Further, under the PPA, any failure to make a surcharge payment will also be treated as a delinquent contribution.

XI. NOTICE GIVEN BEFORE BENEFIT REDUCTIONS BECOME EFFECTIVE

Pursuant to Section 432(e)(8)(C) of the Code, notice was given at least 30 days before the general effective date of the reduction in adjustable benefits under the Plan.

XII. NON-COLLECTIVELY BARGAINED PARTICIPANTS

In the case of an employer that contributes to the Plan on behalf of both collectively bargained *and* non-collectively bargained participants, the contributions for, and the benefits provided to, the non-collectively bargained employees, including surcharges on those contributions, were determined as if those non-collectively bargained participants were covered under such employer's first-to-expire collective bargaining agreement that was in effect on April 1, 2010.

In the case of an employer that contributes to the Plan on behalf of non-collectively bargained employees *only*, the rules contained in this Rehabilitation Plan shall be applied as if the employer were the bargaining party, and its participation agreement (or other operative agreement) were a collective bargaining agreement with a term ending on the first day of the plan year beginning after the employer is provided with the Rehabilitation Plan (i.e., generally April 1, 2011).

XIII. APPLICATION OF REHABILITATION PLAN TO FUTURE AGREEMENTS

If a collective bargaining agreement providing for contributions to the Plan in accordance with the Rehabilitation Plan schedule expires while the Plan is still in critical status and the bargaining parties to the agreement fail to adopt a contribution schedule with terms consistent with the updated Rehabilitation Plan and its contribution schedules, then the contribution schedule under the expired collective bargaining agreement (as updated and in effect on the date the collective bargaining agreement expires) is implemented 180 days after the date on which the collective bargaining agreement expires.

XIV. REHABILITATION PLAN STANDARDS

The PPA requires that a plan set forth annual standards for meeting the requirements of its rehabilitation plan. However, the PPA does not define the standards applicable to a rehabilitation plan, such as this Rehabilitation Plan, that is not designed to emerge from critical status at the end of the 10-year rehabilitation period.

Based on reasonable assumptions, Milliman currently projects that, if the Plan meets its current assumptions, the Plan will remain solvent over Milliman's 20-year projection period. Longer-term projections show that insolvency may occur after that 20-year period, but Milliman has advised that projections that far into the future are less likely to be accurate.

Accordingly, this projection will change over time, as the Plan's actual experience differs from the assumptions that were made to develop the projection. The Board recognizes the possibility that the Plan's actual experience could be more or less favorable than the assumptions used as the basis for developing the Rehabilitation Plan. The Board also recognizes the need to review and update the Rehabilitation Plan on an annual basis. Consequently, the Board will rely on an annual updated assessment regarding this projection as the basis for evaluating the Plan's progress under this Rehabilitation Plan, and the annual standard for meeting the requirements of the Rehabilitation Plan will be a demonstration, based on the updated actuarial projections each year using reasonable assumptions, that the Rehabilitation Plan (as amended from time to time and as then currently in effect) will forestall insolvency until at least the end of the 10-year rehabilitation period.

XV. Annual Review and Update of Rehabilitation Plan

Milliman will annually report to the Board regarding the Plan's progress in meeting this annual standard. The Board may make any changes to this Rehabilitation Plan that it deems necessary or advisable.

XVI. Construction and Modifications to this Rehabilitation Plan

This Rehabilitation Plan is intended to present only a summary of the law, the Plan and the changes to the Plan. It is not intended to serve as an exhaustive, complete description of the law, the Plan or the modifications discussed herein.[9]

The Board reserves the right, in its sole and absolute discretion, to construe, interpret and/or apply the terms and provisions of this Rehabilitation Plan in a manner that is consistent with the PPA and other applicable law. Any and all constructions, interpretations and/or applications of the Plan (and other Plan documents) or the Rehabilitation Plan by the Board, in its sole and absolute discretion, shall be final and binding on all parties affected thereby. Subject to the PPA and other applicable law, and notwithstanding anything herein to the contrary, the Board further reserves the right to make any modifications to this Rehabilitation Plan that they, in their sole and absolute discretion, determine are necessary and/or appropriate (including, without limitation in the event of any omission or the issuance of any future legislative, regulatory or judicial guidance).

[9] The terms of the official plan documents will govern in the event of any contradiction between this notice and the Plan documents as adopted to incorporate the changes to the Plan described herein.

AMERICAN FEDERATION OF MUSICIANS AND EMPLOYERS' PENSION PLAN

UPDATE TO REHABILITATION PLAN

June 2018

The Rehabilitation Plan contribution schedule has been updated to require a 10% increase in the rate of contributions to the American Federation of Musicians and Employers' Pension Plan (the "Fund"), as described in greater detail below. This increase is in addition to the 9% additional contribution previously required by the original 2010 Rehabilitation Plan. This means for all successor collective bargaining agreements, the contribution rate for contributions made on scale wages must increase by 10%, to 110% of the current contribution rate.

1. Required effective date of change

This increase must be included in the successor to any collective bargaining agreement (or extension of that collective bargaining) that expires on or after August 1, 2018.

This increase must be effective on the effective date of the successor agreement (but no later than the Automatic Effective Date described below).

> Example: A collective bargaining agreement expires on December 31, 2018. On April 1, 2019, the bargaining parties agree to an agreement with a retroactive general effective date of January 1, 2019. The effective date of the increase must be no later than January 1, 2019.

> Example: A collective bargaining agreement expires on December 31, 2018. On April 1, 2019, the bargaining parties agree to an agreement with an effective date of April 1, 2019. The effective date of the increase must be no later than April 1, 2019.

Treatment of Extensions

Any extension agreed to on or after August 1, 2018 will be disregarded in determining the expiration date of a collective bargaining agreement in effect on July 31, 2018 for purposes of the required contribution increase.

> Example: On July 31, 2018, a collective bargaining agreement provides that it expires on September 30, 2018. On August 1, 2018, the bargaining parties agree to extend the collective bargaining agreement's term through October 31, 2019. Because the extension was agreed to on or after August 1, 2018, the collective bargaining agreement is treated as expired on September 30, 2018 for the purposes of the requirement to increase the contribution rate.

If an expired collective bargaining agreement was extended prior to August 1, 2018 and the extension expires by its terms on a specific calendar date on or after August 1, 2018, the contribution increase will not be required until the extension expires (or, if earlier, the effective date of the successor agreement).

> Bargaining parties must submit to the Fund Office by August 15, 2018 documentation evidencing the existing extension.

If an expired collective bargaining agreement was extended prior to August 1, 2018 but the extension does not expire by its terms on a specific calendar date (for example, it extends until a new collective bargaining agreement is reached), the agreement will be deemed to have expired on August 1, 2018 for the purposes of the required increase.

Agreements Without Specific Expiration Dates

If a collective bargaining agreement or extension in effect on July 31, 2018 does not expire on a specific calendar date, it will be deemed to have expired on August 1, 2018 for the purposes of the required increase.

If a collective bargaining agreement, by its terms, automatically renews for an additional term absent notice to the contrary, it will be deemed to have expired the day before the next automatic renewal date for the purposes of the required increase.

Already Expired Agreements

If a collective bargaining agreement or extension expired prior to August 1, 2018 but a successor agreement or extension has not been agreed to prior to August 1, 2018, the collective bargaining agreement or extension will be deemed to have expired on August 1, 2018 for the purposes of the required increase.

Contributions for Non-Collectively Bargained Employees

In the case of an employer that contributes to the Fund on behalf of non-collectively bargained employees in accordance with a participation or other agreement with the Fund, the contribution increase will be required immediately following the expiration of the participation agreement in effect on July 31, 2018.

New Use/Reuse of Media Content

In the case of a new use or reuse of media content for which the contribution rate remains governed by an expired collective bargaining agreement, the contribution increase will take effect on February 1, 2019.

Contracts Agreed to Prior to July 1, 2018 Subject to Ratification

If the bargaining parties of an agreement that expires on or after August 1, 2018 have agreed to the terms of a successor agreement prior to July 1, 2018, but the successor agreement is still subject to ratification, then the successor agreement will not be subject to the 10% increase as long as it is ratified prior to September 1, 2018. The 10% increase will instead apply to the next successor or extension after that one.

> Bargaining parties must submit to the Fund Office by August 15, 2018 documentation evidencing the bargaining parties' agreement and the scheduled date for ratification.

2. <u>Automatic Effective Date</u>

The required increase will automatically take effect on the date that is 180 days after the expiration or deemed expiration of the collective bargaining agreement or extension, if the bargaining parties (or the parties to the participation agreement, in the case of non-collectively bargained employees) have not agreed to the required increase by that date.

3. Amount of increase

The increase is a 10% increase in the contribution rate in effect when the collective bargaining agreement expires, including any previous negotiated increases (including previous increases required by the Rehabilitation Plan). The final rate derived is rounded to the nearest hundredth of one percent.

> Example: If an expiring collective bargaining agreement provides for an 8.72% contribution rate (8.0% being the original contribution rate and 0.72% being the 9% increase previously required by the Rehabilitation Plan), the successor agreement must contain a rate of at least 9.59% (8.72% x 110%).

The increase in contribution rate required by this Update applies to contributions based on scale wages. It does not apply to contributions that are not based on scale wages or do not result in increased benefits under the Fund's plan of benefits.

Turkus Award

To the extent an employer's contributions are calculated as set forth in the arbitration award of Burton Turkus (the "Turkus Award"), the required contribution amount will be (i) 100% of the contributions calculated as set forth in the Turkus Award (but no less than 100% of the minimum contribution rate set forth in the employer's collective bargaining agreement) plus (ii) 19.9% of the minimum contribution rate set forth in the employer's collective bargaining agreement (which represents the cumulative 9% and 10% increases on the minimum).

Single Engagements

For employers or bandleaders (if the bandleader is the payor) who have in the past submitted one or more single engagement agreements, the contribution rate in any new single engagement agreement must be at least 10% higher than the rate specified in the wage scale book for the applicable Local Union or, if none, in the last single engagement agreement submitted for the period prior to August 1, 2018.

4. Effect on Benefits

Amounts paid to the Fund as a result of the 10% increase in the contribution rate will be used solely to improve the financial health of the Fund. Those amounts will not be considered when calculating a pension benefit and therefore will not increase future benefit payments to participants.

> Example: Assume a participant has scale wages of $5,000, the expiring collective bargaining agreement provides for an 8.72% contribution rate (8.0% being the original contribution rate and 0.72% being the 9% increase previously required by the Rehabilitation Plan), and the new successor agreement contains a rate of 9.59% (8.72% x 110%). In that case, the employer will pay contributions of $479.50 ($5,000 x 9.59%), but the participant's benefit amount earned in the year of the successor agreement will be based on contributions of $436.00 ($5,000 x 8.72%).

5. New Employers

A new contributing employer to the Fund under a new collective bargaining agreement will be required to pay the contribution rate set forth in the new collective bargaining agreement. However, 9.09%[1] of the

[1] The June 22, 2018 version of this Update rounded this percentage to 9.1%. This is the precise number.

contribution rate (which is equivalent to the 10% increase for existing employers) will not be considered when calculating a pension benefit and therefore will not increase benefit payments to participants. As described below, it will also generally be disregarded in determining the amount of, and payment schedule for, withdrawal liability.

If a new contributing employer to the Fund becomes obligated under an existing collective bargaining agreement for which the 10% increase is effective, the employer will be required to pay the full contribution rate (including the portion representing the 10% increase) in the collective bargaining agreement. The portion of the contributions representing the 10% increase will not be considered when calculating a pension benefit and therefore will not increase benefit payments to participants.

6. Delinquent Contributions and Withdrawal Liability

A contributing employer's failure to contribute to the Fund timely at the new rate required by this Update to the Rehabilitation Plan (once effective) will subject the contributing employer to the remedies imposed on delinquent employers. The failure will also subject the contributing employer to excise taxes (equal to 100% of the unpaid contributions) as provided under the Pension Protection Act of 2006. Additionally, this may result in a determination by the Board that the employer has failed to maintain (and thus has withdrawn from) the Fund, in which case such employer will then be subject to withdrawal liability.

Employers should note that the 10% increase in the contribution rate is considered required by the Rehabilitation Plan under Section 432(g)(3) of the Internal Revenue Code. Therefore, generally speaking, for withdrawal liability purposes, the increase in the contribution rate is disregarded in determining the allocation of unfunded vested benefits to an employer used to determine the employer's withdrawal liability. It is also disregarded in determining the employer's highest contribution rate for the purposes of determining the payment schedule for withdrawal liability in the event of a withdrawal.

7. Decreases in Contribution Rates Not Permitted

The Board previously announced that the contribution rates in any collective bargaining agreement may not be decreased. Accordingly, the contribution rate in a collective bargaining agreement may not be decreased to avoid application of the contribution rate increase under the Rehabilitation Plan. See this link for further information regarding the Fund's policies in this regard:
(http://afm-epf.org/RateReduction.aspx).

Exhibit 7.10

Valuation Reports

American Federation of Musicians & Employers' Pension Fund

April 1, 2018 Actuarial Valuation

Prepared by:

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AFMEPF1417

Issued November 8, 2018

April 1, 2018 Actuarial Valuation of the American Federation of Musicians & Employers' Pension Fund

The actuarial valuation of the American Federation of Musicians & Employers' Pension Fund (the "Plan") for the plan year beginning April 1, 2018 has been completed in accordance with our understanding of the minimum funding requirements under ERISA and the Pension Protection Act of 2006 as well as the applicable sections of the Internal Revenue Code (IRC), including all regulations and guidance issued to date. It also has been completed in accordance with our understanding of FASB ASC Topic 960 for determining plan accounting requirements. The valuation results contained in this report are based on the actuarial assumptions and the actuarial methods (Appendix A), and principal plan provisions (Appendix B) summarized in the appendices.

Purpose of the Valuation

In general, the actuarial valuation determines the current level of employer contributions that, taking into account prior funding, will accumulate assets sufficient to meet benefit payments and administrative expenses when due under the terms of the Plan. This report has been prepared for the American Federation of Musicians & Employers' Pension Fund as of April 1, 2018 to:

- Calculate the Minimum Required Contribution for the plan year beginning April 1, 2018.
- Calculate the Maximum Deductible Contribution for the 2018 fiscal year.
- Determine the actuarial Present Value of Accumulated Plan Benefits as of March 31, 2018 for purposes of disclosing the Plan's liabilities under FASB ASC Topic 960.
- Determine the Plan's unfunded vested benefit liability as of March 31, 2018 for withdrawal liability purposes calculated in accordance with the requirements of the Multiemployer Pension Plan Amendments Act of 1980.
- Review the Plan's funded status.
- Review the experience for the plan year ending March 31, 2018, including the performance of the Plan's assets during the year and changes in the Plan's participant demographics that impact liabilities.
- Provide operational information required for governmental agencies and other interested parties.

Limited Distribution

Milliman's work is prepared solely for the internal business use of the Board of Trustee of American Federation of Musicians & Employer's Pension Fund and the Plan's Trustees and may not be provided to third parties without our prior written consent. Milliman does not intend to benefit or create a legal duty to any third party recipient of its work product. Milliman's consent to release its work product to any third party may be conditioned on the third party signing a release, subject to the following exceptions:

- The Plan Sponsor may provide a copy of Milliman's work, in its entirety, to the Plan's professional service advisors who are subject to a duty of confidentiality and who agree to not use Milliman's work for any purpose other than to benefit the Plan.
- The Plan Sponsor may distribute certain work product that Milliman and the Plan Sponsor mutually agree is appropriate as may be required by the Pension Protection Act of 2006.

Any third party recipient of this work product who desires professional guidance should not rely upon Milliman's work product, but should engage qualified professionals for advice appropriate to its own specific needs.

Reliance

In preparing this report, we relied, without audit, on information (both written and oral) supplied by the Fund Administration office. This information includes, but is not limited to, plan documents and summaries, participant

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data, and financial information. We found this information to be reasonably consistent and comparable with information used for other purposes. The valuation results depend on the integrity of this information. If any of this information is incomplete or inaccurate, our results may be different and our calculations may need to be revised.

Limited Use

Actuarial computations for purposes other than determining the contribution requirements for an ongoing plan (such as for assessing benefit security upon potential plan termination) may yield significantly different results from those shown in this report.

Future actuarial measurements may differ significantly from the current measurements presented in this report due to factors such as, but not limited to, 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 plan funded status); and changes in plan provisions or applicable law. Due to the limited scope of the actuarial assignment, we did not perform an analysis of the potential range of such future measurements.

The consultants who worked on this assignment are pension actuaries. Milliman's advice is not intended to be a substitute for qualified legal or accounting counsel.

Certification

In our opinion, each assumption used, other than those assumptions mandated directly by the Internal Revenue Code and regulations thereon, is individually reasonable (taking into account the experience of the Plan and reasonable expectations) and, in combination, such other assumptions offer our best estimate of anticipated experience under the Plan.

On the basis of the foregoing, we hereby certify that to the best of our knowledge and belief, this report is complete and accurate and has been prepared in accordance with generally recognized and accepted actuarial principles and practices which are consistent with the principles prescribed by the Actuarial Standards Board and the Code of Professional Conduct and Qualification Standards for Actuaries Issuing Statements of Actuarial Opinion in the United States promulgated by the American Academy of Actuaries. We are members of the American Academy of Actuaries and meet its Qualification Standards to render the actuarial opinion contained herein.

Respectfully submitted,

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November 8, 2018

Date

AFMEPF1419

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Summary of Results

A. Overview

	Actuarial Valuation for Plan Year Beginning	
	4/1/2017	4/1/2018
Assets		
Market Value of Assets (MVA)	$1,805,128,582	$1,876,609,576
Investment yield in prior plan year (MVA)	13.08%	10.87%
Actuarial Value of Assets (AVA)	$1,908,814,167	$1,844,511,996
Investment yield in prior plan year (AVA)	1.97%	2.92%
Contributions		
▪ Expected	$68,291,488	$72,102,183
▪ Actual	68,722,338	TBD
Valuation Liabilities		
Valuation interest rate	7.50%	7.50%
Normal Cost	$23,764,576	$24,676,607
Present value of benefits	3,174,711,824	3,200,458,840
Actuarial Accrued Liability	3,107,667,804	3,130,864,743
Unfunded Actuarial Accrued Liability	1,198,853,637	1,286,352,747
Present Value of Accrued Benefits	2,958,237,592	2,985,962,165
Funded percentage		
▪ Based on Market Value of Assets	61.02%	62.85%
▪ Based on Actuarial Value of Assets	64.53%	61.77%
Present Value of Vested Benefits	$2,905,823,272	$2,932,838,060
Funded percentage		
▪ Based on Market Value of Assets	62.12%	63.99%
▪ Based on Actuarial Value of Assets	65.69%	62.89%
Current Liability	$4,814,278,836	$5,204,629,080
Current Liability interest rate	3.05%	2.98%
Credit Balance and Contribution Information		
Credit Balance / (Funding Deficiency) at end of prior plan year	$88,877,447	$(26,914,475)
Minimum Required Contribution (before Credit Balance)	193,703,509	186,664,360
Minimum Required Contribution (after Credit Balance)	98,160,253	215,597,421
Maximum Deductible Contribution	4,925,184,284	5,553,468,048

Withdrawal Liability		
Present Value of Vested Benefits for withdrawal liability	$6,165,559,373	$5,625,147,636
Value of assets used for withdrawal liability	1,805,128,582	1,876,609,576
Unfunded Present Value of Vested Benefits	4,360,430,791	3,748,538,060
Unamortized value of affected benefits	91,463,893	83,985,140
Total effective unfunded vested benefit liability	4,451,894,684	3,832,523,210
Withdrawal liability interest rate		
First 20 years	1.87%	2.39%
Thereafter	2.37%	2.60%
Participant Data		
Active participants	21,085	20,602
Terminated vested participants	14,456	14,177
Retired participants	12,093	12,848
Disabled participants	170	175
Beneficiaries	2,225	2,305
Total participants	50,029	50,107
Plan compensation for active participants	$496,204,874	$489,834,750
Total benefits in pay status	$160,686,455	$176,219,077
Average benefit in pay status	11,091	11,497
Certification Status	Critical	Critical

B. Purpose of the Valuation

This report has been prepared for the American Federation of Musicians & Employers' Pension Fund as of April 1, 2018 to:

- Calculate the Minimum Required Contribution for the plan year beginning April 1, 2018.
- Calculate the Maximum Deductible Contribution for the 2018 fiscal year.
- Determine the actuarial Present Value of Accumulated Plan Benefits as of March 31, 2018 for purposes of disclosing the Plan's liabilities under PPA 2006 and FASB ASC Topic 960.
- Determine the Plan's unfunded vested benefit liability as of March 31, 2018 for withdrawal liability purposes calculated in accordance with the requirements of the Multiemployer Pension Plan Amendments Act of 1980.
- Review the Plan's funded status.
- Review the experience for the plan year ending March 31, 2018, including the performance of the Plan's assets during the year and changes in the Plan's participant demographics that impact liabilities.
- Provide operational information required for governmental agencies and other interested parties.

C. Actuarial Methods and Assumptions

The methods and assumptions used in this valuation are the same as those used in the prior valuation except as follows:

- The mortality projection scale was changed from MP-2015 to MP-2017.
- For Current Liability purposes, the interest rate was changed from 3.05% to 2.98% in accordance with IRS guidance. (The statutory mortality tables also have been updated as required by law).
- For withdrawal liability purposes, the interest rate was changed from 1.87% for first 20 years and ultimate rate of 2.37% to 2.39% for first 20 years and ultimate rate of 2.60%.

Please see Appendix A for a complete summary of all methods and assumptions used in this valuation.

D. Plan Provisions

This valuation reflects the plan provisions in effect on April 1, 2018, which are the same provisions that were valued in the April 1, 2017 actuarial valuation report.

Please see Appendix B for a detailed summary of plan provisions.

Exhibits

Exhibit 1

Summary of Market Value of Assets

The summary of plan assets on a market-value basis as of April 1, 2018 is shown below.

1.	Assets	
	a. Investments at fair value	$1,797,450,797
	b. Receivable due from broker for securities sold	75,112,911
	c. Receivable employer contributions	7,357,927
	d. Receivable accrued interest and dividends	364,526
	e. Other receivables	1,851,520
	f. Cash and cash equivalents	21,209,804
	g. Fixed assets - net	557,514
	h. Other assets	1,002,284
	i. Total	1,904,907,283
2.	Liabilities	
	a. Accrued expenses and other liabilities	6,083,446
	b. Due to broker for securities purchased	22,214,261
	c. Total	28,297,707
3.	Total [(1i) - (2c)]	1,876,609,576*

* Excludes $6,642,302 in future withdrawal liability payments.

Exhibit 2

Summary of Income and Disbursements

The change in the Market Value of Assets from April 1, 2017 to April 1, 2018 is shown below.

1.	Market Value of Assets as of April 1, 2017	$1,805,128,582
2.	Income	
	a. Contributions*	68,722,338
	b. Interest and dividends	35,688,488
	c. Net appreciation (depreciation) in fair value	165,739,818
	d. Other income	14,321
	e. Securities lending income, net	50,406
	f. Total	270,215,371
3.	Disbursements	
	a. Benefit Payments	170,615,565
	b. Administrative expenses	16,393,288
	c. Investment management fees	11,725,524
	d. Total	198,734,377
4.	Net increase / decrease [(2f) - (3d)]	71,480,994
5.	Market Value of Assets as of April 1, 2018 [(1) + (4)]	$1,876,609,576

* Includes $517,984 in withdrawal liability payments.

Exhibit 3

Asset (Gain) / Loss for Prior Plan Year on Market Value of Assets

The Asset (Gain) / Loss is the difference between the expected and actual values of the Market Value of Assets. An asset gain is negative because it represents a decrease from the expected unfunded Actuarial Accrued Liability. The Asset (Gain) / Loss for the plan year ending March 31, 2018 is determined below.

1.	Expected Market Value of Assets	
	a. Market Value of Assets as of March 31, 2017	$1,805,128,582
	b. Employer contributions for plan year	68,722,338
	c. Benefit Payments	170,615,565
	d. Administrative expenses	16,393,288
	e. Expected investment return based on 7.50% interest rate	131,022,031
	f. Expected Market Value of Assets as of March 31, 2018 [(a) + (b) - (c) - (d) + (e)]	1,817,864,098
2.	Market Value of Assets as of March 31, 2018	1,876,609,576
3.	Asset (Gain) / Loss [(1f) - (2)]	(58,745,478)
4.	Estimated investment return on Market Value of Assets	10.87%

Exhibit 4

Actuarial Value of Assets

The Actuarial Value of Assets is the Market Value of Assets less a weighted average of asset gains / (losses) over a four-year period (five-year smoothing), but it must be within 80% to 120% of the Market Value of Assets. The Actuarial Value of Assets as of April 1, 2018 is determined below.

1. Market Value of Assets as of April 1, 2018 — $1,876,609,576

2. Unrecognized asset gains / (losses) for the plan years ending

Plan Year Ending	Gain / (Loss) for Year	Percent Unrecognized	Amount Unrecognized
a. March 31, 2018	$58,745,478	80%	46,996,382
b. March 31, 2017	91,563,510	60%	54,938,106
c. March 31, 2016	(154,271,289)	40%	(61,708,516)
d. March 31, 2015	(40,641,959)	20%	(8,128,392)
f. Total			32,097,580

3. Preliminary Actuarial Value of Assets as of April 1, 2018
[(1) - (2f)] — 1,844,511,996

4. Actuarial Value of Assets as of April 1, 2018
[(3), but not < 80% x (1), nor > 120% x (1)] — 1,844,511,996

Exhibit 5

Asset (Gain) / Loss for Prior Plan Year on Actuarial Value of Assets

The Asset (Gain) / Loss is the difference between the expected and actual values of the Actuarial Value of Assets. An asset gain is negative because it represents a decrease from the expected unfunded Actuarial Accrued Liability. The Asset (Gain) / Loss for the plan year ending March 31, 2018 is determined below.

1.	Expected Actuarial Value of Assets	
	a. Actuarial Value of Assets as of April 1, 2017	$1,908,814,167
	b. Employer contributions for plan year	68,722,338
	c. Benefit Payments	170,615,565
	d. Administrative expenses	16,393,288
	e. Expected investment return based on 7.50% interest rate	138,798,450
	f. Expected Actuarial Value of Assets as of April 1, 2018 [(a) + (b) - (c) - (d) + (e)]	1,929,326,102
2.	Actuarial Value of Assets as of April 1, 2018	1,844,511,996
3.	Asset (Gain) / Loss [(1f) - (2)]	84,814,106
4.	Estimated investment return on Actuarial Value of Assets	2.92%

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Exhibit 6

Actuarial Balance Sheet

The total plan requirements compared to the total value of plan resources as of April 1, 2018 is shown below.

Plan Requirements	
1. Present value of active participant benefits	
a. Retirement	$1,162,329,456
b. Termination	72,929,280
c. Death	16,362,787
d. Disability	0
e. Total	1,251,621,523
2. Present value of inactive participant benefits	
a. Retired participants	1,450,205,233
b. Terminated vested participants	372,640,621
c. Beneficiaries	99,058,724
d. Disabled participants	26,932,739
e. Total	1,948,837,317
3. Total plan requirements [(1e) + (2e)]	3,200,458,840
Plan Resources	
4. Actuarial Value of Assets	$1,844,511,996
5. Unfunded Actuarial Accrued Liability	1,286,352,747
6. Present value of future Normal Costs	69,594,097
7. Total plan resources	3,200,458,840

Exhibit 7

Normal Cost and Unfunded Actuarial Accrued Liability

The Normal Cost is the amount allocated to the current plan year under the Plan's actuarial cost method. The Actuarial Accrued Liability is the accumulation of all prior Normal Costs. The unfunded Actuarial Accrued Liability is the excess (deficiency) of the Actuarial Accrued Liability over the Actuarial Value of Assets. The employer Normal Cost and the unfunded Actuarial Accrued Liability as of April 1, 2017 and April 1, 2018 are determined below.

	4/1/2017	4/1/2018
1. Normal Cost		
a. Beginning of year Normal Cost	$9,197,146	$9,161,101
b. Beginning of year loading for administrative expenses	14,567,430	15,515,506
c. Total	23,764,576	24,676,607
2. Actuarial Accrued Liability		
a. Active participants	1,272,594,973	1,182,027,426
b. Retired participants	1,336,399,354	1,450,205,233
c. Terminated vested participants	379,432,840	372,640,621
d. Beneficiaries	94,224,304	99,058,724
e. Disabled participants	25,016,333	26,932,739
f. Total	3,107,667,804	3,130,864,743
3. Actuarial Value of Assets	1,908,814,167	1,844,511,996
4. Unfunded Actuarial Accrued Liability [(2f) - (3)]	1,198,853,637	1,286,352,747

Exhibit 8

Current Annual Cost and Minimum Required Contribution

The Current Annual Cost is the Plan's cost under the minimum funding requirements prior to the recognition of the full funding limitation and any Credit Balance. The Minimum Required Contribution is the amount needed to avoid a funding deficiency in the Funding Standard Account. These amounts for the plan year beginning April 1, 2018 are determined below.

1.	Charges for plan year	
	a. Funding deficiency as of April 1, 2018	$26,914,475
	b. Normal Cost	24,676,607
	c. Amortization charges (on $2,436,721,187)	332,763,303
	d. Interest on (a), (b), and (c) to end of plan year	28,826,579
	e. Additional funding charge	0
	f. Total	413,180,964
2.	Credits for plan year	
	a. Amortization credits (on $1,177,282,915)	183,798,645
	b. Other credits	0
	c. Interest on (a) and (b) to end of plan year	13,784,899
	d. Total	197,583,543
3.	Current Annual Cost for plan year [(1f) - (2d)]	215,597,421
4.	Full funding credit for plan year	
	a. Full funding limitation	2,931,188,473
	b. Full funding credit [(3) - (4a), but not < $0]	0
5.	Credit Balance for plan year	
	a. Credit Balance as of April 1, 2018	0
	b. Interest on (a) to end of plan year	0
	c. Total	0
6.	Minimum Required Contribution for plan year [(3) - (4b) - (5c), but not < $0]	215,597,421

Exhibit 9

Actuarial (Gain) / Loss for Prior Plan Year

The Actuarial (Gain) / Loss for the prior plan year is the difference between the expected and actual unfunded Actuarial Accrued Liability as of the beginning of the current plan year. The Actuarial (Gain) / Loss for the plan year ending March 31, 2018 is determined below.

1.	Unfunded Actuarial Accrued Liability as of April 1, 2017	$1,198,853,637
2.	Normal Cost as of April 1, 2017	23,764,576
3.	Interest on (1) and (2) to end of plan year	91,696,366
4.	Subtotal [(1) + (2) + (3)]	1,314,314,579
5.	Employer contributions for plan year	68,722,338
6.	Interest on (5) to end of plan year	2,523,440
7.	Subtotal [(5) + (6)]	71,245,778
8.	Changes in Actuarial Accrued Liability	
	a. Plan amendments	0
	b. Changes in actuarial assumptions	(58,490,292)
	c. Changes in cost method	0
	d. Total	(58,490,292)
9.	Expected unfunded Actuarial Accrued Liability as of April 1, 2018 [(4) - (7) + (8d)]	1,184,578,509
10.	Actual unfunded Actuarial Accrued Liability as of April 1, 2018	1,286,352,747
11.	Actuarial (Gain) / Loss on Actuarial Value of Assets	84,814,106
12.	Actuarial (Gain) / Loss on Actuarial Accrued Liability [(10) - (9) - (11)]	16,960,132
13.	Total Actuarial (Gain) / Loss for prior plan year [(10) - (9)]	101,774,238

Exhibit 10

Charges and Credits for Funding Standard Account

The amortization charges and credits for the Funding Standard Account for the plan year beginning April 1, 2018 are determined below.

1. Charges as of April 1, 2018

	Date Established	Description	Amortization Amount	Years Remaining	Outstanding Balance
a.	April 1, 1979	Plan Amendment (1)	$745,535	1	$745,535
b.	April 1, 1981	Plan Amendment (2)	1,579,974	3	4,416,921
c.	April 1, 1989	Plan Amendment (3)	6,223,488	1	6,223,488
d.	April 1, 1990	Plan Amendment (4)	859,142	2	1,658,343
e.	April 1, 1991	Plan Amendment (5)	2,094,898	3	5,856,424
f.	April 1, 1992	Plan Amendment (6)	3,081,955	4	11,096,660
g.	April 1, 1993	Assumption Change (7)	796,624	5	3,464,776
h.	April 1, 1994	Plan Amendment (8)	1,099,963	6	5,550,288
i.	April 1, 1996	Plan Amendment (9)	2,254,258	8	14,194,166
j.	April 1, 1997	Assumption Change (10)	365,537	9	2,506,600
k.	April 1, 1998	Assumption Change (11)	254,337	10	1,876,723
l.	April 1, 1998	Plan Amendment (12)	4,197,714	10	30,974,457
m.	April 1, 1999	Assumption Change (13)	428,210	11	3,367,475
n.	April 1, 2000	Assumption Change (14)	2,223,572	12	18,489,948
o.	April 1, 2000	Plan Amendment (15)	6,890,854	12	57,300,372
p.	April 1, 2002	Assumption Change (17)	3,748,294	14	34,206,332
q.	April 1, 2002	Plan Amendment (16)	2,458,330	14	22,434,323
r.	April 1, 2004	Actuarial Loss	7,860,311	1	7,860,311
s.	April 1, 2005	Actuarial Loss	4,736,859	2	9,143,239
t.	April 1, 2006	Actuarial Loss	2,504,148	3	7,000,510
u.	April 1, 2006	Assumption Change (18)	2,966,524	18	30,952,592
v.	April 1, 2007	Actuarial Loss	1,205,175	4	4,339,263
w.	April 1, 2008	Actuarial Loss	13,648,181	5	59,360,392
x.	April 1, 2009	Actuarial Loss	66,543,199	6	335,769,321
y.	April 1, 2009	Funding Relief (20)	43,383,626	20	475,444,547
z.	April 1, 2009	Plan Amendment (19)	453,892	6	2,290,285
aa.	April 1, 2010	Funding Relief (20)	13,077,860	7	74,463,328
bb.	April 1, 2011	Actuarial Loss	7,533,814	8	47,437,426
cc.	April 1, 2011	Assumption Change (21)	703,018	8	4,426,622
dd.	April 1, 2011	Fund Relief (20)	12,462,612	20	136,578,740
ee.	April 1, 2012	Actuarial Loss	10,802,405	9	74,075,367

	Date Established	Description	Amortization Amount	Years Remaining	Outstanding Balance
ff.	April 1, 2012	Funding Relief (20)	1,744,010	20	19,112,737
gg.	April 1, 2013	Actuarial Loss	5,334,075	10	39,359,537
hh.	April 1, 2013	Funding Relief (20)	5,262,623	20	57,673,498
ii.	April 1, 2014	Actuarial Loss	4,638,766	11	36,479,631
jj.	April 1, 2014	Funding Relief (20)	3,834,376	20	42,021,229
kk.	April 1, 2015	Actuarial Loss	12,913,428	12	107,380,635
ll.	April 1, 2016	Actuarial Loss	17,589,986	13	153,653,422
mm.	April 1, 2016	Assumption Change (22)	29,559,470	13	258,210,194
nn.	April 1, 2017	Actuarial Loss	13,976,937	14	127,551,290
oo.	April 1, 2018	Actuarial Loss	10,725,323	15	101,774,240
pp.	Total		332,763,303		2,436,721,187

2. Credits as of April 1, 2018

	Date Established	Description	Amortization Amount	Years Remaining	Outstanding Balance
a.	April 1, 2007	Plan Amendment (1)	$2,603,583	19	$27,873,985
b.	April 1, 2008	Plan Amendment (2)	2,405,442	5	10,462,054
c.	April 1, 2009	Asset Method Change (4)	10,562,549	21	118,242,369
d.	April 1, 2009	Funding Relief (5)	57,484,442	6	290,059,876
e.	May 1, 2009	Plan Amendment (3)	16,390,158	6.08	83,617,494
f.	April 1, 2010	Actuarial Gain	25,778,645	7	146,779,643
g.	April 1, 2010	Funding Relief (5)	9,974,601	20	109,312,437
h.	April 1, 2010	Plan Amendment (6)	22,632,740	7	128,867,348
i.	April 1, 2011	Funding Relief (5)	16,153,570	8	101,712,590
j.	April 1, 2012	Funding Relief (5)	2,232,485	9	15,308,825
k.	April 1, 2013	Funding Relief (5)	6,645,675	10	49,037,687
l.	April 1, 2014	Funding Relief (5)	4,770,845	11	37,518,315
m.	April 1, 2018	Assumption Change (7)	6,163,910	15	58,490,292
n.	Total		183,798,645		1,177,282,915

3.	Net outstanding balance [(1pp) - (2n)]	1,259,438,272
4.	Credit Balance / (Funding Deficiency) as of April 1, 2018	(26,914,475)
5.	Waived funding deficiency	0
6.	Balance test result [(3) - (4) - (5)]	1,286,352,747
7.	Unfunded Actuarial Accrued Liability as of April 1, 2018, minimum $0	1,286,352,747

Amortization Schedule for Minimum Funding Purposes

Charges

(1) through (6) Information not readily available.

(7) The mortality rate for disabled participants and the post-retirement benefit increase assumptions were revised.

(8) The retirement age assumption was changed from age 55 to age 62 for inactive vested participants*.

(9) The benefit multiplier was increased from $4.00 to $4.14 effective April 1, 1996, and pensioners and beneficiaries received a 3.50% increase in benefits.

(10) The mortality, turnover, post-retirement accrual, and percentage married assumptions were revised.

(11) The assumption for participants with unknown gender was revised and an assumption to exclude inactive vested participants who are age 80 and over was added.

(12) The benefit multiplier was increased from $4.14 to $4.35 effective January 1, 1998 and pensioners and beneficiaries received a 5.00% increase in benefits.

(13) The retirement age assumption was revised from age 64 to various rates of retirement beginning at age 55.

(14) The mortality assumption was revised from 1983 GAM set forward two years to 1983 GAM set forward one year.

(15) All current and future benefits were increased 7%, and the merger of the Staff Pension Plan was recognized.

(16) The IRC Section 401(a)(17) and IRC Section 415 limits were increased and pre- and post-retirement death benefits were reduced.

(17) The retirement age assumption for inactive vested participants and the mortality assumption for healthy lives were changed.

(18) The following actuarial assumptions were revised:

- Non-disabled mortality rates
- Disabled mortality rates
- Incidence of disability
- Retirement rates
- Termination rates
- Percent married
- Assumed age of commencement of deferred benefits
- Future benefit accruals

(19) The IRC Section 415 limit was increased.

(20) The special amortization rule under Preservation of Access to Care for Medicare Beneficiaries and Pension Relief Act of 2010 (PRA 2010) was adopted.

(21) The following actuarial assumptions were revised:

- Non-disabled mortality rates
- Disabled mortality rates
- Termination rates
- Post-retirement benefit accruals

(22) The following actuarial assumptions were revised:

- Non-disabled mortality rates
- Disabled mortality rates
- Retirement rates
- Termination rates
- Wage increase assumption
- Post-retirement benefit accruals

* Change identified as plan amendment in prior actuary’s report but assumed to be an assumption change.

Credits

(1) The benefit multiplier was lowered from $3.50 to $3.25 for covered employment on and after April 1, 2007.

(2) The IRC Section 415 benefit limit was changed to be applied on an aggregated employer basis rather than on an employer-by-employer basis.

(3) The benefit multiplier was lowered from $3.25 to $2.00 for covered employment on and after May 1, 2009.

(4) The special asset valuation rule under Preservation of Access to Care for Medicare Beneficiaries and Pension Relief Act of 2010 (PRA 2010) was adopted.

(5) The special amortization rule under Preservation of Access to Care for Medicare Beneficiaries and Pension Relief Act of 2010 (PRA 2010) was adopted.

(6) The benefit multiplier was lowered from $2.00 to $1.00 for covered Employment on and after January 1, 2010 and the rehabilitation plan was effective June 1, 2010.

(7) The mortality projection scale was change from MP-2015 to MP-2017.

Exhibit 11

Current Liability

In accordance with IRS requirements, the Current Liability has been calculated at 2.98%. The Current Liability as of April 1, 2018 is determined below.

		Count	Vested Benefits	All Benefits
1.	Current Liability			
	a. Active participants	20,602	$2,171,314,465	$2,203,088,497
	b. Terminated vested participants	14,177	711,678,404	718,144,272
	c. Retirees, beneficiaries, and disabled participants	15,328	2,200,508,541	2,283,396,311
	d. Total	50,107	5,083,501,410	5,204,629,080
2.	Expected increase in Current Liability for benefit accruals during year			57,147,319
3.	Expected release from "RPA 94" Current Liability			187,226,852
4.	Expected distributions during year			203,313,671
5.	Market Value of Assets			1,876,609,576
6.	Current Liability funded percentage [(5) ÷ (1d)]			36.06%

Exhibit 12

Full Funding Limitation

The full funding limitation (FFL) for the plan year ending March 31, 2019 and the tax year ending March 31, 2019 is determined below.

	Minimum Required Contribution	Maximum Deductible Contribution
1. 100% Actuarial Accrued Liability (AAL) FFL		
a. AAL as of April 1, 2018	$3,130,864,743	$3,130,864,743
b. Normal Cost as of April 1, 2018	24,676,607	24,676,607
c. Value of assets as of April 1, 2018		
i. Lesser of actuarial and market value	1,844,511,996	1,844,511,996
ii. Credit Balance	0	n/a
iii. Undeducted employer contributions	n/a	0
iv. Plan assets [(i) - (ii) - (iii)]	1,844,511,996	1,844,511,996
d. Interest to March 31, 2019 at 7.50% on (a), (b), & (civ)	98,327,201	98,327,201
e. 100% AAL FFL [(a) + (b) - (civ) + (d), but not <$0]	1,409,356,555	1,409,356,555
2. Estimated Current Liability as of March 31, 2019		
a. Current Liability as of April 1, 2018	5,204,629,080	5,204,629,080
b. Normal Cost as of April 1, 2018	72,662,825	72,662,825
c. Estimated benefit disbursements to March 31, 2019	187,226,852	187,226,852
d. Interest to March 31, 2019 at 2.98% on (a), (b), & (c)	154,494,098	154,494,098
e. Estimated EOY Current Liability [(a) + (b) - (c) + (d)]	5,244,559,151	5,244,559,151
3. Estimated assets for Current Liability FFL		
a. Actuarial Value of Assets as of April 1, 2018	1,844,511,996	1,844,511,996
b. Estimated return to March 31, 2019 at 7.50% on (3a), (1ciii), (2c), & (3b)	131,450,901	131,450,901
c. Estimated assets as of March 31, 2019 [(3a) - (1ciii) - (2c) + (3b)]	1,788,914,763	1,788,914,763
4. 90% Current Liability minimum funding limitation		
a. 90% EOY RPA Current Liability [90% x (2e)]	4,720,103,236	4,720,103,236
b. 90% Current Liability FFL [(a) - (3c), but not < $0]	2,931,188,473	2,931,188,473
5. Full funding limitation [maximum of (1e) and (4b)]	2,931,188,473	2,931,188,473

Exhibit 13

Maximum Deductible Contribution under IRC Section 404

The Maximum Deductible Contribution under IRC Section 404 for the tax year beginning April 1, 2018 is determined below.

1.	Minimum Required Contribution for plan year beginning April 1, 2018		$215,597,421
2.	Preliminary Maximum Deductible Contribution under IRC Section 404 for tax year		
	a.	Normal Cost	24,676,607
	b.	10-year amortization of unfunded Actuarial Accrued Liability	174,328,831
	c.	Interest to earlier of tax year end or plan year end	14,925,408
	d.	Total	213,930,846
3.	Full funding limitation for tax year		2,931,188,473
4.	Unfunded 140% of Current Liability as of March 31, 2019		
	a.	Current Liability (for IRC Section 404 purposes) projected to end of year	5,244,559,151
	b.	Actuarial Value of Assets (for IRC Section 404 purposes) projected to end of year	1,788,914,763
	c.	Unfunded 140% of Current Liability [140% × (a) - (b), but not less than $0]	5,553,468,048
5.	Maximum Deductible Contribution under IRC Section 404 for tax year [maximum of (1) and (2d), but not greater than (3), nor less than (4c)]		5,553,468,048

There are alternative calculations of the Maximum Deductible Contribution under IRC Section 404 that may produce a different amount than illustrated above. Additionally, deductibility of contributions to a d defined contribution plan maintained for the same employees may be affected by the 25% of pay limitation for defined benefit and defined contribution plans combined. Employers should consult their tax advisors regarding the deductibility of contributions.

Exhibit 14

Present Value of Accumulated Plan Benefits for PPA 2006

Accumulated Plan Benefits are benefits earned to date, based on pay history and service rendered to date, expected to be paid in the future to retired, terminated vested, and active participants, and beneficiaries of active or former participants. The Present Value of Accumulated Plan Benefits for PPA 2006 as of April 1, 2017 and April 1, 2018 is shown below.

	4/1/2017	4/1/2018
1. Present Value of vested Accumulated Plan Benefits		
a. Active participants	$1,094,385,481	$1,008,862,209
b. Retired participants	1,316,624,618	1,429,474,412
c. Terminated vested participants	375,804,759	368,737,801
d. Beneficiaries	94,224,302	99,058,722
e. Disabled participants	24,784,112	26,639,371
f. Total	2,905,823,272	2,932,838,060
2. Present Value of non-vested Accumulated Plan Benefits	52,414,320	53,124,105
3. Present Value of all Accumulated Plan Benefits [(1f) + (2)]	2,958,237,592	2,985,962,165
4. Market Value of Assets	1,805,128,582	1,876,609,576
5. Funded percentage on Market Value of Assets		
a. Vested benefits [(4) ÷ (1f)]	62.12%	63.99%
b. All benefits [(4) ÷ (3)]	61.02%	62.85%
6. Actuarial Value of Assets	$1,908,814,167	$1,844,511,996
7. Funded percentage on Actuarial Value of Assets		
b. Vested benefits [(6) ÷ (1f)]	65.69%	62.89%
c. All benefits [(6) ÷ (3)]	64.53%	61.77%

Exhibit 15

FASB ASC Topic 960 Present Value of Accumulated Plan Benefits

Accumulated Plan Benefits are benefits earned to date, based on pay history and service rendered to date, expected to be paid in the future to retired, terminated vested, and active participants, and beneficiaries of active or former participants. The Present Value of Accumulated Plan Benefits (determined on a plan continuation basis in accordance with FASB ASC Topic 960) as of April 1, 2018 is shown below.

	Benefits	Expenses	Total
1. Present Value of vested Accumulated Plan Benefits			
a. Participants in pay status	$1,555,238,052	$74,735,893	$1,629,973,945
b. Participants not in pay status	1,377,600,010	66,199,619	1,444,799,629
c. Total	2,932,838,062	140,935,512	3,037,773,574
2. Present Value of non-vested Accumulated Plan Benefits	53,124,103	2,552,843	55,676,946
3. Present Value of all Accumulated Plan Benefits [(1c) + (2)]	$2,985,962,165	$143,488,355	3,129,450,520

Exhibit 16

Change in FASB ASC Topic 960 Present Value of Accumulated Plan Benefits

The change in the Present Value of Accumulated Plan Benefits (determined on a plan continuation basis in accordance with FASB ASC Topic 960) from April 1, 2017 to April 1, 2018 is shown below.

1.	Present Value of all Accumulated Plan Benefits as of April 1, 2017		$3,100,946,139
2.	Changes		
	a.	Reduction in discount period	226,288,543
	b.	Benefits accumulated plus Actuarial (gain) / loss	26,158,957
	d.	Benefit payments	(170,615,565)
	e.	Plan amendments	0
	f.	Change in assumptions	(53,327,553)
	g.	Total	28,504,382
3.	Present Value of all Accumulated Plan Benefits as of April 1, 2018 [(1) + (2f)]		3,129,450,520

Exhibit 17

Unfunded Vested Benefit Liability for Withdrawal Liability Calculations

Withdrawal liability payments are based on unfunded vested benefit liability. Vested benefit liability is the present value of benefits earned to date, excluding benefits for non-vested participants and certain benefits such as death and disability benefits which are not considered vested. These liabilities have been determined as of March 31, 2017 and March 31, 2018. However, if there is a termination by mass withdrawal during the year, a separate calculation has to be performed.

	3/31/2017	3/31/2018
1. Present Value of Vested Benefits		
a. Active participants	$2,962,823,405	$2,463,299,826
b. Retired participants	2,124,146,162	2,177,944,992
c. Terminated vested participants	886,063,344	792,497,291
d. Beneficiaries	153,530,082	151,888,458
e. Disabled participants	38,996,380	39,517,069
f. Total vested benefits	6,165,559,373	5,625,147,636
2. Market Value of Assets	1,805,128,582	1,876,609,576
3. Funded ratio [(2) ÷ (1f)]	29.28%	33.36%
4. Unfunded vested benefit liability [(1f) - (2), but not less than 0]	4,360,430,791	3,748,538,060
5. Unamortized portion of value of affected benefits disregarded under Code Section 432(e)(9)(A)*	91,463,893	83,985,150
6. Total effective unfunded vested benefit liability for Withdrawal Liability Calculations (4) + (5)	$4,451,894,684	$3,832,523,210

*Initial amount subject to amortization as of March 31, 2011 under "simplified method" pursuant to PBGC Technical Update 10-3 is $126,567,964 with unamortized amount based on 7.50% interest rate assumption from of that date.

Exhibit 18

Summary of Participant Data

A summary of participant data for the plan years beginning April 1, 2017 and April 1, 2018 is shown below.

		4/1/2017	4/1/2018
1.	Active participants		
a.	Count	21,085	20,602
b.	Average age	46.8	46.5
c.	Average vesting service	14.0	13.9
d	Total plan compensation	$496,204,874	$489,834,750
e.	Average plan compensation	23,534	23,776
2.	Retired participants		
a.	Count	12,093	12,848
b.	Average age	74.4	74.3
c.	Total annual benefits	$146,579,330	$161,006,487
d.	Average annual benefit	12,121	12,532
3.	Terminated vested participants		
a.	Count*	14,456	14,177
b.	Average age	56.5	56.6
c.	Total annual benefits	$60,744,851	$60,740,449
d.	Average annual benefit	4,272	4,284
4.	Beneficiaries		
a.	Count	2,225	2,305
b.	Average age	73.2	73.4
c.	Total annual benefits	$11,102,180	$11,891,610
d.	Average annual benefit	4,990	5,159
5.	Disabled participants		
a.	Count	170	175
b.	Average age	70.1	70.3
c.	Total annual benefits	$3,004,945	$3,320,980
d.	Average annual benefit	17,676	18,977

* Includes 238 and 146 participants with retirement account balance only as of April 1, 2017 and April 1, 2018 respectively.

Exhibit 19

Change in Participant Counts

The change in participant counts from April 1, 2017 to April 1, 2018 is shown below.

	Active	Terminated Vested	Retired	Beneficiary*	Disabled	Total
As of 4/1/2017	21,085	14,456	12,093	2,225	170	50,029
Retired	(472)	(690)	1,162	0	0	0
Received lump sum distribution	(6)	(70)	0	0	0	(76)
Terminated non-vested	(1,691)	0	0	0	0	(1,691)
Terminated vested	(1,729)	1,729	0	0	0	0
Disabled	(8)	(2)	0	0	10	0
Died with beneficiary	(12)	(15)	(112)	140	(1)	0
Died without beneficiary	(17)	(55)	(304)	(95)	(4)	(475)
Lost Participants/Benefit expired	(128)	(214)	0	(26)	0	(368)
Rehired	1,023	(1,022)	(1)	0	0	0
New during plan year	2,557	60	10	61	0	2,688
Net data adjustments	0	0	0	0	0	0
As of 4/1/2018	20,602	14,177	12,848	2,305	175	50,107

* The above participant counts include 191 and 202 alternate payees entitled to benefits under Qualified Domestic Relations Orders as of April 1, 2017 and April 1, 2018, respectively.

Exhibit 20

Active Participants by Age and Service

The number of active participants summarized by attained age and years of credited service as of April 1, 2018 is shown below.

	Years of Credited Service										
Age	**0**	**1–4**	**5–9**	**10–14**	**15–19**	**20–24**	**25–29**	**30–34**	**35–39**	**40+**	**Total**
0–24	-	343	3	-	-	-	-	-	-	-	346
25–29	-	1,437	197	1	-	-	-	-	-	-	1,635
30–34	-	1,525	862	158	6	-	-	-	-	-	2,551
35–39	-	1,014	845	695	175	5	-	-	-	-	2,734
40–44	-	518	475	580	660	123	5	-	-	-	2,361
45–49	-	361	301	344	574	642	100	1	-	-	2,323
50–54	-	229	212	277	417	592	444	96	3	-	2,270
55–59	-	179	206	261	402	484	592	517	140	8	2,789
60–64	-	140	152	202	359	423	443	441	468	122	2,750
65–69	-	57	67	66	133	115	96	72	82	44	732
70+	-	29	12	7	24	7	7	12	5	8	111
Total	-	5,832	3,332	2,591	2,750	2,391	1,687	1,139	698	182	20,602

Exhibit 21

Summary of Contribution History

The average contribution of active participants, summarized by plan year is shown below.

	Total Contribution		Active Participants		Average Contribution	
Year Ending 3/31	Amount	Percent Change	Number	Percent Change	Amount	Percent Change
2007	46,119,911	5.05%	23,762	0.98%	1,941	4.02%
2008	47,814,858	3.68%	23,413	(1.47)%	2,042	5.20%
2009	49,047,228	2.58%	23,164	(1.06)%	2,117	3.67%
2010	45,966,116	(6.28)%	21,704	(6.30)%	2,118	0.05%
2011	44,673,896	(2.81)%	21,510	(0.89)%	2,077	(1.94)%
2012	47,096,445	5.42%	20,836	(3.13)%	2,260	8.81%
2013	47,849,801	1.60%	20,614	(1.07)%	2,321	2.70%
2014	47,993,760	0.30%	20,423	(0.93)%	2,350	1.25%
2015	49,813,186	3.79%	20,884	2.26%	2,385	1.49%
2016	51,014,824	2.41%	21,031	0.70%	2,426	1.72%
2017	52,872,746	3.64%	21,085	0.25%	2,508	3.38%
2018	53,859,286	1.87%	20,602	(2.29)%	2,614	4.23%
Five-year average contributions:		$51,110,760				

Appendices

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Appendix A – Summary of Actuarial Assumptions and Methods

Actuarial Assumptions

- **Investment Return**:
  - 7.50% (net of investment-related administrative expenses) for ERISA minimum funding and FASB ASC Topic 960 plan accounting.
  - 2.98% for current liability purposes.
  - March 2018 PBGC interest rates for mass withdrawal purposes of 2.39% for first 20 years and ultimate rate of 2.60% for unfunded vested benefit liability for withdrawal liability calculations.

- **Mortality:**

  Employee: RP-2014 Employee Mortality Table adjusted to reflect Mortality Improvement Scale MP-2017 from 2006 base year, and projected forward using MP-2017 on a generational basis for males and females

  Annuitant: RP-2014 Annuitant Mortality Table adjusted to reflect Mortality Improvement Scale MP-2017 from 2006 base year, and projected forward using MP-2017 on a generational basis for males and females

  Disabled: RP-2014 Disabled Annuitant Mortality Table adjusted to reflect Mortality Improvement Scale MP-2017 from 2006 base year, and projected forward using MP-2017 on a generational basis for males and females.

  <u>Mortality Rates Used in Conjunction with Full Funding Limitation Computations</u>

  Test I (ERISA): Based on the Plan's mortality, as defined above.

  Test II (RPA '94): RP-2014 mortality table (male and female rates) with projection for mortality improvement, updated annually, as mandated by the IRS.

- **Termination Rates:**

  Termination rates have been separated into two groups.

  Sample rates are shown below for participants who earned <u>less than $10,000</u> in the plan year prior to the valuation date:

	Years of Service			
Attained Age	0-2* (Select)	2-3 (Select)	3-4 (Select)	4 or More (Ultimate)
20	35.0%	30.0%	20.0%	20.0%
25	35.0	30.0	20.0	20.0
30	40.0	35.0	25.0	20.0
35	45.0	40.0	30.0	20.0
40	45.0	40.0	30.0	20.0
45	45.0	40.0	30.0	20.0
50	45.0	35.0	30.0	20.0
55	45.0	35.0	30.0	20.0
60	45.0	35.0	30.0	20.0
64	45.0	35.0	30.0	20.0
65	0.0	0.0	0.0	0.0

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* Participants with less than one year of service are not included for valuation purposes. Therefore, this select period with respect to the present value of benefits only impacts participants who have accrued between 1 and 2 years of vesting service as of the valuation date. Nonetheless, this select period has an impact on the Normal Cost (which spreads liability from entry age to retirement age) for all participants.

Sample rates are shown below for participants who earned $10,000 or more in the plan year prior to the valuation date:

Attained Age	Termination Rate
20	6.0%
25	6.0%
30	6.0%
35	4.0%
40	4.0%
45	4.0%
50	3.0%
55	3.0%
60	3.0%
64	3.0%
65	0.0%

- **Retirement Rates:**

  Retirement rates used are shown below:

Attained Age	Retirement Rate
55-61	1.0%
62-63	2.0
64	15.0
65	50.0
66-69	20.0
70 and Over	100.0

The weighted average retirement age is 65.6.

- **Disability Rates:**

  None.

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- **Pre-Retirement Death Benefits:**

  80% of the participants are assumed to have beneficiaries. Male participants are assumed to be three years older than female beneficiaries and female participants are assumed to be three years younger than male beneficiaries.

- **Administrative Expenses:**

  The average of the prior two years' administrative expenses, increased by 2.25%. For FASB ASC Topic 960 plan accounting, the present value of the administrative expenses was calculated by projecting the payment of expected administrative expenses for the duration of the Plan's liabilities. The duration of the Plan's liabilities was calculated to be 12 years at April 1, 2018 and 13 years at April 1, 2017. Projected administrative expenses were increased 2.25% per annum after the valuation year, then discounted using the Plan's investment return assumption of 7.5% as of April 1, 2018 and April 1, 2017.

- **Future Benefits Accruals:**

  Future years' contributions for each active employee are assumed to increase by 2.25% per year from those contributions reported for the prior pension credit year.

- **Post Retirement Benefit Accruals:**

  Sample contribution amounts used are shown below:

Attained Age	Annual Contribution Amount
65-75	$600
76-80	480
81-85	360
86-90	240
91-95	120

- **Benefit Limitations:**

  The Section 415 limit of $195,000* is applied on an aggregate basis but the participant's total benefit at December 31, 2007 is applied on an employer-by-employer basis using a Section 415 limit of $180,000.

  The Section 401(a)(17) limit of $245,000* is applied on an employer-by-employer basis. For valuation purposes, the Section 401(a)(17) limit is assumed to not apply for future accruals.

  * The limits do not change based on automatic cost-of-living adjustments. Rather, the limits will remain at the noted levels above until the Trustees amend the plan.

- **Assumed Age of Commencement of Deferred Benefits:**

  Age 65.

- **Unreported Data:**

  Active participants with unreported data (gender, date of birth) are assumed to have characteristics of the average group. If not easily determined, participants with unknown sex are assumed to be male.

AFMEPF1453

- **Rationale for Significant Assumptions**

  Investment Return for ERISA minimum funding and FASB ASC Topic 960 plan accounting: Selected based on the Plan's target asset allocation as of the valuation date, capital market assumptions from several sources, including published studies summarizing the expectations of various investment experts. This information was used to develop forward-looking long-term expected returns, producing a range of reasonable expectations according to industry experts. Based on the resulting range of potential assumptions, in our professional judgement the selected investment return assumption is reasonable for this purpose and is not expected to have any significant bias.

  Investment Return for withdrawal liability: Rates of return used by the PBGC to value annuities under a mass withdrawal. Withdrawal liability is used to allocate a portion of Unfunded Vested Benefits to employers who withdraw from the fund. A withdrawal is viewed as a settlement similar to an annuity purchase where the transfer of investment risk for a portion of a plan's liabilities is assumed by an insurance company. Use of the PBGC rates reflects the fact that a withdrawn employer transfers investment risk to the remaining employers. As such it is reasonable to use PBGC interest rates that are used to measure plan termination liabilities and which are considered comparable to rates used by insurance companies for annuities to measure the financial obligation of the withdrawing employer. In our professional judgement, the selected investment return assumption for withdrawal liability is reasonable for this purpose and is not expected to have any significant bias.

  Mortality: Based on recent pension mortality research conducted by the Society of Actuaries as of the April 1, 2018 valuation date.

  Retirement Rates: Based on analysis of retirements experienced by the Plan from April 2011 through April 2016.

Actuarial Cost Methods

- **Liability Valuation Method:**

  The Entry Age Normal actuarial cost method where Normal Cost is determined based on projected benefits for current active participants using each individual participant's actual entry age. Entry age is the age at date of employment or if date is unknown, attained age minus pension credits. Normal Cost and Actuarial Accrued Liability are calculated on an individual basis and are allocated by service. Projected benefits are based on benefits as if the current benefit accrual rate had always been in effect.

- **Asset Valuation Method:**

  The market value of assets is adjusted by smoothing the differences between the expected market value of assets and the actual market value of assets from the past five years. In accordance with the special asset valuation rule under funding relief, the amount of the difference in expected market value of assets and the actual market value of assets for the plan year ending March 31, 2009 is amortized over a 10-year period. The expected value of assets for each year is the market value of assets at the valuation date for the prior year brought forward with interest at the valuation rate to the current year plus contributions minus benefit payments and administrative expenses, all adjusted with interest at the valuation rate from the prior year to the valuation date for the current year. The actuarial value of assets is the resulting amount except if the resulting amount is greater than 120% of the market value, actuarial value of assets is set equal to 120% of market value of assets and if the resulting amount is less than 80% of the market value, actuarial value of assets is set equal to 80% of market value of assets.

  For purposes of determining the unfunded vested benefit liability for withdrawal liability calculations, the asset valuation method is market value.

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- **Special amortization rule:**

  The Plan's investment loss for the Plan year ended March 31, 2009 is treated separately from other investment gains/losses, to be amortized in equal installments over the period beginning from April 1, 2009 through March 31, 2039.

  The portion of the net experience loss is based on the prospective method as described in Notice 2010-83. The schedule of amortization bases is as follows:

Year	Amount (Gain)/Loss	Years in Amortization Base*	Years in Offset Base*
4/1/09	$ 545,478,705	29	15
4/1/10	(124,097,819)	28	15
4/1/11	153,283,704	27	15
4/1/12	21,184,391	26	15
4/1/13	63,061,837	25	15
4/1/14	45,271,288	24	15
	$ 704,182,106*		

* The total loss of $704,182,106 equals the investment loss for the year ended March 31, 2009.

AFMEPF1455

Appendix B – Summary of Principal Plan Provisions

Effective Date

November 16, 1959. The plan was amended and restated effective January 1, 2014.

Participation

An eligible employee becomes a participant on January 1 of the year in which the participant earns $750 in Covered Earnings by an Employer who is required to make contributions to the Fund.

Normal Retirement Age

Age 65 or if later, the date on which a Participant completes five years of participation in the Plan.

Vesting Service

Vesting Service is based on the Covered Earnings earned in each calendar year, as follow:

Covered Earnings	Years of Vesting Service
< $750	0.00
$750 - $1,499	0.25
$1,500 - $2,249	0.50
$2,250 - $2,999	0.75
>= $3,000	1.00

A Participant becomes vested upon completion of 5 years of Vesting Service or upon attainment of Normal Retirement Age.

Regular Pension Benefit

A Participant is eligible to receive a Regular Pension Benefit at Normal Retirement Age or at age 55 with 5 years Vesting Service.

Regular Pension Benefit is calculated by multiplying each $100 of vested contributions earned by a Benefit Multiplier (a specific dollar amount). The monthly benefit amount under the Life Annuity form of payment is calculated in accordance with the following tables:

Effective June 1, 2010 Monthly Amount per $100 of Vested Contributions					
Age	For Contributions for Covered Employment before 1/1/04	For Contributions for Covered Employment Between 1/1/04 and 3/31/07	For Contributions for Covered Employment Between 4/1/07 and 4/30/09	For Contributions for Covered Employment Between 5/1/09 and 12/31/09	For Contributions For Covered Employment on and after 1/1/10
55	$1.70	$1.28	$1.19	$0.73	$0.37
56	1.86	1.40	1.30	0.80	0.40
57	2.05	1.54	1.43	0.88	0.44
58	2.26	1.70	1.58	0.97	0.49
59	2.48	1.87	1.74	1.07	0.53
60	2.75	2.07	1.92	1.18	0.59
61	3.04	2.29	2.13	1.31	0.65
62	3.36	2.53	2.35	1.45	0.72
63	3.75	2.82	2.62	1.61	0.80
64	4.16	3.13	2.91	1.79	0.90
65	4.65	3.50	3.25	2.00	1.00

For participants who retire after Normal Retirement Age, the monthly benefit is the regular pension amount at Normal Retirement Age actuarially increased to account for delayed retirement.

Disability Pension Benefits

An active participant who has completed at least 10 years of Vesting Service, who has stopped working in Covered Employment because of a condition of Total Disability, and who has not started to receive a Regular Pension Benefit, is eligible for a Disability Pension Benefit.

The monthly Disability Pension Benefit is calculated by multiplying each $100 of contributions by the applicable age-65 Benefit Multipliers, actuarially reduced to participant's actual age as of the effective date of Disability Pension Benefit.

Pre-Retirement Death Benefits

If a vested participant who has not yet retired dies after age 55, the participant's beneficiary will receive a benefit equal to the benefit the beneficiary would have received had the participant retired on his date of death and elected to receive a 50% Joint and Survivor Annuity.

If a vested participant dies before age 55, the beneficiary's benefit is actuarially equivalent to the 50% Joint and Survivor Annuity at age 55.

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Post-Retirement Death Benefits

If a vested participant dies after his or her benefit begins and the pension benefit was being paid as a Joint and Survivor Annuity, the Joint Annuitant will receive 50% of the participant's monthly benefit for his or her lifetime; if the pension benefit was being paid as Life Annuity, the remaining balance of the guaranteed benefit will be paid.

Re-Retirement Benefits

If a participant retires before his or her Normal Retirement Age, later returns to Covered Employment, and earns $50 or more of contributions in at least one calendar year between his or her initial pension Benefit Annuity Start Date and Normal Retirement Age, an additional benefit calculated based on the contributions made on the participant's behalf during that period will be paid as of the first of the month after the participant reaches Normal Retirement Age.

Redetermination Benefits

If a pensioner returns to Covered Employment and earns $50 or more of contributions in a calendar year after Normal Retirement Age, he or she will earn an additional pension benefit. This redetermination benefit is calculated each July 1st based on contributions for Covered Employment earned during the previous calendar year. The redetermination benefit is based on the age-65 Benefit Multiplier in effect at the end of the previous calendar year and is offset by the actuarial equivalent of any redetermination benefit received in the previous year that is based on contributions earned after 2003.

Normal Form of Payment

If a participant has an eligible spouse as of his or her Annuity Starting Date, the normal form of payment is Joint and Survivor Annuity. If a participant does not have an eligible spouse as of the Annuity Starting Date, the normal form of payment will be Single Life Annuity with respect to any benefit earned on and after January 1, 2004. If a portion of the participant's benefit was based on contributions earned prior to January 1, 2004, there is a guaranteed amount of 100 times that portion of the participant's benefit. The guaranteed feature is eliminated for benefit with an annuity starting date on or after June 1, 2010.

AFMEPF1458

American Federation of Musicians & Employers' Pension Fund

April 1, 2019 Actuarial Valuation

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Issued Febraury 13, 2020(272020)

April 1, 2019 Actuarial Valuation of the American Federation of Musicians & Employers' Pension Fund

The actuarial valuation of the American Federation of Musicians & Employers' Pension Fund (the "Plan") for the plan year beginning April 1, 2019 has been completed in accordance with our understanding of the minimum funding requirements under ERISA and the Pension Protection Act of 2006 as well as the applicable sections of the Internal Revenue Code (IRC), including all regulations and guidance issued to date. It also has been completed in accordance with our understanding of FASB ASC Topic 960 for determining plan accounting requirements. The valuation results contained in this report are based on the actuarial assumptions and the actuarial methods (Appendix A), and principal plan provisions (Appendix B) summarized in the appendices. In addition, Appendix C contains information about the Plan's risks.

Purpose of the Valuation

In general, the actuarial valuation determines the current level of employer contributions that, taking into account prior funding, will accumulate assets sufficient to meet benefit payments and administrative expenses when due under the terms of the Plan. This report has been prepared for the American Federation of Musicians & Employers' Pension Fund as of April 1, 2019 to:

- Calculate the Minimum Required Contribution for the plan year beginning April 1, 2019.
- Calculate the Maximum Deductible Contribution for the 2019 fiscal year.
- Determine the actuarial Present Value of Accumulated Plan Benefits as of March 31, 2019 for purposes of disclosing the Plan's liabilities under FASB ASC Topic 960.
- Determine the Plan's unfunded vested benefit liability as of March 31, 2019 for withdrawal liability purposes calculated in accordance with the requirements of the Multiemployer Pension Plan Amendments Act of 1980.
- Review the Plan's funded status.
- Review the experience for the plan year ending March 31, 2019, including the performance of the Plan's assets during the year and changes in the Plan's participant demographics that impact liabilities.
- Provide operational information required for governmental agencies and other interested parties.

Limited Distribution

Milliman's work is prepared solely for the internal business use of the Board of Trustee of American Federation of Musicians & Employer's Pension Fund and the Plan's Trustees and may not be provided to third parties without our prior written consent. Milliman does not intend to benefit or create a legal duty to any third party recipient of its work product. Milliman's consent to release its work product to any third party may be conditioned on the third party signing a release, subject to the following exceptions:

- The Plan Sponsor may provide a copy of Milliman's work, in its entirety, to the Plan's professional service advisors who are subject to a duty of confidentiality and who agree to not use Milliman's work for any purpose other than to benefit the Plan.
- The Plan Sponsor may distribute certain work product that Milliman and the Plan Sponsor mutually agree is appropriate as may be required by the Pension Protection Act of 2006.

Any third party recipient of this work product who desires professional guidance should not rely upon Milliman's work product, but should engage qualified professionals for advice appropriate to its own specific needs.

Reliance

In preparing this report, we relied, without audit, on information (both written and oral) supplied by the Fund Administration office. This information includes, but is not limited to, plan documents and summaries, participant data, and financial information. We found this information to be reasonably consistent and comparable with information used for other purposes. The valuation results depend on the integrity of this information. If any of this information is incomplete or inaccurate, our results may be different and our calculations may need to be revised.

Limited Use

Actuarial computations for purposes other than determining the contribution requirements for an ongoing plan (such as for assessing benefit security upon potential plan termination) may yield significantly different results from those shown in this report.

Future actuarial measurements may differ significantly from the current measurements presented in this report due to factors such as, but not limited to, 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 plan funded status); and changes in plan provisions or applicable law. Except for the information provided in Appendix C, due to the limited scope of the actuarial assignment, we did not perform an analysis of the potential range of such future measurements.

The consultants who worked on this assignment are pension actuaries. Milliman's advice is not intended to be a substitute for qualified legal or accounting counsel.

Certification

In our opinion, each assumption used, other than those assumptions mandated directly by the Internal Revenue Code and regulations thereon, is individually reasonable (taking into account the experience of the Plan and reasonable expectations) and, in combination, such other assumptions offer our best estimate of anticipated experience under the Plan.

On the basis of the foregoing, we hereby certify that to the best of our knowledge and belief, this report is complete and accurate and has been prepared in accordance with generally recognized and accepted actuarial principles and practices which are consistent with the principles prescribed by the Actuarial Standards Board and the Code of Professional Conduct and Qualification Standards for Actuaries Issuing Statements of Actuarial Opinion in the United States promulgated by the American Academy of Actuaries. We are members of the American Academy of Actuaries and meet its Qualification Standards to render the actuarial opinion contained herein.

Respectfully submitted,

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February 13, 2020

Date

AFMEPF1461

Table of Contents

Summary of Results

A. Overview

	Actuarial Valuation for Plan Year Beginning	
	4/1/2018	4/1/2019
Assets		
Market Value of Assets (MVA)	$1,876,609,576	$1,802,580,746
Investment yield in prior plan year (MVA)	10.87%	2.81%
Actuarial Value of Assets (AVA)	$1,844,511,996	$1,829,653,768
Investment yield in prior plan year (AVA)	2.92%	6.18%
Contributions		
▪ Expected	$72,102,183	$77,205,188
▪ Actual	76,256,722	TBD
Valuation Liabilities		
Valuation interest rate	7.50%	7.50%
Normal Cost	$24,676,607	$31,784,107
Present value of benefits	3,200,458,840	3,361,185,490
Actuarial Accrued Liability	3,130,864,743	3,255,198,921
Unfunded Actuarial Accrued Liability	1,286,352,747	1,425,545,153
Present Value of Accrued Benefits	2,985,962,165	3,088,466,672
Funded percentage		
▪ Based on Market Value of Assets	62.85%	58.36%
▪ Based on Actuarial Value of Assets	61.77%	59.24%
Present Value of Vested Benefits	$2,932,838,060	$3,047,275,798
Funded percentage		
▪ Based on Market Value of Assets	63.99%	59.15%
▪ Based on Actuarial Value of Assets	62.89%	60.04%
Current Liability	$5,204,629,080	$5,321,113,649
Current Liability interest rate	2.98%	3.08%
Credit Balance and Contribution Information		
Credit Balance at end of prior plan year	$(26,914,475)	$(136,540,602)
Minimum Required Contribution (before Credit Balance)	186,664,360	199,374,655
Minimum Required Contribution (after Credit Balance)	215,597,421	335,915,257
Maximum Deductible Contribution	5,553,468,048	6,092,598,016

	Actuarial Valuation for Plan Year Beginning	
	4/1/2018	4/1/2019
Withdrawal Liability		
Present Value of Vested Benefits for withdrawal liability	$5,625,147,636	$5,327,630,882
Value of assets used for withdrawal liability	1,876,609,576	1,802,580,746
Unfunded Present Value of Vested Benefits	3,748,538,060	3,525,050,136
Unamortized value of affected benefits	83,985,140	75,945,503
Total effective unfunded vested benefit liability	3,832,523,210	3,600,995,639
Withdrawal liability interest rate		
First 20 years	2.39%	3.09%
Thereafter	2.60%	2.84%
Participant Data		
Active participants	20,602	20,316
Terminated vested participants	14,177	14,295
Retired participants	12,848	13,672
Disabled participants	175	180
Beneficiaries	2,305	2,434
Total participants	50,107	50,897
Plan compensation for active participants	$489,834,750	$487,070,021
Total benefits in pay status	$176,219,077	$190,522,620
Average benefit in pay status	11,497	11,701
Certification Status	Critical	Critical and Declining

B. Purpose of the Valuation

In general, the actuarial valuation determines the current level of employer contributions that, taking into account prior funding, will accumulate assets sufficient to meet benefit payments and administrative expenses when due under the terms of the Plan. This report has been prepared for the American Federation of Musicians & Employers' Pension Fund as of April 1, 2019 to:

- Calculate the Minimum Required Contribution for the plan year beginning April 1, 2019.
- Calculate the Maximum Deductible Contribution for the 2019 fiscal year.
- Determine the actuarial Present Value of Accumulated Plan Benefits as of March 31, 2019 for purposes of disclosing the Plan's liabilities under PPA 2006 and FASB ASC Topic 960.
- Determine the Plan's unfunded vested benefit liability as of March 31, 2019 for withdrawal liability purposes calculated in accordance with the requirements of the Multiemployer Pension Plan Amendments Act of 1980.
- Review the Plan's funded status.
- Review the experience for the plan year ending March 31, 2019, including the performance of the Plan's assets during the year and changes in the Plan's participant demographics that impact liabilities.
- Provide operational information required for governmental agencies and other interested parties.

C. Risk Disclosure

The Plan's risk is the potential that future actuarial measurements will differ from the current measurements presented in this report because future experience is different than expected. Risks include investment risk, asset / liability mismatch risk, interest rate risk, longevity and other demographic risks, and contribution risk. As required by Actuarial Standard of Practice No. 51 *Assessment and Disclosure of Risk Associated with Measuring Pension Obligations and Determining Pension Plan Contributions*, Appendix C provides information on the Plan's risks.

D. Actuarial Methods and Assumptions

The methods and assumptions used in this valuation are the same as those used in the prior valuation except as follows:

- The mortality projection scale was changed to MP-2019 from MP-2017.
- Assumed retirement rates after termination were changed to a graded scale from 100% at 65.
- Assumed form of payment election was changed to 45% electing Single Life Annuity, 30% electing 50% Joint & Survivor Annuity, and 25% electing 75% Joint & Survivor Annuity from 100% electing Single Life Annuity.
- Post-retirement accruals were modified.
- Lost participants are assumed to be owed benefits.
- For Current Liability purposes, the interest rate was changed to 3.08% from 2.98% in accordance with IRS guidance. (The statutory mortality tables also have been updated as required by the law)
- For withdrawal liability purposes, the interest rate was changed to 3.09% for the first 20 years and ultimate rate of 2.84% from 2.39% for the first 20 years and ultimate rate of 2.60%.

These changes resulted in an increase in plan liabilities. Please see Appendix A for a complete summary of all methods and assumptions used in this valuation.

E. Plan Provisions

This valuation reflects the plan provisions in effect on April 1, 2019, which are the same provisions that were valued in the April 1, 2018 actuarial valuation report.

Please see Appendix B for a detailed summary of plan provisions.

Exhibits

Exhibit 1

Summary of Market Value of Assets

The summary of plan assets on a market-value basis as of April 1, 2019 is shown below.

1.	Assets	
	a. Investments at fair value	$1,851,212,520
	b. Receivable due from broker for securities sold	56,720,685
	c. Receivable employer contributions	8,503,185
	d. Receivable accrued interest and dividends	768,900
	e. Other receivables	1,424,991
	f. Cash and cash equivalents	3,493,008
	g. Fixed assets - net	374,068
	h. Other assets	2,240,320
	i. Total	1,924,737,677
2.	Liabilities	
	a. Accrued expenses and other liabilities	5,346,892
	b. Due to broker for securities purchased	116,810,039
	c. Total	122,156,931
3.	Total* [(1i) - (2c)]	1,802,580,746

* Excludes $903,373 in future withdrawal liability payments.

Exhibit 2

Summary of Income and Disbursements

The change in the Market Value of Assets from April 1, 2018 to April 1, 2019 is shown below.

1.	Market Value of Assets as of April 1, 2018*	$1,867,964,864
2.	Income	
	a. Contributions**	76,256,722
	b. Interest and dividends	13,188,706
	c. Net appreciation (depreciation) in fair value	61,739,247
	d. Other income	8,063
	e. Total	151,192,738
3.	Disbursements	
	a. Benefit Payments	185,211,329
	b. Investment management fees	15,272,258
	c. Trustee fees/expenses	16,093,269
	d. Total	216,576,856
4.	Net increase / decrease [(2e) - (3d)]	(65,384,118)
5.	Market Value of Assets as of April 1, 2019 [(1) + (4)]	$1,802,580,746

* Reflects decrease of $8,644,712 for difference between draft and final financial statement assets for the year ended 3/31/2018.

** Includes $3,450,799 in withdrawal liability payments.

Exhibit 3

Asset (Gain) / Loss for Prior Plan Year on Market Value of Assets

The Asset (Gain) / Loss is the difference between the expected and actual values of the Market Value of Assets. An asset gain is negative because it represents a decrease from the expected unfunded Actuarial Accrued Liability. The Asset (Gain) / Loss for the plan year ending March 31, 2019 is determined below.

1.	Expected Market Value of Assets	
	a. Market Value of Assets as of March 31, 2018	$1,876,609,576
	b. Employer contributions for plan year	76,256,722
	c. Benefit Payments	185,211,329
	d. Administrative expenses	16,093,269
	e. Expected investment return based on 7.50% interest rate	136,133,365
	f. Expected Market Value of Assets as of March 31, 2019 [(a) + (b) - (c) - (d) + (e)]	1,887,695,065
2.	Market Value of Assets as of March 31, 2019	1,802,580,746
3.	Asset (Gain) / Loss [(1f) - (2)]	85,114,319
4.	Estimated investment return on Market Value of Assets	2.81%

Exhibit 4

Actuarial Value of Assets

The Actuarial Value of Assets is the Market Value of Assets less a weighted average of asset gains / (losses) over a four-year period (five-year smoothing), but it must be within 80% to 120% of the Market Value of Assets. The Actuarial Value of Assets as of April 1, 2019 is determined below.

1. Market Value of Assets as of April 1, 2019 — $1,802,580,746

2. Unrecognized asset gains / (losses) for the plan years ending

Plan Year Ending	Gain / (Loss) for Year	Percent Unrecognized	Amount Unrecognized
a. March 31, 2019	(85,114,319)	80%	(68,091,455)
b. March 31, 2018	58,745,478	60%	35,247,287
c. March 31, 2017	91,563,510	40%	36,625,404
d. March 31, 2016	(154,271,289)	20%	(30,854,258)
e. Total			(27,073,022)

3. Preliminary Actuarial Value of Assets as of April 1, 2019
[(1) - (2e)] — 1,829,653,768

4. Actuarial Value of Assets as of April 1, 2019
[(3), but not < 80% x (1), nor > 120% x (1)] — 1,829,653,768

Exhibit 5

Asset (Gain) / Loss for Prior Plan Year on Actuarial Value of Assets

The Asset (Gain) / Loss is the difference between the expected and actual values of the Actuarial Value of Assets. An asset gain is negative because it represents a decrease from the expected unfunded Actuarial Accrued Liability. The Asset (Gain) / Loss for the plan year ending March 31, 2019 is determined below.

1. Expected Actuarial Value of Assets	
a. Actuarial Value of Assets as of April 1, 2018	$1,844,511,996
b. Employer contributions for plan year	76,256,722
c. Benefit Payments	185,211,329
d. Administrative expenses	16,093,269
e. Expected investment return based on 7.50% interest rate	133,726,047
f. Expected Actuarial Value of Assets as of April 1, 2019 [(a) + (b) - (c) - (d) + (e)]	1,853,190,167
2. Actuarial Value of Assets as of April 1, 2019	1,829,653,768
3. Asset (Gain) / Loss [(1f) - (2)]	23,536,399
4. Estimated investment return on Actuarial Value of Assets	6.18%

Exhibit 6

Actuarial Balance Sheet

The total plan requirements compared to the total value of plan resources as of April 1, 2019 is shown below.

Plan Requirements		
1.	Present value of active participant benefits	
	a. Retirement	$1,164,949,702
	b. Termination	69,083,011
	c. Death	16,158,426
	d. Disability	0
	e. Total	1,250,191,139
2.	Present value of inactive participant benefits	
	a. Retired participants	1,601,647,305
	b. Terminated vested participants	376,114,686
	c. Beneficiaries	105,028,255
	d. Disabled participants	28,204,105
	e. Total	2,110,994,351
3.	Total plan requirements [(1e) + (2e)]	3,361,185,490
Plan Resources		
4.	Actuarial Value of Assets	$1,829,653,768
5.	Unfunded Actuarial Accrued Liability	1,425,545,153
6.	Present value of future Normal Costs	105,986,569
7.	Total plan resources	3,361,185,490

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Exhibit 7

Normal Cost and Unfunded Actuarial Accrued Liability

The Normal Cost is the amount allocated to the current plan year under the Plan's actuarial cost method. The Actuarial Accrued Liability is the accumulation of all prior Normal Costs. The unfunded Actuarial Accrued Liability is the excess (deficiency) of the Actuarial Accrued Liability over the Actuarial Value of Assets. The employer Normal Cost and the unfunded Actuarial Accrued Liability as of April 1, 2018 and April 1, 2019 are determined below.

		4/1/2018	4/1/2019
1.	Normal Cost		
	a. Beginning of year Normal Cost	$9,161,101	$15,765,204
	b. Beginning of year loading for administrative expenses	15,515,506	16,018,903
	c. Total	24,676,607	31,784,107
2.	Actuarial Accrued Liability		
	a. Active participants	1,182,027,426	1,144,204,570
	b. Retired participants	1,450,205,233	1,601,647,305
	c. Terminated vested participants	372,640,621	376,114,686
	d. Beneficiaries	99,058,724	105,028,255
	e. Disabled participants	26,932,739	28,204,105
	f. Total	3,130,864,743	3,255,198,921
3.	Actuarial Value of Assets	1,844,511,996	1,829,653,768
4.	Unfunded Actuarial Accrued Liability [(2f) - (3)]	1,286,352,747	1,425,545,153

Exhibit 8

Current Annual Cost and Minimum Required Contribution

The Current Annual Cost is the Plan's cost under the minimum funding requirements prior to the recognition of the full funding limitation and any Credit Balance. The Minimum Required Contribution is the amount needed to avoid a funding deficiency in the Funding Standard Account. These amounts for the plan year beginning April 1, 2019 are determined below.

1.	Charges for plan year	
	a. Funding deficiency as of April 1, 2019	$136,540,602
	b. Normal Cost	31,784,107
	c. Amortization charges (on $2,357,000,144)	327,971,260
	d. Interest on (a), (b), and (c) to end of plan year	37,222,198
	e. Additional funding charge	0
	f. Total	533,518,167
2.	Credits for plan year	
	a. Amortization credits (on $1,067,995,593)	183,798,648
	b. Other credits	0
	c. Interest on (a) and (b) to end of plan year	13,784,899
	d. Total	197,583,547
3.	Current Annual Cost for plan year [(1f) - (2d)]	335,934,620
4.	Full funding credit for plan year	
	a. Full funding limitation	3,289,359,251
	b. Full funding credit [(3) - (4a), but not < $0]	0
5.	Credit Balance for plan year	
	a. Credit Balance as of April 1, 2019	0
	b. Interest on (a) to end of plan year	0
	c. Total	0
6.	Minimum Required Contribution for plan year [(3) - (4b) - (5c), but not < $0]	335,934,620

Exhibit 9

Actuarial (Gain) / Loss for Prior Plan Year

The Actuarial (Gain) / Loss for the prior plan year is the difference between the expected and actual unfunded Actuarial Accrued Liability as of the beginning of the current plan year. The Actuarial (Gain) / Loss for the plan year ending March 31, 2019 is determined below.

1.	Unfunded Actuarial Accrued Liability as of April 1, 2018	$1,286,352,747
2.	Normal Cost as of April 1, 2018	24,676,607
3.	Interest on (1) and (2) to end of plan year	98,327,202
4.	Subtotal [(1) + (2) + (3)]	1,409,356,556
5.	Employer contributions for plan year	76,256,722
6.	Interest on (5) to end of plan year	2,800,098
7.	Subtotal [(5) + (6)]	79,056,820
8.	Changes in Actuarial Accrued Liability	
	a. Plan amendments	0
	b. Changes in actuarial assumptions	49,682,038
	c. Changes in cost method	0
	d. Total	49,682,038
9.	Expected unfunded Actuarial Accrued Liability as of April 1, 2019 [(4) - (7) + (8d)]	1,379,981,774
10.	Actual unfunded Actuarial Accrued Liability as of April 1, 2019	1,425,545,153
11.	Actuarial (Gain) / Loss on Actuarial Value of Assets	23,536,399
12.	Actuarial (Gain) / Loss on Actuarial Accrued Liability [(10) - (9) - (11)]	22,026,980
13.	Total Actuarial (Gain) / Loss for prior plan year [(10) - (9)]	45,563,379

Exhibit 10

Charges and Credits for Funding Standard Account

The amortization charges and credits for the Funding Standard Account for the plan year beginning April 1, 2019 are determined below.

1. Charges as of April 1, 2019

	Date Established	Description	Amortization Amount	Years Remaining	Outstanding Balance
a.	April 1, 1981	Plan Amendment (1)	$1,579,974	2	$3,049,718
b.	April 1, 1990	Plan Amendment (2)	859,141	1	859,141
c.	April 1, 1991	Plan Amendment (3)	2,094,898	2	4,043,640
d.	April 1, 1992	Plan Amendment (4)	3,081,956	3	8,615,808
e.	April 1, 1993	Assumption Change (5)	796,623	4	2,868,263
f.	April 1, 1994	Plan Amendment (6)	1,099,963	5	4,784,099
g.	April 1, 1996	Plan Amendment (7)	2,254,258	7	12,835,401
h.	April 1, 1997	Assumption Change (8)	365,537	8	2,301,643
i.	April 1, 1998	Assumption Change (9)	254,337	9	1,744,065
j.	April 1, 1998	Plan Amendment (10)	4,197,714	9	28,784,999
k.	April 1, 1999	Assumption Change (11)	428,210	10	3,159,710
l.	April 1, 2000	Assumption Change (12)	2,223,572	11	17,486,354
m.	April 1, 2000	Plan Amendment (13)	6,890,854	11	54,190,232
n.	April 1, 2002	Assumption Change (15)	3,748,294	13	32,742,391
o.	April 1, 2002	Plan Amendment (14)	2,458,330	13	21,474,193
p.	April 1, 2005	Actuarial Loss	4,736,859	1	4,736,859
q.	April 1, 2006	Actuarial Loss	2,504,149	2	4,833,589
r.	April 1, 2006	Assumption Change (16)	2,966,524	17	30,085,023
s.	April 1, 2007	Actuarial Loss	1,205,175	3	3,369,145
t.	April 1, 2008	Actuarial Loss	13,648,181	4	49,140,627
u.	April 1, 2009	Actuarial Loss	66,543,198	5	289,418,081
v.	April 1, 2009	Funding Relief (18)	43,383,626	19	464,465,490
w.	April 1, 2009	Plan Amendment (17)	453,891	5	1,974,122
x.	April 1, 2010	Funding Relief (18)	13,077,860	6	65,989,378
y.	April 1, 2011	Actuarial Loss	7,533,815	7	42,896,383
z.	April 1, 2011	Assumption Change (19)	703,018	7	4,002,874
aa.	April 1, 2011	Funding Relief (18)	12,462,612	19	133,424,838
bb.	April 1, 2012	Actuarial Loss	10,802,404	8	68,018,434
cc.	April 1, 2012	Funding Relief (18)	1,744,010	19	18,671,382
dd.	April 1, 2013	Actuarial Loss	5,334,075	9	36,577,372
ee.	April 1, 2013	Funding Relief (18)	5,262,623	19	56,341,691

	Date Established	Description	Amortization Amount	Years Remaining	Outstanding Balance
ff.	April 1, 2014	Actuarial Loss	4,638,766	10	34,228,930
gg.	April 1, 2014	Funding Relief (18)	3,834,376	19	41,050,867
hh.	April 1, 2015	Actuarial Loss	12,913,429	11	101,552,248
ii.	April 1, 2016	Actuarial Loss	17,589,986	12	146,268,194
jj.	April 1, 2016	Assumption Change (20)	29,559,470	12	245,799,528
kk.	April 1, 2017	Actuarial Loss	13,976,936	13	122,092,429
ll.	April 1, 2018	Actuarial Loss	10,725,323	14	97,877,586
mm.	April 1, 2019	Actuarial Loss	4,801,627	15	45,563,379
nn.	April 1, 2019	Assumption change (21)	5,235,666	15	49,682,038
oo.	Total		327,971,260		2,357,000,144

2. Credits as of April 1, 2019

	Date Established	Description	Amortization Amount	Years Remaining	Outstanding Balance
a.	April 1, 2007	Plan Amendment (1)	$2,603,583	18	$27,165,682
b.	April 1, 2008	Plan Amendment (2)	2,405,443	4	8,660,858
c.	April 1, 2009	Asset Method Change (4)	10,562,550	20	115,755,807
d.	April 1, 2009	Funding Relief (5)	57,484,442	5	250,018,592
e.	May 1, 2009	Plan Amendment (3)	16,390,158	5.08	72,269,386
f.	April 1, 2010	Actuarial Gain	25,778,644	6	130,076,073
g.	April 1, 2010	Funding Relief (5)	9,974,601	19	106,788,174
h.	April 1, 2010	Plan Amendment (6)	22,632,741	6	114,202,204
i.	April 1, 2011	Funding Relief (5)	16,153,570	7	91,975,947
j.	April 1, 2012	Funding Relief (5)	2,232,485	8	14,057,066
k.	April 1, 2013	Funding Relief (5)	6,645,675	9	45,571,413
l.	April 1, 2014	Funding Relief (5)	4,770,846	10	35,203,530
m.	April 1, 2018	Assumption Change (7)	6,163,910	14	56,250,861
n.	Total		183,798,648		1,067,995,593

3.	Net outstanding balance [(1oo) - (2n)]	1,289,004,551
4.	Credit Balance as of April 1, 2019	(136,540,602)
5.	Waived funding deficiency	0
6.	Balance test result [(3) - (4) - (5)]	1,425,545,153
7.	Unfunded Actuarial Accrued Liability as of April 1, 2019, minimum $0	1,425,545,153

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Exhibit 11

Amortization Schedule for Minimum Funding Purposes

Charges

(1) through (4) Information not readily available.

(5) The mortality rate for disabled participants and the post-retirement benefit increase assumptions were revised.

(6) The retirement age assumption was changed from age 55 to age 62 for inactive vested participants (Change identified as plan amendment in prior actuary's report but assumed to be an assumption change).

(7) The benefit multiplier was increased from $4.00 to $4.14 effective April 1, 1996, and pensioners and beneficiaries received a 3.50% increase in benefits.

(8) The mortality, turnover, post-retirement accrual, and percentage married assumptions were revised.

(9) The assumption for participants with unknown gender was revised and an assumption to exclude inactive vested participants who are age 80 and over was added.

(10) The benefit multiplier was increased from $4.14 to $4.35 effective January 1, 1998 and pensioners and beneficiaries received a 5.00% increase in benefits.

(11) The retirement age assumption was revised from age 64 to various rates of retirement beginning at age 55.

(12) The mortality assumption was revised from 1983 GAM set forward two years to 1983 GAM set forward one year.

(13) All current and future benefits were increased 7%, and the merger of the Staff Pension Plan was recognized.

(14) The IRC Section 401(a)(17) and IRC Section 415 limits were increased and pre- and post-retirement death benefits were reduced.

(15) The retirement age assumption for inactive vested participants and the mortality assumption for healthy lives were changed.

(16) The following actuarial assumptions were revised:
- Non-disabled mortality rates
- Disabled mortality rates
- Incidence of disability
- Retirement rates
- Termination rates
- Percent married
- Assumed age of commencement of deferred benefits
- Future benefit accruals

(17) The IRC Section 415 limit was increased.

(18) The special amortization rule under Preservation of Access to Care for Medicare Beneficiaries and Pension Relief Act of 2010 (PRA 2010) was adopted.

(19) The following actuarial assumptions were revised:
- Non-disabled mortality rates
- Disabled mortality rates
- Termination rates
- Post-retirement benefit accruals

(20) The following actuarial assumptions were revised:
- Non-disabled mortality rates
- Disabled mortality rates
- Retirement rates
- Termination rates
- Wage increase assumption
- Post-retirement benefit accruals

(21) The following actuarial assumptions were revised:
- Non-disabled mortality rates
- Disabled mortality rates

- Assumed form of payment election
- Retirement rates after termination
- Post-retirement benefit accruals
- Lost participants

Credits

(1) The benefit multiplier was lowered from $3.50 to $3.25 for covered employment on and after April 1, 2007.

(2) The IRC Section 415 benefit limit was changed to be applied on an aggregated employer basis rather than on an employer-by-employer basis.

(3) The benefit multiplier was lowered from $3.25 to $2.00 for covered employment on and after May 1, 2009.

(4) The special asset valuation rule under Preservation of Access to Care for Medicare Beneficiaries and Pension Relief Act of 2010 (PRA 2010) was adopted.

(5) The special amortization rule under Preservation of Access to Care for Medicare Beneficiaries and Pension Relief Act of 2010 (PRA 2010) was adopted.

(6) The benefit multiplier was lowered from $2.00 to $1.00 for covered Employment on and after January 1, 2010 and the rehabilitation plan was effective June 1, 2010.

(7) The mortality projection scale was changed to MP-2017 from MP-2015.

Exhibit 12

Current Liability

In accordance with IRS requirements, the Current Liability has been calculated at 3.08%. The Current Liability as of April 1, 2019 is determined below.

		Count	Vested Benefits	All Benefits
1.	Current Liability			
	a. Active participants	20,316	$2,053,451,623	$2,113,321,524
	b. Terminated vested participants	14,295	744,436,727	755,643,791
	c. Retirees, beneficiaries, and disabled participants	16,286	2,452,148,334	2,452,148,334
	d. Total	50,897	5,250,036,684	5,321,113,649
2.	Expected increase in Current Liability for benefit accruals during year			55,288,405
3.	Expected release from “RPA 94” Current Liability			202,750,067
4.	Expected distributions during year			219,358,819
5.	Market Value of Assets			1,802,580,746
6.	Current Liability funded percentage [(5) ÷ (1d)]			33.88%

Exhibit 13

Full Funding Limitation

The full funding limitation (FFL) for the plan year ending March 31, 2020 and the tax year ending March 31, 2020 is determined below.

	Minimum Required Contribution	Maximum Deductible Contribution
1. 100% Actuarial Accrued Liability (AAL) FFL		
a. AAL as of April 1, 2019	$3,255,198,921	$3,255,198,921
b. Normal Cost as of April 1, 2019	31,784,107	31,784,107
c. Value of assets as of April 1, 2019		
i. Lesser of actuarial and market value	1,802,580,746	1,802,580,746
ii. Credit Balance	0	n/a
iii. Undeducted employer contributions	n/a	0
iv. Plan assets [(i) - (ii) - (iii)]	1,802,580,746	1,802,580,746
d. Interest to March 31, 2020 at 7.50% on (a), (b), & (civ)	111,330,171	111,330,171
e. 100% AAL FFL [(a) + (b) - (civ) + (d), but not <$0]	1,595,732,454	1,595,732,454
2. Estimated Current Liability as of March 31, 2020		
a. Current Liability as of April 1, 2019	5,321,113,649	5,321,113,649
b. Normal Cost as of April 1, 2019	71,307,308	71,307,308
c. Estimated benefit disbursements to March 31, 2020	202,750,067	202,750,067
d. Interest to March 31, 2020 at 3.08% on (a), (b), & (c)	162,987,893	162,987,893
e. Estimated EOY Current Liability [(a) + (b) - (c) + (d)]	5,352,658,783	5,352,658,783
3. Estimated assets for Current Liability FFL		
a. Actuarial Value of Assets as of April 1, 2019	1,829,653,768	1,829,653,768
b. Estimated return to at 7.50% on (3a), (1ciii) & (2c)	129,758,356	129,758,356
c. Estimated assets as of March 31, 2020 [(3a) - (1ciii) - (2c) + (3b)]	1,756,662,057	1,756,662,057
4. 90% Current Liability minimum funding limitation		
a. 90% EOY RPA Current Liability [90% x (2e)]	4,817,392,905	4,817,376,193
b. 90% Current Liability FFL [(a) - (3c), but not < $0]	3,060,730,848	3,060,730,848
5. Full funding limitation [maximum of (1e) and (4b)]	3,060,730,848	3,060,730,848

Exhibit 14

Maximum Deductible Contribution under IRC Section 404

The Maximum Deductible Contribution under IRC Section 404 for the tax year beginning April 1, 2019 is determined below.

1.	Minimum Required Contribution for plan year beginning April 1, 2019		$335,934,620
2.	Preliminary Maximum Deductible Contribution under IRC Section 404 for tax year		
	a.	Normal Cost	31,784,107
	b.	10-year amortization of unfunded Actuarial Accrued Liability	193,192,435
	c.	Interest to earlier of tax year end or plan year end	16,872,241
	d.	Total	241,849,783
3.	Full funding limitation for tax year		3,060,730,848
4.	Unfunded 140% of Current Liability as of March 31, 2020		
	a.	Current Liability (for IRC Section 404 purposes) projected to end of year	5,352,658,783
	b.	Actuarial Value of Assets (for IRC Section 404 purposes) projected to end of year	1,756,662,057
	c.	Unfunded 140% of Current Liability [140% × (a) - (b), but not less than $0]	5,737,060,239
5.	Maximum Deductible Contribution under IRC Section 404 for tax year [maximum of (1) and (2d), but not greater than (3), nor less than (4c)]		5,737,060,239

There are alternative calculations of the Maximum Deductible Contribution under IRC Section 404 that may produce a different amount than illustrated above. Additionally, deductibility of contributions to a defined contribution plan maintained for the same employees may be affected by the 25% of pay limitation for defined benefit and defined contribution plans combined. Employers should consult their tax advisors regarding the deductibility of contributions.

Exhibit 15

Present Value of Accumulated Plan Benefits for PPA 2006

Accumulated Plan Benefits are benefits earned to date, based on pay history and service rendered to date, expected to be paid in the future to retired, terminated vested, and active participants, and beneficiaries of active or former participants. The Present Value of Accumulated Plan Benefits for PPA 2006 as of April 1, 2018 and April 1, 2019 is shown below.

	4/1/2018	4/1/2019
1. Present Value of vested Accumulated Plan Benefits		
a. Active participants	$1,008,862,209	$966,901,563
b. Retired participants	1,429,474,412	1,577,814,221
c. Terminated vested participants	368,737,801	369,483,709
d. Beneficiaries	99,058,722	105,028,255
e. Disabled participants	26,704,916	28,048,050
f. Total	2,932,838,060	3,047,275,798
2. Present Value of non-vested Accumulated Plan Benefits	53,124,105	41,190,874
3. Present Value of all Accumulated Plan Benefits [(1f) + (2)]	2,985,962,165	3,088,466,672
4. Market Value of Assets	1,876,609,576	1,802,580,746
5. Funded percentage on Market Value of Assets		
a. Vested benefits [(4) ÷ (1f)]	63.99%	59.15%
b. All benefits [(4) ÷ (3)]	62.85%	58.36%
6. Actuarial Value of Assets	$1,844,511,996	$1,829,653,768
7. Funded percentage on Actuarial Value of Assets		
b. Vested benefits [(6) ÷ (1f)]	62.89%	60.04%
c. All benefits [(6) ÷ (3)]	61.77%	59.24%

Exhibit 16

FASB ASC Topic 960 Present Value of Accumulated Plan Benefits

Accumulated Plan Benefits are benefits earned to date, based on pay history and service rendered to date, expected to be paid in the future to retired, terminated vested, and active participants, and beneficiaries of active or former participants. The Present Value of Accumulated Plan Benefits (determined on a plan continuation basis in accordance with FASB ASC Topic 960) as of April 1, 2019 is shown below.

	Benefits	Expenses	Total
1. Present Value of vested Accumulated Plan Benefits			
a. Participants in pay status	$1,710,890,526	$82,065,909	$1,792,956,435
b. Participants not in pay status	1,336,385,272	64,102,098	1,400,487,370
c. Total	3,047,275,798	146,003,645	3,193,443,805
2. Present Value of non-vested Accumulated Plan Benefits	41,190,874	1,975,794	43,166,668
3. Present Value of all Accumulated Plan Benefits [(1c) + (2)]	$3,088,466,672	$148,143,801	3,236,610,473

Exhibit 17

Change in FASB ASC Topic 960 Present Value of Accumulated Plan Benefits

The change in the Present Value of Accumulated Plan Benefits (determined on a plan continuation basis in accordance with FASB ASC Topic 960) from April 1, 2018 to April 1, 2019 is shown below.

1.	Present Value of all Accumulated Plan Benefits as of April 1, 2018	$3,129,450,520
2.	Changes	
	a. Reduction in discount period	227,888,925
	b. Benefits accumulated plus Actuarial (gain) / loss	40,066,429
	c. Benefit payments	(185,211,329)
	d. Plan amendments	0
	e. Change in assumptions	24,415,928
	f. Total	107,159,953
3.	Present Value of all Accumulated Plan Benefits as of April 1, 2019 [(1) + (2f)]	3,236,610,473

Exhibit 18

Unfunded Vested Benefit Liability for Withdrawal Liability Calculations

Withdrawal liability payments are based on unfunded vested benefit liability. Vested benefit liability is the present value of benefits earned to date, excluding benefits for non-vested participants and certain benefits such as death and disability benefits which are not considered vested. These liabilities have been determined as of March 31, 2018 and March 31, 2019. However, if there is a termination by mass withdrawal during the year, a separate calculation has to be performed.

	3/31/2018	3/31/2019
1. Present Value of Vested Benefits		
a. Active participants	$2,463,299,826	$2,117,233,478
b. Retired participants	2,177,944,992	2,258,363,094
c. Terminated vested participants	792,497,291	762,955,173
d. Beneficiaries	151,888,458	150,209,978
e. Disabled participants	39,517,069	38,869,159
f. Total vested benefits	5,625,147,636	5,327,630,882
2. Market Value of Assets	1,876,609,576	1,802,580,746
3. Funded ratio [(2) ÷ (1f)]	33.36%	33.83%
4. Unfunded vested benefit liability [(1f) - (2), but not less than $0]	$3,748,538,060	$3,525,050,136
5. Unamortized portion of value of affected benefits disregarded under Code Section 432(e)(9)(A)*	83,985,150	75,945,503
6. Total effective unfunded vested benefit liability for Withdrawal Liability Calculations [(4) + (5)]	3,832,523,210	3,600,995,639

* Initial amount subject to amortization as of March 31, 2011 under “simplified method” pursuant to PBGC Technical Update 10-3 is $126,567,964 with unamortized amount based on 7.50% interest rate assumption from of that date.

Exhibit 19

Summary of Participant Data

A summary of participant data for the plan years beginning April 1, 2018 and April 1, 2019 is shown below.

	4/1/2018	4/1/2019
1. Active participants		
a. Count	20,602	20,316
b. Average age	46.5	46.4
c. Average vesting service	13.9	13.8
d. Total plan compensation	$489,834,750	$487,070,021
e. Average plan compensation	23,776	23,975
2. Retired participants		
a. Count	12,848	13,672
b. Average age	74.3	74.3
c. Total annual benefits	$161,006,487	$174,380,392
d. Average annual benefit	12,532	12,754
3. Terminated vested participants		
a. Count*	14,177	14,295
b. Average age	56.6	57.0
c. Total annual benefits	$60,740,449	$58,059,367
d. Average annual benefit	4,284	4,085
4. Beneficiaries		
a. Count	2,305	2,434
b. Average age	73.4	73.7
c. Total annual benefits	$11,891,610	$12,648,596
d. Average annual benefit	5,159	5,197
5. Disabled participants		
a. Count	175	180
b. Average age	70.3	70.7
c. Total annual benefits	$3,320,980	$3,536,497
d. Average annual benefit	18,977	19,647

* Includes 146 and 82 participants with retirement account balance only as of April 1, 2018 and April 1, 2019, respectively.

Exhibit 20

Change in Participant Counts

The change in participant counts from April 1, 2018 to April 1, 2019 is shown below.

	Active	Terminated Vested	Retired	Beneficiary*	Disabled	Total
As of 4/1/2018	20,602	14,177	12,848	2,305	175	50,107
Retired	(479)	(736)	1,215	0	0	0
Received lump sum distribution	(14)	(56)	0	0	0	(70)
Terminated non-vested	(1,763)	0	0	0	0	(1,763)
Terminated vested	(1,612)	1,612	0	0	0	0
Disabled	(5)	(3)	0	0	8	0
Died with beneficiary	(12)	(18)	(110)	141	(1)	0
Died without beneficiary	(16)	(53)	(301)	(77)	(2)	(449)
Benefit expired	0	(11)	0	(15)	0	(26)
Rehired	1,068	(1,067)	(1)	0	0	0
New during plan year	2,547	449	17	34	0	3,047
Net data adjustments	0	1	4	46	0	51
As of 4/1/2019	20,316	14,295	13,672	2,434	180	50,897

* The above participant counts include 202 and 219 alternate payees entitled to benefits under Qualified Domestic Relations Orders as of April 1, 2018 and April 1, 2019, respectively.

Exhibit 21

Active Participants by Age and Service

The number of active participants summarized by attained age and years of credited service as of April 1, 2019 is shown below.

	Years of Credited Service										
Age	**0**	**1–4**	**5–9**	**10–14**	**15–19**	**20–24**	**25–29**	**30–34**	**35–39**	**40+**	**Total**
0–24	-	313	4	-	-	-	-	-	-	-	317
25–29	-	1,455	213	1	-	-	-	-	-	-	1,669
30–34	-	1,539	865	145	4	-	-	-	-	-	2,553
35–39	-	974	868	710	162	6	-	-	-	-	2,720
40–44	-	562	462	587	622	144	2	-	-	-	2,379
45–49	-	379	286	355	530	642	130	3	-	-	2,325
50–54	-	221	200	256	351	601	424	86	3	-	2,142
55–59	-	186	184	242	304	493	536	493	125	4	2,567
60–64	-	137	145	210	292	430	419	493	450	139	2,715
65–69	-	69	68	75	133	138	113	88	81	48	813
70+	-	45	13	8	19	8	4	7	4	8	116
Total	-	5,880	3,308	2,589	2,417	2,462	1,628	1,170	663	199	20,316

Exhibit 22

Summary of Contribution History

The average contribution of active participants, summarized by plan year is shown below.

	Total Contribution		Active Participants		Average Contribution	
Year Ending 3/31	Amount	Percent Change	Number	Percent Change	Amount	Percent Change
2007	46,119,911	5.05%	23,762	0.98%	1,941	4.02%
2008	47,814,858	3.68%	23,413	(1.47)%	2,042	5.20%
2009	49,047,228	2.58%	23,164	(1.06)%	2,117	3.67%
2010	45,966,116	(6.28)%	21,704	(6.30)%	2,118	0.05%
2011	44,673,896	(2.81)%	21,510	(0.89)%	2,077	(1.94)%
2012	47,096,445	5.42%	20,836	(3.13)%	2,260	8.81%
2013	47,849,801	1.60%	20,614	(1.07)%	2,321	2.70%
2014	47,993,760	0.30%	20,423	(0.93)%	2,350	1.25%
2015	49,813,186	3.79%	20,884	2.26%	2,385	1.49%
2016	51,014,824	2.41%	21,031	0.70%	2,426	1.72%
2017	52,872,746	3.64%	21,085	0.25%	2,508	3.38%
2018	53,859,286	1.87%	20,602	(2.29)%	2,614	4.23%
2019	53,290,783	(1.06)%	20,316	(1.39)%	2,623	0.34%
Five-year average contributions:		$52,170,165				

Appendices

Appendix A – Summary of Actuarial Assumptions and Methods

Actuarial Assumptions

- **Investment Return**:
  - 7.50% (net of investment-related administrative expenses) for ERISA minimum funding and FASB ASC Topic 960 plan accounting.
  - 3.08% for current liability purposes.
  - March 2019 PBGC interest rates for mass withdrawal purposes of 3.09% for first 20 years and ultimate rate of 2.84% for unfunded vested benefit liability for withdrawal liability calculations.

- **Mortality:**

  Employee: RP-2014 Employee Mortality Table adjusted to reflect Mortality Improvement Scale MP-2019 from 2006 base year, and projected forward using MP-2019 on a generational basis for males and females

  Annuitant: RP-2014 Annuitant Mortality Table adjusted to reflect Mortality Improvement Scale MP-2019 from 2006 base year, and projected forward using MP-2019 on a generational basis for males and females

  Disabled: RP-2014 Disabled Annuitant Mortality Table adjusted to reflect Mortality Improvement Scale MP-2019 from 2006 base year, and projected forward using MP-2019 on a generational basis for males and females.

  Mortality Rates Used in Conjunction with Full Funding Limitation Computations

  Test I (ERISA): Based on the Plan's mortality, as defined above.

  Test II (RPA '94): RP-2014 mortality table (male and female rates) with projection for mortality improvement, updated annually, as mandated by the IRS.

- **Termination Rates:**

  Termination rates have been separated into two groups.

AFMEPF1494

Sample rates are shown below for participants who earned less than $10,000 in the plan year prior to the valuation date:

Years of Service				
Attained Age	0-2* (Select)	2-3 (Select)	3-4 (Select)	4 or More (Ultimate)
20	35.0%	30.0%	20.0%	20.0%
25	35.0	30.0	20.0	20.0
30	40.0	35.0	25.0	20.0
35	45.0	40.0	30.0	20.0
40	45.0	40.0	30.0	20.0
45	45.0	40.0	30.0	20.0
50	45.0	35.0	30.0	20.0
55	45.0	35.0	30.0	20.0
60	45.0	35.0	30.0	20.0
64	45.0	35.0	30.0	20.0
65	0.0	0.0	0.0	0.0

* Participants with less than one year of service are not included for valuation purposes. Therefore, this select period with respect to the present value of benefits only impacts participants who have accrued between 1 and 2 years of vesting service as of the valuation date. Nonetheless, this select period has an impact on the Normal Cost (which spreads liability from entry age to retirement age) for all participants.

Sample rates are shown below for participants who earned $10,000 or more in the plan year prior to the valuation date:

Attained Age	Termination Rate
20	6.0%
25	6.0%
30	6.0%
35	4.0%
40	4.0%
45	4.0%
50	3.0%
55	3.0%
60	3.0%
64	3.0%
65	0.0%

AFMEPF1495

- **Retirement Rates:**

  Retirement rates used are shown below:

Attained Age	Retirement Rate
55-61	1.0%
62-63	2.0
64	15.0
65	50.0
66-69	20.0
70	100.0
71 and Over	N/A

The weighted average retirement age is 66.1.

- **Disability Rates:**

  None.

- **Form of Payment:**

  Future retirees will elect each optional form of benefit as shown below:

Form of Payment	% Electing
Single Life	45%
Joint & 50% Survivor	30%
Joint & 75% Survivor	25%

AFMEPF1496

- **Assumed Age of Commencement of Deferred Benefits:**

  Participants who have terminated with deferred benefits or who are assumed to terminate with deferred benefits in the future as shown below:

Attained Age	% Retiring
55-59	1.0%
60-61	3.0
62-63	3.0
64	3.0
65	20.0
66-68	20.0
69	10.0
70	10.0
71 and Over	100.0

- **Pre-Retirement Death Benefits:**

  80% of the participants are assumed to have beneficiaries. Male participants are assumed to be three years older than female beneficiaries and female participants are assumed to be three years younger than male beneficiaries.

- **Future Benefit Accruals:**

  Current actives until retirement and current in-pay retirees under 65 until age 65: Future years' contributions are assumed to increase by 2.25% per year from those contributions reported for the prior pension credit year.

  Current in-pay retirees at or over 65: Future years' contributions are assumed to be equal to contributions reported for the prior pension credit year.

  Contribution amounts for future retirees and current in-pay retirees under 65 starting at age 65 are shown below:

Attained Age	Annual Contribution Amount
55-75	$750
76-85	250

AFMEPF1497

- **Administrative Expenses:**

  The average of the prior two years' administrative expenses, increased by 2.25%. For FASB ASC Topic 960 plan accounting, the present value of the administrative expenses was calculated by projecting the payment of expected administrative expenses for the duration of the Plan's liabilities. The duration of the Plan's liabilities was calculated to be 12 years at April 1, 2019 and 12 years at April 1, 2018. Projected administrative expenses were increased 2.25% per annum after the valuation year, then discounted using the Plan's investment return assumption of 7.5% as of April 1, 2019 and April 1, 2018.

- **Benefit Limitations:**

  The Section 415 limit of $195,000* is applied on an aggregate basis but the participant's total benefit at December 31, 2007 is applied on an employer-by-employer basis using a Section 415 limit of $180,000.

  The Section 401(a)(17) limit of $245,000* is applied on an employer-by-employer basis. For valuation purposes, the Section 401(a)(17) limit is assumed to not apply for future accruals.

  * The limits do not change based on automatic cost-of-living adjustments. Rather, the limits will remain at the noted levels above until the Trustees amend the plan.

- **Assumptions regarding missing or incomplete data:**

  Lost Participants: Assume 100% of lost participants will receive benefits. Lost participants over age 70½ receive actuarial increase from Normal Retirement Date to Required Beginning Date. In addition, a one-time payment of missed payments from Required Beginning Date to the valuation date with interest at 7.5%.

Summary of Lost Participants as of 4/1/2019	
Count	541
Average Age	65
Average Annual Benefit	$2,623
One-Time Payment	$6.5M

  Unreported Data: Active participants with unreported data (gender, date of birth) are assumed to have characteristics of the average group. If not easily determined, participants with unknown sex are assumed to be male.

AFMEPF1498

- **Rationale for Significant Assumptions**

  Investment Return for ERISA minimum funding and FASB ASC Topic 960 plan accounting: Selected based on the Plan's target asset allocation as of the valuation date, capital market assumptions from several sources, including published studies summarizing the expectations of various investment experts. This information was used to develop forward-looking long-term expected returns, producing a range of reasonable expectations according to industry experts. Based on the resulting range of potential assumptions, in our professional judgement the selected investment return assumption is reasonable for this purpose and is not expected to have any significant bias.

  Investment Return for withdrawal liability: Rates of return used by the PBGC to value annuities under a mass withdrawal. Withdrawal liability is used to allocate a portion of Unfunded Vested Benefits to employers who withdraw from the fund. A withdrawal is viewed as a settlement similar to an annuity purchase where the transfer of investment risk for a portion of a plan's liabilities is assumed by an insurance company. Use of the PBGC rates reflects the fact that a withdrawn employer transfers investment risk to the remaining employers. As such it is reasonable to use PBGC interest rates that are used to measure plan termination liabilities and which are considered comparable to rates used by insurance companies for annuities to measure the financial obligation of the withdrawing employer. In our professional judgement, the selected investment return assumption for withdrawal liability is reasonable for this purpose and is not expected to have any significant bias.

  Mortality: Based on recent pension mortality research conducted by the Society of Actuaries as of the April 1, 2019 valuation publication date.

  Retirement Rates: Based on analysis of retirements experienced by the Plan from April 2011 through April 2016.

- **Changes in Assumptions from Prior Valuation**

  The methods and assumptions used in this valuation are the same as those used in the prior valuation except as follows:

  - The mortality projection scale was changed to MP-2019 from MP-2017.
  - Assumed retirement rates after termination were changed to a graded scale from 100% at 65.
  - Assumed form of payment election was changed to 45% electing Single Life Annuity, 30% electing 50% Joint & Survivor Annuity, and 25% electing 75% Joint & Survivor Annuity from 100% electing Single Life Annuity.
  - Post-retirement accruals were modified.
  - Lost participants are assumed to be owed benefits.

  These changes resulted in an increase in plan liabilities.

Actuarial Cost Methods

- **Liability Valuation Method:**

  The Entry Age Normal actuarial cost method where Normal Cost is determined based on projected benefits for current active participants using each individual participant's actual entry age. Entry age is the age at date of employment or if date is unknown, attained age minus pension credits. Normal Cost and Actuarial Accrued Liability are calculated on an individual basis and are allocated by service. Projected benefits are based on benefits as if the current benefit accrual rate had always been in effect.

AFMEPF1499

- **Asset Valuation Method:**

  The market value of assets is adjusted by smoothing the differences between the expected market value of assets and the actual market value of assets from the past five years. In accordance with the special asset valuation rule under funding relief, the amount of the difference in expected market value of assets and the actual market value of assets for the plan year ending March 31, 2009 is amortized over a 10-year period. The expected value of assets for each year is the market value of assets at the valuation date for the prior year brought forward with interest at the valuation rate to the current year plus contributions minus benefit payments and administrative expenses, all adjusted with interest at the valuation rate from the prior year to the valuation date for the current year. The actuarial value of assets is the resulting amount except if the resulting amount is greater than 120% of the market value, actuarial value of assets is set equal to 120% of market value of assets and if the resulting amount is less than 80% of the market value, actuarial value of assets is set equal to 80% of market value of assets.

  For purposes of determining the unfunded vested benefit liability for withdrawal liability calculations, the asset valuation method is market value.

- **Special amortization rule:**

  The Plan's investment loss for the Plan year ended March 31, 2009 is treated separately from other investment gains/losses, to be amortized in equal installments over the period beginning from April 1, 2009 through March 31, 2039.

  The portion of the net experience loss is based on the prospective method as described in Notice 2010-83. The schedule of amortization bases is as follows:

Year	Amount (Gain)/Loss	Years in Amortization Base*	Years in Offset Base*
4/1/09	$ 545,478,705	29	15
4/1/10	(124,097,819)	28	15
4/1/11	153,283,704	27	15
4/1/12	21,184,391	26	15
4/1/13	63,061,837	25	15
4/1/14	45,271,288	24	15
	$ 704,182,106*		

* The total loss of $704,182,106 equals the investment loss for the year ended March 31, 2009.

AFMEPF1500

Appendix B – Summary of Principal Plan Provisions

Effective Date

November 16, 1959. The plan was amended and restated effective January 1, 2014.

Participation

An eligible employee becomes a participant on January 1 of the year in which the participant earns $750 in Covered Earnings by an Employer who is required to make contributions to the Fund.

Normal Retirement Age

Age 65 or if later, the date on which a Participant completes five years of participation in the Plan.

Vesting Service

Vesting Service is based on the Covered Earnings earned in each calendar year, as follow:

Covered Earnings	Years of Vesting Service
< $750	0.00
$750 - $1,499	0.25
$1,500 - $2,249	0.50
$2,250 - $2,999	0.75
>= $3,000	1.00

A Participant becomes vested upon completion of 5 years of Vesting Service or upon attainment of Normal Retirement Age.

Regular Pension Benefit

A Participant is eligible to receive a Regular Pension Benefit at Normal Retirement Age or at age 55 with 5 years Vesting Service.

Regular Pension Benefit is calculated by multiplying each $100 of vested contributions earned by a Benefit Multiplier (a specific dollar amount). The monthly benefit amount under the Life Annuity form of payment is calculated in accordance with the following tables:

AFMEPF1501

Effective June 1, 2010 Monthly Amount per $100 of Vested Contributions					
Age	For Contributions for Covered Employment before 1/1/04	For Contributions for Covered Employment Between 1/1/04 and 3/31/07	For Contributions for Covered Employment Between 4/1/07 and 4/30/09	For Contributions for Covered Employment Between 5/1/09 and 12/31/09	For Contributions For Covered Employment on and after 1/1/10
55	$1.70	$1.28	$1.19	$0.73	$0.37
56	1.86	1.40	1.30	0.80	0.40
57	2.05	1.54	1.43	0.88	0.44
58	2.26	1.70	1.58	0.97	0.49
59	2.48	1.87	1.74	1.07	0.53
60	2.75	2.07	1.92	1.18	0.59
61	3.04	2.29	2.13	1.31	0.65
62	3.36	2.53	2.35	1.45	0.72
63	3.75	2.82	2.62	1.61	0.80
64	4.16	3.13	2.91	1.79	0.90
65	4.65	3.50	3.25	2.00	1.00

For participants who retire after Normal Retirement Age, the monthly benefit is the regular pension amount at Normal Retirement Age actuarially increased to account for delayed retirement.

Disability Pension Benefits

An active participant who has completed at least 10 years of Vesting Service, who has stopped working in Covered Employment because of a condition of Total Disability, and who has not started to receive a Regular Pension Benefit, is eligible for a Disability Pension Benefit.

The monthly Disability Pension Benefit is calculated by multiplying each $100 of contributions by the applicable age-65 Benefit Multipliers, actuarially reduced to participant's actual age as of the effective date of Disability Pension Benefit.

Pre-Retirement Death Benefits

If a vested participant who has not yet retired dies after age 55, the participant's beneficiary will receive a benefit equal to the benefit the beneficiary would have received had the participant retired on his date of death and elected to receive a 50% Joint and Survivor Annuity.

If a vested participant dies before age 55, the beneficiary's benefit is actuarially equivalent to the 50% Joint and Survivor Annuity at age 55.

AFMEPF1502

Post-Retirement Death Benefits

If a vested participant dies after his or her benefit begins and the pension benefit was being paid as a Joint and Survivor Annuity, the Joint Annuitant will receive 50% of the participant's monthly benefit for his or her lifetime; if the pension benefit was being paid as Life Annuity, the remaining balance of the guaranteed benefit will be paid.

Re-Retirement Benefits

If a participant retires before his or her Normal Retirement Age, later returns to Covered Employment, and earns $50 or more of contributions in at least one calendar year between his or her initial pension Benefit Annuity Start Date and Normal Retirement Age, an additional benefit calculated based on the contributions made on the participant's behalf during that period will be paid as of the first of the month after the participant reaches Normal Retirement Age.

Redetermination Benefits

If a pensioner returns to Covered Employment and earns $50 or more of contributions in a calendar year after Normal Retirement Age, he or she will earn an additional pension benefit. This redetermination benefit is calculated each July 1st based on contributions for Covered Employment earned during the previous calendar year. The redetermination benefit is based on the age-65 Benefit Multiplier in effect at the end of the previous calendar year and is offset by the actuarial equivalent of any redetermination benefit received in the previous year that is based on contributions earned after 2003.

Normal Form of Payment

If a participant has an eligible spouse as of his or her Annuity Starting Date, the normal form of payment is Joint and Survivor Annuity. If a participant does not have an eligible spouse as of the Annuity Starting Date, the normal form of payment will be Single Life Annuity with respect to any benefit earned on and after January 1, 2004. If a portion of the participant's benefit was based on contributions earned prior to January 1, 2004, there is a guaranteed amount of 100 times that portion of the participant's benefit. The guaranteed feature is eliminated for benefit with an annuity starting date on or after June 1, 2010.

AFMEPF1503

Appendix C – Risk Disclosure

The purpose of this appendix is to identify, assess, and provide illustrations of risks that are significant to the Plan, and in some cases to the Plan's participants.

The results of the actuarial valuation are based on one set of reasonable assumptions. However, it is almost certain that future experience will not exactly match the assumptions. As an example, investments may perform better or worse than assumed in any single year and over any longer time horizon. It is therefore important to consider the potential impacts of these likely differences when making decisions that may affect the future financial health of the Plan, or of the Plan's participants.

In addition, as plans mature they accumulate larger pools of assets and liabilities. This increases the potential risk to plan funding and the finances of those who are responsible for plan funding. As an example, it is more difficult for a plan sponsor to deal with the effects of a 10% investment loss on a plan with $1 billion in assets and liabilities than if the same plan sponsor is responsible for a 10% investment loss on a plan with $1 million in assets and liabilities. Since pension plans make long-term promises and rely on long-term funding, it is important to consider how mature the Plan is today, and how mature it may become in the future.

Actuarial Standard of Practice No. 51 (ASOP 51) addresses these issues by providing actuaries with guidance for assessing and disclosing the risk associated with measuring pension liabilities and the determination of pension plan contributions. Specifically, it directs the actuary to:

- Identify risks that may be significant to the Plan.
- Assess the risks identified as significant to the Plan. The assessment does not need to include numerical calculations.
- Disclose plan maturity measures and historical information that are significant to understanding the Plan's risks.

ASOP 51 states that if in the actuary's professional judgment, a more detailed assessment would be significantly beneficial in helping the individuals responsible for the Plan to understand the risks identified by the actuary, then the actuary should recommend that such an assessment be performed.

This appendix uses the framework of ASOP 51 to communicate important information about: significant risks to the Plan, the Plan's maturity, and relevant historical plan data.

Investment Risk

Definition: The potential that investment returns will be different than expected.

Identification: To the extent that actual investment returns differ from the assumed investment return, the Plan's future assets, funding contributions, and funded status may differ significantly from those presented in this valuation.

Interest Rate Risk

Definition: The potential that interest rates will be different than expected.

Identification: The pension liabilities reported herein have been calculated by computing the present value of expected future benefit payments using the interest rate(s) described in Appendix B. If interest rates in future valuations differ from this valuation, future pension liabilities, funding contributions, and funded status may differ significantly from those presented in this valuation. As a general rule, using a higher interest rate to compute the present value of future benefit payments will result in a lower pension liability, and vice versa. One aspect that can be used to estimate the impact of different interest rates is a plan's duration.

AFMEPF1504

Assessment: If the interest rate changes by 1%, the estimated percentage change in pension liability is a plan's duration in years. The approximate duration of this Plan is 12 years. As such, if the interest rate changes by 1%, the estimated change in pension liability is 12%.

Demographic Risks

Definition: The potential that mortality or other demographic experience will be different than expected.

Identification: The pension liabilities reported herein have been calculated by assuming that participants will follow patterns of demographic experience (e.g., mortality, withdrawal, disability, retirement, form of payment election, etc.) as described in Appendix B. If actual demographic experience or future demographic assumptions are different from what is assumed to occur in this valuation, future pension liabilities, funding contributions, and funded status may differ significantly from those presented in this valuation.

Contribution Risk

Definition: This is the possibility that actual future contributions deviate from expected future contributions.

Identification: The Plan is subject to the contribution risk that if contributions are lower than anticipated, investment income is lost in the intervening period and future collective bargaining agreements will need to have higher contribution rates.

Covered Employment Risk

Definition: The potential that future covered employment is lower than expected due to a declining workforce in a company or industry, or a temporary workforce reduction due to market forces.

Identification: A reduction in the Plan's contribution base can potentially threaten its ability to recover from another market downturn.

Employer Withdrawal Risk

Definition: The potential that contribution rate increases or benefit reductions will drive the bargaining parties to withdraw from the Plan.

Identification: Employer withdrawals will reduce the Plan's contribution base and add pressure on the remaining participating employers and the Plan's investment returns to restore or strengthen the Plan's funded status.

Assessment: Since the Plan has negative cash flow (i.e., annual contributions minus benefit payments and expenses), a reduction in contributions will add even more pressure on assets to achieve or exceed the assumed investment return.

Business Risk

Definition: The potential that a company suffers a financial setback which impairs its ability to make contributions to the Plan.

Identification: If contributions cannot be recovered, it will shift the weight of maintaining the Plan's funded status upon the remaining employers of the Plan.

Zone Status Risk

Definition: The potential that the Plan will deteriorate to a zone status such that the Trustees would need to take action to improve the Plan's funded status through the development of an improvement plan that increases contributions, reduces benefits, or both.

Identification: The type of benefit reductions and/or contribution rate increases would depend on the zone status. Specifically, yellow zone plans are generally limited to reducing benefits, rights, and features on future accruals only. Red zone plans can reduce features on all accrued benefits (such as early retirement subsidies), but cannot reduce benefits to those in pay status. Deep red zone plans have the same tools as red zone plans, but can also apply to the IRS and PBGC to reduce benefits to participants and beneficiaries in pay status.

Maturity Risk

Definition: This is the potential for total plan liabilities to become more heavily weighted toward inactive liabilities over time.

Identification: The Plan is subject to maturity risk because as plan assets and liabilities continue to grow, the impact of any gains or losses on the assets or liabilities also becomes larger.

Assessment: Currently assets are equal to 24 times last year's contributions indicating a one-year asset loss of 10% would be equal to 2.4 times last year's contributions

Liquidity Risk

Definition: This is the potential that assets must be liquidated at a loss earlier than planned in order to pay for the Plan's benefits and operating costs. This risk is heightened for plans with negative cash flow, in which contributions do not exceed annual benefit payments plus expenses.

Identification: The Plan has moderate cash flow requirements because the sum of benefit payments plus expenses exceeds contributions. The Plan also has some allocation to illiquid assets such as real estate and private equity. As a result, there is a risk that assets may need to be liquidated at a loss before planned in order to pay benefits and expenses.