

13 - 0347

## **Hennepin Healthcare Systems Retirement Plan** **Annual Report**

For the Fiscal Year Ending December 31, 2009

Pursuant to the authority granted to it under Minn. Stat. § 383.914, Hennepin Healthcare System (“HHS”) adopted a retirement plan qualified under § 401(a) of the Internal Revenue Code (the “**401(a) Plan**”) effective as of January 1, 2009. Minn. Stat. § 383B.914 grants HHS the authority to create an alternative defined contribution retirement plan for its supervisors, managers, physicians, and independent health practitioners who bill independently for their time.

All employees classified under the following positions are eligible to participate in the plan: Physicians, Supervisors, Managers and Independent Health Practitioners. Employees classified as Paramedics or Security Supervisors are not eligible to participate in the 401(a) Plan. Each year, the Board of HHS determines whether to make a contribution to the 401(a) Plan and in what amount. Currently, the contribution rate is 6% of each Participant’s compensation, except that the contribution percentage for the CEO of HHS is 10%. Participants vest over a 3-year period and are entitled to plan distributions upon termination of employment.

HHS files this report for the purpose of fulfilling its obligation to make an annual financial report to the executive director of the Legislative Commission on Pensions and Retirement and to the Legislative Reference Library pursuant to Minn. Stat. § 356.20.

Financial statements and disclosures that indicate the financial operations and position of the retirement plan and fund are attached. Specifically, the following documents are included with this report:

- Trial Balance Report for the period 1/1/09 to 3/31/09
- Trial Balance Report for the period 4/1/09 to 6/31/09
- Trial Balance Report for the period 7/1/09 to 9/31/09
- Trial Balance Report for the period 10/1/09 to 12/31/09
- Expense report describing administrative and investment expenses of the plan.

### **Disclosure Items Required under Minn. Stat. § 356.20**

**The actuarial value of assets:** Not applicable. The plan is a defined contribution plan.

**The actuarial accrued liabilities, including accrued reserves:** Not applicable. The plan is a defined contribution plan.

**The unfunded actuarial accrued liability of the fund:** Not applicable. The plan is a defined contribution plan.

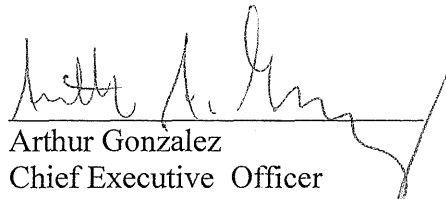
**Actuaries declaration specifying that the required reserves for any retirement, disability, or survivor benefits provided under a benefit formula are computed in accordance with the entry age actuarial cost method and in accordance with the most recent applicable standards for a actuarial work adopted by the Legislative Commission on Pensions and Retirement:** Not applicable. The plan is a defined contribution plan.

**Itemized exhibit of the administrative expenses of the plan:**

1. **Personnel expenses.** None. The Plan does not pay for any personnel expenses out of plan assets.
2. **Communication-related expenses.** None. The Plan does not pay for any communication-related expenses out of plan assets.
3. **Office building and maintenance expenses.** None. The Plan does not pay for any office building and maintenance expenses out of plan assets.
4. **Professional services fees.** An itemized list of the fees paid to Fidelity investments for plan administration costs are reflected in the attached expense report.
5. **Other expenses.** None. The Plan does not pay for any other administrative expenses out of plan assets.

**Itemized exhibit of the investment expenses of the plan:**

1. **Internal investment-related expenses.** None. The Plan does not pay for any internal investment-related expenses out of plan assets.
2. **External investment-related expenses.** An itemized list of the external investment-related expenses are reflected in the attached expense report.

  
Arthur Gonzalez  
Chief Executive Officer

PROGRAM: TRIALBAL -U (73840)  
TIME: 04:33

FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

DATE: 05/19/2010

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TRIAL BALANCE

HENNEPIN HEALTHCARE SYSTEM, INC.  
RETIREMENT PLAN  
FMTC TRUSTEE

FOR THE PERIOD 01/01/2009 TO 03/31/2009

PROGRAM: TRIALBAL -U (73840)  
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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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HENNEPIN HEALTHCARE SYSTEM, INC.  
RETIREMENT PLAN  
FMTC TRUSTEE

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTG TRUSTEE

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I. MARKET VALUE REPORT

FUND CODE	FUND NAME	<-----SHARES----->		<-----PRICE----->		<-----MARKET VALUE----->		MKT VALUE ALLOCATION
		12/31/2008	03/31/2009	12/31/2008	03/31/2009	12/31/2008	03/31/2009	
0372	FID FREEDOM 2020	0.000	57.731	\$10.05	\$9.42	\$0.00	\$543.83	07.53%
0718	FID FREEDOM 2040	0.000	122.983	\$5.59	\$5.10	\$0.00	\$627.21	08.68%
1313	FID FREEDOM 2015	0.000	125.926	\$8.56	\$8.13	\$0.00	\$1,023.78	14.17%
1314	FID FREEDOM 2025	0.000	139.815	\$8.23	\$7.68	\$0.00	\$1,073.78	14.86%
1315	FID FREEDOM 2035	0.000	232.817	\$8.03	\$7.36	\$0.00	\$1,713.53	23.72%
1617	FID FREEDOM 2045	0.000	158.306	\$6.58	\$5.99	\$0.00	\$948.25	13.13%
1618	FID FREEDOM 2050	0.000	221.534	\$6.46	\$5.84	\$0.00	\$1,293.76	17.91%

TOTAL MARKET VALUE :

\$0.00 \$7,224.14

NET CHANGE :

\$7,224.14

PROGRAM: TRIALBAL -U (73840)  
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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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II. PLAN ACTIVITY SUMMARY

ACCOUNTING ITEM	<-BEGINNING BALANCE-> AS OF 12/31/2008 CASH	<-----ACTIVITY-----> FROM 01/01/2009 TO 03/31/2009 CASH	<---ENDING BALANCE---> AS OF 03/31/2009 CASH
CONTRIBUTION	\$0.00	\$7,398.82	\$7,398.82
DIVIDEND	0.00	0.00	0.00
EXCHANGE IN	0.00	0.00	0.00
REALIZED G/L	0.00	0.00	0.00
TRANSFERS	0.00	0.00	0.00
EXCHANGE OUT	0.00	0.00	0.00
FEES	0.00	0.00	0.00
GRAND TOTAL:	\$0.00	\$7,398.82	\$7,398.82
ENDING MARKET VALUE			\$7,224.14

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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III. ACTIVITY BY FUND

ACCOUNTING ITEM	0372 FID FREEDOM 2020	0718 FID FREEDOM 2040	1313 FID FREEDOM 2015
BEGINNING MARKET VALUE 12/31/2008	\$0.00	\$0.00	\$0.00
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	554.22	643.20	1,040.15
SUBTOTAL:	\$554.22	\$643.20	\$1,040.15
DISBURSEMENTS:			
SUBTOTAL:	\$0.00	\$0.00	\$0.00
INVESTMENT INCOME:			
UNREALIZED G/L	(10.39)	(15.99)	(16.37)
SUBTOTAL:	(\$10.39)	(\$15.99)	(\$16.37)
ENDING MARKET VALUE 03/31/2009	\$543.83	\$627.21	\$1,023.78
ENDING NAV:	\$9.42	\$5.10	\$8.13

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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ACCOUNTING ITEM	1314 FID FREEDOM 2025	1315 FID FREEDOM 2035	1617 FID FREEDOM 2045
BEGINNING MARKET VALUE 12/31/2008	\$0.00	\$0.00	\$0.00
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	1,096.15	1,760.10	973.58
SUBTOTAL:	\$1,096.15	\$1,760.10	\$973.58
DISBURSEMENTS:			
SUBTOTAL:	\$0.00	\$0.00	\$0.00
INVESTMENT INCOME:			
UNREALIZED G/L	(22.37)	(46.57)	(25.33)
SUBTOTAL:	(\$22.37)	(\$46.57)	(\$25.33)
ENDING MARKET VALUE 03/31/2009	\$1,073.78	\$1,713.53	\$948.25
ENDING NAV:	\$7.68	\$7.36	\$5.99



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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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ACCOUNTING ITEM	1618 FID FREEDOM 2050	TOTAL
BEGINNING MARKET VALUE 12/31/2008	\$0.00	\$0.00
RECEIPTS:		
EMPLOYER CONTRIBUTION CONTRIBUTION	1,331.42	7,398.82
SUBTOTAL:	\$1,331.42	\$7,398.82
DISBURSEMENTS:		
SUBTOTAL:	\$0.00	\$0.00
INVESTMENT INCOME:		
UNREALIZED G/L	(37.66)	(174.68)
SUBTOTAL:	(\$37.66)	(\$174.68)
ENDING MARKET VALUE 03/31/2009	\$1,293.76	\$7,224.14
ENDING NAV:	\$5.84	

PROGRAM: TRIALBAL -U (73840)  
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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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IV. ACTIVITY BY SOURCE

ACCOUNTING ITEM	EMPLOYER CONTRIBUTION	TOTAL
BEGINNING MARKET VALUE 12/31/2008	\$0.00	\$0.00
RECEIPTS:		
CONTRIBUTION	7,398.82	7,398.82
SUBTOTAL:	\$7,398.82	\$7,398.82
DISBURSEMENTS:		
SUBTOTAL:	\$0.00	\$0.00
INVESTMENT INCOME:		
UNREALIZED G/L	(174.68)	(174.68)
SUBTOTAL:	(\$174.68)	(\$174.68)
ENDING MARKET VALUE 03/31/2009	\$7,224.14	\$7,224.14

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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V. AS OF ADJUSTMENT

\*\*\*\* AS OF ACTIVITY REPORT NOT AVAILABLE \*\*\*\*

\*\*\*\* RUN DATE NOT FOUND FOR LAST MONTH \*\*\*\*

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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VI. RECONCILIATION

	<-----BEGINNING BALANCE-----> AS OF 12/31/2008 CASH	<-----CURRENT ACTIVITY-----> 01/01/2009 TO 03/31/2009 CASH	<-----ENDING BALANCE-----> AS OF 03/31/2009 CASH
PARTICIPANT TOTALS	\$0.00	\$7,398.82	\$7,398.82
PLAN TOTALS	\$0.00	\$7,398.82	\$7,398.82
	\$0.00	\$0.00	\$0.00

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

DATE: 05/19/2010

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T R I A L B A L A N C E

HENNEPIN HEALTHCARE SYSTEM, INC.  
RETIREMENT PLAN  
FMTC TRUSTEE

F O R T H E P E R I O D 04/01/2009 T O 06/30/2009

PROGRAM: TRIALBAL -U (73840)  
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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTG TRUSTEE

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I. MARKET VALUE REPORT

FUND CODE	FUND NAME	<-----SHARES----->		<-----PRICE----->		<-----MARKET VALUE----->		MKT VALUE ALLOCATION
		03/31/2009	06/30/2009	03/31/2009	06/30/2009	03/31/2009	06/30/2009	
0372	FID FREEDOM 2020	57.731	133.053	\$9.42	\$10.84	\$543.83	\$1,442.30	06.23%
0373	FID FREEDOM 2030	0.000	109.701	\$8.97	\$10.49	\$0.00	\$1,150.76	04.97%
0718	FID FREEDOM 2040	122.983	544.451	\$5.10	\$6.01	\$627.21	\$3,272.15	14.12%
1313	FID FREEDOM 2015	125.926	199.035	\$8.13	\$9.20	\$1,023.78	\$1,831.12	07.90%
1314	FID FREEDOM 2025	139.815	320.092	\$7.68	\$8.90	\$1,073.78	\$2,848.82	12.30%
1315	FID FREEDOM 2035	232.817	531.476	\$7.36	\$8.64	\$1,713.53	\$4,591.95	19.82%
1617	FID FREEDOM 2045	158.306	549.199	\$5.99	\$7.08	\$948.25	\$3,888.33	16.78%
1618	FID FREEDOM 2050	221.534	596.629	\$5.84	\$6.94	\$1,293.76	\$4,140.61	17.87%
						=====	=====	
TOTAL MARKET VALUE :						\$7,224.14	\$23,166.04	
						=====	=====	
NET CHANGE :							\$15,941.90	
							=====	

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II. PLAN ACTIVITY SUMMARY

ACCOUNTING ITEM	<-BEGINNING BALANCE-> AS OF 03/31/2009 CASH	<-----ACTIVITY-----> FROM 04/01/2009 TO 06/30/2009 CASH	<---ENDING BALANCE---> AS OF 06/30/2009 CASH
CONTRIBUTION	\$7,398.82	\$14,087.28	\$21,486.10
DIVIDEND	0.00	45.55	45.55
EXCHANGE IN	0.00	0.00	0.00
REALIZED G/L	0.00	(0.17)	(0.17)
TRANSFERS	0.00	0.00	0.00
EXCHANGE OUT	0.00	0.00	0.00
FEES	0.00	(22.00)	(22.00)
GRAND TOTAL:	\$7,398.82	\$14,110.66	\$21,509.48
ENDING MARKET VALUE			\$23,166.04



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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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III. ACTIVITY BY FUND

ACCOUNTING ITEM	0372 FID FREEDOM 2020	0373 FID FREEDOM 2030	0718 FID FREEDOM 2040
BEGINNING MARKET VALUE 03/31/2009	\$543.83	\$0.00	\$627.21
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	782.71	1,131.93	2,422.56
SUBTOTAL:	\$782.71	\$1,131.93	\$2,422.56
DISBURSEMENTS:			
FEES	(2.75)	0.00	(2.75)
SUBTOTAL:	(\$2.75)	\$0.00	(\$2.75)
INVESTMENT INCOME:			
DIVIDEND	4.54	0.49	6.16
REALIZED G/L	(0.02)	0.00	(0.02)
UNREALIZED G/L	113.99	18.34	218.99
SUBTOTAL:	\$118.51	\$18.83	\$225.13
ENDING MARKET VALUE 06/30/2009	\$1,442.30	\$1,150.76	\$3,272.15
ENDING NAV:	\$10.84	\$10.49	\$6.01

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN PMTC TRUSTEE

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ACCOUNTING ITEM	1313 FID FREEDOM 2015	1314 FID FREEDOM 2025	1315 FID FREEDOM 2035
BEGINNING MARKET VALUE 03/31/2009	\$1,023.78	\$1,073.78	\$1,713.53
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	624.09	1,534.61	2,465.76
SUBTOTAL:	\$624.09	\$1,534.61	\$2,465.76
DISBURSEMENTS:			
FEES	(2.75)	(2.75)	(5.50)
SUBTOTAL:	(\$2.75)	(\$2.75)	(\$5.50)
INVESTMENT INCOME:			
DIVIDEND	7.93	6.58	9.12
REALIZED G/L	(0.01)	(0.01)	(0.06)
UNREALIZED G/L	178.08	236.61	409.10
SUBTOTAL:	\$186.00	\$243.18	\$418.16
ENDING MARKET VALUE 06/30/2009	\$1,831.12	\$2,848.82	\$4,591.95
ENDING NAV:	\$9.20	\$8.90	\$8.64

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ACCOUNTING ITEM	1617 FID FREEDOM 2045	1618 FID FREEDOM 2050	TOTAL
BEGINNING MARKET VALUE 03/31/2009	\$948.25	\$1,293.76	\$7,224.14
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	2,643.52	2,482.10	14,087.28
SUBTOTAL:	\$2,643.52	\$2,482.10	\$14,087.28
DISBURSEMENTS:			
FEES	(2.75)	(2.75)	(22.00)
SUBTOTAL:	(\$2.75)	(\$2.75)	(\$22.00)
INVESTMENT INCOME:			
DIVIDEND	4.89	5.84	45.55
REALIZED G/L	(0.02)	(0.03)	(0.17)
UNREALIZED G/L	294.44	361.69	1,831.24
SUBTOTAL:	\$299.31	\$367.50	\$1,876.62
ENDING MARKET VALUE 06/30/2009	\$3,888.33	\$4,140.61	\$23,166.04
ENDING NAV:	\$7.08	\$6.94	

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IV. ACTIVITY BY SOURCE

ACCOUNTING ITEM	EMPLOYER CONTRIBUTION	TOTAL
BEGINNING MARKET VALUE 03/31/2009	\$7,224.14	\$7,224.14
RECEIPTS:		
CONTRIBUTION	14,087.28	14,087.28
SUBTOTAL:	\$14,087.28	\$14,087.28
DISBURSEMENTS:		
FEES	(22.00)	(22.00)
SUBTOTAL:	(\$22.00)	(\$22.00)
INVESTMENT INCOME:		
DIVIDEND	45.55	45.55
REALIZED G/L	(0.17)	(0.17)
UNREALIZED G/L	1,831.24	1,831.24
SUBTOTAL:	\$1,876.62	\$1,876.62
ENDING MARKET VALUE 06/30/2009	\$23,166.04	\$23,166.04

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V. AS OF ADJUSTMENT

\*\*\*\* AS OF ACTIVITY REPORT NOT AVAILABLE \*\*\*\*

\*\*\*\* RUN DATE NOT FOUND FOR LAST MONTH \*\*\*\*

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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VI. RECONCILIATION

	<-----BEGINNING BALANCE-----> AS OF 03/31/2009 CASH	<-----CURRENT ACTIVITY-----> 04/01/2009 TO 06/30/2009 CASH	<-----ENDING BALANCE-----> AS OF 06/30/2009 CASH
PARTICIPANT TOTALS	\$7,398.82	\$14,110.66	\$21,509.48
PLAN TOTALS	\$7,398.82	\$14,110.66	\$21,509.48
	\$0.00	\$0.00	\$0.00

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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TRIAL BALANCE

HENNEPIN HEALTHCARE SYSTEM, INC.  
RETIREMENT PLAN  
FMTC TRUSTEE

FOR THE PERIOD 07/01/2009 TO 09/30/2009

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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HENNEPIN HEALTHCARE SYSTEM, INC.  
RETIREMENT PLAN  
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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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I. MARKET VALUE REPORT

FUND CODE	FUND NAME	<-----SHARES----->		<-----PRICE----->		<-----MARKET VALUE----->		MKT VALUE ALLOCATION
		06/30/2009	09/30/2009	06/30/2009	09/30/2009	06/30/2009	09/30/2009	
0054	FIDELITY GOVT INCOME	0.000	37.744	\$10.72	\$10.57	\$0.00	\$398.95	00.72%
0305	FID INTL DISCOVERY	0.000	29.527	\$24.98	\$29.63	\$0.00	\$874.89	01.58%
0372	FID FREEDOM 2020	133.053	191.693	\$10.84	\$12.40	\$1,442.30	\$2,376.99	04.30%
0373	FID FREEDOM 2030	109.701	268.700	\$10.49	\$12.16	\$1,150.76	\$3,267.40	05.91%
0455	FID HIGH INCOME	0.000	28.924	\$7.31	\$8.15	\$0.00	\$235.73	00.43%
0718	FID FREEDOM 2040	544.451	1,039.437	\$6.01	\$7.02	\$3,272.15	\$7,296.85	13.20%
1313	FID FREEDOM 2015	199.035	666.762	\$9.20	\$10.35	\$1,831.12	\$6,900.98	12.48%
1314	FID FREEDOM 2025	320.092	455.747	\$8.90	\$10.24	\$2,848.82	\$4,666.85	08.44%
1315	FID FREEDOM 2035	531.476	765.961	\$8.64	\$10.05	\$4,591.95	\$7,697.91	13.92%
1617	FID FREEDOM 2045	549.199	1,200.874	\$7.08	\$8.28	\$3,888.33	\$9,943.24	17.99%
1618	FID FREEDOM 2050	596.629	900.926	\$6.94	\$8.16	\$4,140.61	\$7,351.55	13.30%
OFAP	PIMCO TOT RETURN ADM	0.000	178.962	\$10.45	\$10.92	\$0.00	\$1,954.27	03.53%
OMWG	OAKMARK EQ & INC I	0.000	32.761	\$22.36	\$24.72	\$0.00	\$809.85	01.46%
OMYJ	WFA SM CAP VAL INV	0.000	4.805	\$20.40	\$24.87	\$0.00	\$119.50	00.22%
OQSC	ARTISAN MID CAP VAL	0.000	31.005	\$14.41	\$16.85	\$0.00	\$522.43	00.94%
OSAU	EATON LG CAP VALUE A	0.000	43.574	\$13.85	\$15.90	\$0.00	\$692.82	01.25%
OSOD	ROYCE VALUE PLUS SER	0.000	16.135	\$9.23	\$10.90	\$0.00	\$175.87	00.32%

TOTAL MARKET VALUE :

\$23,166.04

\$55,286.08

NET CHANGE :

\$32,120.04

PROGRAM: TRIALBAL -U (73840)  
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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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II. PLAN ACTIVITY SUMMARY

ACCOUNTING ITEM	<-BEGINNING BALANCE-> AS OF 06/30/2009 CASH	<-----ACTIVITY-----> FROM 07/01/2009 TO 09/30/2009 CASH	<---ENDING BALANCE---> AS OF 09/30/2009 CASH
CONTRIBUTION	\$21,486.10	\$26,906.52	\$48,392.62
DIVIDEND	45.55	17.83	63.38
EXCHANGE IN	0.00	0.00	0.00
REALIZED G/L	(0.17)	5.93	5.76
TRANSFERS	0.00	0.00	0.00
EXCHANGE OUT	0.00	0.00	0.00
FEES	(22.00)	(82.50)	(104.50)
GRAND TOTAL:	\$21,509.48	\$26,847.78	\$48,357.26
ENDING MARKET VALUE			\$55,286.08

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III. ACTIVITY BY FUND

ACCOUNTING ITEM	0054 FIDELITY GOVT INCOME	0305 FID INTL DISCOVERY	0372 FID FREEDOM 2020
BEGINNING MARKET VALUE 06/30/2009	\$0.00	\$0.00	\$1,442.30
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	395.76	848.10	691.18
SUBTOTAL:	\$395.76	\$848.10	\$691.18
DISBURSEMENTS:			
FEES	0.00	0.00	(8.25)
SUBTOTAL:	\$0.00	\$0.00	(\$8.25)
INVESTMENT INCOME:			
DIVIDEND	8.05	0.00	0.00
REALIZED G/L	0.00	0.00	0.64
UNREALIZED G/L	(4.86)	26.79	251.12
SUBTOTAL:	\$3.19	\$26.79	\$251.76
ENDING MARKET VALUE 09/30/2009	\$398.95	\$874.89	\$2,376.99
ENDING NAV:	\$10.57	\$29.63	\$12.40

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ACCOUNTING ITEM	0373 FID FREEDOM 2030	0455 FID HIGH INCOME	0718 FID FREEDOM 2040
BEGINNING MARKET VALUE 06/30/2009	\$1,150.76	\$0.00	\$3,272.15
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	1,826.13	226.14	3,258.09
SUBTOTAL:	\$1,826.13	\$226.14	\$3,258.09
DISBURSEMENTS:			
FEES	(8.25)	0.00	(8.25)
SUBTOTAL:	(\$8.25)	\$0.00	(\$8.25)
INVESTMENT INCOME:			
DIVIDEND	0.00	1.15	0.00
REALIZED G/L	0.18	0.00	0.56
UNREALIZED G/L	298.58	8.44	774.30
SUBTOTAL:	\$298.76	\$9.59	\$774.86
ENDING MARKET VALUE 09/30/2009	\$3,267.40	\$235.73	\$7,296.85
ENDING NAV:	\$12.16	\$8.15	\$7.02

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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ACCOUNTING ITEM	1313 FID FREEDOM 2015	1314 FID FREEDOM 2025	1315 FID FREEDOM 2035
BEGINNING MARKET VALUE 06/30/2009	\$1,831.12	\$2,848.82	\$4,591.95
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	4,528.48	1,315.38	2,215.93
SUBTOTAL:	\$4,528.48	\$1,315.38	\$2,215.93
DISBURSEMENTS:			
FEES	(8.25)	(16.50)	(16.50)
SUBTOTAL:	(\$8.25)	(\$16.50)	(\$16.50)
INVESTMENT INCOME:			
REALIZED G/L	0.76	1.07	1.40
UNREALIZED G/L	548.87	518.08	905.13
SUBTOTAL:	\$549.63	\$519.15	\$906.53
ENDING MARKET VALUE 09/30/2009	\$6,900.98	\$4,666.85	\$7,697.91
ENDING NAV:	\$10.35	\$10.24	\$10.05

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ACCOUNTING ITEM	1617 FID FREEDOM 2045	1618 FID FREEDOM 2050	OFAP PIMCO TOT RETURN ADM
BEGINNING MARKET VALUE 06/30/2009	\$3,888.33	\$4,140.61	\$0.00
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	5,122.64	2,294.83	1,922.31
SUBTOTAL:	\$5,122.64	\$2,294.83	\$1,922.31
DISBURSEMENTS:			
FEES	(8.25)	(8.25)	0.00
SUBTOTAL:	(\$8.25)	(\$8.25)	\$0.00
INVESTMENT INCOME:			
DIVIDEND	0.00	0.00	7.46
REALIZED G/L	0.62	0.70	0.00
UNREALIZED G/L	939.90	923.66	24.50
SUBTOTAL:	\$940.52	\$924.36	\$31.96
ENDING MARKET VALUE 09/30/2009	\$9,943.24	\$7,351.55	\$1,954.27
ENDING NAV:	\$8.28	\$8.16	\$10.92

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ACCOUNTING ITEM	OMWG OAKMARK EQ & INC I	OMYJ WFA SM CAP VAL INV	OQSC ARTISAN MID CAP VAL
BEGINNING MARKET VALUE 06/30/2009	\$0.00	\$0.00	\$0.00
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	791.55	113.07	508.86
SUBTOTAL:	\$791.55	\$113.07	\$508.86
DISBURSEMENTS:			
SUBTOTAL:	\$0.00	\$0.00	\$0.00
INVESTMENT INCOME:			
UNREALIZED G/L	18.30	6.43	13.57
SUBTOTAL:	\$18.30	\$6.43	\$13.57
ENDING MARKET VALUE 09/30/2009	\$809.85	\$119.50	\$522.43
ENDING NAV:	\$24.72	\$24.87	\$16.85

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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ACCOUNTING ITEM	OSAU EATON LG CAP VALUE A	OSOD ROYCE VALUE PLUS SER	TOTAL
BEGINNING MARKET VALUE 06/30/2009	\$0.00	\$0.00	\$23,166.04
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	678.45	169.62	26,906.52
SUBTOTAL:	\$678.45	\$169.62	\$26,906.52
DISBURSEMENTS:			
FEES	0.00	0.00	(82.50)
SUBTOTAL:	\$0.00	\$0.00	(\$82.50)
INVESTMENT INCOME:			
DIVIDEND	1.17	0.00	17.83
REALIZED G/L	0.00	0.00	5.93
UNREALIZED G/L	13.20	6.25	5,272.26
SUBTOTAL:	\$14.37	\$6.25	\$5,296.02
ENDING MARKET VALUE 09/30/2009	\$692.82	\$175.87	\$55,286.08
ENDING NAV:	\$15.90	\$10.90	



PROGRAM: TRIALBAL -U (73840)  
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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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IV. ACTIVITY BY SOURCE

ACCOUNTING ITEM	EMPLOYER CONTRIBUTION	TOTAL
BEGINNING MARKET VALUE 06/30/2009	\$23,166.04	\$23,166.04
RECEIPTS:		
CONTRIBUTION	26,906.52	26,906.52
SUBTOTAL:	\$26,906.52	\$26,906.52
DISBURSEMENTS:		
FEES	(82.50)	(82.50)
SUBTOTAL:	(\$82.50)	(\$82.50)
INVESTMENT INCOME:		
DIVIDEND	17.83	17.83
REALIZED G/L	5.93	5.93
UNREALIZED G/L	5,272.26	5,272.26
SUBTOTAL:	\$5,296.02	\$5,296.02
ENDING MARKET VALUE 09/30/2009	\$55,286.08	\$55,286.08

PROGRAM: TRIALBAL -U (73840)

FIDELITY PARTICIPANT RECORDKEEPING SYSTEM

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HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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V. AS OF ADJUSTMENT

\*\*\*\* AS OF ACTIVITY REPORT NOT AVAILABLE \*\*\*\*

\*\*\*\* RUN DATE NOT FOUND FOR LAST MONTH \*\*\*\*

PROGRAM: TRIALBAL -U (73840)  
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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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VI. RECONCILIATION

	<-----BEGINNING BALANCE-----> AS OF 06/30/2009 CASH	<-----CURRENT ACTIVITY-----> 07/01/2009 TO 09/30/2009 CASH	<-----ENDING BALANCE-----> AS OF 09/30/2009 CASH
PARTICIPANT TOTALS	\$21,509.48	\$26,847.78	\$48,357.26
PLAN TOTALS	\$21,509.48	\$26,847.78	\$48,357.26
	\$0.00	\$0.00	\$0.00

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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DATE: 05/19/2010

T R I A L B A L A N C E

HENNEPIN HEALTHCARE SYSTEM, INC.  
RETIREMENT PLAN  
FMTC TRUSTEE

F O R T H E P E R I O D 10/01/2009 T O 12/31/2009

PROGRAM: TRIALBAL -U (73840)  
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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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T R I A L   B A L A N C E

HENNEPIN HEALTHCARE SYSTEM, INC.  
RETIREMENT PLAN  
FMTC TRUSTEE

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T A B L E   O F   C O N T E N T S

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
 HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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I. MARKET VALUE REPORT

FUND CODE	FUND NAME	<-----SHARES----->		<-----PRICE----->		<-----MARKET VALUE----->		MKT VALUE ALLOCATION
		09/30/2009	12/31/2009	09/30/2009	12/31/2009	09/30/2009	12/31/2009	
0003	FID FIDELITY	0.000	5.307	\$27.42	\$28.34	\$0.00	\$150.40	00.14%
0054	FIDELITY GOVT INCOME	37.744	132.179	\$10.57	\$10.39	\$398.95	\$1,373.34	01.32%
0305	FID INTL DISCOVERY	29.527	113.416	\$29.63	\$30.35	\$874.89	\$3,442.17	03.31%
0316	FIDELITY LOW PR STK	0.000	13.830	\$30.36	\$31.94	\$0.00	\$441.73	00.42%
0371	FID FREEDOM 2010	0.000	108.086	\$12.44	\$12.51	\$0.00	\$1,352.15	01.30%
0372	FID FREEDOM 2020	191.693	328.765	\$12.40	\$12.55	\$2,376.99	\$4,126.00	03.96%
0373	FID FREEDOM 2030	268.700	517.858	\$12.16	\$12.39	\$3,267.40	\$6,416.25	06.16%
0399	SPARTAN INTL INDEX	0.000	56.341	\$33.54	\$33.45	\$0.00	\$1,884.61	01.81%
0455	FID HIGH INCOME	28.924	98.338	\$8.15	\$8.46	\$235.73	\$831.94	00.80%
0650	SPARTAN 500 INDEX	0.000	9.536	\$37.56	\$39.43	\$0.00	\$376.01	00.36%
0718	FID FREEDOM 2040	1,039.437	1,583.618	\$7.02	\$7.16	\$7,296.85	\$11,338.70	10.89%
1313	FID FREEDOM 2015	666.762	1,018.501	\$10.35	\$10.42	\$6,900.98	\$10,612.77	10.19%
1314	FID FREEDOM 2025	455.747	687.583	\$10.24	\$10.39	\$4,666.85	\$7,143.99	06.86%
1315	FID FREEDOM 2035	765.961	1,085.133	\$10.05	\$10.26	\$7,697.91	\$11,133.47	10.69%
1617	FID FREEDOM 2045	1,200.874	2,036.924	\$8.28	\$8.47	\$9,943.24	\$17,252.75	16.57%
1618	FID FREEDOM 2050	900.926	1,220.402	\$8.16	\$8.35	\$7,351.55	\$10,190.36	09.78%
OFAP	PIMCO TOT RETURN ADM	178.962	638.718	\$10.92	\$10.80	\$1,954.27	\$6,898.16	06.62%
OMWG	OAKMARK EQ & INC I	32.761	123.666	\$24.72	\$25.54	\$809.85	\$3,158.44	03.03%
OMYJ	WFA SM CAP VAL INV	4.805	21.608	\$24.87	\$27.43	\$119.50	\$592.71	00.57%
OQSC	ARTISAN MID CAP VAL	31.005	113.018	\$16.85	\$17.98	\$522.43	\$2,032.06	01.95%
OQWF	ALLNZ NFJ SMCVAL AD	0.000	6.921	\$22.33	\$23.15	\$0.00	\$160.22	00.15%
OSAU	EATON LG CAP VALUE A	43.574	147.192	\$15.90	\$16.74	\$692.82	\$2,463.99	02.37%
OSOD	ROYCE VALUE PLUS SER	16.135	68.576	\$10.90	\$11.24	\$175.87	\$770.79	00.74%

TOTAL MARKET VALUE :

\$55,286.08 \$104,143.01

NET CHANGE :

\$48,856.93

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HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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II. PLAN ACTIVITY SUMMARY

ACCOUNTING ITEM	<-BEGINNING BALANCE-> AS OF 09/30/2009 CASH	<-----ACTIVITY-----> FROM 10/01/2009 TO 12/31/2009 CASH	<---ENDING BALANCE---> AS OF 12/31/2009 CASH
CONTRIBUTION	\$48,392.62	\$45,500.64	\$93,893.26
DIVIDEND	63.38	2,075.15	2,138.53
EXCHANGE IN	0.00	2,275.36	2,275.36
REALIZED G/L	5.76	113.51	119.27
TRANSFERS	0.00	0.00	0.00
EXCHANGE OUT	0.00	(2,275.36)	(2,275.36)
FEES	(104.50)	(148.50)	(253.00)
GRAND TOTAL:	\$48,357.26	\$47,540.80	\$95,898.06
ENDING MARKET VALUE			\$104,143.01

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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III. ACTIVITY BY FUND

ACCOUNTING ITEM	0003 FID FIDELITY	0054 FIDELITY GOVT INCOME	0305 FID INTL DISCOVERY
BEGINNING MARKET VALUE 09/30/2009	\$0.00	\$398.95	\$874.89
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	147.07	983.64	2,471.34
SUBTOTAL:	\$147.07	\$983.64	\$2,471.34
DISBURSEMENTS:			
FEES	0.00	(0.32)	(0.68)
SUBTOTAL:	\$0.00	(\$0.32)	(\$0.68)
INVESTMENT INCOME:			
DIVIDEND	0.34	13.53	33.41
UNREALIZED G/L	2.99	(22.46)	63.21
SUBTOTAL:	\$3.33	(\$8.93)	\$96.62
ENDING MARKET VALUE 12/31/2009	\$150.40	\$1,373.34	\$3,442.17
ENDING NAV:	\$28.34	\$10.39	\$30.35



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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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ACCOUNTING ITEM	0316 FIDELITY LOW PR STK	0371 FID FREEDOM 2010	0372 FID FREEDOM 2020
BEGINNING MARKET VALUE 09/30/2009	\$0.00	\$0.00	\$2,376.99
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	425.33	1,330.41	1,625.85
SUBTOTAL:	\$425.33	\$1,330.41	\$1,625.85
DISBURSEMENTS:			
FEES	0.00	0.00	(8.25)
SUBTOTAL:	\$0.00	\$0.00	(\$8.25)
INVESTMENT INCOME:			
DIVIDEND	0.00	30.99	101.48
REALIZED G/L	0.00	0.00	1.10
UNREALIZED G/L	16.40	(9.25)	28.83
SUBTOTAL:	\$16.40	\$21.74	\$131.41
ENDING MARKET VALUE 12/31/2009	\$441.73	\$1,352.15	\$4,126.00
ENDING NAV:	\$31.94	\$12.51	\$12.55

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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ACCOUNTING ITEM	0373 FID FREEDOM 2030	0399 SPARTAN INTL INDEX	0455 FID HIGH INCOME
BEGINNING MARKET VALUE 09/30/2009	\$3,267.40	\$0.00	\$235.73
RECEIPTS:			
EMPLOYER CONTRIBUTION	2,927.18	476.24	562.06
EXCHANGE IN	0.00	1,420.75	0.00
SUBTOTAL:	\$2,927.18	\$1,896.99	\$562.06
DISBURSEMENTS:			
FEES	(16.50)	0.00	(0.19)
SUBTOTAL:	(\$16.50)	\$0.00	(\$0.19)
INVESTMENT INCOME:			
DIVIDEND	148.18	39.91	12.10
REALIZED G/L	0.72	0.00	0.01
UNREALIZED G/L	89.27	(52.29)	22.23
SUBTOTAL:	\$238.17	(\$12.38)	\$34.34
ENDING MARKET VALUE 12/31/2009	\$6,416.25	\$1,884.61	\$831.94
ENDING NAV:	\$12.39	\$33.45	\$8.46

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ACCOUNTING ITEM	0650 SPARTAN 500 INDEX	0718 FID FREEDOM 2040	1313 FID FREEDOM 2015
BEGINNING MARKET VALUE 09/30/2009	\$0.00	\$7,296.85	\$6,900.98
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	866.04	4,496.46	3,421.05
EXCHANGE IN	854.61	0.00	0.00
SUBTOTAL:	\$1,720.65	\$4,496.46	\$3,421.05
DISBURSEMENTS:			
EXCHANGE OUT	(1,420.75)	(854.61)	0.00
FEES	0.00	(16.50)	(20.17)
SUBTOTAL:	(\$1,420.75)	(\$871.11)	(\$20.17)
INVESTMENT INCOME:			
DIVIDEND	1.64	254.83	270.66
REALIZED G/L	63.54	40.39	1.51
UNREALIZED G/L	10.93	121.28	38.74
SUBTOTAL:	\$76.11	\$416.50	\$310.91
ENDING MARKET VALUE 12/31/2009	\$376.01	\$11,338.70	\$10,612.77
ENDING NAV:	\$39.43	\$7.16	\$10.42

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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ACCOUNTING ITEM	1314 FID FREEDOM 2025	1315 FID FREEDOM 2035	1617 FID FREEDOM 2045
BEGINNING MARKET VALUE 09/30/2009	\$4,666.85	\$7,697.91	\$9,943.24
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	2,236.95	3,028.30	6,656.12
SUBTOTAL:	\$2,236.95	\$3,028.30	\$6,656.12
DISBURSEMENTS:			
FEES	(8.25)	(24.75)	(41.25)
SUBTOTAL:	(\$8.25)	(\$24.75)	(\$41.25)
INVESTMENT INCOME:			
DIVIDEND	175.33	250.74	378.29
REALIZED G/L	1.15	2.17	1.65
UNREALIZED G/L	71.96	179.10	314.70
SUBTOTAL:	\$248.44	\$432.01	\$694.64
ENDING MARKET VALUE 12/31/2009	\$7,143.99	\$11,133.47	\$17,252.75
ENDING NAV:	\$10.39	\$10.26	\$8.47

PROGRAM: TRIALBAL -U (73840)  
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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN FMTC TRUSTEE

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ACCOUNTING ITEM	1618 FID FREEDOM 2050	OFAP PIMCO TOT RETURN ADM	OMWG OAKMARK EQ & INC I
BEGINNING MARKET VALUE 09/30/2009	\$7,351.55	\$1,954.27	\$809.85
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	2,426.95	4,923.18	2,258.13
SUBTOTAL:	\$2,426.95	\$4,923.18	\$2,258.13
DISBURSEMENTS:			
FEES	(8.25)	(1.57)	(0.64)
SUBTOTAL:	(\$8.25)	(\$1.57)	(\$0.64)
INVESTMENT INCOME:			
DIVIDEND	218.98	95.90	31.06
REALIZED G/L	1.21	0.03	0.02
UNREALIZED G/L	199.92	(73.65)	60.02
SUBTOTAL:	\$420.11	\$22.28	\$91.10
ENDING MARKET VALUE 12/31/2009	\$10,190.36	\$6,898.16	\$3,158.44
ENDING NAV:	\$8.35	\$10.80	\$25.54

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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ACCOUNTING ITEM	OMYJ WFA SM CAP VAL INV	QQSC ARTISAN MID CAP VAL	QQWF ALLNZ NFJ SMCVAL AD
BEGINNING MARKET VALUE 09/30/2009	\$119.50	\$522.43	\$0.00
RECEIPTS:			
EMPLOYER CONTRIBUTION CONTRIBUTION	426.31	1,410.02	154.27
SUBTOTAL:	\$426.31	\$1,410.02	\$154.27
DISBURSEMENTS:			
FEES	(0.09)	(0.41)	0.00
SUBTOTAL:	(\$0.09)	(\$0.41)	\$0.00
INVESTMENT INCOME:			
DIVIDEND	2.50	6.46	2.77
UNREALIZED G/L	44.49	93.56	3.18
SUBTOTAL:	\$46.99	\$100.02	\$5.95
ENDING MARKET VALUE 12/31/2009	\$592.71	\$2,032.06	\$160.22
ENDING NAV:	\$27.43	\$17.98	\$23.15

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ACCOUNTING ITEM	OSAU EATON LG CAP VALUE A	OSOD ROYCE VALUE PLUS SER	TOTAL
BEGINNING MARKET VALUE 09/30/2009	\$692.82	\$175.87	\$55,286.08
RECEIPTS:			
EMPLOYER CONTRIBUTION	1,686.25	561.49	45,500.64
EXCHANGE IN	0.00	0.00	2,275.36
SUBTOTAL:	\$1,686.25	\$561.49	\$47,776.00
DISBURSEMENTS:			
EXCHANGE OUT	0.00	0.00	(2,275.36)
FEES	(0.54)	(0.14)	(148.50)
SUBTOTAL:	(\$0.54)	(\$0.14)	(\$2,423.86)
INVESTMENT INCOME:			
DIVIDEND	6.05	0.00	2,075.15
REALIZED G/L	0.00	0.01	113.51
UNREALIZED G/L	79.41	33.56	1,316.13
SUBTOTAL:	\$85.46	\$33.57	\$3,504.79
ENDING MARKET VALUE 12/31/2009	\$2,463.99	\$770.79	\$104,143.01
ENDING NAV:	\$16.74	\$11.24	

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IV. ACTIVITY BY SOURCE

ACCOUNTING ITEM	EMPLOYER CONTRIBUTION	TOTAL
BEGINNING MARKET VALUE 09/30/2009	\$55,286.08	\$55,286.08
RECEIPTS:		
CONTRIBUTION	45,500.64	45,500.64
EXCHANGE IN	2,275.36	2,275.36
SUBTOTAL:	\$47,776.00	\$47,776.00
DISBURSEMENTS:		
EXCHANGE OUT	(2,275.36)	(2,275.36)
FEES	(148.50)	(148.50)
SUBTOTAL:	(\$2,423.86)	(\$2,423.86)
INVESTMENT INCOME:		
DIVIDEND	2,075.15	2,075.15
REALIZED G/L	113.51	113.51
UNREALIZED G/L	1,316.13	1,316.13
SUBTOTAL:	\$3,504.79	\$3,504.79
ENDING MARKET VALUE 12/31/2009	\$104,143.01	\$104,143.01



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V. AS OF ADJUSTMENT

\*\*\*\* AS OF ACTIVITY REPORT NOT AVAILABLE \*\*\*\*

\*\*\*\* RUN DATE NOT FOUND FOR LAST MONTH \*\*\*\*

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FIDELITY PARTICIPANT RECORDKEEPING SYSTEM  
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VI. RECONCILIATION

	<-----BEGINNING BALANCE-----> AS OF 09/30/2009 CASH	<-----CURRENT ACTIVITY-----> 10/01/2009 TO 12/31/2009 CASH	<-----ENDING BALANCE-----> AS OF 12/31/2009 CASH
PARTICIPANT TOTALS	\$48,357.26	\$47,540.80	\$95,898.06
PLAN TOTALS	\$48,357.26	\$47,540.80	\$95,898.06
	\$0.00	\$0.00	\$0.00

# HENNEPIN HEALTHCARE SYSTEM, INC. RETIREMENT PLAN (73840)

Fund Name	12/31/2009 Assets	Ticker	Morningstar Category	Fees(%) <sup>1</sup>	Fees(\$) <sup>2</sup>	Assumed/Actual Recordkeeping Offset(%) <sup>3</sup>	Assumed/Actual Recordkeeping Offset(\$) <sup>1</sup>
FID FREEDOM 2045	\$17,253	FFGX	Target Date 2041-2045	0.80	\$138	0.35	\$60
FID FREEDOM 2040	\$11,339	FFFX	Target Date 2036-2040	0.79	\$90	0.35	\$40
FID FREEDOM 2035	\$11,133	FFTHX	Target Date 2031-2035	0.78	\$87	0.35	\$39
FID FREEDOM 2015	\$10,613	FFVFX	Target Date 2011-2015	0.67	\$71	0.35	\$37
FID FREEDOM 2050	\$10,190	FFHFX	Target Date 2050+	0.82	\$84	0.35	\$36
FID FREEDOM 2025	\$7,144	FTWX	Target Date 2021-2025	0.74	\$53	0.35	\$25
PIMCO TOT RETURN ADM	\$6,898	PTRAX	Intermediate-Term Bond	0.71	\$49	0.25	\$17
FID FREEDOM 2030	\$6,416	FFEX	Target Date 2026-2030	0.76	\$49	0.35	\$22
FID FREEDOM 2020	\$4,126	FFDX	Target Date 2016-2020	0.72	\$30	0.35	\$14
FID INTL DISCOVERY	\$3,442	FIGRX	Foreign Large Blend	1.07	\$37	0.35	\$12
OAKMARK EQ INC I	\$3,158	OAKBX	Moderate Allocation	0.81	\$26	0.35	\$11
EATON LG CAP VALUE A	\$2,464	EHSTX	Large Value	1.00	\$25	0.35	\$9
ARTISAN MID CAP VAL	\$2,032	ARTQX	Mid-Cap Value	1.21	\$25	0.40	\$8
SPTN INTL INDEX INV	\$1,885	FSIIX	Foreign Large Blend	0.10	\$2	0.00	\$0
FID GOVT INCOME	\$1,373	FGOVX	Intermediate Government	0.45	\$6	0.25	\$3
FID FREEDOM 2010	\$1,352	FFCX	Target Date 2000-2010	0.64	\$9	0.25	\$3
FID HIGH INCOME	\$832	SPHIX	High Yield Bond	0.75	\$6	0.25	\$2
ROYCE VALUE PLUS SER	\$771	RYVPX	Small Growth	1.48	\$11	0.45	\$3
WFA SM CAP VAL INV	\$593	SSMVX	Small Blend	1.38	\$8	0.35	\$2
FID LOW PRICED STK	\$442	FLPSX	Mid-Cap Blend	0.98	\$4	0.35	\$2
SPTN US EQ INDEX INV	\$376	FUSEX	Large Blend	0.10	\$0	0.00	\$0
ALLNZ NFJ SMCVAL AD	\$160	PVADX	Small Value	1.09	\$2	0.35	\$1
FID FIDELITY FUND	\$150	FFIDX	Large Blend	0.64	\$1	0.35	\$1
<b>Asset-Based Incl. SDB and Annuities*</b>	<b>\$104,143</b>			<b>0.78%</b>	<b>\$811</b>	<b>0.33%</b>	<b>\$348</b>
<b>Asset-Based Excl. SDB and Annuities*</b>	<b>\$104,143</b>			<b>0.78%</b>	<b>\$811</b>	<b>0.33%</b>	<b>\$348</b>
<b>Average Balance</b>	<b>\$4,528</b>						
<b>Plan Administration**:</b>							
Participant Maintenance	# of participants =	23	\$33.00 / part. RK Fee	0.73%	\$759	0.73%	\$759
Flat Rate Plan Level Fee				4.80%	\$5,000	4.80%	\$5,000
<b>Transaction based**:</b>							
Loans, QDROs, MRDs, ROEs, ISWs, etc.				0.00%	\$0	0.00%	\$0
<b>Plan Fees:</b>				<b>6.31%</b>	<b>\$6,570</b>	<b>5.86%</b>	<b>\$6,107</b>
Per Participant							<b>\$266</b>

\* The total asset-based fee % is an asset-weighted average calculated by dividing the total asset-based fees by the total assets (with and without company stock, if applicable). If fee information for an investment option was not available, its fee was treated as zero, and the asset-based fees shown may, therefore, be understated. For mutual funds, the net expense ratio was usually used. Net expense ratios are net of any waivers, caps or reimbursements which may be voluntary and terminated at any time unless otherwise disclosed in the applicable fund's prospectus. See next page for footnotes and more details on how these fees were calculated.

\*\* Per participant, flat rate and transaction-based fees are based on invoices issued during the rolling 12-month period ending with this quarter. If all applicable fees were not invoiced for the full 12 months or applicable fees were not available, then the fees shown may be understated.

## NOTES:

Please note that this illustration may not represent a comprehensive presentation of all plan fees. Investments, Confidential. For example, fees deducted from participant accounts, but not billed

by Fidelity, are excluded from this presentation. Similarly, expenses paid out of revenue the plan receives from third parties may not be represented here. If Self-Directed Brokerage (SDB) is a Plan option, only applicable per participant fees associated with SDB are included in this presentation. This presentation does not take into consideration every expense associated with a plan's investment options. There are expenses, the largest category of which may be portfolio trading costs, which are not reflected in an investment option's expense ratio, but do figure into its overall return.

<sup>1</sup> Where the investment option is a mutual fund, the fund's net expense ratio is shown, unless it is unavailable (typically because it is a new fund or a new share class), then the gross expense ratio is shown. Where the investment option is not a mutual fund, similar fee and expense information is shown, however, the fees and expenses for non-mutual funds may be calculated using methodologies different from those for mutual funds and may not include all the fees that mutual fund expense ratios are required to reflect. (In certain situations, including but not limited to situations where the information was unavailable, an investment option's fees and expenses were assigned a value of zero but there may be fees associated with the investment option or underlying investments.

The source for Fidelity mutual fund expense ratios is Fidelity: which obtains net expense ratios from the fund's annual or semi-annual report and gross expense ratios from the fund's prospectus. The source for non-Fidelity mutual fund expense ratios is Morningstar which obtains its fee data from fund prospectuses. Accuracy, completeness and timeliness of Morningstar data cannot be guaranteed. See a mutual fund's current prospectus for more information on its fees. For non-mutual fund investment options, fee information was provided by the trustee or plan sponsor.

#### **Mutual Fund Expense Ratios – Additional Information**

The gross expense ratio for a mutual fund is its management and operating expenses before waivers, caps and/or reimbursements, while the net expense ratio is after them. Expense ratios are annualized and expressed as a percentage of a fund's total net assets. Waivers, caps and/or reimbursements may be voluntary and terminated at any time unless otherwise disclosed in the applicable fund's prospectus.

For a mutual fund that invests almost all its assets in other funds (called a "fund of funds"), it is required to calculate its gross expense ratio by adding the net expense ratios of its underlying funds to the gross expense ratio of the "top" fund," and to calculate its net expense ratio by adding the net expense ratio of its underlying funds to the net expense ratio of its "top fund.". The expense ratios of the underlying funds are aggregated and pro-rated in a manner that reflects their average weight in the "top" fund. In cases where the "top" fund charges no additional expenses, the gross and net expense ratios will be identical.

<sup>2</sup> The figure presented in the Fees (\$) column for "asset based" fees is calculated by multiplying plan assets by the Fee (%) value. Asset figures used in this calculation represent plan balances as of the close of business on the date noted above, and do not reflect subsequent adjustments that might have had a retroactive effect on such balances. The Fee (\$) figure is an estimate based on point-in-time assets and fee information, and does not represent precise annual amounts received by Fidelity or non-Fidelity entities.

<sup>3</sup> For third-party investment options, this column represents the amounts receivable by Fidelity from third parties to offset the costs of administrative services. For proprietary investment options, this column lists the assumed administrative component of the investment option's expense ratio, which is derived from market-based rates. To the extent such third-party payments are not made by the plan sponsor, they are made by the investment option, the investment adviser, or one of their affiliates, based upon contractual arrangements between Fidelity and the investment provider (or an affiliate), and are disclosed in the Trust or Recordkeeping Agreement between Fidelity and the plan sponsor and on Plan Sponsor Webstation. For Fidelity proprietary products, Fidelity assumes that the assumed administrative component (e.g., for recordkeeping, communications, etc.) is equal to the payments it typically receives from third parties for investment options maintained on its recordkeeping system. More specifically, the illustration assumes the following:

- Actively managed equity mutual funds (Non-Institutional Non-Advisor Class): 0.35%
- Actively managed equity mutual funds (Class K): 0.15%
- Actively managed Freedom Funds (Class K): 0.15%
- Actively managed fixed income and money market mutual funds: 0.25%
- Actively managed stable value commingled pools: 0% - 0.15%
- Actively managed equity and fixed income (excluding stable value) commingled pools: 0.10%
- Index mutual funds and index commingled pools: 0%

This illustration is designed to enable a plan sponsor to reasonably compare the recordkeeping costs of a bundled provider with those of an unbundled provider.

This hypothetical illustration is not intended to depict the revenues received by Fidelity for, or the specific costs of, providing administrative services to the plan. The revenues received by Fidelity for all its services to the plan, including investment management, are fully described in the mutual fund prospectuses and/or the trust or recordkeeping agreement between Fidelity and the plan sponsor.

<sup>4</sup> The Assumed/Actual Recordkeeping Offset (\$) is an estimated annualized figure calculated by multiplying the listed asset value by the Assumed/Actual Recordkeeping Offset (%). It does not represent the precise amounts received by Fidelity as it reflects a point-in-time calculation.

For Plan Sponsor use only.

Fidelity Brokerage Services LLC, Member NYSE, SIPC, 900 Salem Street, Smithfield, RI 02917

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