TEAMSTERS HEALTH AND WELFARE FUND OF PHILADELPHIA AND VICINITY Financial Statements December 31, 2018 and 2017 With Independent Auditors' Report



# Teamsters Health and Welfare Fund of Philadelphia and Vicinity December 31, 2018 and 2017

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## **INDEPENDENT AUDITORS' REPORT**

To the Board of Trustees, Teamsters Health and Welfare Fund of Philadelphia and Vicinity

#### **Report on the Financial Statements**

We have audited the accompanying financial statements of Teamsters Health and Welfare Fund of Philadelphia and Vicinity (the "Fund"), which comprise the statements of net assets available for benefits as of December 31, 2018 and 2017 and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

#### Management's Responsibility for the Financial Statements

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

#### Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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



#### Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial status of Teamsters Health and Welfare Fund of Philadelphia and Vicinity as of December 31, 2018 and 2017, and the changes in its financial status for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Withum Smith + Brown, PC

August 28, 2019 Bethesda, MD

# Teamsters Health and Welfare Fund of Philadelphia and Vicinity Statements of Net Assets Available for Benefits December 31, 2018 and 2017

	2018		
Assets			
Investments at fair value	\$ 96,235,273	\$ 100,520,497	
Receivables Employers' contributions Participants' contributions (COBRA) Dividends Due from broker for investments sold Rebates and other receivables	7,623,182 62,450 96,446 2,728,913 2,512,166	8,496,730 78,122 222,726 1,982,970 1,807,075	
Total receivables	13,023,157	12,587,623	
Cash	7,608,038	3,774,676	
Deposits	1,300,000	1,300,000	
Other assets	120,040	113,844	
Total assets	118,286,508	118,296,640	
Liabilities			
Accounts payable and accrued expenses Due to Administrative Service Professionals, Inc. Deferred revenue Due to broker for investments purchased Total liabilities	277,121  955,854 <u>2,728,913</u> 3,961,888	479,893 356,219 682,344 <u>2,983,164</u> 4,501,620	
Net assets available for benefits	\$ 114,324,620	\$ 113,795,020	

The Notes to Financial Statements are an integral part of these statements.

# Teamsters Health and Welfare Fund of Philadelphia and Vicinity Statements of Changes in Net Assets Available for Benefits Years Ended December 31, 2018 and 2017

	2018	2017
Additions		
Contributions Employers Participants (COBRA)	\$ 114,796,602 822,621	\$ 116,509,623 1,082,258
Total contributions	115,619,223	117,591,881
Investment (loss) income Net (depreciation) appreciation in fair value of investments Dividends	 (9,361,223) 2,957,087	 9,653,563 1,838,951
	(6,404,136)	11,492,514
Investment expenses	 (160,994)	 (292,011)
Total investment (loss) income	 (6,565,130)	 11,200,503
Total additions	109,054,093	128,792,384
Deductions		
Benefits paid Medical Dental Prescription drug Disability Vision Death	 72,157,825 5,939,944 21,346,356 1,066,529 299,268 385,567	 71,327,461 5,920,471 18,254,921 1,028,108 104,759 347,908
Total benefits paid	101,195,489	96,983,628
Benefit administration expenses	3,957,792	4,273,743
Administrative expenses	 3,371,212	 3,889,606
Total deductions	 108,524,493	 105,146,977
Net increase	529,600	23,645,407
Net assets available for benefits		
Beginning of the year	 113,795,020	 90,149,613
End of the year	\$ 114,324,620	\$ 113,795,020

The Notes to Financial Statements are an integral part of these statements.

## 1. PLAN DESCRIPTION

#### General

The Teamsters Health and Welfare Fund of Philadelphia and Vicinity (the "Fund") is a multiemployer, defined benefit health and welfare plan that was established under the terms of collective bargaining agreements between the employers and Teamsters local unions (the "local unions"), located in central and northeast portions of Pennsylvania, along the eastern shore of Maryland, Maine, New York and Ohio. The Fund covers all eligible employees working for employers who have a collective bargaining agreement with local unions under which the employers have agreed to make contributions to the Fund on the employees' behalf in accordance with negotiated hourly rates.

The Fund is generally non-contributory, but does provide for participant contributions under the Consolidated Omnibus Budget Reconciliation Act ("COBRA"). The Fund provides health and other benefits to eligible participants who are covered under collective bargaining agreements, or other written agreements, with the local unions. The Fund is administered by a Board of Trustees ("Trustees") with equal representation by the employers and the local unions and is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

The Fund was considered a "grandfathered plan" under the enactment of the Patient Protection and Affordable Care Act ("ACA"). A grandfathered health plan can preserve certain basic health coverage that was in effect prior to the ACA being enacted. As a result, some, but not all, of the ACA's provisions have been applied to the plan. On March 1, 2016, the Fund ceased to be a grandfathered plan and the plan was amended to become fully compliant with all applicable provisions of the ACA.

Information about eligibility, benefit provisions, and the priority order of participants' claims to the assets of the Fund upon termination, is contained in the Summary Plan Description. Copies are available from the Fund Administrator.

#### Benefits

The Fund provides health benefits (medical, dental and prescription drug), short-term disability and death benefits for covered employees and their beneficiaries and covered dependents. Generally, to be eligible for benefits, an employee must be employed by a contributing employer or employers and be working within the jurisdiction of a local union which is a party to the Fund either 15 days in the month that is two months prior to the month of medical treatment or 180 days in the 12-month period that is two months prior to the month of medical treatment. Alternatively, some employees enjoy benefit eligibility during the same month that an employer remits a stated contractual amount of contributions. Retired participants are entitled to death benefits to be paid to their beneficiaries provided their employer has not decertified and/or has not ceased participation in the Fund in favor of another group health program at the time of death.

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Fund's accounting policies reflect practices common to employee benefit plans and conform with accounting principles generally accepted in the United States of America. Significant accounting policies are summarized as follows.

#### **Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and benefit obligations including claims payable and disclosure of contingent assets and liabilities at the date of the financial statements and changes therein during the reporting period. Actual results could differ from those estimates.

#### **Investment Valuation and Income Recognition**

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Investment policies, guidelines and procedures have been established by the Trustees of the Fund and may be modified or amended only at the direction of the Trustees. See Note 4 for discussion of fair value measurements.

Dividends are recorded on the ex-dividend date. Purchases and sales of securities are recorded on a trade-date basis. Realized and unrealized gains and losses on the value of investments are recognized in net appreciation (depreciation) in fair value of investments on the statements of changes in net assets available for benefits.

#### **Contributions from Employers**

These amounts are based upon remittance reports filed by the employers. Contributions receivable at year end are substantially determined from employer remittance reports received subsequent to year end, which cover hours worked during the respective years. Management believes all contributions receivable are collectible and no allowance for uncollectible accounts has been provided.

The Trustees have established a policy requiring audits of payroll records of employers who are selected by random sampling and judgmental methods. Special audits include those performed on employers that have withdrawn from the Fund and those performed at the request of covered employers. These audits are conducted on employers' payroll records based upon reports filed with the Fund for the calendar year prior to the audit date. These audits are in addition to the Fund's normal verification procedures applied to contributions reports filed for the current year.

#### **Contributions from Participants (COBRA)**

Participants who become ineligible for coverage under the Fund's eligibility requirements can continue their coverage through COBRA. Contribution amounts are determined by the Fund's actuary in accordance with COBRA regulations. Contribution revenue is recognized in the period the benefits are provided to the participant.

#### **Current and Postemployment Benefit Obligations**

Fund obligations at December 31 for health claims incurred by active participants but not paid as of that date and for accumulated eligibility of participants are estimated by management based on the calculation performed by the Fund's actuary in accordance with accepted actuarial principles. Such estimated amounts are included in Note 3 at present value.

#### **Postretirement Benefit Obligations**

The postretirement benefit obligation represents the actuarial present value of those estimated future death benefits that are attributed to employee services rendered to December 31. Postretirement benefits include future death benefits expected to be paid to or for (1) currently retired or terminated employees and their beneficiaries and dependents, (2) active employees and their beneficiaries and dependents, (2) active employees and their beneficiaries and dependents after retirement from services with participants employers and (3) future death benefits under total disability claims. Prior to an active employee's full eligibility date, the postretirement benefit obligation is the portion of the expected postretirement obligation that is attributed to that employee's service rendered to the valuation date. The actuarial present value of the expected postretirement benefit obligation is determined with the assistance of the actuary and is the amount that results from applying actuarial assumptions to estimate future annual death benefits to participants and to adjust such estimates for the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as those for death, disability or withdrawal) between the valuation date and the expected date of payment.

#### Rebates Receivable

Rebates due from the Fund's pharmacy benefit manager are recorded when earned and netted with benefits paid on the statements of changes in net assets available for benefits.

#### **New Accounting Pronouncements**

In August 2018, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2018-13, *Fair Value Measurement* (Topic 820): *Disclosure Framework – Changes to the Disclosure Requirements for Fair Value Measurement*, which includes amendments intended to improve the effectiveness of disclosure requirements for recurring and nonrecurring fair value measurements. The standard removes, modifies and adds certain disclosure requirements and affects companies that are required to include fair value measurement disclosures. The amendments in this update are effective for fiscal years beginning after December 15, 2019, and interim periods within those fiscal years. Early adoption for amendments that remove or modify disclosures are permitted. Plan management is assessing the impact of this pronouncement on the financial statements.

#### Subsequent Events

In preparing these financial statements, management of the Fund has evaluated events and transactions that occurred after December 31, 2018 for potential recognition or disclosure in the financial statements. These events and transactions were evaluated through August 28, 2019, the date that the financial statements were available to be issued, and no items have come to the attention of management that require recognition or disclosure.

# 3. BENEFIT OBLIGATIONS

Benefit obligations as of December 31, 2018 and 2017 are as follows:

		2018		2017
Amounts currently payable to or for participants, beneficiaries and dependents Claims payable and claims incurred but not reported	\$	12,290,428	\$	13,259,745
Accumulated eligibility credits and postemployment benefits, net of amounts currently payable Accumulated eligibility credits		18,131,693		18,153,565
Postretirement benefit obligations Current retirees Other participants fully eligible for benefits Other participants not fully eligible for benefits Death benefits under total disability claims		5,550,686 614,224 47,387 1,082,076		6,083,548 779,332 60,099 1,179,358
	¢	7,294,373 37,716,494	¢	8,102,337 39,515,647
Total benefit obligations	ψ	57,710,494	ψ	53,515,047

	2018	2017
Amounts currently payable to or for participants, beneficiaries and dependents		
Balance at beginning of year	\$ 13,259,745	\$ 12,110,162
Claims incurred during the year Claims paid (including disability)	100,226,172 (101,195,489)	98,133,211 (96,983,628)
Balance at end of year	12,290,428	13,259,745
Accumulated eligibility credits and postemployment benefits, net of amounts currently payable		
Balance at beginning of year	18,153,565	20,116,376
Benefits earned and other changes in Accumulated eligibility credits	(21,872)	(1,962,811)
Balance at end of year	18,131,693	18,153,565
Postretirement benefit obligations		
Balance at beginning of year	8,102,337	7,591,575
Decrease during the year attributable to benefits earned and other changes	(215,707)	(36,889)
(Decrease) increase due to changes in actuarial assumptions	(592,257)	547,651
Balance at end of year	7,294,373	8,102,337
Total benefit obligations at end of year	\$ 37,716,494	\$ 39,515,647

Changes in benefit obligations for the years ended December 31, 2018 and 2017 are as follows:

The following significant assumptions were used as of December 31, 2018 and 2017:

- Discount rate 4.29% and 3.72% for 2018 and 2017, respectively.
- Retirement rates: 2018 and 2017

A	ge	Rates
55		50%
56	61	10%
62		25%
63		40%
64	65	30%
66		50%
67	69	25%
70		100%

- Mortality rates For 2018, the RP-2006 Employee and Healthy Annuitant Mortality Headcount Weighted Table, with generational projection using scale MP-2018. For 2017, the RP-2006 Employee and Healthy Annuitant Mortality Headcount Weighted Table, with generational projection using scale MP-2016. For 2018 and 2017, the PBGC Disabled Males and Females with OASDI Table was used for Disabled Participants.
- Accumulated eligibility credits liability Amount is equal to the value of benefits earned by active participants that would be provided during periods of unemployment when employer contributions would not otherwise provide coverage or benefits.

Changes in actuarial assumptions for postretirement benefit obligations noted above reflect the December 31, 2018 valuation results adjusted for the change in the discount rate from 3.72% at December 31, 2017 to 4.42% at December 31, 2018. The foregoing assumptions are based upon the presumption that the Fund will continue. Were the Fund to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of the postretirement benefit obligation.

#### 4. FAIR VALUE MEASUREMENTS

Accounting principles generally accepted in the United States of America define fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, establish a fair value reporting hierarchy and define three broad levels of inputs (the assumptions that market participants would use in pricing the asset or liability) as noted below:

#### Level 1

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

#### Level 2

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

#### Level 3

Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

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

Following is a description of the valuation methodology used for assets measured at fair value. The valuation methodology used at December 31, 2018 was not changed from the methodology used at December 31, 2017.

Mutual funds are valued based on quoted market prices.

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the end of the reporting period. For the year ended December 31, 2018, there were no transfers in or out of levels 1, 2 or 3.

As of December 31, 2018 and 2017, assets measured at fair value on a recurring basis are summarized by level within the fair value hierarchy as follows:

		2	018				
	Level 1 Level 2		Level 1 Level 2		Level 1 Level 2 Level 3		
Mutual funds	\$ 96,235,273	\$	\$	\$ 96,235,273			
		20	017				
	Level 1	Level 2	Level 3	Total Fair Value			
Mutual funds	\$ 100,520,497	\$	\$	\$ 100,520,497			

#### 5. TAX STATUS

The Trust established to hold the Fund's assets received an exemption letter from the Internal Revenue Service dated June 17, 1953, stating that the Trust, as then designed, was tax-exempt under the provisions of Section 501(c)(9) of the Internal Revenue Code (the "Code") as a Voluntary Employee Beneficiary Association. Subsequent to this exemption letter from the Internal Revenue Service, the Fund was amended and/or restated. Once qualified, the Fund and Trust are required to operate in conformity with the Code to maintain the tax-exempt status of the Trust. The Fund's Administrator believes the Fund is being operated in compliance with the applicable requirements of the Code and, therefore, believes that the Fund, as amended, is qualified and the related trust is tax-exempt. Therefore, no provision for income taxes has been made in these financial statements.

Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken and recognize a tax liability if the Fund has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. Management has analyzed the tax positions taken by the Fund, and has concluded that as of December 31, 2018, there are no uncertain positions taken or expected to be taken that would require recognition in the financial statements. The Fund is subject to routine audits by taxing jurisdictions; however, there are currently no audits in progress for any tax periods. In addition, there have been no tax related interest or penalties for the periods presented in these financial statements. Should such penalties and interest be incurred, the Fund's policy is to recognize them as administrative expenses.

#### 6. **RISKS AND UNCERTAINTIES**

The Fund invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of these securities will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

Fund contributions are determined and the actuarial present values of benefit obligations are reported based on certain assumptions pertaining to interest rates, health care inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amount reported and disclosed in the financial statements.

### 7. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of the Fund's net assets available for benefits per the accompanying 2018 and 2017 financial statements to net assets per Form 5500:

Net assets available for benefits per the		
financial statements	114,324,620	113,795,020
Benefit obligations	 (12,290,428)	 (13,259,745)
Net assets per Form 5500	\$ 102,034,192	\$ 100,535,275

The following is a reconciliation of health benefits per the financial statements to Form 5500 for the year ended December 31, 2018:

Benefits paid per the financial statements	\$ 101,195,489
Reported benefit obligations at end of year	12,290,428
Reported benefit obligations at beginning of year	(13,259,745)
Benefit payments per Form 5500	\$ 100,226,172

#### 8. **RELATED PARTY TRANSACTIONS**

The Fund and the Teamsters Pension Trust Fund of Philadelphia and Vicinity maintain a corporation known as Administrative Service Professionals, Inc. ("ASP"). The Fund owns seventy-two percent of ASP. ASP provides administrative services to the Fund for a negotiated fixed amount, based upon the number of members. During 2018 and 2017, the Fund paid ASP \$2,726,781 and \$3,341,219, respectively, which is included in administrative expenses. As of December 31, 2017, the Fund had outstanding liabilities of \$356,219 to ASP.

The Fund does not consolidate financial information concerning ASP into its financial statements as such information is considered immaterial to its financial status and changes in its financial status.

#### 9. CONCENTRATIONS OF CREDIT RISK

The Fund maintains its cash in bank deposit accounts and its investments in custodial accounts the balances of which, at times, may exceed federally insured limits. The Fund has not experienced any losses on such accounts and management does not believe that it is exposed to any significant financial risk on cash or investments.

SUPPLEMENTARY INFORMATION



## **INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION**

The Board of Trustees,

Teamsters Health and Welfare Fund of Philadelphia and Vicinity:

We have audited the financial statements of Teamsters Health and Welfare Fund or Philadelphia and Vicinity as of and for the years ended December 31, 2018 and 2017, and have issued our report thereon dated August 28, 2019, which contained an unmodified opinion on those financial statements. Our audit was performed for the purpose of forming an opinion on the financial statements as a whole.

The accompanying schedules of benefit administration expenses and administrative expenses for the years ended December 31, 2018 and 2017 are presented for the purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Withum Smith+Brown, PC

August 28, 2019 Bethesda, MD

# Teamsters Health and Welfare Fund of Philadelphia and Vicinity Schedules of Benefit Administration Expenses Years Ended December 31, 2018 and 2017

	2018		2017	
Benefit administration expenses				
Behavioral health	\$	334,778	\$	313,713
Claims editing		31,701		44,851
Call a doctor		249,717		216,171
Disease management		606,401		581,059
Hospital/surgical		2,616,488		3,021,764
PCORI fees		40,797		40,273
Prescription drug		77,910		55,912
Total benefit administration expenses	\$	3,957,792	\$	4,273,743

See Independent Auditors' Report on Supplementary Information.

# Teamsters Health and Welfare Fund of Philadelphia and Vicinity Change in Net Assets Avaiable for Benefits by Plan Years Ended December 31, 2018 and 2017

	2018		2017	
Administration expenses				
- Actuarial and consulting	\$	90,000	\$	90,000
Administrator fee ASP		2,726,781		3,341,219
Auditing and accounting		56,500		61,700
Data processing equipment rental and supplies		44,317		44,885
Dental consulting		18,720		19,890
Dues and subscriptions		1,123		603
Educational conferences and trustees' meetings		28,405		28,135
Insurance		11,625		5,194
Legal		188,523		161,319
Medical claims audit		59,566		
Office and supplies		26,372		20,425
Payroll audit legal services		21,263		11,020
Postage		86,172		86,228
Printing		11,845		18,988
Total administration expenses	\$	3,371,212	\$	3,889,606