

Participant Fees Disclosure Statement

Plan: Westmoreland Community Action 403(b) Retirement Plan
Subscription: Westmoreland Community Action
Created: 06/07/2014

Account Number: 61266-1-1

You are a participant or beneficiary in an individual account plan that allows you to direct the investment of your account balance. This disclosure statement is designed to provide you with information that will allow you to make informed decisions when selecting and managing your investments. This disclosure statement advises you of information regarding fees and expenses associated with your participation in the Plan. The General Plan Information section provides information regarding the operation of the Plan. The Comparative Chart section provides information about the Plan's designated investment alternatives including investment performance, operating expenses, fees, trade restrictions, and an industry benchmark relative to each non-fixed interest investment to help you make investment decisions. If the Plan has target date or life cycle investment allocation alternatives, this disclosure statement will include a Target Date Asset Allocation Investment Alternatives section providing information on how the investment allocation will change over time, when it will reach its most conservative asset allocation, the relevance of any dates used to describe the investment and the participant age groups for whom the investment alternative is designed. If your Plan's administrative expenses could be deducted from your account balance, this disclosure statement will include an Administrative Expenses section. The Administrative Expenses section provides information regarding charges for administrative expenses incurred on a Plan-wide basis that may be deducted from your account. An Individual Expenses section regarding individual expenses that may be deducted from your account, will also be included in this disclosure statement if the Plan charges participants and beneficiaries for the expenses associated with individual transactions.

Please be mindful that:

- An investment's past performance is no guarantee of future results.
- To help achieve long-term retirement security, you should give careful consideration to the benefits of a well-balanced and diversified investment portfolio.
- Fees are only one of several factors you should consider when making investment decisions. For more information and an example demonstrating the long-term effect of fees and expenses, please visit: http://www.dol.gov/ebsa/publications/401k_employee.html and <http://www.dol.gov/ebsa/publications/undrstndgrtrmnt.html>.

General Plan Information ::

Investment Instructions: In order to direct your Plan investments, you must make your election at www.retiresmart.com or contact the MassMutual Participant Information Center at 1-888-606-7343. If you are currently not participating in the Plan and have questions concerning plan provisions, including eligibility requirements, contact Human Resources at (724) 834-1260 or 226 South Maple Ave., Greensburg PA 15601.

Limitations on Instructions:

- You may give investment instructions on any day the New York Stock Exchange is open for business.
- Any trade restrictions specific to an individual investment alternative will be listed in the Comparative Chart.



General Plan Information (continued) ::

· If the Plan offers publicly traded employer securities as a designated investment alternative, certain discretionary transactions requested by participants who are officers, directors, or principal stockholders that involve employer securities will have trading restrictions imposed as additional reporting of those transactions is required.

Designated Investment Alternatives (DIA): The Plan provides designated investment alternatives into which you can direct the investment of your Plan funds. The Comparative Chart below identifies these designated investment alternatives and provides information regarding the alternatives.

Investment Manager: For information regarding the designated investment manager for the Plan (if any), please contact your Plan Sponsor.

Glossary of Terms: Please visit <http://www.massmutual.com/glossary> for a glossary of investment terms relevant to the investment options under this Plan. This glossary is intended to help you better understand your options.

Comparative Chart: ::

This section includes important information to help you compare the investment alternatives offered under your Plan. If you want additional information about your investment options, you can go to the specific Internet web site addresses shown below or you can contact the MassMutual Participant Information Center at 1-888-606-7343. If you are currently not participating in the Plan, contact Human Resources at (724) 834-1260 or 226 South Maple Ave., Greensburg PA 15601. To help achieve long-term retirement security, you should give careful consideration to the benefits of a well-balanced and diversified investment portfolio. Spreading your assets among different types of investments can help you achieve a favorable rate of return, while minimizing your overall risk of losing money. This is because market or other economic conditions that cause one category of assets, or one particular security, to perform very well often cause another asset category, or another particular security, to perform poorly. If you invest more than 20% of your retirement savings in any one company, industry or class of investment, your savings may not be properly diversified. Although diversification is not a guarantee against loss, it is an effective strategy to help you manage investment risk. In deciding how to invest your retirement savings, you should take into account all of your assets, including any retirement savings outside of the Plan. No single approach is right for everyone because, among other factors, individuals have different financial goals, different time horizons for meeting their goals, and different tolerances for risk. It is also important to periodically review your investment portfolio, your investment objectives, and the investment alternatives under the Plan to help ensure that your retirement savings will meet your retirement goals.

Document Summary

This section focuses on the performance of investment alternatives that have a fixed or stated rate of return. The chart shows the annual rate of return of each such alternative, the term or length of time that you will earn this rate of return and other information relevant to performance.

Comparative Chart (continued):

Fixed Return Investments			
Name of Investment Type of Investment Investment Inception Date Investment Manager Investment Profile	Annual Rate of Return	Term	Shareholder-Type Fees, Restrictions and Other
CASH			
Capital Preservation STABLE VALUE MassMutual wwwrs.MassMutual.com/FF/rm3502cp.PDF	1.00%	Quarterly	The rate of return listed was effective beginning on 04/01/2014, is reset Quarterly, and is calculated net of certain contract expenses. Under the terms of your group annuity contract, there is a guaranteed minimum gross interest rate of 1.00%. Although the gross rate of return provided under the contract will never fall below 1.00%, the net rate of return may, in some instances, be less than 1.00% after applicable expenses are deducted from the contract. Current rate of return information is available by contacting the MassMutual Participant Information Center at 1-888-606-7343. If you are currently not participating in the Plan, contact Human Resources at (724) 834-1260 or 226 South Maple Ave., Greensburg PA 15601.

Your Plan's stable value investment is provided by a group annuity contract (the "Contract") held in your plan's trust. While the Contract pays a fixed credited rate (disclosed above), on each day on which there is cash flow into or out of the trust, the rate of interest you receive from the trust may be more or less than the Contract's disclosed fixed credited rate.

This section focuses on the performance of investment alternatives that do not have a fixed or stated rate of return. The chart shows how these alternatives have performed over time and allows you to compare them with an appropriate benchmark for the same time periods. ***Past performance does not guarantee how the investment alternative will perform in the future. Your investment in these alternatives could lose money.***

Information about an investment alternative's principal risks is available on the Investment Profile. You can obtain a specific Investment Profile using the web site address provided for the specific investment alternative in the Comparative Chart.

This chart also shows fee and expense information for the investment alternatives under your Plan. It shows the Total Annual Operating Expense which are expenses that reduce the rate of return of the investment alternative. Any shareholder-type fees are also disclosed. These fees are in addition to Total Annual Operating Expenses. Expense information is reflected as of the date of this report and may change over time. Please note that expense information for each investment alternative reflected on the Investment Profile is updated from time to time. Please see the Investment Profile which includes current expense information as well as the date the expenses were most recently updated.

Comparative Chart (continued):

Name of Investment Type of Investment Investment Inception Date Investment Manager Investment Profile	Variable Return Investments						Fees and Expense Information				Shareholder-Type Fees, Restrictions and Other
	Average Annual Total Return as of 05/31/2014			Benchmark			Gross Total Annual Operating Expenses		Net Total Annual Operating Expenses**		
	1 Year	5 Year	10 Year or *Since Fund Inception if less than 10 years	1 Year	5 Year	10 Year or *Since Fund Inception if less than 10 years	As a %	Per \$1000	As a %	Per \$1000	
BOND											
Prm Cr Bnd Fd (Babson) INTERMEDIATE TERM BOND 10/03/1994 MassMutual Premier wwwrs.MassMutual.com/FF/RM3509YR.PDF	3.36%	6.17%	5.27%	2.71%	4.97%	4.99%	0.61%	\$6.10	0.61%	\$6.10	
Prm Dvrsfd Bnd Fd (Babson) INTERMEDIATE TERM BOND 05/03/1999 MassMutual Premier wwwrs.MassMutual.com/FF/RM3582YR.PDF	4.03%	7.04%	5.41%	2.71%	4.97%	4.99%	0.80%	\$8.00	0.72%	\$7.20	
Pr Inf-Pro and Inc Fd (Babson) INTERMEDIATE TERM BOND 12/31/2003 MassMutual Premier wwwrs.MassMutual.com/FF/RM3610YR.PDF	0.36%	5.46%	4.86%	0.41%	5.59%	5.22%	0.85%	\$8.50	0.65%	\$6.50	
Prm High Yld Fd (Babson) HIGH YIELD BOND 09/05/2000 MassMutual Premier wwwrs.MassMutual.com/FF/rm3682lr.PDF	9.70%	14.19%	8.18%	7.90%	14.44%	9.12%	0.88%	\$8.80	0.85%	\$8.50	

Comparative Chart (continued):

Name of Investment Type of Investment Investment Inception Date Investment Manager Investment Profile	Variable Return Investments						Fees and Expense Information				Shareholder-Type Fees, Restrictions and Other
	Average Annual Total Return as of 05/31/2014			Benchmark			Gross Total Annual Operating Expenses		Net Total Annual Operating Expenses**		
	1 Year	5 Year	10 Year or *Since Fund Inception if less than 10 years	1 Year	5 Year	10 Year or *Since Fund Inception if less than 10 years	As a %	Per \$1000	As a %	Per \$1000	
ASSET ALLOCATION											
Russell LifePnts In Retrmnt Fd ASSET ALLOCATION/LIFECYCLE 05/01/2008 Russell Funds wwwrs.MassMutual.com/FF/rzltx.pdf	6.30%	9.50%	5.10%	5.56%	6.44%	4.95%	0.87%	\$8.70	0.87%	\$8.70	This investment is closing as of 07/15/2014
T. Rowe Price Retirmnt Incm Fd ASSET ALLOCATION/LIFECYCLE 10/01/2002 T. Rowe Price wwwrs.MassMutual.com/FF/parix.pdf	8.26%	9.30%	5.87%	6.67%	8.03%	5.14%	0.82%	\$8.20	0.82%	\$8.20	
T. Rowe Price Retirmnt 2005 Fd ASSET ALLOCATION/LIFECYCLE 06/01/2007 T. Rowe Price wwwrs.MassMutual.com/FF/pargx.pdf	8.99%	10.45%	4.66%	6.67%	8.03%	4.04%	0.84%	\$8.40	0.84%	\$8.40	
T. Rowe Price Retirmnt 2010 Fd ASSET ALLOCATION/LIFECYCLE 10/01/2002 T. Rowe Price wwwrs.MassMutual.com/FF/parax.pdf	10.30%	11.52%	6.67%	8.46%	9.50%	5.72%	0.85%	\$8.50	0.85%	\$8.50	

Comparative Chart (continued):

Name of Investment Type of Investment Investment Inception Date Investment Manager Investment Profile	Variable Return Investments						Fees and Expense Information				Shareholder-Type Fees, Restrictions and Other
	Average Annual Total Return as of 05/31/2014			Benchmark			Gross Total Annual Operating Expenses		Net Total Annual Operating Expenses**		
	10 Year or *Since Fund Inception if less than			10 Year or *Since Fund Inception if less than			As a	Per	As a	Per	
	1 Year	5 Year	10 years	1 Year	5 Year	10 years	%	\$1000	%	\$1000	
T. Rowe Price Retirmnt 2015 Fd ASSET ALLOCATION/LIFECYCLE 03/01/2004 T. Rowe Price wwwrs.MassMutual.com/FF/parhx.pdf	12.16%	12.81%	7.07%	10.12%	10.83%	6.17%	0.90%	\$9.00	0.90%	\$9.00	
T. Rowe Price Retirmnt 2020 Fd ASSET ALLOCATION/LIFECYCLE 10/01/2002 T. Rowe Price wwwrs.MassMutual.com/FF/parbx.pdf	13.88%	13.90%	7.37%	11.60%	11.97%	6.51%	0.94%	\$9.40	0.94%	\$9.40	
T. Rowe Price Retirmnt 2025 Fd ASSET ALLOCATION/LIFECYCLE 03/01/2004 T. Rowe Price wwwrs.MassMutual.com/FF/parjx.pdf	15.47%	14.77%	7.59%	12.86%	12.90%	6.81%	0.97%	\$9.70	0.97%	\$9.70	
T. Rowe Price Retirmnt 2030 Fd ASSET ALLOCATION/LIFECYCLE 10/01/2002 T. Rowe Price wwwrs.MassMutual.com/FF/parcx.pdf	16.82%	15.53%	7.86%	13.98%	13.66%	6.97%	1.00%	\$10.00	1.00%	\$10.00	
T. Rowe Price Retirmnt 2035 Fd ASSET ALLOCATION/LIFECYCLE 03/01/2004 T. Rowe Price wwwrs.MassMutual.com/FF/parkx.pdf	17.73%	15.98%	7.90%	14.99%	14.25%	7.07%	1.02%	\$10.20	1.02%	\$10.20	

Comparative Chart (continued):

Name of Investment Type of Investment Investment Inception Date Investment Manager Investment Profile	Variable Return Investments						Fees and Expense Information				Shareholder-Type Fees, Restrictions and Other
	Average Annual Total Return as of 05/31/2014			Benchmark			Gross Total Annual Operating Expenses		Net Total Annual Operating Expenses**		
	10 Year or *Since Fund Inception if less than			10 Year or *Since Fund Inception if less than			As a	Per	As a	Per	
	1 Year	5 Year	10 years	1 Year	5 Year	10 years	%	\$1000	%	\$1000	
T. Rowe Price Retirmnt 2040 Fd ASSET ALLOCATION/LIFECYCLE 10/01/2002 T. Rowe Price wwwrs.MassMutual.com/FF/pardx.pdf	18.38%	16.21%	8.01%	15.70%	14.67%	7.19%	1.03%	\$10.30	1.03%	\$10.30	
T. Rowe Price Retirmnt 2045 Fd ASSET ALLOCATION/LIFECYCLE 06/01/2005 T. Rowe Price wwwrs.MassMutual.com/FF/parlx.pdf	18.42%	16.19%	7.75%	16.29%	14.95%	6.85%	1.03%	\$10.30	1.03%	\$10.30	
T. Rowe Price Retirmnt 2050 Fd ASSET ALLOCATION/LIFECYCLE 01/01/2007 T. Rowe Price wwwrs.MassMutual.com/FF/parfx.pdf	18.36%	16.19%	6.01%	16.95%	15.13%	5.29%	1.03%	\$10.30	1.03%	\$10.30	
T. Rowe Price Retirmnt 2055 Fd ASSET ALLOCATION/LIFECYCLE 01/01/2007 T. Rowe Price wwwrs.MassMutual.com/FF/parox.pdf	18.29%	16.21%	6.00%	17.44%	15.34%	4.46%	1.03%	\$10.30	1.03%	\$10.30	

Comparative Chart (continued):

Name of Investment Type of Investment Investment Inception Date Investment Manager Investment Profile	Variable Return Investments						Fees and Expense Information				Shareholder-Type Fees, Restrictions and Other
	Average Annual Total Return as of 05/31/2014			Benchmark			Gross Total Annual Operating Expenses		Net Total Annual Operating Expenses**		
	1 Year	5 Year	10 Year or *Since Fund Inception if less than 10 years	1 Year	5 Year	10 Year or *Since Fund Inception if less than 10 years	As a %	Per \$1000	As a %	Per \$1000	
STOCK											
Invesco Comstock Fund LARGE CAP VALUE 08/01/1986 Invesco wwwrs.MassMutual.com/FF/acstx.lw.pdf	18.91%	19.04%	7.92%	20.45%	18.39%	7.77%	0.86%	\$8.60	0.86%	\$8.60	
MM S&P 500 Index Fd(Nrthrn Tr) LARGE CAP CORE 01/01/1994 MassMutual Select wwwrs.MassMutual.com/FF/RM3535Yr.PDF	19.87%	17.88%	7.30%	20.45%	18.39%	7.77%	0.48%	\$4.80	0.48%	\$4.80	
PIMCO StocksPlus Fund LARGE CAP CORE 06/01/1993 PIMCO Funds wwwrs.MassMutual.com/FF/pspax.lw.pdf	20.85%	21.13%	7.70%	20.45%	18.39%	7.77%	0.90%	\$9.00	0.90%	\$9.00	
Sel Blue Chip Growth Fnd (TRP) LARGE CAP GROWTH 06/01/2001 MassMutual Select wwwrs.MassMutual.com/FF/RM3546YR.PDF	25.78%	19.81%	8.11%	22.16%	19.04%	8.13%	0.88%	\$8.80	0.88%	\$8.80	

Comparative Chart (continued):

Name of Investment Type of Investment Investment Inception Date Investment Manager Investment Profile	Variable Return Investments						Fees and Expense Information				Shareholder-Type Fees, Restrictions and Other
	Average Annual Total Return as of 05/31/2014			Benchmark			Gross Total Annual Operating Expenses		Net Total Annual Operating Expenses**		
	10 Year or *Since Fund Inception if less than			10 Year or *Since Fund Inception if less than			As a	Per	As a	Per	
	1 Year	5 Year	10 years	1 Year	5 Year	10 years	%	\$1000	%	\$1000	
Ridgeworth Mid Cap Val Eq Fd MID CAP VALUE 12/01/2001 RidgeWorth wwwrs.MassMutual.com/FF/smvtx.pdf	21.62%	21.24%	11.99%	22.00%	22.18%	10.66%	1.09%	\$10.90	1.09%	\$10.90	
Columbia Mid Cap Index Fund MID CAP CORE 04/01/2000 Columbia wwwrs.MassMutual.com/FF/ntiax.pdf	17.45%	20.29%	9.91%	18.05%	20.85%	10.31%	0.67%	\$6.70	0.46%	\$4.60	
Sei MCG II Fd (TRP/Frontier) MID CAP GROWTH 06/01/2000 MassMutual Select wwwrs.MassMutual.com/FF/RM3559YR.PDF	21.24%	20.18%	10.57%	20.74%	20.53%	9.66%	0.95%	\$9.50	0.95%	\$9.50	
Delaware Small Cap Value Fund SMALL CAP VALUE 01/01/2000 Delaware Investments wwwrs.MassMutual.com/FF/devix.pdf	18.82%	20.81%	9.91%	16.86%	18.76%	8.30%	1.00%	\$10.00	1.00%	\$10.00	
Columbia Small Cap Index Fund SMALL CAP CORE 01/01/2000 Columbia wwwrs.MassMutual.com/FF/nmsax.pdf	19.05%	20.67%	9.62%	16.79%	19.32%	8.59%	0.48%	\$4.80	0.48%	\$4.80	

Comparative Chart (continued):

Name of Investment Type of Investment Investment Inception Date Investment Manager Investment Profile	Variable Return Investments						Fees and Expense Information				Shareholder-Type Fees, Restrictions and Other
	Average Annual Total Return as of 05/31/2014			Benchmark			Gross Total Annual Operating Expenses		Net Total Annual Operating Expenses**		
	10 Year or *Since Fund Inception if less than			10 Year or *Since Fund Inception if less than			As a	Per	As a	Per	
	1 Year	5 Year	10 years	1 Year	5 Year	10 years	%	\$1000	%	\$1000	
Sel SmCpGr Fd (W&R/WIng/Mnt) SMALL CAP GROWTH 05/03/1999 MassMutual Select wwwrs.MassMutual.com/FF/RM3584YR.PDF	19.49%	19.27%	9.22%	16.73%	19.81%	8.74%	1.06%	\$10.60	1.06%	\$10.60	
Sel Overseas Fd (MFS/Hrs/JPM) INTL/GLOBAL LARGE CORE 05/01/2001 MassMutual Select wwwrs.MassMutual.com/FF/RM3609YR.PDF	16.22%	13.20%	8.08%	18.05%	11.43%	7.08%	1.11%	\$11.10	1.11%	\$11.10	
MM MSCI EAFE Intl Idx Fd(N Tr) INTL/GLOBAL LARGE CORE 08/01/2012 MassMutual Select wwwrs.MassMutual.com/FF/I10217.PDF	18.86%	N/A	21.89%	18.05%	11.43%	21.81%	0.69%	\$6.90	0.61%	\$6.10	
Oppenheimer Real Estate Fund REITS 03/05/2002 Oppenheimer wwwrs.MassMutual.com/FF/oreyx.pdf	11.39%	21.75%	10.39%	9.36%	22.45%	9.87%	1.22%	\$12.20	1.12%	\$11.20	

*The benchmark since inception return is calculated from the month-end of the investment's inception.

Comparative Chart (continued):

**The Net Total Annual Operating Expenses include any investment expense waiver/reimbursement arrangements documented in the investment's prospectus and may be lower than the Gross Total Annual Operating Expenses due to the indicated expense waivers or reimbursements, which may be subject to expiration. Additional information regarding investment expense waivers specific to each investment is included in this document, if available, including whether the waiver is contractual or voluntary and its date of expiration. All available information about investment expense waivers is current and complete as of the date of this report. If information regarding the waivers is incomplete, it is because our third-party data provider was unable to make the information available. For some investments, the Net Total Annual Operating Expense ratio figure reflects the subtraction of interest expense, which results from an investment's use of certain other investments. This expense is required to be treated as an investment expense for accounting purposes, but is not payable to the investment adviser or subadviser (if applicable). For more information, please see the investment profile or the prospectus that corresponds to the investment, which are both available from MassMutual. Contact the MassMutual Participant Information Center at 1-888-606-7343. If you are currently not participating in the Plan, contact Human Resources at (724) 834-1260 or 226 South Maple Ave., Greensburg PA 15601.

Other share classes of an investment or its underlying investment (depending upon the investment) may have existed longer, which may account for any pre-inception performance shown. If pre-inception performance is shown, it is generally the performance of an older share class of the investment itself or its underlying investment (depending upon the investment) adjusted for fees and expenses of the newer share class. However, if using the expenses of the newer share class rather than the expenses of the older share class (due to lower expenses of the newer share class) would result in better performance, then pre-inception performance represents that of the older share class without any expense adjustment.

The cumulative effect of fees and expenses can substantially reduce the growth of your retirement savings. Visit the U.S. Department of Labor's Website for an example showing the long-term effect of fees and expenses at http://www.dol.gov/ebsa/publications/401k_employee.html. Fees and expenses are only one of many factors to consider when you decide to invest in an alternative. You may also want to think about whether an investment in a particular option, along with your other investments, will help you achieve your financial goals.

To obtain additional information about the Plan's designated investment alternatives, please obtain the Investment Profiles for the specific investment alternatives you are interested in using the web site addresses provided in the Comparative Chart or go to www.retiresmart.com.

You have the right to request the following information relating to the Plan's investment alternatives: copies of prospectuses or any short-form or summary prospectus or similar documents, financial statements or reports, a statement of the value of each investment available under the Plan as well as the valuation date, and a list of the assets that make up the portfolio of each investment under the Plan that constitute "plan assets" within the meaning of U.S. Department of Labor regulations and the value of each of these assets. In addition, you may request a free paper copy of the information available on the web site(s) listed on the Comparative Charts above and the Glossary of Investment Terms. This information can be obtained by contacting Human Resources at (724) 834-1260 or 226 South Maple Ave., Greensburg PA 15601 or MassMutual Participant Information Center, P.O. Box 219062, Kansas City, MO 64121-9062, 1-888-606-7343.

Target Date Asset Allocation Investment Alternatives :::

Target Date Asset Allocation Investment Alternatives offer professional management and monitoring as well as diversification - potentially, an all in one investment. Each Target Date Asset Allocation Investment Alternative is generally intended to be comprised of more conservative investments as retirement nears. A group of target date (or lifecycle) investments from one investment family constitutes a series.

Target date investment alternatives are generally mutual funds or similar investments which hold a diversified portfolio of stocks, bonds, and other investments. Typically, target date investment portfolios shift over time from a mix primarily focused on stock investments earlier in the lifecycle of each portfolio to a mix weighted more toward bond investments (commonly referred to as the "glide path").

The investment manager periodically reviews the target asset allocation and underlying investment options and may, at any time, in its discretion, change the target asset allocation or deviate from the target asset allocation. Under normal circumstances, the Funds' asset allocation among equity, fixed income and certain other asset classes is generally expected to vary by no more than plus or minus ten percentage points from the target asset allocation at that time.

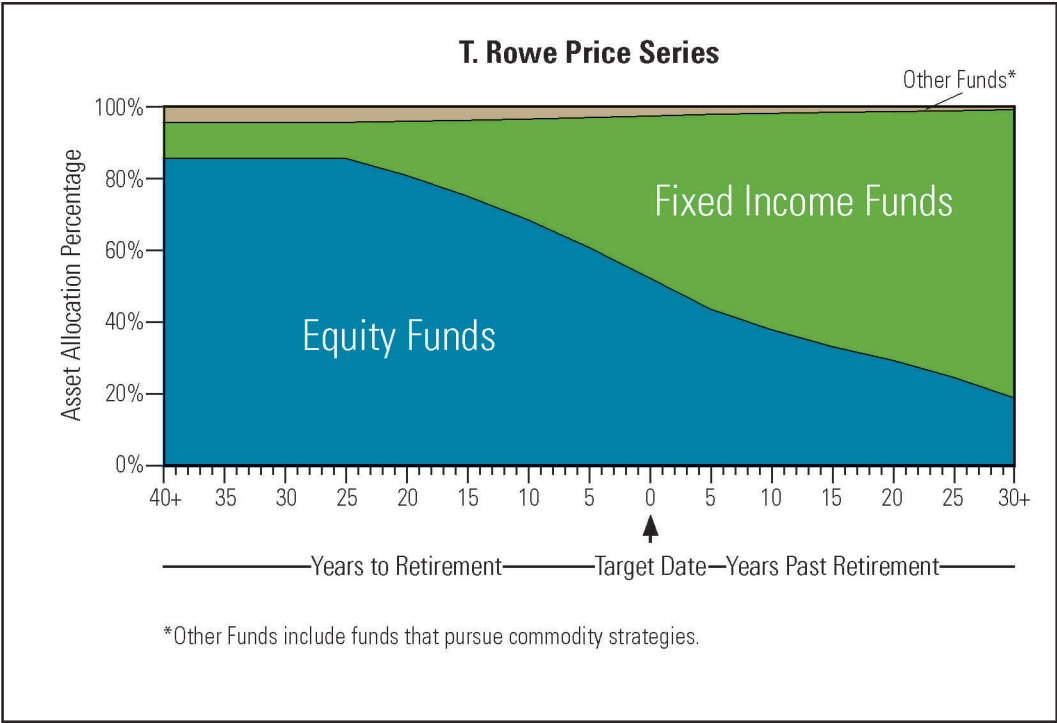
The below target date series included in your Plan consists of the investments listed below. These investments are named for the approximate year when an investor plans to retire, will likely stop making new contributions, and will withdraw or begin taking withdrawals ("target year").

- T. Rowe Price Retirmnt Incm Fd** - 60% in Fixed Income & Short Term/Money Market and 40% in Equity and similar funds.
- T. Rowe Price Retirmnt 2005 Fd** - 55% in Fixed Income & Short Term/Money Market and 45% in Equity and similar funds.
- T. Rowe Price Retirmnt 2010 Fd** - 47% in Fixed Income & Short Term/Money Market and 53% in Equity and similar funds.
- T. Rowe Price Retirmnt 2015 Fd** - 38% in Fixed Income & Short Term/Money Market and 62% in Equity and similar funds.
- T. Rowe Price Retirmnt 2020 Fd** - 30% in Fixed Income & Short Term/Money Market and 70% in Equity and similar funds.
- T. Rowe Price Retirmnt 2025 Fd** - 22% in Fixed Income & Short Term/Money Market and 78% in Equity and similar funds.
- T. Rowe Price Retirmnt 2030 Fd** - 16% in Fixed Income & Short Term/Money Market and 84% in Equity and similar funds.
- T. Rowe Price Retirmnt 2035 Fd** - 11% in Fixed Income & Short Term/Money Market and 89% in Equity and similar funds.
- T. Rowe Price Retirmnt 2040 Fd** - 10% in Fixed Income & Short Term/Money Market and 90% in Equity and similar funds.
- T. Rowe Price Retirmnt 2045 Fd** - 10% in Fixed Income & Short Term/Money Market and 90% in Equity and similar funds.
- T. Rowe Price Retirmnt 2050 Fd** - 10% in Fixed Income & Short Term/Money Market and 90% in Equity and similar funds.
- T. Rowe Price Retirmnt 2055 Fd** - 10% in Fixed Income & Short Term/Money Market and 90% in Equity and similar funds.

The following chart illustrates the Funds' target asset allocations among equity, fixed income and certain other asset classes as of the date of this disclosure statement and how their asset allocations are expected to change over time. The number of years until retirement, target retirement date and number of years past retirement are depicted on the bottom axis. The corresponding asset allocation percentage is reflected on the left hand axis of the chart. To find the target allocation relevant to the number of years until you may retire, find the number of years on the bottom axis and follow it up to see where on the left hand axis it intersects with each asset class reflected in the chart. As time passes and

Target Date Asset Allocation Investment Alternatives (continued) ::::::::::::::::::::::::::::::::::::::

the target date approaches (and then is passed), the asset allocation will move along the "glide path" until the most conservative asset allocation is reached. Each of the Funds' target asset allocation may differ from this illustration.



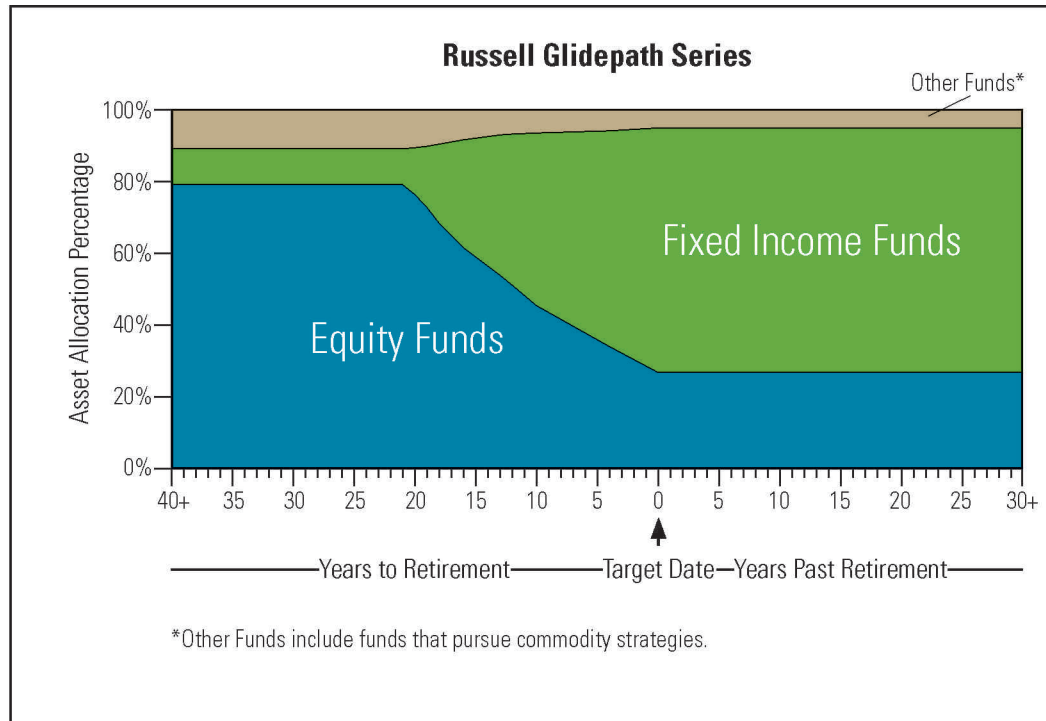
The below target date series included in your Plan consists of the investments listed below. These investments are named for the approximate year when an investor plans to retire, will likely stop making new contributions, and will withdraw or begin taking withdrawals ("target year").

Russell LifePnts In Retrmnt Fd - 68% in Fixed Income & Short Term/Money Market and 32% in Equity and similar funds.

The following chart illustrates the Funds' target asset allocations among equity, fixed income and certain other asset classes as of the date of this disclosure statement and how their asset allocations are expected to change over time. The number of years until retirement, target retirement date and number of years past retirement are depicted on the bottom axis. The corresponding asset allocation percentage is reflected on the left hand axis of the chart. To find the target allocation relevant to the number of years until you may

Target Date Asset Allocation Investment Alternatives (continued) ::

retire, find the number of years on the bottom axis and follow it up to see where on the left hand axis it intersects with each asset class reflected in the chart. As time passes and the target date approaches (and then is passed), the asset allocation will move along the "glide path" until the most conservative asset allocation is reached. Each of the Funds' target asset allocation may differ from this illustration.



Target date investment alternatives do not guarantee that you will have adequate retirement income. You can lose money at any time, including near and following retirement. Target date asset allocation investment alternatives do not eliminate the need for you to decide, before investing and from time to time thereafter, whether the investment alternative fits your financial situation. Even if you plan to retire in 2030, you may decide, based on your investment objectives, tolerance for risk, and other assets, that the investment strategy and risks of a 2020, 2040, or other target date fund would be more appropriate for you. Or you may decide that you don't want to invest in a target date asset allocation investment alternative and would rather actively manage your investments by selecting different investment alternative(s).

Administrative Expenses

If fees/expenses are incurred for plan administration, such fees/expenses may be charged to the Plan. As an individual account Plan, these Administrative Fees may be charged against your account balance to the extent they are not charged against forfeitures or paid by the Plan Sponsor. As a result, your account balance may be reduced for your share of any Plan Administrative fees charged against your account. These fees may be charged on a pro rata basis (i.e., based on the relative size of each participant and beneficiary's account) and/or a per capita basis (i.e., each participant and beneficiary is charged the same fee). If Plan Administrative fees are charged to your account balance, the actual dollar amount will be reported to you in the calendar quarter following the quarter in which the charge occurs. Please refer to your quarterly account statement for information on any fees actually charged to your account.

Please note that the Plan Administrative fees which appear below are not reflected in the total annual operating expenses of any of the Plan's investment options. However, in addition to the Plan Administrative fee amounts listed in this section, some of the Plan's Administrative fees may have been paid through revenue sharing arrangements maintained with one or more of the Plan's investment options in which you may be invested.

Pro Rata Fees

Plan administration fees/expenses that may be charged pro rata include, but are not limited to, fees/expenses for legal, accounting, audit, compliance, intermediary/advisor, investment, recordkeeping, and trustee services (collectively "Plan Administration Fees").

Per Capita Fees

Plan administration fees/expenses that may be charged on a per capita basis are fees/expenses for recordkeeping services.

Administrative Expense Name	Description of Expense	Expense Amount/Schedule		Allocation Method
Asset Charge	An asset charge is assessed to each plan participant account under the plan to partially offset general plan administrative costs including tracking contributions, plan investments, expenses, availability of services such as the participant website, call center, benefit calculations, and processing distributions.	2.22% 1.32% .97% .72% .47% .37% .32% .22%	\$0 - \$250,000 \$250,000 - \$500,000 \$500,000 - \$750,000 \$750,000 - \$1,000,000 \$1,000,000 - \$2,000,000 \$2,000,000 - \$3,000,000 \$3,000,000 - \$5,000,000 \$5,000,000 - \$999,999,999	The plan's asset charge is based on a banded schedule of total plan assets, where the charge is determined by the amount of assets at the end of the month applied against the schedule. The exact charge is calculated and assessed monthly based on the value of total plan assets at the end of each month. One twelfth of this fee will be assessed against participant accounts each month. The fee for each band of assets is provided in this chart. The total fee will be calculated as follows: if plan assets are less than or equal to amount in the first band, the charge will be the percentage stated for the first band of assets. If plan assets are greater than the least amount of the second band but less than or equal to top of range in the second band, the charge will be the percentage stated for the second band of assets. If plan assets are greater than the least amount in the third band but less than or equal to the top of the range of the third band of assets, the charge will be the percentage stated for the third band

Administrative Expenses (continued)

Administrative Expense Name	Description of Expense	Expense Amount/Schedule	Allocation Method
			of assets. If plan assets are greater than the least amount in the fourth band of assets but less than or equal to the top of the range of the fourth band of assets, the charge will be the percentage stated for the fourth band of assets. If plan assets are greater than the least amount in the fifth band but less than or equal to top of range in the fifth band of assets, the charge will be the percentage stated for the fifth band of assets. Each participant pays the same resulting rate which is multiplied against his or her account balance to determine the amount of the charge. While the rate for each participant is identical, the amount of the charge will vary based on the participant's account balance.

If the Plan's Sponsor normally pays the fees for administrative services performed by MassMutual, and the payment is overdue in accordance with the Plan Sponsor's Administrative Services Agreement with MassMutual, the Plan Sponsor is authorizing that the outstanding expenses will be deducted from participants' account balances on a pro rata basis to the extent allowed by the Plan's Administrative Services Agreement. Your share of the overdue expense will be determined by multiplying the fee by a ratio that is equal to the value of your account balance divided by the value of all account balances under the plan.

Consulting Services

Certain consulting services may be performed during the next 12 months if applicable to the provisions in your Plan and if requested by the Plan Sponsor. The fee for any of the services that are performed will only be paid from plan assets if directed by the Plan Sponsor. Consulting services include the following.

If the Plan Sponsor requests MassMutual to perform research (such as documenting regulatory compliance, e.g. providing historical participant transaction forms, supporting financial reports, etc.), a \$75 per hour fee may be charged.

If an amendment to the investment contract is required, the amendment preparation fee is \$300.

The Plan Sponsor may request MassMutual to prepare the participant notices when there is a change in the Plan's investments or for other required disclosures. The fee for preparation of participant disclosure notices may be paid from participant accounts if directed by the Plan Sponsor.

If any of these consulting services are performed and the Plan's Sponsor directs MassMutual to deduct the fees for these services from participants' account balances, the fees will be deducted on a pro rata basis. Your share of the expense will be determined by multiplying the fee by a ratio that is equal to the value of your account balance divided by the value of all participants' account balances under the plan.

Contract Discontinuance and Termination Services

If at some point in the future the Plan discontinues the investment provider relationship with MassMutual either by transitioning the Plan to a new record keeper or because of the complete termination of the Plan, additional fees may be charged depending on the terms of the investment contract/agreement in effect at that time and certain administrative services performed in conjunction with the event.

Administrative Expenses (continued) ::

When investment contracts are discontinued, the participants' accounts could be assessed contract surrender charges, termination asset charges, or market value adjustments. Your Plan's specific investment contract/agreement will identify which of these discontinuance fees are in effect. The discontinuance fees may also be dependent on the conditions of the market at the point in time the investment contract/agreement is discontinued.

If any special reports are requested during the transition of the plan to a new record keeper, a \$300 fee may be charged for each report.

Adjustment Fees

On occasion, the Plan Sponsor may request that certain calculations be performed to make adjustments to specific participants' accounts or to calculate and allocate earnings. The fee for such a service is \$75 per hour.

If the Plan's Sponsor directs MassMutual to deduct the adjustment fee from participants' account balances, the fee will be deducted on a pro rata basis. Your share of the expense will be determined by multiplying the fee by a ratio that is equal to the value of your account balance divided by the value of all participants' account balances under the plan.

In addition, there may be other administrative services performed by service providers outside of MassMutual during the next 12 months. However, it is unknown at this time if any services by other service providers will be required, what fees may be charged and whether those fees will be paid from plan assets. Examples of other administrative services that may occur outside of MassMutual and that may be paid by plan assets if not paid by the Plan Sponsor include but are not limited to: legal services; third party administrator services; accounting services; plan audits; and intermediary/advisor services. If any fees for services performed outside of MassMutual are to be deducted from participant accounts, they may be deducted on a pro rata or a per capita basis. The Plan Sponsor will direct which allocation method will be used when the fee for the service is submitted for payment to the service provider or reimbursement to the Plan Sponsor.

Individual Expenses ::

The Plan may impose certain charges against individual participants' accounts rather than charge them against the Plan as a whole. These charges may arise based on your use of a feature available under the Plan (e.g., participant loans), or based on the application of applicable law (e.g., processing a qualified domestic relations order in case of a divorce). Any fee or expense charged against your account will be reported to you in your quarterly account statement in the calendar quarter following the quarter in which the charge occurs (and/or, as applicable, in any transaction statement).

Activity Type	Current Fees
Annuity Purchase	\$175
Distribution	\$40
Installment Administration	\$100
Loan Processing (electronic)	\$125
Loan Processing (paper)	\$125
Reprocessing (adjustment)	\$75

