



**DEFINED CONTRIBUTION PLANS
COMMITTEE**

Jason Bader
Stacy Hussey
Leslie Wisniewski
Janice Conerly-Coleman
Roxanne Dilley
Mick Boyd
Murray Levison

COMMITTEE STAFF

Samantha Wallace, Committee Secretary
Jeffrey Massey, Senior Deputy City Attorney
Kristina Byrd, Staff

Meeting Agenda
Defined Contribution Plans
Committee

City Hall, Historic Hearing Room 915 I Street

Published by the
Department of Human Resources
(916) 808-5731

Wednesday, July 17, 2019
10:00 a.m.

NOTICE TO THE PUBLIC

You are welcomed and encouraged to participate in this meeting. Public comment is taken on items listed on the agenda when they are called. Public Comment on items not listed on the agenda will be heard as noted on the agenda. Comments on controversial items may be limited and large groups are encouraged to select 3-5 speakers to represent the opinion of the group.

Notice to Lobbyists: When addressing the legislative bodies you must identify yourself as a lobbyist and announce the client/business/organization you are representing.
(City Code 2.15.160).

Speaker slips are available on the City's Website and from staff and should be completed and submitted to the Committee Clerk.

Government Code 54950 (The Brown Act) requires that a brief description of each item to be transacted or discussed be posted at least 72 hours prior to a regular meeting. The City posts Agendas at City Hall as well as offsite meeting locations. The order and estimated time for Agenda items are listed for reference and may be taken in any order deemed appropriate by the legislative body. The Agenda provides a general description and staff Recommendation; however, the legislative bodies may take action other than what is recommended. Full staff reports are available for public review, including all attachments and exhibits on the City's website. "To Be Delivered" and "Supplemental" reports will be published as they are received. Hard copies are available at the Department of Human Resources and all written material received is available at the meeting for public review.

Meeting facilities are accessible to persons with disabilities. If you require special assistance to participate in the meeting, notify the Department of Human Resources at (916) 808-7657 at least 48 hours prior to the meeting.

General Conduct for the Public Attending Defined Contribution Plans Committee Meetings

- Members of the public attending Defined Contribution Plans Committee Meetings shall observe the same rules and decorum applicable to the Members and staff as noted in Chapters 3 and 4 of Council Rules of Procedure.
- Stamping of feet, whistles, yells or shouting, physically threatening conduct, and/or similar demonstrations are unacceptable public behavior and will be prohibited by the Sergeant-at-Arms.
- Lobbyists must identify themselves and the client(s), business or organization they represent before speaking to the Committee.
- Members of the public wishing to provide documents to the Committee shall comply with Rule 7 D of the Council Rules of Procedure.

Members of the Public Addressing the Defined Contribution Plans Committee

Purpose of Public Comment. The City provides opportunities for the public to address the Committee as a whole in order to listen to the public's opinions regarding non-agendized matters within the subject matter jurisdiction of the City during Regular meetings and regarding items on the Agenda at all other meetings.

- Public comments should not be addressed to individual Members nor to City officials, but rather to the Committee as a whole regarding City business.
- While the public may speak their opinions on City business, personal attacks on Members and City officials, use of swear words, and signs or displays of disrespect for individuals are discouraged as they impede good communication with the Committee.
- Consistent with the Brown Act, the public comment periods on the Agenda are not intended to be "Question and Answer" periods or conversations with the Committee and City officials. The limited circumstances under which Members may respond to public comments are set out in Rule 8 D 2 of the Council Rules of Procedure.
- Members of the public with questions concerning Consent Calendar items may contact the staff person on the report prior to the meeting to reduce the need for discussion of Consent Calendar items and to better respond to the public's questions.

Speaker Time Limits.

In the interest of facilitating the Committee's conduct of the business of the City, the following time limits apply to members of the public (speakers) who wish to address the Committee during the meeting.

- **Matters not on the Agenda.** Two (2) minutes per speaker.
- **Consent Calendar Items.** The Consent Calendar is considered a single item, and speakers are therefore subject to the two (2) minute time limit for the entire Consent Calendar. Consent Calendar items can be pulled at a member's request. Such pulled Consent Calendar items will be considered individually and up to two (2) minutes of public comment per speaker on those items will be permitted.
- **Discussion Calendar Items.** Two (2) minutes per speaker.

Time Limits per Meeting: In addition to the above time limits per item, the total amount of time any one individual may address the Board at any meeting is eight (8) minutes.

- Each speaker shall limit his/her remarks to the specified time allotment.
- The Presiding Officer shall consistently utilize the timing system which provides speakers with notice of their remaining time to complete their comments. A countdown display of the allotted time will appear and will flash red at the end of the allotted time.
- In the further interest of time, speakers may be asked to limit their comments to new materials and not repeat what a prior speaker said. Organized groups may choose a single spokesperson who may speak for the group but with no increase in time.
- Speakers shall not concede any part of their allotted time to another speaker.
 - The Presiding Officer may further limit the time allotted for public comments per speaker or in total for the orderly conduct of the meeting and such limits shall be fairly applied

AGENDA

Wednesday, July 17, 2019

10:00 a.m.

915 I Street, City Hall, Historic Hearing Room

Open Session

Roll Call

Public Comments – Matters Not on the Agenda

Consent Calendar **Estimated time: 5 minutes**

All items listed under Consent Calendar are considered and acted upon by one Motion. Anyone may request an item be removed for separate consideration.

1. Defined Contribution Plans Committee Minutes

Location: Citywide

Recommendation: Approve Committee minutes for April 3, 2019

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

Discussion Calendar **Estimated time: 1 hour 30 minutes**

Discussion Calendar items include an oral presentation including those recommending “receive and file.”

2. Retirement Plans Consulting Services Request for Proposals

Location: Citywide

Recommendation: Review information and provide direction for presentation of proposals from firms at an upcoming meeting.

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

3. Revisions to Nationwide Retirement Solutions Performance Guarantees

Location: Citywide

Recommendation: Pass a motion recommending staff proceed with revising Nationwide Retirement Solutions’ performance guarantees for individual meetings and group meetings in Section 7 of the City’s 457(b) plan Scope of Services document.

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

4. Defined Contribution Plans Administrative Fees

Location: Citywide

Recommendation: Pass a motion recommending staff present options on plan administrative fees to the City's Recognized Employee Organizations.

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

Member Comments-Ideas, Questions and Meeting/Conference Reports

Adjournment



**DEFINED CONTRIBUTION PLANS
COMMITTEE**

Jason Bader
Stacy Hussey
Aaron Donato
Janice Conerly-Coleman
Roxanne Dilley
Mick Boyd
Murray Levison

COMMITTEE STAFF

Samantha Wallace, Committee Secretary
Jeffrey Massey, Senior Deputy City Attorney
Kristina Byrd, Staff

Meeting Minutes
**Defined Contribution Plans
Committee**

City Hall, Historic Hearing Room 915 I Street

Published by the
Department of Human Resources
(916) 808-5731

Wednesday, April 3, 2019
10:00 a.m.

Open Session

Roll Call

The meeting was called to order by Vice-Chair Hussey at 10:03 a.m.

Present: Jason Bader, Stacy Hussey, Shelley Banks-Robinson, Janice Conerly-Coleman, Roxanne Dilley, Mick Boyd
Murray Levison arrived at 10:09 a.m.

Public Comments – Matters Not on the Agenda

None

Consent Calendar Estimated time: 5 minutes

All items listed under Consent Calendar are considered and acted upon by one Motion. Anyone may request an item be removed for separate consideration.

1. Defined Contribution Plans Committee Minutes

Motion passed approving Committee minutes from March 14, 2019, meeting.

Action: Moved/Seconded Jason Bader/Janice Conerly-Coleman

Yes: Jason Bader, Stacy Hussey, Janice Conerly-Coleman, Roxanne Dilley, Mick Boyd, Murray Levison

No: None

Abstain: Aaron Donato

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

Discussion Calendar Estimated time: 1 hour 30 minutes

Discussion Calendar items include an oral presentation including those recommending “receive and file.”

2. Ralph M. Brown Act

Jeffery Massey, Senior Deputy City Attorney, presented information on the Ralph M. Brown Act.

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

3. Amendment to the Defined Contribution Plans Bylaws

Motion passed recommending the Defined Contribution Plans Bylaws be amended to require committee members be a participant with an account balance in one of the City’s defined contribution plans.

Action: Moved/Seconded Mick Boyd/Stacy Hussey

Yes: Jason Bader, Aaron Donato, Stacy Hussey, Janice Conerly-Coleman, Roxanne Dilley, Mick Boyd, Murray Levison

No: None

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

4. Investment Advisory Consultant Services Request for Proposals

Committee provided direction to ad-hoc committee to review the RFP responses and bring back to the committee up to three responses to the July 17, 2019, meeting.

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

5. Presentation from Nationwide Retirement Solutions on 457(b) 2018 Plan Performance, Customer Satisfaction Survey, and Performance Guarantees

John Steggell, Jacob Sours, and Rick Watson from Nationwide Retirement Solutions presented reports and answered questions from committee members.

- Nationwide will work on a consolidated snapshot of the City’s 401(a) plans.
- Nationwide will present their requested updates to performance guarantees at future meeting.

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

**6. Defined Contribution Plans Administrative Fees
Committee discussed item. No action taken.**

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

**7. Visiting Other Defined Contribution Plan Committees
Committee discussed item. No action taken.**

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

Member Comments-Ideas, Questions and Meeting/Conference Reports

Chair Levison commented he is planning on attending the NAGDCA conference at his own expense.

Meeting adjourned at 12:12 p.m.

Respectfully submitted:

Samantha Wallace, Human Resources Manager
Department of Human Resources

Approved by:

Murray Levison, Chair
Defined Contribution Plans Committee

Item #2

Meeting Date: July 17, 2019

Report Type: Discussion



Defined Contribution Plans Committee

Historic City Hall, Hearing Room
915 I Street

www.CityofSacramento.org

Title: Retirement Plans Consulting Services Requests for Proposals

Location: Citywide

Recommendation: Review information and provide direction for presentations from firms at an upcoming meeting.

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

Presenter: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

Department: Human Resources

Division: Human Resources Administration

Dept ID: 08001011

Attachments:

1-Description/Analysis

2-Questions for Finalists

Description/Analysis

Issue Detail: The City currently contracts with Nationwide Retirement Solutions and ICMA-RC to administer the City's 401(a), 457(b), and Retiree Health Savings accounts. At the January 9, 2019, meeting, a motion was passed directing staff to draft a Request for Proposals (RFP) for the services of an investment advisory consultant for the City's defined contribution plans. At the March 14, 2019, meeting, the Committee formed an ad-hoc committee to work on the scope of services for the RFP. At the April 3, 2019, meeting, the Committee directed the ad-hoc committee to review submitted proposals and bring back to the committee up to the top three rated proposals received.

The City received seven responsive proposals to the RFP. The ad-hoc committee reviewed and scored the proposals resulting in the following top three firms:

1. Hyas Group – averaged score of 91
2. NFP – averaged score of 83
3. NEPC – averaged score of 76

The original timeline of the RFP process included the top three firms being invited to the Committee's July 17, 2019, meeting to make a presentation. However additional feedback from the Committee on the process for the presentations is needed, and staff recommends a special meeting be held in September 2019 for presentations. The top three firms have been notified they will be invited to a meeting in September. The remaining four firms have been notified their proposals are not being forwarded on to the Committee for consideration.

Available September meeting dates for consideration

Wednesday, September 4, at 10:00 a.m.

Thursday, September 12, at 10:00 a.m.

Wednesday, September 18, at 10:00 a.m.

Process for presentations

A copy of the proposals to the RFP will be provided to the Committee in advance of the meeting. The ad-hoc committee discussed the process for the presentations to include the following:

1. Provide the firms with a list of questions (Attachment 2) in advance of the meeting and request the responses be received at least two weeks prior the meeting date.
2. Presentations should be scheduled for thirty minutes and presentations should be kept to ten minutes, allowing twenty minutes for a question and answer period between the Committee and the firms.
3. Committee makes a recommendation for awarding services at the October 16, 2019, meeting.

Staff is seeking direction on the Committee's desired process for the presentations, feedback on the questions to be provided in advance to the firms, and to identify a date for a special meeting from the listed available dates to invite the firms to present.

Policy Considerations: In accordance with City policy AP-4102, a Request for Proposals is required for the City to obtain the services of an Investment Advisory Consultant.

Economic Impacts: None.

Environmental Considerations: None.

Sustainability: None.

Commission/Committee Action: None.

Rationale for Recommendation: In accordance with City policy AP-4102, a Request for Proposals is required for the City to obtain the services of an Retirement Plans Consulting Service.

Financial Considerations: The cost for a consultant is to be funded by 401(a) and 457(b) plan participants via an administrative allowance account.

Local Business Enterprise (LBE): None.

Investment Advisory Consultant Services RFP Questions for Finalists

Questions for all finalists

In all cases, when you describe services that you do provide or can provide, unless you indicate that the cost of the services were not included in the cost in your proposal, we will assume the services are part of the scope of work for which you already provided a total cost amount.

Bring with you to the September X Committee meeting the specific individuals who will be providing ongoing services to the City and the Committee. These are the individuals who should make your presentation.

General

1. Describe the ownership, services provided, and organizational structure of your overall company. How does the unit that submitted this proposal fit into the overall structure?
2. Is your firm, including its parent company and any of the parent's subsidiaries, structured in a way such that your advice is not influenced by other business activities? For example, do you provide services to the asset management community or to other types of businesses that you may be asked to review and analyze for your clients? Do you offer your own investment products or fund of funds services, or do you make investments in the types of businesses that your clients may ask you to review and analyze?
3. Describe your experience working with an oversight committee that operates in compliance with California's Brown Act and conducts its business in public. In addition, describe how you would work with the Human Resources manager assigned to staff the Committee given that administration of the plans is just one of many duties assigned to this person. How would you determine what information and which decisions are given to staff versus given to the Committee?
4. How often would you want to meet with the Committee, and about how much time at each meeting should be devoted to discussions and trainings with you? In between Committee meetings, what kind of communications do you regularly have with Committee staff?
5. Several respondents to our RFP mentioned that they have received various designations and awards, such as "Greenwich Quality Leader" and "Center for Fiduciary Excellence (CEFEX) certification" which is apparently supposed to show that they are considered to be a very high quality firm when compared to their peers. What are your thoughts about such designations and awards, and have you received any?

6. Have you read our Committee documents on our web site (www.cityofsacramento.org/Clerk/Legislative-Bodies/Boards-and-Commissions/Defined-Contribution-Plans-Committee) and do you have any comments or suggestions on changes we should make?

Nationwide

7. Is there any advantage or disadvantage to the fact that Nationwide is, in many respects, an insurance company? Explain your answer.
8. Based on what you know about Nationwide and the size and decentralized nature of our workforce and of those participants who are no longer contributing, are there services that Nationwide should be providing that they often do not?
9. Several respondents to our RFP recommended a number of strategies to increase the number of employees who make contributions. Many of those strategies involve changes to how Nationwide interacts with the City's workforce. Nationwide has asked the City to allow them to reduce the number of interactions they are expected to make with our employees. How would we best be able to implement suggestions you provide given this situation?
10. Several respondents to our RFP recommended a number of strategies to reduce the number and value of the transfers out of our plans by those no longer working here. If Nationwide's income goes down every time a participant transfers their assets out of our plans, should Nationwide be doing more to prevent the transfers out from happening?

Refinement of Services or Processes

11. Should we be helping our participants understand their retirement readiness, and if so, what specifically does the term retirement readiness mean to you. Which of our consultants should be providing that service or is it the City's or Committee's responsibility?
12. Should we be helping our participants understand "guaranteed lifetime income" and, if so, what does the term mean to you and how can you assist with that?
13. Are you able to provide investment and retirement education and advice directly to participants through a combination of live and web-based training to help them better understand their investment and withdrawal options and how to make changes? Do you think that the provision of this service should be the responsibility of the City, the Committee, Nationwide, or your firm?
14. How should we better understand when Nationwide should provide investment and

retirement education and advice versus the circumstances when we have to rely on an outside consultant to provide these resources?

15. Do you conduct blind Request for Information processes on record-keepers so that you and we can better understand the current market for fees and services? Why or why not? If you do, how often and is there an additional cost?
16. In 2013 the US Department of Labor [at <https://www.dol.gov/sites/dolgov/files/EBSA/about-ebbsa/our-activities/resource-center/fact-sheets/target-date-retirement-funds.pdf>] encouraged fiduciaries to "... consider how well the TDF's [Target Date Fund's] characteristics align with eligible employees' ages and likely retirement dates.... [as well as] other characteristics of the participant population, such as participation in a traditional defined benefit pension plan offered by the employer, salary levels, turnover rates, contribution rates and withdrawal patterns." How are these characteristics obtained and which of our consultants would have the responsibility to obtain them?
17. Some of the respondents to our RFP recommended changes to our fund lineup and others did not. Given that opinions will often vary, how should we respond to the advice you provide to us on fund lineup?
18. When providing advice about our fund lineup, how important is it to understand our participant demographics and behaviors? Whose responsibility is it to obtain the appropriate information about our participants?
19. Some of the respondents to our RFP indicated that they would provide advice to our participants on asset allocation and retirement readiness on an individual basis, or that they would communicate directly to participants using information about the individuals and their plan investments and allocations. Is this a realistic goal considering the size and decentralized nature of our workforce and of those participants who are no longer contributing? If it is realistic, should this be a responsibility of Nationwide or your firm?
20. Several respondents to our RFP recommended specific changes to our fund lineup, such as replacing the American Century OneChoice target date suite of funds and the Invesco Oppenheimer International Growth fund. Why would Nationwide not be giving us the same advice?
21. Several respondents to our RFP reported that because Nationwide is an insurance company and they have a fixed account product, it must offer a guaranteed retirement income annuity as one of the distribution options within our plans. What are your thoughts about this?

New Services or Processes

22. Several respondents to our RFP recommended that we strongly consider adding such

features as re-enrollment, auto-enrollment, active choice enrollment, and auto-escalation, and that Nationwide's fund lineup online and on paper should be organized such that the target date funds are shown first. Tell us whether you agree with this advice and why. If you do agree, what specific steps would all parties need to take to accomplish each of these features?

23. Several respondents to our RFP recommended that custom target date portfolios be created that accurately reflect the specific demographics of our participants. What are your thoughts on this?
24. Of the recommendations you typically make, which of them are likely to receive resistance from Nationwide and why? If you believe strongly in your recommendation, how would you work with us and Nationwide to overcome that resistance?
25. Several respondents to our RFP recommended the use of "collective investment trusts." Tell us more about what CITs are. What are their benefits and disadvantages? How should we determine if they are appropriate for our plans?
26. Several respondents to our RFP discussed the potential value of creating "white label" funds to replace a group of individual funds in our lineup. To some participants it might sound like we would be reducing their investment options and providing investment options that are not found using a stock market search engine. Tell us more about white label funds, including their positive and negative characteristics. Would you recommend this approach for us, and why or why not?
27. Several respondents to our RFP suggested that target date funds be selected based on carrying participants "through" retirement for a set number of years, rather than based only on getting participants "to" a retirement age in a particular year. Explain the difference between "through retirement" and "to retirement" funds and tell us your opinion about which to offer.
28. Some of the respondents to our RFP recommended that we work with Nationwide to have them provide student loan debt repayment options to our participants as a way of engaging (mostly) millennials whose debt is keeping them from investing. What are your thoughts about this?
29. What are the most common services that your clients ask you to undertake that are not part of our scope of services in our RFP? What is the typical cost for these additional services? Did you include any of these services in your proposal price even though they were not in our scope of services?

Questions for specific finalists – Written responses are due by August xx

Questions for Hyas Group

1. In your submittal you mentioned that Nationwide's ProAccount service "adds at least another 0.07% (7 basis points) to your Plan administrative fees." Please expand on how an optional service that is supposed to be paid for only by those who choose the optional service adds to the fees charged to everyone. Also discuss how the fee may be reduced.
2. In your submittal you mentioned that you "expect to be able to reduce investment expenses by at least 20%." Please expand on this.

Questions for NEPC

1. Please clarify the fee quoted in your submittal as it pertains to receiving each of the services identified in our scope of services. Are any of the items in our scope of services not included in your quoted fee? Are any of the items included within your quoted fee additional services that were not in our scope of services?
2. You report that none of your clients are currently working with Nationwide. Do you consider this an advantage or disadvantage for you and for us, and why?
3. Your submittal included the name of only one client that is a city government. What other city government clients do you have, particularly those which participate in the CalPERS retirement system?
4. Explain how you came to the conclusion that our record-keeping fees are \$27.39 and \$39.71 for our 401(a) and 457(b) plans respectively.
5. In your submittal you suggested "Features like employer match, ability for participants to leave a balance and contribute to the plan after leaving employment, [and] loan provisions ... are drivers of participation growth." Please provide a description of what you mean by each of these three features.

Questions for NFP

1. Tell us more about your role in having auto-enrollment approved in the collective bargaining process for some of your California clients. You can discuss the process in general but focus on the part that NFP played.

Item #3

Meeting Date: July 17, 2019

Report Type: Discussion



Defined Contribution Plans Committee

Historic City Hall, Hearing Room
915 I Street

www.CityofSacramento.org

Title: Revisions to Nationwide Retirement Solutions Performance Guarantees

Location: Citywide

Recommendation: Pass a motion recommending staff proceed with revising the performance guarantees for individual meetings and group meetings in Section 7 of the City's 457(b) Plan Scope of Services document.

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

Presenter: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

Department: Human Resources

Division: Human Resources Administration

Dept ID: 08001011

Attachments:

1-Description/Analysis

2-457(b) Plan Scope of Services

3-2018 Nationwide Performance Guarantees Outcomes

Description/Analysis

Issue Detail: Nationwide Retirement Solutions (Nationwide) is the provider of the City's 401(a) and 457(b) plans. As part of the initial contract for services between the City and Nationwide, Nationwide provided a list of performance guarantees as outlined in Attachment 2. After the transition from the City's prior plan provider to Nationwide was complete, the City and Nationwide engaged in conversations that updates to the performance guarantees might be needed. After further discussion, along with a presentation by Nationwide to the Defined Contribution Plans Committee on April 3, 2019, Nationwide is proposing to revise the performance guarantees as follows:

- Individual meetings – reduce from 3,000 to 1,000
- Onsite group meetings – reduce from 150 to 50

Nationwide will continue to provide the City with a dedicated representative. Staff requested Nationwide provide examples from other agencies of performance guarantees for individual and group meetings.

	Individual Meetings	Group Meetings	457 Plan Assets	Participants	NW FT Reps
City of Sacramento	3,000	150	\$411 M	4,543	1
City of Baltimore	3,000	250	\$381 M	9,141	2
MARTA (Metro Atlanta)	2,000	50	\$152 M	3,082	1
City of Seattle	1,000	50	\$1.17 Billion	9,890	2
Maricopa County	1,500	200	\$491 M	11,335	1
Fresno County	2,500	150	\$238 M	6,235	1

Updated 2018 4th Quarter Service Level Agreement Results

Attachment 3 includes updates to the 2018 4th Quarter Results for Nationwide's performance guarantees. The individual meetings guarantee did not meet its target number for 2018. Nationwide and staff had been discussing the potential for this to occur through 2018, as staff understands the plans had completely transitioned from the prior provider by the start of 2018 and the need for one-on-one meetings would diminish as time went on after completing the transition. Staff is in discussion with the Director of Human Resources to bring back to the Committee at a future date proposals for the use of the penalty fee.

Policy Considerations: None.

Economic Impacts: None.

Environmental Considerations: None.

Sustainability: None.

Commission/Committee Action: None.

Rationale for Recommendation: As the 457(b) and 401(a) plans have been with Nationwide for several years, the performance guarantees for individual meetings and group meetings should reflect current service needs of the participants.

Financial Considerations: None.

Local Business Enterprise (LBE): None.

ATTACHMENT 2 TO EXHIBIT A

457(b) PLAN SCOPE OF SERVICES

For purposes of this Attachment only, CITY shall be identified as “Plan Sponsor,” and CONTRACTOR shall be identified as “Nationwide.”

Plan Sponsor, pursuant to and in compliance with the Internal Revenue Code of 1986, as amended (hereinafter referred to as the “Code”), established and sponsors a Section 457(b) Plan (hereinafter the “Plan”);

1. GENERALLY

Nationwide will provide non-discretionary recordkeeping and administrative services (hereinafter referred to as “Administrative Services”) for the Plan as set forth in this Attachment.

2. APPOINTMENTS AND RESPONSIBILITIES

Plan Sponsor:

Plan Sponsor is responsible for maintaining the Plan and for maintaining the tax-qualified status of the Plan. Plan Sponsor represents and warrants that the Plan will be properly adopted and established in accordance with any applicable state or local laws or regulations governing the Plan Sponsor’s ability to sponsor the Plan. Plan Sponsor warrants that the Plan was established, and will be maintained, by Plan Sponsor in accordance with the relevant provisions of Section 457(b) of the Code. Plan Sponsor further acknowledges and agrees the Plan Sponsor is an eligible governmental employer as defined by Section 457(e)(1)(A) of the Code.

Plan Sponsor appoints Nationwide to act as the Plan Sponsor’s provider of Administrative Services for the Plan. Any duties or services not specifically described herein as being provided by Nationwide are the responsibility of the Plan Sponsor, unless specifically delegated to Nationwide in the Plan document.

Nationwide:

Nationwide will serve Plan Sponsor, in a non-fiduciary capacity, as the provider of Administrative Services for the Plan Sponsor with respect to the Plan. Nationwide does not exercise any discretionary control or authority over the Plan or the assets of the Plan, and this Agreement does not require Nationwide to do so. Nationwide agrees to perform all Administrative Services for the Plan Sponsor with respect to the Plan as described in this Agreement. This Agreement does not require, nor shall this Agreement be construed as requiring, Nationwide to provide investment, legal, or tax advice to the Plan Sponsor or to the participants of the Plan.

Nationwide will fully disclose any soft dollar payments, revenue sharing agreements, investment rebates or indirect compensation through investment managers, third parties or vendor relationships that it receives.

3. INVESTMENT OPTIONS

Nationwide agrees to accept contributions to the Plan for investment in the investment options selected for the Plan by the Plan Sponsor or other responsible plan fiduciary in its sole discretion and agreed to by Nationwide.

Plan Sponsor agrees to include the following investment option in the Plan's investment line-up during the entire term of this Agreement:

- Nationwide Fixed Annuity

Plan Sponsor agrees to accept the terms and conditions of the annuity contracts, mutual funds, and any other investment products that the Plan Sponsor has selected for the Plan after being provided with a copy of same.

The Plan Sponsor acknowledges that Nationwide and its affiliates receive payments in connection with the sale and servicing of investments allocated to participant Plan accounts ("Investment Option Payments"). The Investment Option Payments include mutual fund payments as described in detail at www.cityofsacretplan.com, and other payments received from investment option providers. The Plan Sponsor directs Nationwide to credit all Investment Option Payments to participant accounts on a pro-rata basis based on each participant's total assets held in all Plan investment options that generated the Investment Option Payments. All Investment Option Payments will be credited on a quarterly basis. Nationwide will report to each Plan participant that receives such a credit the amount of all such credits.

4. ADMINISTRATION SERVICES

A. PLAN DOCUMENTS

- 1) Nationwide will provide the Plan Sponsor with an Adoption Agreement and Plan Document which has been designed to comply with the requirements of Section 457(b) of the Code. The Adoption Agreement and Plan Document will be prepared by Nationwide at the direction of the Plan Sponsor and with the understanding that it will be reviewed by the Plan Sponsor and the Plan Sponsor's tax and legal advisors prior to execution. Nationwide does not provide tax or legal advice. Plan Sponsor agrees to provide Nationwide with executed copies of the Adoption Agreement and any other related Plan documentation as requested by Nationwide.
- 2) When directed by the Plan Sponsor, or at such other times as it may determine, Nationwide will prepare and provide draft Plan amendments for review and approval by the Plan Sponsor. Such Plan amendments may include changes required to keep the Plan Document in compliance with the Code as the result of changes in federal law that affect the Plan. The Plan Sponsor will remain responsible for the accuracy and timely adoption of any Plan amendments. The Plan Sponsor is responsible for properly executing and retaining such documents and agrees to provide Nationwide with executed copies of same.
- 3) Nationwide will prepare the Adoption Agreement for review by the Plan Sponsor utilizing information and representations provided by the Plan Sponsor, which

information and representations may include Plan provisions found in the prior Plan documents not prepared by Nationwide.

Plan Sponsor acknowledges that:

- a) The accuracy and completeness of the information and representations in the Adoption Agreement prepared by Nationwide, which determine the Plan's provisions used by Nationwide to administer the Plan, are the sole responsibility of the Plan Sponsor.
- b) Nationwide does not review prior Plan documents to ensure that all required amendments or restatements were properly and timely made, or that any of the prior Plan provisions are in compliance with applicable laws and regulations. The restatement of the Plan Sponsor's Plan onto a Nationwide specimen Plan document does not retroactively correct any Plan documentary or operational errors that may have occurred prior to the date Administrative Services are provided by Nationwide.

B. PARTICIPANT ENROLLMENT AND COMMUNICATION/EDUCATION SERVICES

Nationwide agrees to establish an account for each Plan participant, beneficiary and alternate payee (for purposes of this Agreement only, hereinafter referred to as "participants"). For each such account, Nationwide will record and maintain the following information, provided Nationwide is provided with same:

- (a) name;
- (b) Social Security number;
- (c) mailing address;
- (d) date of birth;
- (e) current investment allocation direction;
- (f) contributions allocated and invested;
- (g) investment transfers;
- (h) benefit payments;
- (i) current account balance;
- (j) transaction history since funding under the Agreement;
- (k) contributions since funding under the Agreement;
- (l) e-mail address;
- (m) beneficiary designation;
- (n) benefit tax withholding information; and
- (o) such other information as agreed upon by the Plan Sponsor and Nationwide.

Nationwide will post and credit the amounts transmitted by the Plan Sponsor to the accounts of Plan participants in accordance with the latest instructions from participants or the Plan Sponsor (as applicable) on file with Nationwide, which instructions can include direction via electronic sources such as the website or the interactive voice response system.

The Plan Sponsor agrees to allow and facilitate the periodic distribution of materials to Plan participants at the time and in the manner determined by the Plan Sponsor; provided however, that all reasonable expenses associated with such distribution shall be paid by Nationwide.

C. PLAN CONTRIBUTIONS

Plan Sponsor agrees to send all Plan contributions to Nationwide on a timely basis that is in compliance with all applicable legal requirements. Nationwide agrees to post funds received as contributions to the Plan in accordance with the separate funding agreements between Plan Sponsor and Nationwide or any of its affiliates when received from the Plan Sponsor in good order by Nationwide. The term “in good order,” as used in this Agreement, means the receipt of required information by Nationwide, in a form deemed reasonably acceptable to Nationwide, with respect to the processing of a request or the completion of a task by Nationwide that reasonably requires information from a third-party. More specifically, Plan contributions and contribution allocation information must meet all of the following requirements in order to be deemed to be in good order:

- 1) All records must include the correct and complete participant name, Social Security number, and the amount to be credited to the participant’s account(s);
- 2) The source of funds must be identified (e.g., 457(b) salary deferral, rollover contribution);
- 3) The Plan name and Plan number must be clearly identified;
- 4) Both the participant and/or employer allocation detail and the total contribution amount must be received, and these two totals must match each other; and
- 5) All participants receiving a contribution must have an active account in the Plan.

Funds may be sent by wire transfer, through an automated clearinghouse or by check in accordance with written instructions provided by Nationwide. Failure to follow the written instructions provided by Nationwide may result in delay of posting to participant accounts.

All contribution allocation information with respect to participant accounts will be provided to Nationwide in a mutually agreed upon format.

If Nationwide makes a determination that the contribution or allocation detail is not in good order, Nationwide shall notify the Plan Sponsor of such determination upon discovery. After such notification, the parties will continue to try to resolve the not in good order status, but if resolution is not achieved, Nationwide shall return the funds to the Plan Sponsor within thirty (30) Business Days. Nationwide will not be liable for any delay in posting if the Plan Sponsor fails to send the funds representing contribution amounts or contribution allocation information in accordance with Nationwide’s instructions to the central processing site designated by Nationwide, or for any delay in posting that results from the receipt of funds and/or contribution allocation that Nationwide determines to be not in good order.

As used in this Attachment, the term “Business Day” means each Monday through Friday during the hours the New York Stock Exchange is open for business. No transactions can be completed on any Business Day after such time as the New York Stock Exchange closes.

The Plan Sponsor shall, upon request, timely provide all information required by Nationwide to perform its services to the Plan as described in this Agreement. The Plan

Sponsor shall be responsible for ensuring that the provided information is accurate and complete. Nationwide shall be entitled to rely exclusively on the information provided by the Plan Sponsor or the Plan Sponsor's advisors, whether oral or in writing, and will have no responsibility to independently verify the accuracy of that information. The Plan Sponsor acknowledges that inaccurate and/or late information could result in tax penalties and/or participant/beneficiary legal claims. Nationwide assumes no responsibility for, and shall not have any liability for, any consequences that result from Nationwide's inability to complete its work in the ordinary course of its business due to the failure of the Plan Sponsor to provide accurate and timely information to Nationwide.

The Plan Sponsor is responsible for providing updated information regarding Plan participants requested by Nationwide that the Plan Sponsor and Nationwide mutually agree is necessary for Nationwide to perform the Administrative Services to the Plan Sponsor under this Agreement.

Plan Sponsor agrees to be responsible for all maximum deferral limit testing.

D. SERVICES WITH RESPECT TO PARTICIPANT PLAN ACCOUNTS

- 1) Nationwide will provide a secure Internet site that complies with applicable data protection and privacy laws. Using this site, participants may: (i) obtain information regarding their accounts, and (ii) conduct certain routine transactions with respect to their accounts. The Plan Sponsor authorizes Nationwide to honor instructions regarding such transactions that may be submitted by a participant using the secure Internet site. Nationwide shall implement reasonable physical and technical safeguards to protect personal information made available on its Internet site. Such safeguards shall be no less rigorous than generally accepted industry practices.
- 2) Participants will have the unlimited ability to increase (within the limitations of Section 457(b) of the Code) or decrease contributions to the Plan. All requests to increase or decrease contribution amounts will be processed by Nationwide within five (5) Business Days of receipt of the request, but cannot be effective until the later of (1) the first of the calendar month following the month in which the contribution change was requested, and (2) the date the contribution change can be processed by the Plan Sponsor given Plan Sponsor's payroll processing schedule.
- 3) Participants will have the ability to exchange existing account balances, in full or in part, and to redirect future contributions from one investment option offered by the Plan to another on any Business Day, subject to Nationwide policies and any applicable restrictions or penalties applied by the investment options.
- 4) Participants will receive consolidated quarterly statements detailing their account activity and account balances for the Plan. Each quarterly statement shall describe, in percentage and dollars, both the explicit asset fees charged to the participant for the quarter, and any other fees charged to the participant for the quarter. Participants shall be informed that they must notify Nationwide of any errors within forty-five (45) days of receipt of their statements or confirmation of their investments. Nationwide will not be liable for any errors not reported within this time frame.
- 5) Nationwide agrees to deliver account statements (by U.S. mail or electronically) to participants within fifteen (15) Business Days after the end of each calendar quarter.

This timeframe is contingent upon Nationwide receiving fund returns from the mutual fund providers within four (4) Business Days after the end of each quarter.

- 6) Nationwide agrees to provide reports to the Plan Sponsor within thirty (30) Business Days following the end of each calendar year quarterly reporting period (March 31, June 30, September 30, and December 31) summarizing the following:
 - a) All participant activity that transpired during the reporting period;
 - b) Total contributions allocated to each investment or insurance option under the Plan; and
 - c) Total withdrawals by participants. This report shall include the amount, type and date of withdrawal.
- 7) Nationwide agrees to maintain the records necessary to produce any required reports for seven (7) years from the date of such reports. Plan Sponsor agrees that all related paper and electronic records shall remain the property of Nationwide.

E. DISTRIBUTIONS

- 1) Nationwide shall make all distributions as directed by a Plan participant or the Plan Sponsor, in accordance with the Plan document. All distributions will be made pro-rata from each of the participant's investment options and money sources unless directed otherwise by the participant. Nationwide will provide all Plan participants requesting a distribution with the eligible rollover distribution notice required by section 402(f) of the Code at the time of the distribution request. Participants are responsible for selecting a form of payment from those available under the terms of the Plan and making all other elections regarding available distribution options, such as rollover elections.
- 2) Nationwide shall furnish each participant, who has received a benefit payment, tax reporting forms in the manner and time prescribed by federal and state law. Plan Sponsor shall be responsible for all tax reporting requirements for periods prior to the effective date of this Agreement, or after the termination date of this Agreement, unless otherwise agreed to in writing by the parties to this Agreement.
- 3) To the extent required by federal and state law, Nationwide will calculate and withhold from each benefit payment federal and state income taxes. Nationwide will report such withholding to the federal and state governments as required by applicable law. Plan Sponsor shall be responsible for all tax reporting requirements for periods prior to the effective date of this Agreement, or after the termination date of this Agreement, unless otherwise agreed to in writing by the parties to this Agreement.
- 4) Nationwide will provide notice and a distribution form to each participant attaining age 70½ or older in the current calendar year. The notice will inform the participant that required minimum distributions must begin no later than the April 1 of the calendar year following the later of attainment of age 70½ or retirement, and include the amount of the required minimum distribution for the current calendar year. All required minimum distributions will be made in accordance with the Plan document.

- 5) Nationwide shall administer participant and beneficiary unclaimed property funds, including but not limited to uncashed distribution checks and death claims, in accordance with Nationwide's standard unclaimed property procedures.

F. QUALIFIED DOMESTIC RELATIONS ORDERS (QDROS)

If the Plan accepts Qualified Domestic Relations Orders (hereinafter "QDROs"), the Plan Sponsor directs Nationwide to process QDROs in accordance with Nationwide's standard QDRO procedures, and the Plan Sponsor hereby approves the use of such standard QDRO procedures.

G. UNFORESEEABLE EMERGENCY WITHDRAWALS

If the Plan offers unforeseeable emergency withdrawals, the Plan Sponsor instructs Nationwide to process all unforeseeable emergency withdrawal requests received in good order, and in a manner satisfactory to Nationwide. Withdrawals will only be permitted due to an unforeseeable emergency resulting in a severe financial hardship to the participant or beneficiary that cannot be alleviated by any other means available to the participant, in accordance with Nationwide's standard unforeseeable emergency procedures. Plan Sponsor hereby approves the use of such standard unforeseeable emergency procedures to make these determinations.

H. PARTICIPANT LOANS

Plan Sponsor will provide Nationwide with the Plan Loan Procedures that governed participant loans prior to Nationwide's engagement as administrative service provider to the Plan. In the event such Loan Procedures are not made available, Nationwide will administer participant loans as directed in writing by the Plan Sponsor through separate Plan Loan Procedures effective for loans initiated prior to November 30, 2016. Any Plan loans initiated after December 7, 2016 will be governed by Plan Loan Procedures adopted by the Plan Sponsor with an effective date of December 7, 2016. As participant loans are governed by the Loan Agreement terms in place when the loan was originated, Nationwide will not be held responsible for any adverse consequences that result to the Plan or to Plan participants from its reliance on loan processing information or direction provided by the Plan Sponsor.

I. PARTICIPANT SURVEY

To measure participant satisfaction with the Plan, Nationwide will provide an annual participant satisfaction survey by contracting with a third-party vendor to conduct participant interviews using either telephonic or electronic methods of data collection and then review and analyze the survey results. The survey results are used to gauge the effectiveness of the services being provided to participants and overall quality, value and satisfaction with the Plan from the participant's perspective. The survey will also measure the success of various educational programs and services provided to participants including but not limited to:

- Local Retirement Specialists
- Customer Service Center
- Plan website
- Participant statements

Nationwide will present the results of each survey to the Plan Sponsor and will work with the Plan Sponsor to develop strategies when required to address any concerns regarding participant satisfaction with the program.

5. APPROVED SUBCONTRACTORS/ASSIGNEES

In anticipation of providing the Administrative Services described in this Agreement, Nationwide has indicated that it may elect to utilize the following entities to provide the services indicated:

- 1) Nationwide Investment Management Group – Provides basic information and information on available mutual funds
- 2) Nationwide Trust Company – Provides trust and custodial services
- 3) Nationwide Investment Advisors, LLC – Managed Account Service provider (ProAccount)
- 4) Charles Schwab - Self-Directed Brokerage Account service provider
- 5) Wilshire – Online asset allocation service provider
- 6) Merkle, Inc. – Marketing and mailing services provider

Consistent with Exhibit D, Paragraph 17 of the Agreement, the Plan Sponsor consents to, and approves, the use of these entities for the services indicated.

6. PARTICIPANT SERVICES

A. WEBSITE

Nationwide will create and maintain a customized website for and on behalf of the Plan Sponsor for the use of its participants. Participants may access the website via the internet at www.cityofsacretplan.com to review and make changes to their accounts. The website is the exclusive property of Nationwide.

The website is available twenty-four (24) hours a day, except for routine maintenance of the system.

B. INTERACTIVE VOICE RESPONSE SYSTEM

Nationwide will provide an interactive voice response (IVR) toll free telephone number, which shall be operative twenty-four (24) hours per day, seven (7) days per week, except for routine maintenance of the system.

Participants shall be able to conduct routine plan transactions and obtain account balance information through the IVR.

The Plan Sponsor authorizes Nationwide to honor participant instructions, which may be submitted using the toll-free number, either through the IVR or a live representative.

C. CUSTOMER SERVICE

Nationwide's customer service representatives will be available toll-free to answer participant questions and process applicable transactions between the hours of 5:00 a.m. and 8:00 p.m. Pacific Time each Monday through Friday, and between the hours of 6:00

a.m. and 3:00 p.m. Pacific Time each Saturday, with the exception of certain holidays as dictated by the New York Stock Exchange holiday trading schedule.

D. EMPLOYEE MEETINGS

Nationwide will provide up to 3,000 individual meetings and 150 group sessions annually through a combination of new employee orientations, workshops, group seminars, and one-on-one meetings. These meeting totals apply to both the Plan Sponsor's 401(a) and 457(b) plans in the aggregate and are not to be applied separately.

7. **PERFORMANCE GUARANTEES**

In the event that Nationwide fails to meet any performance standard described in this section of the Agreement, financial penalties will be assessed against Nationwide according to the following schedule. All of the performance standards below are to be applied to both the 401(a) plans and the 457(b) plan of the Plan Sponsor in the aggregate and not separately.

Transition: Nationwide will commit \$20,000 in the first year dedicated to ensure a successful plan transition to Nationwide.		
Category	Description	Amount at Risk
Timeline:	16 weeks from receipt of first test files through transition day	\$5,000
Deliverables:	One business day blackout period and funds applied accurately pending successful and timely transfer of files from existing provider.	\$5,000
On-Site Meetings	20 – 30 meetings (based on Plan's desires) focused on educating employees on the Plan's enhancements and transition	\$10,000

Participant Outcomes: Nationwide will commit \$15,000 in the first year (\$25,000 in subsequent years) focused on participant outcomes.		
Category	Description	Amount at Risk
Annual Satisfaction Survey:	Nationwide will conduct an annual participant satisfaction survey	\$2,500 1 st year / \$5,000 annually for subsequent years
Annual Satisfaction Survey Results:	Nationwide will analyze survey results, provide executive summary and recommended actions annually.	\$2,500 1 st year / \$4,000 for subsequent years
On-Site Group Meetings	Nationwide will conduct 150 group meetings annually for	\$2,500 1 st year / \$4,000 for subsequent years

	Plan's employees. The 150 meeting count will be revisited annually with the Plan to determine appropriateness.	
Individual Meetings	Nationwide will conduct 3,000 individual meetings annually for Plan's employees. The 3,000 meeting count will be revisited annually with the Plan to determine appropriateness.	\$2,500 1 st year / \$4,000 for subsequent years
New Hire Enrollments	Nationwide will commit to enroll 50% of new hires into the 457(b) plan annually. This deliverable is contingent upon receiving new hire census data from the Plan in order to track and measure.	\$2,500 1 st year / \$4,000 for subsequent years
Total Enrollments (new hires and existing employees)	Nationwide will commit to increase new enrollments into the 457(b) plan to 185 annually. The 185 enrollment threshold is based on historic Plan data provided by the Plan and will be revisited annually with the Plan based on hiring trends within the City.	\$2,500 1 st year / \$4,000 for subsequent years

Service Level Agreements: Nationwide will commit \$15,000 in the first year (\$25,000 in subsequent years) focused on delivering excellent customer support and service.

Category	Description	Amount at Risk
Participant Services	Nationwide will answer 75% of participant calls to the service center within 20 seconds annually.	\$2,500 1 st year / \$5,000 for subsequent years
Plan Sponsor Services	Managing Director, Program Director and/or Relationship Consultant will respond to Plan Sponsor calls and return calls within one business day.	\$2,500 1 st year / \$4,000 for subsequent years
Participant Statements Online	Nationwide will post quarterly participant statements to the website within 15 business days of the quarter end date.	Up to \$2,500 1 st year (\$625 a quarter) / \$4,000 for subsequent years (\$1,000 a quarter) paid annually
Participant Statements Mail	Nationwide will mail quarterly participant statements (not	Up to \$2,500 1 st year (\$625 a quarter) / \$4,000 for

	enrolled in e-Delivery) within 15 business days of the quarter end date.	subsequent years (\$1,000 a quarter) paid annually
Plan Sponsor Statements - Online	Nationwide will post quarterly Plan Sponsor statements to the website within 30 business days of the quarter end date.	Up to \$2,500 1 st year (\$625 a quarter) / \$4,000 for subsequent years (\$1,000 a quarter) paid annually
Plan Reports	Nationwide will provide quarterly reports to the Plan within 45 business days of the quarter end date.	Up to \$2,500 1 st year (\$625 a quarter) / \$4,000 for subsequent years (\$1,000 a quarter) paid annually

8. CONFIDENTIALITY

Nationwide agrees to maintain all information obtained from or related to all Plan participants as confidential. The Plan Sponsor and Nationwide agree that Nationwide, its officers, employees, brokers, registered representatives, affiliates, vendors and professional advisors (such as attorneys, accountants and actuaries) may use and disclose Plan and participant information only to enable or assist it in the performance of its duties hereunder and with other Plan-related activities, and the Plan Sponsor expressly authorizes Nationwide to disclose Plan and participant information to its agents and/or broker of record on file with Nationwide for those purposes. Nationwide expressly agrees that information obtained regarding Plan participants will not be utilized by Nationwide or any of its affiliates, subsidiaries, vendors or agents for the purpose of marketing any product to the Plan participants without the express written consent of the Plan Sponsor. Notwithstanding anything to the contrary contained herein, it is expressly understood that Nationwide retains the right to use any and all information in its possession in connection with its defense and/or prosecution of any litigation which may arise in connection with this Agreement, the investment arrangement funding the Plan, or the Plan; provided, however, in no event will Nationwide release any information to any person or entity except as permitted by applicable law.

This Section 8 will survive the termination for any reason of this Agreement.

9. AUTHORIZED PERSONS

The Plan Sponsor will furnish a list to Nationwide (and from time to time whenever there are changes therein) of the individuals authorized to transmit instruction to Nationwide concerning the Plan and/or assets in the account, and written direction regarding the form of such instructions.

10. COMPLIANCE WITH LAWS

Both the Plan Sponsor and Nationwide agree to comply, in their respective roles under this Agreement, in all material respects with all applicable federal laws and regulations as they affect the Plan and the administration thereof. Nothing contained herein shall be construed to prohibit either party from performing any act or not performing any act as either may be required by statute, court decision, or other authority having jurisdiction thereof.

City of Sacramento

Plan Administrator: Kim Lovell

Deliverable:	Service Level Agreement:	Penalty:	Frequency:	Q4: Met/Failed	Q4: Penalty	Q4: Comments
Annual Satisfaction Survey	Nationwide will conduct an annual participant satisfaction survey	\$2,500 1st year / \$5,000 annually for subsequent years	Annual	Met	\$0	Survey scheduled for Q4
Annual Satisfaction Survey Results	Nationwide will analyze survey results, provide executive summary and recommended actions annually.	\$2,500 1st year / \$4,000 for subsequent years	Annual	Met	\$0	Survey scheduled for Q4
On-Site Group Meetings	Nationwide will conduct 150 group meetings annually for Plan's employees. The 150 meeting count will be revisited annually with the Plan to determine appropriateness.	\$2,500 1st year / \$4,000 for subsequent years	Annual	Met	\$0	Annual Requirement: 58 group meetings in Q4: 153 YTD
Individual Meetings	Nationwide will conduct 3,000 individual meetings annually for Plan's employees. The 3,000 meeting count will be revisited annually with the Plan to determine appropriateness.	\$2,500 1st year / \$4,000 for subsequent years	Annual	Fail	TBD	Annual Requirement: 495 individual meetings in Q4: 1,882 YTD
New Hire Enrollments	Nationwide will commit to enroll 50% of new hires into the 457(b) plan annually. This deliverable is contingent upon receiving new hire census data from the Plan in order to track and measure.	\$2,500 1st year / \$4,000 for subsequent years	Annual	Met	\$0	Annual requirement; NRS has met this standard for 4Q2018

Total Enrollments (new hires and existing employees)	Nationwide will commit to increase new enrollments into the 457(b) plan to 185 annually. The 185 enrollment threshold is based on historic Plan data provided by the Plan and will be revisited annually with the Plan based on hiring trends within the City.	\$2,500 1st year / \$4,000 for subsequent years	Annual	Met	\$0	Annual requirement; NRS has met this standard for 4Q2018
Participant Services	Nationwide will answer 75% of participant calls to the service center within 20 seconds annually.	\$2,500 1st year / \$5,000 for subsequent years	Annual	Met	\$0	87.71%
Plan Sponsor Services	Managing Director, Program Director and/or Relationship Consultant will respond to Plan Sponsor calls and return calls within one business day.	\$2,500 1st year / \$4,000 for subsequent years	Annual	Met	\$0	Annual requirement; NRS has met this standard for 4Q2018
Participant Statements - Online	Nationwide will post quarterly participant statements to the website within 15 business days of the quarter end date.	Up to \$2,500 1st year (\$625 a quarter) / \$4,000 for subsequent years (\$1,000 a quarter) paid annually	Quarterly	Met	\$0	1/8/2019
Participant Statements - Mail	Nationwide will mail quarterly participant statements (not enrolled in e-Delivery) within 15 business days of the quarter end date.	Up to \$2,500 1st year (\$625 a quarter) / \$4,000 for subsequent years (\$1,000 a quarter) paid annually	Quarterly	Met	\$0	1/8/2019
Plan Sponsor Statements - Online	Nationwide will post quarterly Plan Sponsor statements to the website within 30 business days of the quarter end date.	Up to \$2,500 1st year (\$625 a quarter) / \$4,000 for subsequent years (\$1,000 a quarter) paid annually	Quarterly	Met	\$0	1/8/2019
Plan Reports	Nationwide will provide quarterly reports to the Plan within 45 business days of the quarter end date.	Up to \$2,500 1st year (\$625 a quarter) / \$4,000 for subsequent years (\$1,000 a quarter) paid annually	Quarterly	Met	\$0	Confirmed NRS has met this standard for 4Q2018
				Total Q4	\$0	

Item #4

Meeting Date: July 17, 2019



Report Type: Discussion

Defined Contribution Plans Committee

Historic City Hall, Hearing Room
915 I Street

www.CityofSacramento.org

Title: Defined Contribution Plans Administrative Fees

Location: Citywide

Recommendation: Pass a motion recommending staff present options on plan administrative fees to the City of Sacramento's Recognized Employee Organizations.

Contact: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

Presenter: Samantha Wallace, Human Resources Manager, (916) 808-7657, Department of Human Resources

Department: Human Resources

Division: Human Resources Administration

Dept ID: 08001011

Attachments:

- 1-Description/Analysis
- 2-Memo to Committee from Chair Levison
- 3-Number of Participants Invested in Nationwide Plans
- 4-Comparison of Fee Increase Options

Description/Analysis

Issue Detail: The City's 401(a) and 457(b) plans charge an administrative fee by Nationwide Retirement Solutions (Nationwide) of 3.0 basis points. Basis points are paid by plan participants. The Defined Contribution Plans Committee has expressed interest in the City obtaining the services of an investment advisory and plan consultant to provide guidance and advisement on the City's defined contribution plans. The current 3.0 basis points paid by participants does not provide any revenue to pay for such services. The Committee has had multiple discussion regarding potential fee options at its previous 2019 Committee meetings.

At the March 14, 2019, Committee meeting there was discussion and recommendation that the committee put forth two recommended options for the Department of Human Resources and Labor Relations to present to the City's Recognized Employee Organizations. An increase in basis points or the addition of a flat fee would affect all plan participants in the 401(a) and 457(b) plans. The City would first need to negotiate Letters of Understanding with all recognized employee organizations to proceed with adding any type of fee to the plans for an administrative allowance account. Staff is continuing with the recommendation that the Committee present at least two options to present to the City's Recognized Employee Organizations.

Committee Chair Levison has provided the following for discussion and consideration from the Committee:

1. Memo to Committee (Attachment 2)
2. Data on number of participants in Nationwide plans (Attachment 3)
3. Charts for comparison of fee increase options (Attachment 4)

It is possible the Committee will recommend the selection of a Retirement Plans Consulting Service at its October 16, 2019, meeting. At this time there is no funding source for the cost of the service. Staff is seeking a recommendation from the Committee to present to the City's Recognized Employee Organizations.

Policy Considerations: None.

Economic Impacts: None.

Environmental Considerations: None.

Sustainability: None.

Commission/Committee Action: None.

Rationale for Recommendation: There is no funding source available to pay for defined contribution plan oversight or plan consultant services.

Financial Considerations: Basis points or an administrative fee are paid by plan participants and not the City.

Local Business Enterprise (LBE): None.

To: Defined Contributions Plan Committee Members
From: Murray Levison, Chair
Date: July 12, 2019
Subject: Options for Increasing Fees

Attached you will find a number of documents that provide various options for increasing fees on participants, be they current or future employees, retirees, or others who contributed while working for the City of Sacramento but no longer work here.

The additional fees would be held in an Administrative Account at Nationwide for the City of Sacramento's use at the direction of this Committee. The fees primarily would pay for a consultant to advise the Committee in conducting its due diligence review of the companies administering the City's plans – Nationwide and ICMA-RC. The Committee's goal is to ensure that those who participate in the City's defined contribution plans be able to invest their funds in quality investment vehicles that provide a good rate of return and charge reasonable but minimal fees. The Committee also wants to ensure that the companies administering the plans provide excellent customer service.

Other uses of the fees would be to pay for the cost of a consultant should the committee wish to undertake an action not contemplated by continuing consultant, such as preparing, administering and advising the Committee during a Request for Proposals process seeking a firm to continue the work being done by Nationwide. City policy is that an RFP be conducted every five years. Paying for registration and travel costs for Committee members and staff to attend training on improving our ability to provide oversight would also be a use for the fees.

The first document (Exhibit A) shows that approximately 5,000 people have investments in one or more of the plans administered by Nationwide – the 457(b); the 401(a) for Management; the 401(a) for Western Council of Engineers, Local 39 Supervisors, and SCXEA Unit 10; and the 401(a) for the Mayor/Councilmembers. Exhibit A also shows what number of the 5,000 people have a combined investment of under \$20,000, under \$30,000, under \$40,000, and under \$50,000, respectively. For example, you will see that about half of the 5,000 people (approximately 2,550) have a combined investment of under \$40,000, and the remaining 2,450 have a combined investment of \$40,000 or more. All amounts were as of a point in time in April 2019.

The second document (Exhibit B) presents eight (8) different scenarios, each with four (4) iterations, of various levels of fees.

The left side of each scenario shows the option of increasing the existing annual administrative fee of 3 basis points (3/100ths of 1%) to 4.75 basis points, which would be applied against the account balance in each person's account, with 1/12th of the fee applied each month as is done with the existing administrative fee (shown as "explicit asset fee" on each Nationwide statement). Those with smaller balances would pay less,

while those with larger balances would pay more. As the total value of the funds went up and down, the fees collected each month would also go up and down, sometimes considerably.

The right side of each scenario shows the option of increasing the annual fee by a fixed amount regardless of how much each person has invested. Two of the four iterations show the fee on those with the smallest combined amount invested as either \$0 or \$5 annually, while all others would pay either \$25 or \$30 annually in the first four scenarios (pages 1-8), and either \$30 or \$35 annually in the last four scenarios (pages 9-16). Using a fixed amount allows those with the smallest combined amount invested to pay no additional fee, providing an incentive to initiating contributions. It also may give those who no longer work for the City who have the highest amounts invested a reason to continue to keep their funds invested with Nationwide because high fees may encourage them to withdraw their funds.

Depending on the scenario and iteration, the total value that could be collected in additional fees does vary. The Committee may wish to determine a reasonable amount to collect with the increased fee; determine whether those with the smallest combined amount invested should pay \$0 or some other nominal amount; what dollar amount would be considered "the smallest combined amount invested;" and how much all other participants should pay in order to collect the desired amount.

**Number of Participants
Invested in Nationwide Plans
At Various Amounts
As of April 2019**

EXHIBIT A

Category	No. of People	% of Total	All Others
Total participants, in all Nationwide plans	5,000	100.0%	0
Total invested in all plans under \$20,000	1,950	39.0%	3,050
Total invested in all plans under \$30,000	2,300	46.0%	2,700
Total invested in all plans under \$40,000	2,550	51.0%	2,450
Total invested in all plans under \$50,000	2,800	56.0%	2,200

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 1 - \$0 or \$5 for those under \$20,000 in all plans,
\$25 or \$30 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 3,050 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 19,999	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 25.00	\$ 25.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 25.00	\$ 25.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 25.00	\$ 25.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 25.00	\$ 25.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 25.00	\$ 25.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 25.00	\$ 25.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 25.00	\$ 25.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 25.00	\$ 25.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 25.00	\$ 25.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 76,250.00	\$ 76,250.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 76,250.00	\$ 76,250.00

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 1,950 and 3,050 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 19,999	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 25.00	\$ 25.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 25.00	\$ 25.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 25.00	\$ 25.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 25.00	\$ 25.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 25.00	\$ 25.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 25.00	\$ 25.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 25.00	\$ 25.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 25.00	\$ 25.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 25.00	\$ 25.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 86,000.00	\$ 86,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 86,000.00	\$ 86,000.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 1 - \$0 or \$5 for those under \$20,000 in all plans,
\$25 or \$30 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 3,050 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 19,999	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 30.00	\$ 30.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 30.00	\$ 30.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 30.00	\$ 30.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 91,500.00	\$ 91,500.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 91,500.00	\$ 91,500.00



	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 1,950 and 3,050 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 19,999	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 30.00	\$ 30.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 30.00	\$ 30.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 30.00	\$ 30.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 101,250.00	\$ 101,250.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 101,250.00	\$ 101,250.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 2 - \$0 or \$5 for those under \$30,000 in all plans,
\$25 or \$30 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 2,700 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 29,999	\$ 9.00	\$ 14.25	\$ 5.25	\$ -	\$ -
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 25.00	\$ 25.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 25.00	\$ 25.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 25.00	\$ 25.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 25.00	\$ 25.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 25.00	\$ 25.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 25.00	\$ 25.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 25.00	\$ 25.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 25.00	\$ 25.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 67,500.00	\$ 67,500.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 67,500.00	\$ 67,500.00

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 2,300 and 2,700 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 29,999	\$ 9.00	\$ 14.25	\$ 5.25	\$ 5.00	\$ 5.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 25.00	\$ 25.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 25.00	\$ 25.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 25.00	\$ 25.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 25.00	\$ 25.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 25.00	\$ 25.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 25.00	\$ 25.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 25.00	\$ 25.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 25.00	\$ 25.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 79,000.00	\$ 79,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 79,000.00	\$ 79,000.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 2 - \$0 or \$5 for those under \$30,000 in all plans,
\$25 or \$30 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 2,700 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 29,999	\$ -	\$ 14.25	\$ 14.25	\$ -	\$ -
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 30.00	\$ 30.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 30.00	\$ 30.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
	\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 81,000.00	\$ 81,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 81,000.00	\$ 81,000.00



	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 2,300 and 2,700 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 29,999	\$ 9.00	\$ 14.25	\$ 5.25	\$ 5.00	\$ 5.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 30.00	\$ 30.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 30.00	\$ 30.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
	\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 92,500.00	\$ 92,500.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 92,500.00	\$ 92,500.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 3 - \$0 or \$5 for those under \$40,000 in all plans,
\$25 or \$30 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 2,450 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ -	\$ -
	\$ 39,999	\$ 12.00	\$ 19.00	\$ 7.00	\$ -	\$ -
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ 25.00	\$ 25.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 25.00	\$ 25.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 25.00	\$ 25.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 25.00	\$ 25.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 25.00	\$ 25.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 25.00	\$ 25.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 25.00	\$ 25.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 61,250.00	\$ 61,250.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 61,250.00	\$ 61,250.00

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 2,550 and 2,450 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 5.00	\$ 5.00
	\$ 39,999	\$ 12.00	\$ 19.00	\$ 7.00	\$ 5.00	\$ 5.00
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ 25.00	\$ 25.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 25.00	\$ 25.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 25.00	\$ 25.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 25.00	\$ 25.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 25.00	\$ 25.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 25.00	\$ 25.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 25.00	\$ 25.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 74,000.00	\$ 74,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 74,000.00	\$ 74,000.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 3 - \$0 or \$5 for those under \$40,000 in all plans,
\$25 or \$30 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 2,450 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ -	\$ -
	\$ 39,999	\$ 12.00	\$ 19.00	\$ 7.00	\$ -	\$ -
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ 30.00	\$ 30.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
	\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 73,500.00	\$ 73,500.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 73,500.00	\$ 73,500.00



	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 2,550 and 2,450 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 5.00	\$ 5.00
	\$ 39,999	\$ 12.00	\$ 19.00	\$ 7.00	\$ 5.00	\$ 5.00
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ 30.00	\$ 30.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
	\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 86,250.00	\$ 86,250.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 86,250.00	\$ 86,250.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 4 - \$0 or \$5 for those under \$50,000 in all plans,
\$25 or \$30 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 2,200 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ -	\$ -
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ -	\$ -
	\$ 49,999	\$ 15.00	\$ 23.75	\$ 8.75	\$ -	\$ -
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 25.00	\$ 25.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 25.00	\$ 25.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 25.00	\$ 25.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 25.00	\$ 25.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 25.00	\$ 25.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 25.00	\$ 25.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 55,000.00	\$ 55,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 55,000.00	\$ 55,000.00

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 2,800 and 2,200 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 5.00	\$ 5.00
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ 5.00	\$ 5.00
	\$ 49,999	\$ 15.00	\$ 23.75	\$ 8.75	\$ 5.00	\$ 5.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 25.00	\$ 25.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 25.00	\$ 25.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 25.00	\$ 25.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 25.00	\$ 25.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 25.00	\$ 25.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 25.00	\$ 25.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 69,000.00	\$ 69,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 69,000.00	\$ 69,000.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 4 - \$0 or \$5 for those under \$50,000 in all plans,
\$25 or \$30 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 2,200 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ -	\$ -
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ -	\$ -
	\$ 49,999	\$ 15.00	\$ 23.75	\$ 8.75	\$ -	\$ -
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 66,000.00	\$ 66,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 66,000.00	\$ 66,000.00



	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 2,800 and 2,200 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 5.00	\$ 5.00
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ 5.00	\$ 5.00
	\$ 49,999	\$ 15.00	\$ 23.75	\$ 8.75	\$ 5.00	\$ 5.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 80,000.00	\$ 80,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 80,000.00	\$ 80,000.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 5 - \$0 or \$5 for those under \$20,000 in all plans,
\$30 or \$35 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 3,050 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 19,999	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 30.00	\$ 30.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 30.00	\$ 30.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 30.00	\$ 30.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 91,500.00	\$ 91,500.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 91,500.00	\$ 91,500.00

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 1,950 and 3,050 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 19,999	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 30.00	\$ 30.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 30.00	\$ 30.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 30.00	\$ 30.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 101,250.00	\$ 101,250.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 101,250.00	\$ 101,250.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 5 - \$0 or \$5 for those under \$20,000 in all plans,
\$30 or \$35 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 3,050 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 19,999	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 35.00	\$ 35.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 35.00	\$ 35.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 35.00	\$ 35.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 35.00	\$ 35.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 35.00	\$ 35.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 35.00	\$ 35.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 35.00	\$ 35.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 35.00	\$ 35.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 35.00	\$ 35.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 106,750.00	\$ 106,750.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 106,750.00	\$ 106,750.00



	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 1,950 and 3,050 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 19,999	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 35.00	\$ 35.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 35.00	\$ 35.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 35.00	\$ 35.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 35.00	\$ 35.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 35.00	\$ 35.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 35.00	\$ 35.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 35.00	\$ 35.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 35.00	\$ 35.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 35.00	\$ 35.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 116,500.00	\$ 116,500.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 116,500.00	\$ 116,500.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 6 - \$0 or \$5 for those under \$30,000 in all plans,
\$30 or \$35 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 2,700 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 29,999	\$ 9.00	\$ 14.25	\$ 5.25	\$ -	\$ -
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 30.00	\$ 30.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 30.00	\$ 30.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
	\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00
	\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 81,000.00	\$ 81,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 81,000.00	\$ 81,000.00

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 2,300 and 2,700 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 29,999	\$ 9.00	\$ 14.25	\$ 5.25	\$ 5.00	\$ 5.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 30.00	\$ 30.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 30.00	\$ 30.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
	\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00
	\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 92,500.00	\$ 92,500.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 92,500.00	\$ 92,500.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 6 - \$0 or \$5 for those under \$30,000 in all plans,
\$30 or \$35 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 2,700 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 29,999	\$ -	\$ 14.25	\$ 14.25	\$ -	\$ -
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 35.00	\$ 35.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 35.00	\$ 35.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 35.00	\$ 35.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 35.00	\$ 35.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 35.00	\$ 35.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 35.00	\$ 35.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 35.00	\$ 35.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 35.00	\$ 35.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 94,500.00	\$ 94,500.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 94,500.00	\$ 94,500.00



	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 2,300 and 2,700 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 29,999	\$ 9.00	\$ 14.25	\$ 5.25	\$ 5.00	\$ 5.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 35.00	\$ 35.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 35.00	\$ 35.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 35.00	\$ 35.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 35.00	\$ 35.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 35.00	\$ 35.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 35.00	\$ 35.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 35.00	\$ 35.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 35.00	\$ 35.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 106,000.00	\$ 106,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 106,000.00	\$ 106,000.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 7 - \$0 or \$5 for those under \$40,000 in all plans,
\$30 or \$35 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 2,450 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ -	\$ -
	\$ 39,999	\$ 12.00	\$ 19.00	\$ 7.00	\$ -	\$ -
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ 30.00	\$ 30.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 73,500.00	\$ 73,500.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 73,500.00	\$ 73,500.00

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 2,550 and 2,450 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 5.00	\$ 5.00
	\$ 39,999	\$ 12.00	\$ 19.00	\$ 7.00	\$ 5.00	\$ 5.00
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ 30.00	\$ 30.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 86,250.00	\$ 86,250.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 86,250.00	\$ 86,250.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 7 - \$0 or \$5 for those under \$40,000 in all plans,
\$30 or \$35 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 2,450 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ -	\$ -
	\$ 39,999	\$ 12.00	\$ 19.00	\$ 7.00	\$ -	\$ -
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ 35.00	\$ 35.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 35.00	\$ 35.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 35.00	\$ 35.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 35.00	\$ 35.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 35.00	\$ 35.00
	\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 35.00	\$ 35.00
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 35.00	\$ 35.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 85,750.00	\$ 85,750.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 85,750.00	\$ 85,750.00



	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 2,550 and 2,450 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 5.00	\$ 5.00
	\$ 39,999	\$ 12.00	\$ 19.00	\$ 7.00	\$ 5.00	\$ 5.00
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ 35.00	\$ 35.00
	\$ 75,000	\$ 22.50	\$ 35.63	\$ 13.13	\$ 35.00	\$ 35.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 35.00	\$ 35.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 35.00	\$ 35.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 35.00	\$ 35.00
	\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 35.00	\$ 35.00
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 35.00	\$ 35.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 98,500.00	\$ 98,500.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 98,500.00	\$ 98,500.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 8 - \$0 or \$5 for those under \$50,000 in all plans,
\$30 or \$35 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 2,200 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ -	\$ -
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ -	\$ -
	\$ 49,999	\$ 15.00	\$ 23.75	\$ 8.75	\$ -	\$ -
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 66,000.00	\$ 66,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 66,000.00	\$ 66,000.00

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 2,800 and 2,200 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 5.00	\$ 5.00
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ 5.00	\$ 5.00
	\$ 49,999	\$ 15.00	\$ 23.75	\$ 8.75	\$ 5.00	\$ 5.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 30.00	\$ 30.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 30.00	\$ 30.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 30.00	\$ 30.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 30.00	\$ 30.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 30.00	\$ 30.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 30.00	\$ 30.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 80,000.00	\$ 80,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 80,000.00	\$ 80,000.00

**Defined Contribution Plans Committee
Meeting of July 17, 2019
Comparison of Fee Increase Options**

EXHIBIT B

**Scenario 8 - \$0 or \$5 for those under \$50,000 in all plans,
\$30 or \$35 for all others**

	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+ 1.75 basis pts	Flat fee for 2,200 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ -	\$ -
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ -	\$ -
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ -	\$ -
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ -	\$ -
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ -	\$ -
	\$ 49,999	\$ 15.00	\$ 23.75	\$ 8.75	\$ -	\$ -
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 35.00	\$ 35.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 35.00	\$ 35.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 35.00	\$ 35.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 35.00	\$ 35.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 35.00	\$ 35.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 35.00	\$ 35.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 77,000.00	\$ 77,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 77,000.00	\$ 77,000.00



	ALL PLANS	Current Annual Admin Fee	Proposed Annual Admin Fee	Proposed Annual Fee Increase	Proposed Annual Admin Fee	Proposed Annual Fee Increase
	Amount invested	3 basis points on holdings	4.75 basis points on holdings	+1.75 basis pts	Varied flat fee for 2,800 and 2,200 participants	+ Varied flat fee
	Fee	0.000300	0.000475	0.000175	varied	varied
Individual Participants	\$ 1,000	\$ 0.30	\$ 0.48	\$ 0.18	\$ 5.00	\$ 5.00
	\$ 5,000	\$ 1.50	\$ 2.38	\$ 0.88	\$ 5.00	\$ 5.00
	\$ 20,000	\$ 6.00	\$ 9.50	\$ 3.50	\$ 5.00	\$ 5.00
	\$ 30,000	\$ 9.00	\$ 14.25	\$ 5.25	\$ 5.00	\$ 5.00
	\$ 40,000	\$ 12.00	\$ 19.00	\$ 7.00	\$ 5.00	\$ 5.00
	\$ 49,999	\$ 15.00	\$ 23.75	\$ 8.75	\$ 5.00	\$ 5.00
	\$ 50,000	\$ 15.00	\$ 23.75	\$ 8.75	\$ 35.00	\$ 35.00
	\$ 100,000	\$ 30.00	\$ 47.50	\$ 17.50	\$ 35.00	\$ 35.00
	\$ 150,000	\$ 45.00	\$ 71.25	\$ 26.25	\$ 35.00	\$ 35.00
	\$ 250,000	\$ 75.00	\$ 118.75	\$ 43.75	\$ 35.00	\$ 35.00
\$ 500,000	\$ 150.00	\$ 237.50	\$ 87.50	\$ 35.00	\$ 35.00	
\$ 1,000,000	\$ 300.00	\$ 475.00	\$ 175.00	\$ 35.00	\$ 35.00	
Entire Plan	\$ 440,000,000	\$ 132,000.00	\$ 209,000.00	\$ 77,000.00	\$ 91,000.00	\$ 91,000.00
	\$ 510,000,000	\$ 153,000.00	\$ 242,250.00	\$ 89,250.00	\$ 91,000.00	\$ 91,000.00