# Your Retirement Program with Riverside HealthCare

## Effective April 1, 2017

## Planning for Your Future

As part of your comprehensive benefits package, Riverside HealthCare[1] offers opportunities to help you build your financial security.

- **The 403(b) Retirement Plan**—This Plan enables you to actively contribute on a pre-tax basis to your future security. See the 403(b) Retirement Plan section for details.
- **401(a) Savings Plan**—This Plan provides you with certain matching contributions (depending on your employer) on the amounts you contribute to the 403(b) Retirement Plan in order to add to your future financial security. See the 401(a) Savings Plan section for details.

This document summarizes your benefits under the 403(b) Retirement Plan and the 401(a) Savings Plan, and provides the information and tools you need to make informed decisions regarding saving for your retirement. Keep this resource in a convenient place, and refer to it regularly to help you build your financial security. You can also access this information online via the Empower website at www.empower-retirement.com/participant.

## About this Booklet

This summary plan description ("**SPD**") is intended to serve as a summary of both the Riverside HealthCare 403(b) Retirement Plan and the Riverside HealthCare 401(a) Savings Plan. It should not be considered as a substitute for the formal plan documents, which governs the operation of each of the underlying Plans. The plan documents set forth all of the details and provisions concerning the Plans and are subject to amendment. If any questions arise that are not covered in this booklet or if this booklet appears to conflict with the official plan documents, the text of the official plan documents will determine how questions will be resolved.

For anyone wishing to read the actual 403(b) Retirement Plan document or the 401(a) Savings Plan document (which includes the related custodial account agreements, annuity contracts or trust agreement), they may request a copy from the Plan Administrator. A reasonable fee may be charged to cover the cost of reproduction.

[1] References to Riverside Healthcare include, unless otherwise noted, Riverside Medical Center, Riverside Senior Living Center, Riverside Health Fitness Center and Affiliated Cancer Specialists.

# The 403(b) Retirement Plan

## An Overview

You should consider contributing to the 403(b) Retirement Plan (the "**403(b) Plan**") for the following reasons:

- Tax Deferral—Amount contributed pretax to the 403(b) Plan is not considered part of your current earnings. As a result, they are not subject to U.S. federal or state (depending on where you live) income taxes until you receive a distribution from the 403(b) Plan. By contributing to the 403(b) Plan pretax, you are exempt from paying current taxes in the U.S. on these amounts.
- Investment Options—The 403(b) Plan offers a range of investment options from which to choose. You decide how to invest your contributions among the different investment options. Any earnings on your investments remain in your account and are further invested. You do not pay taxes on these earnings until you receive a distribution from the Plan.

Read on to learn more about who is eligible for this 403(b) Plan, how to contribute, your investment options, how to request a loan or hardship withdrawal, and when you may receive a distribution. This main section also includes information on how to access information specific to your 403(b) Plan account.

## Who Is Eligible

Here is when you become eligible for the 403(b) Plan and when you begin contributing.

### Eligibility Requirements

You are eligible for the 403(b) Plan if both of the following are met:

- You are an employee of Riverside HealthCare or a subsidiary; and
- Riverside HealthCare, or a participating subsidiary's payroll department, processes your regular paycheck.

### Who Is Not Eligible

You are not eligible to participate if:

- You are a nonresident alien employee;
- You are performing services for Riverside HealthCare or a participating subsidiary under an independent contractor, consultant agreement or arrangement;
- You are classified as a leased employee under Code Section 414(n);
- You are a collective bargaining employee;
- You are classified as a temporary or contract employee;

- You are providing services pursuant to an agreement between Riverside HealthCare or a subsidiary and a third party; and
- You are performing services for Riverside HealthCare or a participating subsidiary but are treated for payroll purposes as other than an employee of Riverside HealthCare or the participating subsidiary.

## When You Become Eligible

As long as you meet the 403(b) Plan's eligibility requirements, you may voluntarily begin contributing as of the first day of any full pay period after you begin work, or unless you opt out, you will automatically enrolled for participation in the 403(b) Plan on the first payroll period following ninety (90) days of your employment.

# Contributions to Your 403(b) Plan Account

You may make pre-tax contributions to your account. Your compensation plays a key role in calculating your pretax contributions.

## Your 403(b) Plan Compensation

Your "**403(b) Compensation**" includes all of the following:

- Regular basic earnings based on regular hours (including pay received for education and orientation time included in earnings);
- Earned time wages;
- Pay received for home health visits;
- Light duty pay;
- Earned time/unscheduled sick;
- Earned time – IVO;
- Earned time – cash PO;
- Earned time – term
- Extended illness pay;
- Earned time - home health;
- Earned time – health care;
- Funeral pay;
- Short-term disability pay;
- Jury duty pay; and
- Differential and shift pay but only to the extent required to be included as provided under the Heroes Earnings Assistance and Relief Act of 2008.

Your 403(b) Compensation does not include any other form of pay not expressly listed as included above (e.g., and solely by way of example, differential and shift pay, severance pay, overtime pay, pay adjustments, bonuses, commissions, on-call pay, and precept pay).

For purposes of determining your pretax contributions to the 403(b) Plan, your annual 403(b) Compensation to be taken into account may not exceed the 401(a)(17) limit imposed by the Internal Revenue Code in any year ($260,000 in 2014).

## Your 403(b) Plan Contributions

You may make two types of contributions to your 403(b) Plan account:

- Pretax elective deferral contributions; and
- Catch-up contributions (provided you meet certain age requirements).

The 403(b) Plan invests your pretax contributions in your designated investment selections as soon as possible after each pay-period end date, but no later than the 15th business day of the month after your contributions are deducted from your 403(b) Compensation. The value of your account is subject to investment market increases and decreases.

### Pretax Contributions

***Auto Enrollment***

If you are first hired or rehired by Riverside HealthCare or a participating subsidiary, you are automatically enrolled and begin contributing to the 403(b) Plan with your first full pay period following ninety (90) days after your date of hire/rehire. Your automatic pretax contribution percentage is three percent (3%) of 403(b) Compensation.

However, if you were hired or rehired *prior to January 1, 2010*, the automatic enrollment provision did not automatically apply to you, and you must make an affirmative election to participate in the 403(b) Plan in you have not already done so.

For participants who are automatically enrolled, you receive an automatic enrollment notice at your home address shortly after you are hired/rehired. You may continue contributing to the 403(b) Plan at the automatic pretax contribution percentage, or you may elect a different rate (either higher or lower). You may also choose not to make pretax contributions at all to the 403(b) Plan.

If you decide to change your automatic pretax contribution percentage, you may contribute from one half of one percent (.5%) to one hundred percent (100%) of your 403(b) Compensation to the 403(b) Plan. The pretax contribution percentage you choose is applied to your 403(b) Compensation, deducted from each of your paychecks pretax, and then added to your 403(b) Plan account. The Internal Revenue Service (IRS) does limit the amount you may contribute pretax to your account each year. See the 403(b) Plan Limits subsection in this section for details.

***Auto Increase***

This feature of the 403(b) Plan automatically increases, on an annual basis, the contribution percentage for participants automatically enrolled in the 403(b) Plan. If you are first hired or rehired by Riverside HealthCare or a participating subsidiary and you are automatically enrolled in the 403(b) Plan, your contribution rate will be automatically increased by one percent (1%) each year until your overall deferral elective deferral contribution rate equal ten percent (10%). As discussed above, under the automatic enrollment feature, you would be enrolled in the 403(b) Plan at the automatic three percent (3%) pre-tax contribution rate. The three percent (3%) pre-tax contribution rate will be increased by one percent (1%) in July of each year, beginning with the year following your hire/re-hire date; provided, however, in no event shall an automatic increase be applied to your pre-tax contribution rate within the first twelve (12) months after you are auto-enrolled in the 403(b) Plan. Your contributions will continue to increase by one percent (1%) each year until you reach a contribution rate of ten percent (10%) of your 403(b) Compensation or until you override the auto increase feature by making and filing a separate voluntary deferral election of your own under the 403(b) Plan.

**Example #1:**

Bob is hired/re-hired in February 2018 and automatically enrolled in the 403(b) Plan at a three percent (3%) pre-tax contribution rate.  His future pre-tax contribution rates will be automatically increased as follows during the reflected timeframe:

| **Applicable Date** | **Pre-Tax Contribution Rate** |
|---|---|
| Hire Date:  February, 2018 | 3% |
| July, 2019 | 4% |
| July, 2020 | 5% |
| July, 2021 | 6% |
| July, 2022 | 7% |
| July, 2023 | 8% |
| July, 2024 | 9% |
| July, 2025 | 10% |

NOTE:  Although pre-tax contribution rates would be automatically increased each July, Bob has not had the three percent (3%) automatic enrollment percentage in place for twelve (12) months by July, 2018 so must wait until the following July, 2019 for the automatic increase to take effect.

**Example #2:**

Sue is hired/re-hired in July, 2018 and automatically enrolled in the 403(b) Plan at a three percent (3%) pre-tax contribution rate.  Her future pre-tax contribution rates will be automatically increased as follows during the reflected timeframe:

| **Applicable Date** | **Pre-Tax Contribution Rate** |
|---|---|
| Hire Date:  July, 2018 | 3% |
| July, 2019 | 4% |
| July, 2020 | 5% |
| July, 2021 | 6% |
| July, 2022 | 7% |
| July, 2023 | 8% |
| July, 2024 | 9% |
| July, 2025 | 10% |

NOTE:  Pre-tax contribution rates are automatically increased each July and Sue has had the three percent (3%) automatic enrollment percentage in place for twelve (12) months by July, 2019 so she is eligible for the automatic one percent (1) increase in July, 2019.

***One-Time Auto-Escalation Sweep in July 2017***

Notwithstanding how auto increase will work prospectively for automatically enrolled participants, Riverside Healthcare believes that the auto increase feature (1) assists you in saving for retirement, and (2) assists you in maximizing your matching contribution capabilities under the 401(a) Plan. As such, as of the last business day of June of 2017 (the "**Identification Date**"), if you are a participant who:

- Made no affirmative pre-tax elective deferral contributions to the 403(b) Plan (i.e., you have a zero percent (0%) contribution rate) as of the Identification Date; OR
- Previously voluntarily enrolled in the 403(b) Plan by make a pre-tax elective deferral contribution at a designated deferral rate OR was auto-enrolled in the 403(b) Plan but subsequently filed an override election with respect to automatic enrollment, and you are contributing less than ten percent (10%) of your 403(b) Compensation as of the Identification Date; OR
- Were automatically enrolled in the 403(b) Plan for at least twelve (12) months as of the Identification Date and are still contributing as a pre-tax contribution rate of three percent (3%) of your 403(b) Compensation,

then your pre-tax elective deferral contribution rate will be automatically increased, generally starting with the first pay period of July, 2017 (but in no event later than July 31, 2017), by an additional one percent (1%) each year until you reach an overall pre-tax elective deferral contribution rate of ten percent (10%) of 403(b) Compensation. In no event shall an automatic increase apply to your 403(b) Plan pre-tax contributions if it would cause you pre-tax contribution rate to exceed ten percent (10%). However, you can **always** voluntarily elect to defer more than ten percent (10%) of your 403(b) Compensation by filing a new Compensation Reduction Agreement with a deferral percentage designated as greater than ten percent (10%).

***Opt-Out Election One-Time Auto-Escalation Sweep in July 2017.*** If you met the above criteria for the one-time sweep on the Identification Date, you were notified of such 403(b) Plan change and the potential impact on your pre-tax elective deferral rate during May, 2017 (the "**Notification Period**"). At any time on and after the Notification Period, you shall have the right and opportunity to opt-out of the annual automatic increase to your pre-tax elective deferral rate by simply electing any other voluntary deferral percentage (including zero percent (0%)) in accordance with the procedures established by the Plan Administrator for making an elective deferral contribution rate change. However, if you do not make an opt-out election by the last business day of June of any Plan Year, then your pre-tax elective deferral contribution rate shall continue to increase by one percent (1%) each Plan Year until you make an overriding deferral election. In other words, automatic increases shall not apply once you have made an affirmative election to cease all deferrals or have opted out of this auto-escalation program.

***All Other Participants***

If you did **not** meet the above criteria for the one-time sweep on the Identification Date, that means you have already made an affirmative pre-tax election deferral election of your own under the 403(b) Plan and are likely contributing more than three percent (3%) as of the Identification Date. If you are such a participant, you are **not** subject to this auto increase feature of the 403(b) Plan. In this instance, your pre-tax contribution rate will change only if you make an election change via the Empower website or by calling Empower at 1-800-701-8255.

## Catch-up Contributions

If you are age 50 or older during the plan year, you may make additional pretax contributions to your account. In 2017, you may make an additional catch-up contribution of up to $6,000 if you will reach the $18,000 annual IRS 402(g) limit, or the 100% 403(b) Plan contribution limit (see the 403(b) Plan Limits subsection in this section for details). The maximum catch-up contribution will periodically be increased by the IRS in subsequent years for cost-of-living adjustments. The 403(b) Plan treats your catch-up contributions the same as your pretax contributions to the 403(b) Plan. Therefore, your catch-up contributions are also eligible for matching contributions under the 401(a) Savings Plan. You may make catch-up contributions concurrent with regular deferrals, or upon reaching the annual IRS 402(g) limit. Catch-up contributions are not subject to the overall Section 401(a)(17) compensation deferral limit set by the IRS ($270,000 in 2017).

## Vesting Requirements

You are always one hundred percent (100%) vested in your own contributions to the 403(b) Plan (your pretax and catch-up contributions).

You are also fully vested in the investment earnings on your contributions. This means you have the right to receive the full value of these amounts if you leave Riverside HealthCare and its affiliates for any reason.

## 403(b) Plan Limits

The IRS limits the pretax amount you may contribute to your 403(b) Plan account each year. For 2017, you may contribute up to $18,000 in pretax contributions (if you are eligible, a separate limit applies for your catch-up contributions). The IRS will periodically increase this limit in subsequent years for cost-of-living adjustments.

Also, you cannot make contributions with respect to 403(b) Compensation that exceeds an annual limit imposed by the IRS under Section 401(a)(17). In 2017, the limit is $270,000. The IRS reviews this limit annually, and Riverside HealthCare will communicate any changes to you.

### How Limits Apply If You Contribute to Another Plan in the Same Year

For 2014, your pretax contributions are limited to $18,000, plus a catch-up contribution (if you are eligible). You may have voluntarily contributed to another employer plan in the same year. If this is the case, this $18,000 limit and $6,000 limit apply collectively to any and all contributions you may make during the year to any of the following:

- Any other employer’s 403(b) annuity plan;
- A Section 408(k) simplified employer pension plan; and
- A Section 401(k) plan.

This limit also applies to elective employer contributions under Section 408(p)(2)(A)(i) of the Internal Revenue Code.

If you contribute to this 403(b) Plan and another employer’s plan during the same year, you may need to reduce your Riverside HealthCare or participating subsidiary payroll deductions to your account under the 403(b) Plan so that you do not exceed the applicable IRS limit. If you exceed the IRS annual limitation, an excise tax will be applied to the excess amount. You have until March 1 of the following year to notify your former employer or the Riverside HR Department at (815) 935-7547 and request a refund of your excess contributions. The excess amount, plus any investment earnings or losses, will be issued to you no later than April 15.

# The 403(b) Plan’s Tax Advantages

There are tax advantages to saving in the 403(b) Plan.

## Your Tax Savings

The pretax contributions you make to the 403(b) Plan are not included as part of your current taxable earnings. Therefore, they are not subject to federal or state (depending on where you live) income taxes until you receive a distribution from the 403(b) Plan.

## Pretax Savings—An Example

The following example illustrates how pretax contributions to the 403(b) Plan can save you money.

Assume a single employee earns $50,000 a year with an effective tax rate of 20%. Here are the estimated tax savings the employee could realize—at six different pretax contribution percentages—each year.

| Example | | | | | | |
|---|---|---|---|---|---|---|
| | Pretax Contribution Percentages | | | | | |
| | 5% | 10% | 15% | 20% | 25% | 30% |
| Pretax Contributions | $ 2,500 | $ 5,000 | $ 7,500 | $10,000 | $12,500 | $15,000 |
| Tax Rate | x 20% | x 20% | x 20% | x 20% | x 20% | x 20% |
| Deferred Tax Savings | $500 | $ 1,000 | $ 1,500 | $ 2,000 | $ 2,500 | $ 3,000 |

With pretax contributions of twenty percent (20%) each pay period, this employee could defer $2,000 in federal income taxes. That means that the employee earns investment returns on the entire $10,000 amount of contributions, not just the $8,000 that would remain after payment of taxes.

# Loans

The 403(b) Plan's primary purpose is to help you save for retirement. However, you may take a loan while you are still employed with Riverside HealthCare or an affiliate to help meet your financial needs.

## Taking a Loan from Your 403(b) Plan Account

You may request a loan from your account for any reason. The minimum loan amount you can take is $1,000, and you can borrow (including any outstanding loan amounts) up to the lesser of:

- 50% of your vested account balance; or
- $50,000

You may only have one (1) active loan at any time. To take a new loan, you must pay the first one off.

The 403(b) Plan charges a $50 loan origination fee to process each new loan and then a $25 administrative fee relating to maintaining the loan for each calendar year thereafter. The 403(b) Plan takes your loan amount from your account proportionately from funds according to money types.

## Interest

You pay interest on your loans. The 403(b) Plan's loan guidelines provide for interest at the interest rate that would be charged by entities in the business of lending money at the time you request your loan. The Plan Administrator periodically reviews the loan interest rate and may adjust the rate based upon the 403(b) Plan's loan guidelines; however, the interest rate used for your loan remains fixed for the duration of your loan. The interest that you pay on your loan goes back into your account when you repay your loan.

## Repaying Your Loan

You repay your loan via biweekly payroll deductions. Your repayments go directly into your account and are invested based on your most recent investment election on file with the 403(b) Plan.

If you go on a leave, you may either continue making loan payments by sending directly to Employer a cashier's check or money order made payable to "Riverside HealthCare 403(b) Retirement Plan", or suspend loan payments while you are on leave. If you decide to suspend your loan payments, you must complete a Loan Payment Change Request Form found on the wwww.empower-retirement.com/participant website. If you miss a payment, the 403(b) Plan may consider your loan in default. If this is the case, you must report the outstanding loan balance as taxable income on your U.S. tax return in the year in which your default occurs.

You may repay your loan in full at any time without penalty by accessing the Empower Website at www.empower-retirement.com/participant, or by calling 1-800-701-8255 to request an early payoff invoice. You receive an early payoff invoice at your home address. You must return the invoice along with your cashier's check or money order made payable to the Riverside HealthCare 403(b) Retirement Plan. Be sure to submit your payment by the deadline indicated on the invoice.

## If Your Employment Ends

If your employment with Riverside HealthCare ends, you cannot continue to make loan payments. Your outstanding loan balance, plus the accrued interest, is automatically considered taxable income.

You do have the opportunity to repay the loan balance. To do so, visit the Empower website at www.empower-retirement.com/participant or call 1-800-701-8255 and request a loan payoff invoice. Consider doing this before you request a distribution. This will help you avoid taxes if you plan to roll over your distribution from the 403(b) Plan.

# Withdrawals

The 403(b) Plan's primary purpose is to help you save for retirement. However, the 403(b) Plan does permit withdrawals from your account under specific circumstances.

## Hardship Withdrawals

The 403(b) Plan allows you to withdraw your own pre-tax contributions from your account to meet a financial hardship. You may not roll over a hardship withdrawal to another plan or IRA.

You may withdraw earnings credited to your account prior to January 1, 1989. IRS regulations do not allow you to withdraw earnings credited on or after that date.

## Instances When You May Make a Hardship Withdrawal

The IRS requires you to meet specific conditions of financial hardship before you can withdraw funds from your 403(b) Plan account. You may not withdraw more than the amount you require to meet the financial need. Additionally, you must be able to demonstrate that you are unable to meet the financial need by using other resources reasonably available to you (such as reimbursement from insurance, reasonable liquidation of your assets, cessation of your 403(b) Compensation reduction amounts under the 403(b) Plan or by loans from this plan or any other plan or from a commercial lender). You also may not take a hardship withdrawal to alleviate credit card debt, or to meet everyday living expenses.

You may only take a hardship withdrawal to:

- Pay for unreimbursed medical expenses for you, your spouse, your dependents or your designated beneficiary (as permitted under the 403(b) Plan);
- Pay expenses directly related to the purchase of your principal residence (excluding mortgage payments);
- Pay tuition, related educational fees, and room and board for 12 months of postsecondary education for you, your spouse, your children, your dependents or your designated beneficiary (as permitted under the 403(b) Plan);
- Prevent eviction from or mortgage foreclosure on your principal residence;
- Pay funeral expenses associated with the death of your parent, spouse, child, your dependent or your designated beneficiary (as permitted under the 403(b) Plan);
- Pay expenses to repair damage to your principal residence (damage must qualify for the casualty deduction under Internal Revenue Code Section 165, which is determined without regard to any adjusted gross income limitation); or
- Pay other expenses creating a financial hardship which are specifically identified in rulings, notice or other documents published by the IRS

If you take a hardship withdrawal, you are prohibited from making pretax contributions under this 403(b) Plan for six (6) months after your receive your hardship withdrawal.

## Withdrawals on or after Age 59½

In addition to withdrawals due to financial hardship circumstances, the 403(b) Plan permits on form of withdrawal from your 403(b) Plan account upon your attainment of after fifty-nine and one have (59½). If you are age 59½ or older and still actively employed, you may withdraw all or a portion of your 403(b) Plan account.

## Withdrawals after Age 70½

If you are age 70½ and no longer employed, you must begin to withdraw at least the legally required minimum amount from your 403(b) Plan account each year; however, if you need to identify what the legally required minimum amount is with respect to your 403(b) Plan account, please contact Empower at 1-800-701-8255.

## Taxes and Penalties

You are liable for payment of U.S. income taxes on a 403(b) Plan withdrawal. A 10% penalty also may apply to withdrawals made before you are age 59½ (e.g., when you take a distribution from the 403(b) Plan upon termination of employment instead of rolling your 403(b) Plan account over). Please see the Important Tax and Payment Information Related to the 403(b) and 401(a) Plans section for additional tax-related details relative to this 403(b) Plan.

# How You Receive Your Distribution

As long as the vested value of your account is more than $1,000 and you are no longer working for Riverside HealthCare or its affiliates, you may choose from several payment options for your distribution.

## Your Payment Options

The chart below shows the payment options available for your distribution from the 403(b) Plan.

| Payment Options | |
|---|---|
| **Option** | **Description** |
| Lump Sum | Single payment of vested account balance. |
| Direct Rollover | Transfer by the 403(b) Plan of all or a portion of your account to a qualified employer plan (such as a 401(k)), traditional IRA, another Section 403(b) plan, or Section 457 governmental plan. |
| Installments (periodic payments)* | Payments monthly, quarterly, semi-annually or annually either over a fixed number of years or of a fixed dollar amount. |
| Partial lump sum | A single sum distribution of a portion of the Participant's vested account balance, subject to the minimum required distribution rules. |

*The balance of your account (after each payment) remains invested in the funds you have elected. You continue to have the same investment options as active employees, and investment returns may increase or decrease the amount of your future payments.

## Determining Your Account Balance

The 403(b) Plan processes and mails distributions on a daily basis. Your 403(b) Plan account balance is valued as of market close each day. You may request that the 403(b) Plan make your distribution by direct deposit, or mail it to you in the form of a check.

# When You Receive Your Distribution

You may receive your distribution from the 403(b) Plan after you terminate employment with Riverside HealthCare or its affiliates. The 403(b) Plan considers your termination date to be your last day worked. If you are on a leave of absence, the 403(b) Plan considers your termination date to be the date your leave ends by you, or by Riverside HealthCare, without your returning to work.

## When Your Vested Account Balance Is More than $1,000

If the vested value of your 403(b) Plan account is more than $1,000 when you leave Riverside HealthCare, when you receive your distribution depends on whether you have requested payment.

## If You Request Payment of your 403(b) Plan Account

You receive your distribution, along with a confirmation of the value of your 403(b) Plan account. The 403(b) Plan makes any payment due to you (or your beneficiary) as soon as administratively possible after:

- Your employment with Riverside HealthCare or its affiliates ends or you are determined to have become totally and permanently disabled; and
- You request your payment option via the Empower website at www.empower-retirement.com/participant or by calling 1-800-701-8255.

## If You Do Not Request Payment of your 403(b) Plan Account

The 403(b) Plan holds your vested account balance until you request payment. If you terminate employment with Riverside HealthCare and reach age 70½, however, the 403(b) Plan (and the law) requires that you begin receiving your distribution by April 1 of the following year.

## When Your Vested Account Balance Is $1,000 or Less

If the vested value of your 403(b) Plan account is $1,000 or less when you leave Riverside HealthCare and its affiliates, you automatically receive the distribution of your account as a lump sum (no election is necessary). You may receive the total distribution in cash, or you may roll it over to a traditional Individual Retirement Account (IRA), Roth IRA or another eligible plan.

The 403(b) Plan mails the lump-sum distribution to your last known address. You also receive a distribution statement that documents your distribution as well as the taxation. If you want to roll over your distribution, you must request this via the Empower website at www.empower-retirement.com/participant or by calling 1-800-701-8255. Otherwise, you receive a lump-sum distribution approximately within six (6) months of your last day worked.

## Survivor Benefits

You designate a beneficiary(ies) for your 403(b) Plan account on a *Beneficiary Designation* form when your 403(b) Plan participation begins. To designate a beneficiary, log on to the Empower website at www.empower-retirement.com/participant and fill out the online designation. Empower will send you a *Beneficiary Designation* form reflecting the designation you submitted online.

After you verify the accuracy of your beneficiary designation(s), sign and return your *Beneficiary Designation* form to Empower (including your spouse's notarized consent, if necessary). Your beneficiary designation is not effective until Empower receives your signed *Beneficiary Designation* form.

You may revoke or change your beneficiary designation at any time before you die. If you are married and you change your beneficiary designation to someone other than your spouse, your spouse must provide written notarized consent to your designation before the designation takes effect.

If you die, the 403(b) Plan pays your entire vested account balance (less any outstanding loans) to your designated beneficiary(ies). If you are married, the 403(b) Plan pays your vested account balance to your surviving spouse, unless you designated another beneficiary and your spouse provided written notarized consent to that designation.

If the Plan does not have a beneficiary designation on file, or your designation is invalid (for example, you did not complete a new designation when you got married), the 403(b) Plan pays your vested account balance to your:

- Surviving spouse (i.e., the individual to whom you are legally married, which as of September 16, 2013, includes person of the same sex); or if none, then
- Children, per stirpes, then
- Your estate.

If you are not married to your same-sex partner, if any, be sure to file a designation of beneficiary and designate your same-sex partner, if any, as your beneficiary.

If your surviving spouse or beneficiary is entitled to receive your vested account balance, he or she may elect to receive it in any of the forms of distribution available to the participant, so long as such form complies with the provisions of Code Section 401(a)(9). While your account balance remains in the 403(b) Plan, your spouse or other beneficiary is entitled to direct the investment of your account, as described in the Investing Your Plan Account section.

If your account balance is $1,000 or less at the time of your death, the 403(b) Plan distributes your account balance in the form of a lump-sum payment approximately within six (6) months following the month in which the 403(b) Plan learns of your death.

# Other Information

## Returning from a Military Leave of Absence

If you are reemployed by Riverside HealthCare or its affiliates following military service (i.e., active duty, active duty training, inactive duty training or gull-time National Guard duty in the U.S. armed forces, U.S. Army National Guard or the Air National Guard, the U.S. commissioned corps of the Public Health Service or any other U.S. category of persons designated by the president in time of war or emergency), the 403(b) Plan does not consider you to have had a break in service. However, you may not make contributions to the 403(b) Plan during your period of military service until you return to employment with the company. A military leave may not exceed five (5) years in total, and you must return to employment at Riverside HealthCare or its affiliates within the time provided by law.

Once you are reemployed, you have a period equal to three times your period of military service (not to exceed five (5) years) to make up your pretax contributions. The amount you may contribute may not be more than the maximum amount you would have been permitted to contribute if you had not taken a military service leave.

Your 403(b) Compensation, for purposes of this calculation, is the compensation you would have received had you continued working for Riverside HealthCare or its affiliates during your period of military service. If your 403(b) Compensation is not reasonably certain, then the 403(b) Plan uses your average 403(b) Compensation during the 12-month period leading up to your military service. If you worked less than twelve (12) months, then the 403(b) Plan uses your actual period of employment.

If you make up your pretax contributions, you do not receive any investment earnings for any made-up pretax contributions. This is because investment earnings begin when contributions are actually put into your account.

# An Overview

The 401(a) Savings Plan (the "**401(a) Plan**") provides the following benefits:

- Matching Contributions—If you make pretax contributions to the 403(b) Plan, you are eligible for a certain matching contribution under the 401(a) Plan. The amount of your matching contribution under the 401(a) Plan depends on which entity within the Riverside HealthCare family that you are employed by.
- Investment Options—Like the 403(b) Plan, the 401(a) Plan offers a range of investment options from which to choose. You decide how to invest your matching contributions among the different investment options. Any earnings on your matching contributions remain in your account and are further invested. You do not pay taxes on these earnings until you receive a distribution from the 401(a) Plan.

Read on to learn more about who is eligible for this 401(a) Plan, what the company contributes, your investment options, and when you may receive a distribution. This main section also includes information on how to access information specific to your 401(a) Plan account.

# Who Is Eligible

Here is when you become eligible for the 401(a) Plan and when you begin to receive employer contributions.

## Eligibility Requirements for Matching Contributions

### For Employees of Riverside Senior Living Center and Riverside Health Fitness Center

You are eligible for matching contributions under the 401(a) Plan if all of the following are met:

- You are an employee of Riverside Senior Living Center or Riverside Health Fitness Center both of which participate in this 401(a) Plan;
- Riverside Senior Living Center's or Riverside Health Fitness Center's payroll department, processes your regular paycheck; and
- You are making pretax contributions to the 403(b) Plan.

### For Employees of Riverside Medical Center and Affiliated Cancer Specialists

You are eligible for matching contributions under the 401(a) Plan if all of the following are met:

- You are an employee of Riverside Medical Center or Affiliated Cancer Specialists both which participate in this 401(a) Plan;
- Riverside Medical Center's or Affiliated Cancer Specialists' payroll department, processes your regular paycheck;
- You are making pretax contributions to the 403(b) Plan; and
- You complete 1,000 hours of service in the twelve (12) consecutive month period following your employment commencement date with Riverside Medical Center or Affiliated Cancer Specialists; provided, however, if you do not

earn 1,000 hours of service in your first complete year of employment, you would become eligible for matching contributions on the first day of the plan year (i.e., January 1) immediately following the plan year that contains your anniversary date of employment in which you complete 1,000 hours of service during such plan year.

### Who Is Not Eligible

You are not eligible to participate if:

- You are a nonresident alien employee;
- You are performing services for Riverside HealthCare or a participating subsidiary under an independent contractor, consultant agreement or arrangement;
- You are classified as a leased employee under Code Section 414(n);
- You are a collective bargaining employee;
- You are classified as a temporary or contract employee;
- You are providing services pursuant to an agreement between Riverside HealthCare or a subsidiary and a third party; and
- You are performing services for Riverside HealthCare or a participating subsidiary but are treated for payroll purposes as other than an employee of Riverside HealthCare or the participating subsidiary.

The above exclusions from participation apply to all employees of Riverside Medical Center, Riverside Senior Living Center, Riverside Health Fitness Center and Affiliated Cancer Specialists.

### When You Become Eligible for Matching Contributions

#### For Employees of Riverside Senior Living Center and Riverside Health Fitness Center

As long as you meet the 401(a) Plan's eligibility requirements set forth above, you will receive matching contributions as of the first full pay period immediately after your employment commencement date so long as you are making pre-tax voluntary elective deferrals to the Riverside HealthCare 403(b) Retirement Plan.

#### For Employees of Riverside Medical Center and Affiliated Cancer Specialists

As long as you meet the 401(a) Plan's eligibility requirements, you will receive matching contributions as of the first full pay period following January 1, April 1, July 1 or October 1, whichever comes first immediately after the date on which you have met the above eligibility requirements.

## Company Contributions to Your 401(a) Plan Account

Only Riverside HealthCare and its participating subsidiaries make contributions under this 401(a) Plan to your account. Like the 403(b) Plan, your compensation and pretax contributions plays a key role in calculating your matching contributions and grandfathered contributions, if applicable, under the 401(a) Plan.

## Your 401(a) Plan Compensation

Your "**401(a) Compensation**" includes all of the following:

- Regular basic earnings based on regular hours (including pay received for education and orientation time included in earnings);
- Earned time wages;
- Pay received for home health visits;
- Light duty pay;
- Earned time/unscheduled sick;
- Earned time – IVO;
- Earned time – cash PO;
- Earned time – term
- Extended illness pay;
- Earned time - home health;
- Earned time – health care;
- Funeral pay;
- Short-term disability pay;
- Jury duty pay; and
- Differential and shift pay but only to the extent required to be included as provided under the Heroes Earnings Assistance and Relief Act of 2008.

Your 401(a) Compensation does not include any other form of pay not expressly listed as included above (e.g., and solely by way of example, differential and shift pay, severance pay, overtime pay, pay adjustments, bonuses, commissions, on-call pay, and precept pay).

For purposes of determining your matching contributions to the 401(a) Plan, your annual 401(a) Compensation to be taken into account may not exceed the 401(a)(17) limit imposed by the Internal Revenue Code in any year ($270,000 in 2017.

## Your 401(a) Plan Company Contributions

Riverside HealthCare currently offers only one type of company contribution under the 401(a) Plan, Matching Contributions.

There is no guarantee that you will receive an amount equal to or greater than what the company contributes. The value of your account is subject to investment market increases and decreases.

Additionally, company contributions are subject to certain nondiscrimination testing requirements. If a particular nondiscrimination test is failed, correction typically involves removing company contributions from highly compensated employees' accounts until the test can be satisfied. In the event this situation occurs, you will be notified if you are affected.

## Matching Contributions

If you are eligible and you make pretax contributions to the 403(b) Plan, Riverside HealthCare or the respective participating subsidiary makes matching contributions to your 401(a) Plan account. Matching Contributions are made each pay period, based on your pretax contributions for that pay period. Catch-up contributions you make to the 401(a) Plan are also eligible for matching contributions.

Which entity/participating subsidiary you are employed by determines how much you receive in matching contributions. Even though you do not receive a matching contribution on any amounts contributed over the maximum percentage threshold set by your employer below, every additional percentage of pretax pay you contribute can really add up over the years.

| Matching Contributions – Maximum Percentages of 401(a) Compensation to be Matched | | | |
|---|---|---|---|
| Riverside Medical Center | Riverside Senior Living Center | Riverside Health Fitness Center | Affiliated Cancer Specialists |
| For Employees hired by Riverside Medical Center prior to January 1, 2013, a dollar for dollar match of amounts contributed to the 403(b) Plan up to six percent (6%) of 401(a) Compensation<br><br>For Employees hired by Riverside Medical Center on and after January 1, 2013 (including those rehired by the organization after that date) a $.50 matching contribution for each $1 contributed by the Employee to the 403(b) Plan up to eight percent (8%) of 401(a) Compensation | Dollar for dollar match of amounts contributed to the 403(b) Plan up to four percent (4%) of 401(a) Compensation | A twenty cent ($.20) match for each dollar contributed to the 403(b) Plan | For Employees hired by Affiliated Cancer Specialists prior to January 1, 2013, a dollar for dollar match of amounts contributed to the 403(b) Plan up to six percent (6%) of 401(a) Compensation<br><br>For Employees hired by Affiliated Cancer Specialists on and after January 1, 2013 (including those rehired by the organization after that date) a $.50 matching contribution for each $1 contributed by the Employee to the 403(b) Plan up to eight percent (8%) of 401(a) Compensation |

To show how this works, assume your pretax contribution percentage is four percent (4%) under the 403(b) Plan. As a result, you contribute $2,400 (4%) of your $60,000 403(b) Compensation to your 403(b) Plan account from January 1 through December 31, 2010. Here are the matching contributions made to your 401(a) Plan account over the course of the plan year.

| Matching Contribution Example | | | | | |
|---|---|---|---|---|---|
| Percent of Pretax Pay You Contribute | Your Monthly Pretax Contributions | Your Annual Pretax Contribution | Matching Contributions | Monthly Matching Contributions | Annual Matching Contribution |
| First 4% of 403(b) Compensation | $200 ($2,400/12) | $2,400 | Dollar for dollar match of amounts contributed to the 403(b) Plan up to four percent (4%) of | $200 | $2,400 |

| | | | | | |
|---|---|---|---|---|---|
| | | | 401(a) Compensation | | |

### No Additional True-Up Contributions

Matching Contributions are made on a per pay period basis. There is no year-end true-up with respect to Matching Contributions to account for changes in your pre-tax contribution during the course of a Plan Year.

### Vesting Requirements

Which entity/participating subsidiary you are employed by determines how quickly you vest in your matching contributions.

<table>
<tr><th colspan="6">Vesting of Matching Contributions</th></tr>
<tr><td>Riverside Medical Center</td><td colspan="2">Riverside Senior Living Center</td><td colspan="2">Riverside Health Fitness Center</td><td>Affiliated Cancer Specialists</td></tr>
<tr><td rowspan="4">One hundred percent (100%) vested at all times</td><td>Years of Service</td><td>Vesting</td><td>Years of Service</td><td>Vesting</td><td rowspan="4">One hundred percent (100%) vested at all times</td></tr>
<tr><td>1</td><td>0%</td><td>1</td><td>0%</td></tr>
<tr><td>2</td><td>0%</td><td>2</td><td>0%</td></tr>
<tr><td>3</td><td>100%</td><td>3</td><td>100%</td></tr>
</table>

Notwithstanding the above, if you reach age sixty-five (65) while still employed or die or become disabled, you shall automatically become one hundred percent (100%) vested in your 401(a) Plan account.

You also vest in the investment earnings on your matching contributions under the same schedule as above.

### Forfeitures

If you leave Riverside HealthCare and its participating subsidiaries, you forfeit the non-vested portion of your matching contributions. The 401(a) Plan uses forfeitures to offset the cost of future matching contributions. If you return to employment after you have a break in service of at least five (5) years, your prior forfeited amount will not be restored. See the Rules for Those Who Terminate and Return subsection under the Additional Facts About the 401(a) Plan section for details.

## Loans

The 401(a) Plan's primary purpose is to provide you income for your retirement. As such, you may **not** take a loan from the 401(a) Plan.

## Withdrawals

The 401(a) Plan's primary purpose is to provide you income for your retirement. However, the 401(a) Plan does permit one form of withdrawal from your 401(a) Plan account upon your attainment of age fifty-nine and one half (59½). If you are age 59½ or older and still actively employed, you may withdraw all or a portion of your vested 401(a) Plan account. If you are age 70½ and no longer employed, you must begin to withdraw at least the legally required minimum amount from your 401(a) Plan account each year; however, if you need to identify what the legally required minimum amount is with respect to your 401(a) Plan account, please contact Empower at 1-800-701-8255.

## How You Receive Your Distribution

As long as the vested value of your 401(a) Plan account is more than $1,000 and you are no longer working for Riverside HealthCare or its affiliates, you may choose from several payment options for your distribution.

## Your Payment Options

The chart below shows the payment options available for your distribution from the 401(a) Plan.

| Payment Options | |
|---|---|
| **Option** | **Description** |
| Lump Sum | Single payment of vested account balance. |
| Direct Rollover | Transfer by the 401(a) Plan of all or a portion of your account to a qualified employer plan (such as a 401(k)), traditional IRA, a Section 403(b) plan, or Section 457 governmental plan. |
| Installments (periodic payments)* | Payments made monthly, quarterly, semi-annually or annually either over a fixed number of years or of a fixed dollar amount. |
| Partial lump sum | A single sum distribution of a portion of your vested account balance, subject to the minimum required distribution rules. |

*The balance of your account (after each payment) remains invested in the funds you have elected. You continue to have the same investment options as active employees, and investment returns may increase or decrease the amount of your future payments.

## Determining Your 401(a) Plan Account Balance

Like the 403(b) Plan, the 401(a) Plan processes and mails distributions on a daily basis. Your 401(a) Plan account balance is valued as of market close each day. You may request that the 401(a) Plan make your distribution by direct deposit, or mail it to you in the form of a check.

# When You Receive Your Distribution

You may receive your distribution from the 401(a) Plan after you terminate employment with Riverside HealthCare or its affiliates. The 401(a) Plan considers your termination date to be your last day worked. If you are on a leave of absence, the 401(a) Plan considers your termination date to be the date your leave ends by you, or by Riverside HealthCare, without your returning to work.

## When Your Vested Account Balance Is More than $1,000

If the vested value of your 401(a) Plan account is more than $1,000 when you leave Riverside HealthCare, when you receive your distribution depends on whether you have requested payment.

## If You Request Payment of Your 401(a) Plan Account

You receive your distribution, along with a confirmation of the value of your 401(a) Plan account. The 401(a) Plan makes any payment due to you (or your beneficiary) as soon as administratively possible after:

- Your employment with Riverside HealthCare or its affiliates ends or you are determined to have become totally and permanently disabled; and

- You request your 401(a) Plan account via the Empower website at [www.empower-retirement.com/participant](www.empower-retirement.com/participant) or by calling 1-800-701-8255.

### If You Do Not Request Payment of Your 401(a) Plan Account

The 401(a) Plan holds your vested account balance until you request payment. If you terminate employment with Riverside HealthCare and reach age 70½, however, the 401(a) Plan (and the law) requires that you receive your distribution by April 1 of the following year.

## When Your Vested Account Balance Is $1,000 or Less

If the vested value of your 401(a) Plan account is $1,000 or less when you leave Riverside HealthCare and its affiliates, you automatically receive the distribution of your account as a lump sum (no election necessary). You may receive the total distribution in cash, or you may roll it over to a traditional Individual Retirement Account (IRA), Roth IRA or another eligible plan.

The 401(a) Plan mails the lump-sum distribution to your last known address. You also receive a distribution statement that documents your distribution as well as the taxation. If you want to roll over your distribution, you must request this via the Empower website at [www.empower-retirement.com/participant](www.empower-retirement.com/participant) or by calling 1-800-701-8255. Otherwise, you receive a lump-sum distribution approximately within six (6) months of your last day worked.

## Survivor Benefits

You designate a beneficiary(ies) for your 401(a) Plan account on a *Beneficiary Designation* form when your 401(a) Plan participation begins. To designate a beneficiary, log on to the Empower website at [www.empower-retirement.com/participants](www.empower-retirement.com/participants) and fill out the online designation. Empower will send you a *Beneficiary Designation* form reflecting the designation you submitted online.

After you verify the accuracy of your beneficiary designation(s), sign and return your *Beneficiary Designation* form to Empower (including your spouse's notarized consent, if necessary). Your beneficiary designation is not effective until Empower receives your signed *Beneficiary Designation* form.

You may revoke or change your beneficiary designation at any time before you die. If you are married and you change your beneficiary designation to someone other than your spouse, your spouse must provide written notarized consent to your designation before the designation takes effect.

If you die, the 401(a) Plan pays your entire vested account balance to your designated beneficiary(ies). If you are married, the 401(a) Plan pays your vested account balance to your surviving spouse (i.e., the individual to whom you are legally married, which as of September 16, 2013, includes person of the same sex), unless you designated another beneficiary and your spouse provided written notarized consent to that designation.

If the Plan does not have a beneficiary designation on file, or your designation is invalid (for example, you did not complete a new designation when you got married), the 401(a) Plan pays your vested account balance to your:

- Surviving spouse (i.e., the individual to whom you are legally married, which as of September 16, 2013, includes person of the same sex); or if none, then
- Children, per stirpes, then
- Your estate.

If you are not married to your same-sex partner, if any, be sure to file a designation of beneficiary and designate your same-sex partner, if any, as your beneficiary.

If your surviving spouse or beneficiary is entitled to receive your vested account balance, he or she may elect to receive it in any of the forms of distribution available to the participant, so long as such form complies with the provisions of Code Section 401(a)(9). While your account balance remains in the 401(a) Plan, your spouse or other beneficiary is entitled to direct the investment of your account, as described in the Investing Your Plan Account section.

If your account balance is $1,000 or less at the time of your death, the 401(a) Plan distributes your account balance in the form of a lump-sum payment approximately within six (6) months following the month in which the 401(a) Plan learns of your death.

# Provisions Which Apply to Both the 403(b) Plan and the 401(a) Plan

## Investing Your 403(b) Plan Account and 401(a) Plan Account

You decide how to invest your 403(b) Plan account and your 401(a) Plan account. Your relevant account balance under each plan includes your contributions to the 403(b) Plan or the company's contributions to the 401(a) Plan, respectively, as adjusted for any investment earnings or losses on these amounts.

### Risk and Return

You may choose to invest your account in one or more of the investment funds that make up the 403(b) Plan and 401(a) Plan. As with any investment you make, there are no guarantees against losses. Each fund is subject to increases and decreases in dollar value as the financial markets respond to economic, social, and political conditions.

At any given time, the contributions you make may decrease in value rather than increase. In general, the "riskier" funds are more likely to have greater gains and losses in the short run. They may, however, also have greater potential for a higher positive return over the long term. All investments involve some degree of risk. Even if an investment is categorized as "lower risk," that investment could incur losses at any time. And, these losses may exceed the losses incurred during the same period by an investment categorized as "higher risk."

You may view monthly and historical investment returns of the funds in the Empower Retirement Investment Guide or on the Empower website at www.empower-retirement.com/participant. See the Accessing Your Account section for details on how to access this type of information.

### Investment Decisions

You may choose to invest your account in any one, or more, of the approximately 25+ investment fund options. You may invest your account in one percent (1%) increments, and you may change your investment election or transfer your account balance among the investment funds at any time.

You may transfer a specific percentage of your account from one investment fund to another, or you may realign your entire account. If you make a change that is confirmed before 4 p.m. Eastern Time (or before the close of the New York Stock Exchange, if earlier), the change is normally processed at the end of that day. If you make a change that is confirmed after 4 p.m. Eastern Time (after the market closes), during the weekend, or on a market holiday, the change is processed at the end of the next business day. See the Accessing Your Account section for details.

## How Your Account Is Invested

When you make a contribution to your account or the company makes a contribution on your behalf, the 403(b) Plan or 401(a) Plan, as the case may be, uses your most recent investment election on file to determine how the contribution is allocated among the various investment options. For example, if you change your investment election twice during the week, the respective plan uses your last election to invest the contributions from your paycheck for that period.

T. Rowe Price Retirement Fund is the default investment option for participants who do not make an investment election upon joining the 403(b) Plan or 401(a) Plan, as the case may be. As such, if you do not make an investment election when you first contribute to the 403(b) Plan or when a contribution is made on your behalf to the 401(a) Plan, you are automatically enrolled to have 100% of your contributions invested in the age appropriate T. Rowe Price Retirement Fund based on your birthdate. As with any election available to you under either plan, you may make your own investment choices by making an appropriate election at any time.

Both the 403(b) Plan and the 401(a) Plan are intended to constitute plans described in Section 404(c) of the Employee Retirement Income Security Act (ERISA) and Section 2550.404c-1 of Title 29 of the Code of Federal Regulations—404(c) Regulations. This means that the 403(b) Plan's or 401(a) Plan's fiduciaries, as the case may be, may be relieved of liability for any losses that are the direct and necessary result of investment decisions made, and investment instructions given, by you as a 403(b) Plan or 401(a) Plan participant or beneficiary, with respect to the investment of your account in any of the various funds.

## Investment Funds

The 403(b) Plan and 401(a) Plan have a variety of investment options to choose from. For a current list of investment fund options, log on to the Empower website at www.empower-retirement.com/participant.

## Changing Investment Directions

On a daily basis, you may transfer current balances in your account among investment funds and/or change the way future contributions to your 403(b) Plan account or 401(a) Plan account are invested. You can perform these actions through the voice response system at 1-800-701-8255 or internet web site (www.empower-retirement.com/participant). All changes in investment directions will be implemented as soon as administratively practicable but in no event later than fifteen (15) days.

# Additional Facts About the 403(b) Plan and 401(a) Plan

The following is additional information related to your accounts under the 403(b) Plan and 401(a) Plan.

## Account Statements and Disclosures

You can obtain your current account balance either by logging onto the Empower website at www.empower-retirement.com/participant or by calling 1-800-701-8255. Each quarter you will receive statements that show your balances in the 403(b) Plan and the 401(a) Plan, and the funds in which your accounts are invested. On at least an annual basis, you will receive a fee disclosure notice showing you a summary of how fees for your 403(b) Plan and 401(a) Plan account(s) are paid.

## Plan Administrative and Recordkeeping Expenses

Plan participants may pay all or a portion of the expenses incident to the administration, recordkeeping and operation of the Plans. If Riverside HealthCare determines for a given Plan Year that Plan participants will share and hence pay such expenses incident to the administration, recordkeeping and operation of the Plan, these expenses will be estimated in total for the given Plan Year and then deducted pro-rata on a monthly basis (or other frequency as determined by Riverside HealthCare from time to time) on a flat fee basis from your Account during the month (normally sometime between the 15$^{th}$ day and the last day of the month).

## Revenue Credit and Fixed Account Credit Allocations

Certain investment options offered under the Plan are designed to assess an investment expense that is used to underwrite the cost of the 403(b) Plan and 401(a) Plan. If you are invested in such an investment option, the assessed expense reduces your overall annual return from the investment. Those assessed expenses are then provided to the third-party administrator of the Plan as revenue to compensate the third-party administrator for supporting the investment through various recordkeeping and administrative services. Revenue provided to the third-party administrator in connection with any Great-West fixed account product is referred to as “Fixed Account Revenue” and revenue provided to the third-party administrator for any other investment option under the Plan (other than the Great-West fixed account product) is referred to as “Revenue Sharing.”

The third-party administrator of the Plan, Empower, will allocate any Fixed Account Revenue and any Revenue Sharing that it receives under the 403(b) Plan and 401(a) Plan back to participants who are invested in the respective underlying funds generating such revenue. With respect to investments which generate Revenue Sharing, Empower will directly credit the favorable Revenue Sharing dollars back to Plan participant accounts which generated the Revenue Sharing based on their investment in such Revenue Sharing funds. With respect to Plan assets invested by Plan participants in Great-West fixed account products which products receive Fixed Account Revenue equal to a defined percentage of the average daily balance invested in such Great-West fixed account products, Empower will directly credit the Fixed Account Revenue dollars back to Plan participant accounts which generated the Fixed Account Revenue based on their investment in such Great-West fixed account products.

As a result, you may see an additional deposit appearing as a credit on your account in the transaction history and on your quarterly account statement. You will always be 100% vested in this Revenue Credit and/or Fixed Account Credit allocation amount.

### Keeping Your Records/Beneficiary Designation Current

It is very important that you keep your Human Resources records up to date.

Your current mailing address and beneficiary designation, in particular, need to be on file in case a distribution from the 403(b) Plan or 401(a) Plan needs to be sent to you or your beneficiary.

While you are working for Riverside HealthCare or its affiliates, you may update your personal address on the Riverside employee self-service portal "CARE" at https://care.riversidehealthcare.net/lawson/portal or by contacting Human Resources at -815-935-7547.

If you are no longer working for Riverside HealthCare or its affiliates, you may update your personal address either on the Empower website at www.empower-retirement.com/participant or by calling 1-800-701-8255.

To designate a beneficiary, log on to the Empower website at www.empower-retirement.com/participant and fill out the online designation. Empower will send you a *Beneficiary Designation* form reflecting the designation you completed online.

After you verify the accuracy of your beneficiary designation(s), sign and return your *Beneficiary Designation* form to Empower. Your beneficiary designation is not effective until Empower receives your signed *Beneficiary Designation* form.

### Rules for Those Who Terminate and Return

If you leave Riverside HealthCare or its affiliates and later return, you are again immediately eligible to participate in the 403(b) Plan and make pretax contributions and in the 401(a) Plan and receive employer contributions.

### Qualified Domestic Relations Order (QDRO)

A Qualified Domestic Relations Order is a court order, judgment, or decree in connection with alimony, marital property rights, or child support requirements. If a Domestic Relations Order complies with the Retirement Equity Act of 1984 (as amended) and the 403(b) Plan's or the 401(a) Plan's QDRO Procedures, Riverside HealthCare recognizes it as a Qualified Domestic Relations Order and makes payments to the alternate payee (your spouse, former spouse, child, or other dependent) as specified in the Order. You may obtain details about QDROs from the Empower website at www.empower-retirement.com/participant.

## Accessing Your Account

Riverside HealthCare offers you two ways to access your 403(b) Plan account or your 401(a) Plan account:

- Online—The Empower website (www.empower-retirement.com/participant)
- By Phone—at -800-701-8255

Empower Retirement, the record keeper for the 403(b) Plan and 401(a) Plan, monitors both the website and the telephone call center.

## *Website* Online Access

You can manage your 403(b) Plan account and 401(a) Plan account online 24 hours a day via the Empower website at www.empower-retirement.com/participant. This easy-to-use site is pre-loaded with your balance and 403(b) Plan information and 401(a) Plan information. As a result, you may make adjustments relating to your account when it is most convenient for you.

There are several layers of security built into the_________________ website. This protects your personal data. Any information that is submitted through the website is encoded with ____________________ encryption. This means that even if the information you submit is somehow intercepted by a third party on its way to the website's servers, it is scrambled and virtually impossible to decode.

## Getting Information via the Call Center

KeyTalk is Empower's computerized, interactive telephone system. The system gives you access to your account information via an automated voice response system. You also have access to participant service representatives who can answer your questions and assist you in performing transactions.

With the automated telephone system, you can retrieve 403(b) Plan information and 401(a) Plan information and make elections at the touch of a button. When you call the system, you use the personal identification number that you set up on the Empower website at www.empower-retirement.com/paraticipant. If you do not have a password set up on the Empower website, you may set up your password on the telephone system. (You may only use numbers for your password—no letters.)

The telephone system is confidential, easy-to-use, and available 24 hours a day. Just call 1-800-701-8255 and follow the step-by-step directions.

## To Receive Plan Investment Information

To comply with Section 404(c) of ERISA and the 404(c) Regulations, the 403(b) Plan and 401(a) Plan has prepared a prospectus with respect to the underlying investments. The prospectus is available online at www.empower-retirement.com/participant. A copy of the prospectus will be provided to 403(b) Plan and 401(a) Plan participants or beneficiaries upon their request. You can request the relevant prospectus from:

Empower Retirement
P. O. Box 173764
Denver, CO 80217-3764

or by calling 1-800-701-8255.

# Important Tax and Payment Information Related to the 403(b) Plan and the 401(a) Plan

## Where to Go for More Tax-Related Information

This notice summarizes only the federal (not state or local) tax rules that may apply to your payment. The rules described in this main section are complex and contain many conditions and exceptions that are not included in this document. Therefore, you may want to consult a professional tax adviser before you take a payment of your benefit from the 403(b) Plan or 401(a) Plan.

You can find more specific information on the tax treatment of payments from qualified retirement plans in IRS Publication 575 (Pension and Annuity Income), and IRS Publication 590 (Individual Retirement Arrangements). These publications are available from your local IRS office, on the IRS website at www.irs.gov, or by calling 1-800-829-3676.

## Important Tax Information—An Overview

### Summary

In addition to describing the tax treatment of distributions, this main section explains how you may continue to defer federal income tax on your retirement savings in the 403(b) Plan and 401(a) Plan.

***Note:*** **Federal and state income tax laws are complex, change frequently and are unique to each person's situation. This summary plan description does not attempt to explain in detail all the rules and situations which could apply to you with respect to your participation in, contributions to, or distributions from the 403(b) Plan and 401(a) Plan. You are encouraged to seek the advice of a tax advisor or to otherwise become familiar with the rules applicable to 403(b) plans as provided by the Internal Revenue Code.**

**Both plans are intended, and will be interpreted, to meet and comply with all of the applicable requirements of Section 403(b) of the Internal Revenue Code, as amended.**

### Rollovers

All or part of any payments you receive from the two plans may be eligible for rollover to a traditional IRA, a Roth IRA or another eligible plan. An "eligible plan" includes a plan qualified under Section 401(a) of the Internal Revenue Code and certain other plans, including:

- A 401(k) plan;
- A profit-sharing plan;
- A defined benefit plan;
- A stock bonus plan;
- A money purchase plan;
- A Section 403(a) annuity plan;
- A Section 403(b) tax-sheltered annuity; and
- An eligible Section 457(b) plan maintained by a governmental employer (a "457 governmental plan").

An eligible plan is not legally required to accept a rollover. Before you decide to roll your payment over to another employer plan, determine whether the plan accepts rollovers. If it does, find out what types of distributions it accepts as a rollover. Also confirm what documentation the plan requires to be completed before it accepts a rollover.

You cannot roll your payment over to a SIMPLE IRA or a Coverdell Education Savings Account (formerly known as an education IRA).

If an employer plan accepts your rollover, the new employer plan may restrict subsequent distributions of the rollover amount or may require your spouse's consent for any subsequent distribution. A subsequent distribution from the plan that accepts your rollover may also be subject to different tax treatment than distributions from Riverside HealthCare's two plans. Check with the administrator of the plan that is to receive your rollover before you actually make the rollover.

A payment from the 403(b) or 401(a) Plan that is eligible for rollover can be taken in two ways. You can have all or any portion of your payment either:

- Paid as a "direct rollover" to a traditional IRA, Roth IRA or, if you choose, to another eligible plan that will accept it; or
- Paid directly to you.

If you choose a direct rollover to a traditional IRA or another eligible plan:

- Your payment is not taxed in the current year, and no income tax is withheld.
- Your payment is made directly to your traditional IRA or, if you choose, to another qualified employer plan that accepts your rollover.
- You may not roll over your benefit to a SIMPLE IRA or Coverdell Education Savings Account, because these are not traditional IRAs.
- Your payment is taxed later, when you take it out of the IRA or the other eligible plan. Depending on the type of plan, the later distribution may be subject to different tax treatment than it would be if you received a taxable distribution from the Plans.

If you choose a direct rollover to a Roth IRA:

- Your payment will be taxed in the year it is rolled over.
- Future withdrawals from your Roth IRA will not be taxed, provided they are "qualified distributions." A "qualified distribution" is a distribution that is made at least five (5) years from the start of the year during which you made your first Roth contribution to the Roth IRA and it is distributed after you attain age 59½, to your beneficiary after your death, or on account of your disability. If the distribution is not a qualified distribution, you will be taxed on any earnings in your Roth contribution account.
- Unlike a direct rollover to a traditional IRA or an eligible employer plan, a direct rollover to a Roth IRA is not subject to 20% mandatory withholding. You may, however, enter into a voluntary withholding agreement with the Plan Administrator with respect to the distribution that is directly rolled over from the 403(b) Plan or 401(a) Plan to a Roth IRA.

If you choose to have a 403(b) Plan or 401(a) Plan payment that is eligible for rollover instead paid directly to you:

- You will receive only 80% of the payment. This is because Riverside HealthCare is required to withhold 20% of the taxable amount of the payment and send it to the IRS as income tax withholding to be credited against your taxes.
- Your payment is taxed in the current year, unless you roll it over. You may be able to use special tax rules that could reduce the tax you owe. However, if you receive the payment before age 59½, you may also have to pay an additional 10% excise tax.

- You can roll the payment over by paying it to your traditional IRA, or to another eligible plan that accepts your rollover within 60 days of receiving the payment. The amount you roll over is not taxed until you take it out of the IRA or employer plan.
- If you want to roll over 100% of the payment to a traditional IRA or an eligible plan, you must find other money to replace the 20% that was withheld. If you roll over only the 80% that you received, you are still taxed on the 20% that is not rolled over.

**If you elect to receive a distribution that can be rolled over, you may contribute the distribution to a Roth IRA if you do so within sixty (60) days after you receive the payment. If you choose to do so, the payment will be included in gross income as if the distribution were not rolled over. The amount you receive is not subject to 20% mandatory withholding, but you may elect to voluntarily withhold tax on the distribution.**

## Payments That Can and Cannot Be Rolled Over

As mentioned previously, a payment from the 403(b) Plan or 401(a) Plan may be an "eligible rollover distribution." This means that it can be rolled over to a traditional IRA or to another eligible plan that accepts rollovers. You may not roll your payment over to a SIMPLE IRA or a Coverdell Education Savings Account.

The Plan Administrator will be able to tell you what portion of your payment is an eligible rollover distribution.

You may not roll over the following types of payment:

- Payments Spread over Long Periods—You cannot roll a payment over if it is part of a series of equal (or almost equal) payments that are made at least once a year and will last for any of the following:
    - Your lifetime (or life expectancy);
    - Your lifetime and your beneficiary's lifetime (or life expectancies); and
    - A period of 10 or more years.
- Required Minimum Payments—Beginning in the year you reach age 70½, or retire (whichever is later), you may not roll over a certain portion of your payment. This portion is a "required minimum payment" that must be paid to you.
- Corrective Distributions—You may not roll over a distribution that is made to correct a failed nondiscrimination test. You also may not roll over a distribution that is made because the legal limit for certain contributions was exceeded.
- Loans Treated as Distributions—You may not roll over the amount of a 403(b) Plan loan that becomes a taxable deemed distribution because of a default.
- Hardship Distributions—A hardship distribution from the 403(b) Plan is not eligible for rollover.

## Direct Rollovers

If you choose a direct rollover, the eligible rollover distribution is paid directly from one of the plans to a traditional IRA, a Roth IRA, or other eligible employer plan that accepts rollovers. You are not taxed on the payment until you later take it out of the traditional IRA or the other eligible employer plan. You are taxed immediately on the account value rolled over to a Roth IRA. In addition, no federal income tax withholding is required for any portion of your 403(b) Plan or 401(a) Plan benefit for which you choose a direct rollover.

## Direct Rollover to a Traditional or Roth IRA

You can open a traditional or Roth IRA to receive a direct rollover.

If you choose to have your payment made directly to a traditional or Roth IRA, contact an IRA sponsor (usually a financial institution) to find out how to have your payment made as a direct rollover to a traditional or Roth IRA at that institution.

If you are unsure of how to invest your money, you can temporarily establish a traditional or Roth IRA to receive the payment. However, in choosing a traditional or Roth IRA, you may wish to consider whether the traditional or Roth IRA you choose will allow you to move all or part of your payment to another traditional or Roth IRA at a later date, without penalties or other limitations.

## Direct Rollover to another Employer Retirement Plan

If your new employer has a qualified retirement plan and you want to make a direct rollover to that plan, ask the administrator of that plan whether it will accept a rollover. An employer plan is not legally required to accept a rollover. If your new employer's plan does not accept a rollover, you can still choose to make a direct rollover to a traditional IRA or Roth IRA.

If the employer plan accepts your rollover, the plan may provide restrictions on the circumstances under which you may later receive a distribution of the rollover amount. Or, the plan may require your spouse's consent to any subsequent distribution. Check with the administrator of that plan before you make your decision.

## Direct Rollover to a Roth IRA

You can open a Roth IRA to receive your direct rollover. Certain eligibility criteria must be met before you may roll over to a Roth IRA. A direct rollover to a Roth IRA has certain tax implications, and later distributions and withdrawals may have tax implications as well. See IRS Publication 590, *Individual Retirement Arrangements*, for more information on Roth IRAs (including limits on how often you can roll over between IRAs).

If you roll over your plan accounts to a Roth IRA, a special rule applies under which the amount of the payment rolled over will be taxed. However, the 10% additional income tax on early distributions will not apply (unless you take the amount rolled over out of the Roth IRA within 5 years, counting from January 1 of the year of the rollover). For payments from the 403(b) Plan or 401(a) Plan during 2010 that are rolled over to a Roth IRA, the taxable amount can be spread over a 2-year period starting in 2011. If you roll over the payment to a Roth IRA, later payments from the Roth IRA that are qualified distributions will not be taxed (including earnings after the rollover). A qualified distribution from a Roth IRA is a payment made after you are age 59½ (or after your death or disability, or as a qualified first-time homebuyer distribution of up to $10,000) and after you have had a Roth IRA for at least 5 years. In applying this 5-year rule, you count from January 1 of the year for which your first contribution was made to a Roth IRA. Payments from the Roth IRA that are not qualified distributions will be taxed to the extent of earnings after the rollover, including the 10% additional income tax on early distributions (unless an exception applies). You do not have to take required minimum distributions from a Roth IRA during your lifetime.

## Direct Rollover of a Series of Payments

If you receive an eligible rollover distribution that is paid in a series of installments for less than 10 years, your choice to make, or not make, a direct rollover of a payment applies to all later payments in the series until you change your election.

You are free to change your election for any later payment in the series. Therefore, in some instances, it may be beneficial for you to have your benefit remain in a particular plan.

# Taxes on a Payment Made to You

If your 403(b) Plan or 401(a) Plan benefit is eligible for rollover and you instead choose to have the respective plan make the payment directly to you, the payment is subject to mandatory 20% income tax withholding. The payment is taxed in the year you receive it unless, within 60 days, you roll it over to a traditional IRA or another eligible plan that accepts rollovers. If you do not roll it over, special tax rules may apply.

## Mandatory Income Tax Withholding

If any portion of the payment to you is an eligible rollover distribution and you do not elect a direct rollover, the 403(b) Plan and 401(a) Plan is required by law to withhold 20% of the taxable amount. This amount is sent to the IRS as federal income tax withholding.

### Example

To show how mandatory income tax withholding is applied, assume your eligible rollover distribution is $10,000. The respective plan only pays $8,000 to you because the respective plan must withhold $2,000 ($10,000 x 20%) as income tax. When you prepare your income tax return for the year, however, you will report the full $10,000 as a payment from the respective plan.

You will also report the $2,000 as tax withheld, and it will be credited against any income tax you owe for that year. Depending on your income tax bracket, you may owe additional income tax on the distribution, or receive a partial refund.

## Voluntary Income Tax Withholding

If any portion of your payment is not an eligible rollover distribution, but is taxable, the mandatory withholding rules do not apply. In this case, you may choose not to have withholding apply to that portion. The plan administrator can provide you with the appropriate election form.

## Withholding for Nonresident Aliens.

If you are a nonresident alien and you do not do a direct rollover to a U.S. traditional IRA, U.S. Roth IRA or U.S. employer plan, instead of withholding 20%, the 403(b) Plan or 401(a) Plan is generally required to withhold 30% of the payment for federal income taxes. If the amount withheld exceeds the amount of tax you owe (as may happen if you do a 60-day rollover), you may request an income tax refund by filing Form 1040NR and attaching your Form 1042-S. See Form W-8BEN for claiming that you are entitled to a reduced rate of withholding under an income tax treaty. For more information, see also IRS Publication 519, U.S. Tax Guide for Aliens, and IRS Publication 515, Withholding of Tax on Nonresident Aliens and Foreign Entities.

## Sixty-Day Rollover Option

If you receive a payment that can be rolled over, you can still decide to roll over all or part of it to a traditional IRA, an eligible employer plan that accepts rollovers, or, if you qualify, a Roth IRA. If you decide to roll over, *you must make the rollover within 60 days after you receive the payment.* The portion of your payment that is rolled over to a traditional IRA or the eligible employer plan will not be taxed until you take it out.

You can roll over up to 100% of your payment that can be rolled over, including an amount equal to the 20% that was withheld. If you choose to roll over 100%, you must find other money within the 60-day period to contribute to the traditional IRA or the eligible employer plan, to replace the 20% that was withheld. On the other hand, if you roll over only the 80% that you received, you will be taxed on the 20% that was withheld.

### Example

The taxable portion of your payment that can be rolled over is $10,000, and you choose to have it paid to you. You will receive $8,000, and $2,000 will be sent to the IRS as income tax withholding. Within 60 days after receiving the $8,000, you may roll over the entire $10,000 to a traditional IRA or an eligible employer plan. To do this, you roll over the $8,000 you received from the Plan, and you must find $2,000 from other sources (your savings, a loan, etc.). In this case, the entire $10,000 is not taxed until you take it out of the traditional IRA or an eligible employer plan. If you roll over the entire $10,000, when you file your income tax return you may get a refund of part or all of the $2,000 withheld.

If, on the other hand, you roll over only $8,000, the $2,000 you did not roll over is taxed in the year it was withheld. When you file your income tax return, you may get a refund of part of the $2,000 withheld. (However, any refund is likely to be larger if you roll over the entire $10,000.)

Generally, the 60-day rollover deadline cannot be extended. However, the IRS has the limited authority to waive the deadline under certain extraordinary circumstances, such as when external events prevented you from completing the rollover by the 60-day rollover deadline. To apply for a waiver, you must file a private letter ruling request with the IRS. Private letter ruling requests require the payment of a nonrefundable user fee. For more information, see IRS Publication 590, Individual Retirement Arrangements (IRAs).

## Additional 10% Tax If You Are Under Age 59½

If you receive a payment before you reach age 59½ and you do not roll it over, you may have to pay an extra tax equal to 10% of the taxable portion of the payment as a penalty for early withdrawal. This is in addition to the regular income tax you owe on these amounts. The additional 10% tax generally does not apply to your payment if any of the following occur:

- It is paid to you because you separate from Riverside HealthCare during, or after, the year you reach age 55
- It is paid because you retire due to disability
- It is paid to you in equal (or almost equal) payments over your life or life expectancy (or your and your beneficiary's lives or life expectancies)
- It is paid after your death
- It is used to pay certain deductible medical expenses
- It is paid directly to the government to satisfy a federal tax levy
- It is paid to an alternate payee under a Qualified Domestic Relations Order (QDRO)
- It is paid while you are on active duty if you were a member of a reserve component called to duty after September 11, 2001 for more than 179 days.

If you receive a payment from a traditional IRA when you are under age 59½, you will have to pay the 10% additional income tax on early distributions from the traditional IRA, unless an exception applies. In general, the exceptions to the 10% additional income tax for early distributions from a traditional IRA are the same as the exceptions listed above for early distributions from one of the plans. However, there are a few differences for payments from a traditional IRA, including: (1) there is no exception for payments after separation from service that are made after age 55, (2) the exception for qualified domestic relations orders (QDROs) does not apply (although a special rule applies under which, as part of a divorce or separation agreement, a tax-free transfer may be made directly to an IRA of a spouse or former spouse), and (3) the exception for payments made at least annually in equal or close to equal amounts over a specified period applies without regard to whether you have had a separation from service.

## Repayment of Plan Loans

If you end your employment and have an outstanding loan from your 403(b) Plan account, the amount of your outstanding loan balance is treated as a distribution to you. The amount is taxed, unless you roll over an amount equal to the amount of your loan offset to another eligible plan, or a traditional or Roth IRA, within 60 days of the date of the offset.

If the amount of your loan offset is the only amount you receive, or are treated as having received, no amount is withheld from it. If you receive other payments of cash or property from the Plan, the 20% withholding amount will be based on the entire amount paid to you, including the amount of the loan repayment. The amount withheld will be limited to the amount of other cash or property paid to you (other than any employer securities).

You may not roll over the amount of a defaulted 403(b) Plan loan that is deemed a taxable distribution.

# Surviving Spouses, Alternate Payees, and Other Beneficiaries

In general, the tax and payment rules summarized in this main section also apply to payments to a surviving spouse, a former spouse who is an “alternate payee” under a Qualified Domestic Relations Order (QDRO), or to a non-spouse beneficiary. You are an alternate payee if your interest in the 403(b) Plan or 401(a) Plan results from a QDRO, which is an order issued by a court, usually in connection with a divorce or legal separation. Some of these rules also apply to a deceased Riverside HealthCare employee’s beneficiary who is not a spouse. However, there are some exceptions for payments to surviving spouses, alternate payees, and other beneficiaries that should be mentioned.

## If You Are a Surviving Spouse or Alternate Payee

You may choose to have an eligible rollover distribution paid either:

- As a direct rollover to a traditional IRA, Roth IRA or other eligible plan
- To you

If you have it paid to you, you can keep it, or roll it over yourself to a traditional IRA, Roth IRA (if you qualify) or to another eligible employer plan that accepts rollovers. Thus, you have the same choices as the employee. If you choose to do a rollover to an IRA, you may treat the IRA as your own or as an inherited IRA.

An IRA you treat as your own is treated like any other IRA of yours, so that payments made to you before you are age 59½ will be subject to the 10% additional income tax on early distributions (unless an exception applies) and required minimum distributions from your IRA do not have to start until after you are age 70½. If you treat the IRA as an inherited IRA, payments from the IRA will not be subject to the 10% additional income tax on early distributions. However, if the participant had started taking required minimum distributions, you will have to receive required minimum distributions from the inherited IRA. If the participant had not started taking required minimum distributions from the Plan, you will not have to start receiving required minimum distributions from the inherited IRA until the year the participant would have been age 70½.

### If You Are a Beneficiary Other Than a Surviving Spouse or an Alternate Payee

You may choose to have a payment directly rolled over to a traditional IRA or, if you qualify, a Roth IRA or paid to you. You may not roll over any payment that is made directly to you, nor may you choose to directly roll over the payment to an eligible employer plan. The IRA accepting the transfer is treated like a non-spouse inherited IRA, under which the benefit must be distributed in accordance with the required minimum distribution rules. Payments from the inherited IRA will not be subject to the 10% additional income tax on early distributions. In general, distributions from the inherited IRA must either by paid to you in full within 5 years of the deceased participant's death or must commence within 12 months of the participant's death and be paid over your life expectancy. The benefit cannot be rolled over from an inherited IRA to any other IRA or employer plan.

### Rules for Those Who Terminate and Return

If you leave Riverside HealthCare or its affiliates and later return, you are again immediately eligible to participate in the 403(b) Plan and make pretax contributions and the 401(a) Plan and receive employer contributions.

If you were a 401(a) Plan participant eligible for company contributions when your employment ended (i.e., prior to January 1, 2010), and you forfeited company contributions when you left Riverside HealthCare and its participating subsidiaries, the 401(a) Plan restores your forfeitures by repaying the forfeited amount of company contributions if you:

- Were not 100% vested when you left Riverside HealthCare and its participating subsidiaries;
- Received your vested account balance when you left Riverside HealthCare and its participating subsidiaries; and
- Are rehired before you have a break in service of at least five (5) consecutive years

## General Provisions of the 403(b) Plan and the 401(a) Plan

### Non-Alienation of Benefits

Since the 403(b) Plan and 401(a) Plan are intended to provide benefits to employees only, it specifically prohibits the alienation, encumbrance, appropriation, or seizure in any manner of any right or benefit under either plan, except for qualified domestic relations orders.

### Treatment of Domestic Relations Orders

If you are a party to a divorce, separation, or other domestic relations matter, a court may issue an order telling the plan administrator to pay 403(b) Plan and/or 401(a) Plan benefits to an ex-spouse or to some other person such as your dependent child. The plan administrator will follow such court orders only if they are "qualified," which means they meet certain legal requirements set forth by federal law and reflected in each plan's Domestic Relations Order Procedures. A copy of these procedures may be obtained without charge, upon request to the plan administrator.

After the plan administrator receives a court order, any participant whose benefits are the subject of a domestic relations order will be given notice of this court order, and a copy of the Domestic Relations Order Procedures.

During the period when the plan administrator is deciding whether the court order is qualified, the plan administrator will make a separate accounting of any payments required by the court order. If the plan administrator is unable to decide within 18 months whether the court order is qualified, or if the matter is being contested in the courts, the contested money will be paid to you or to the person who would have received it had there been no court order. Of course, this action will not relieve you of any obligations that a court may impose if it is later determined that the original order was valid.

## Facility of Payment

Every person receiving or claiming a benefit under the 403(b) Plan or 401(a) Plan shall be presumed to be mentally competent and of age until the plan administrator receives reliable written notice that such person is incompetent or a minor. Payments due a minor shall be paid to any custodial parent of such minor. Payments due to any incompetent person shall be paid to the guardian, conservator or other legal representative. If the plan administrator cannot locate any of these individuals, then payment will be made to the individual determined to have assumed financial responsibility for the care of such person.

## Custodial Accounts and Trust Accounts

All contributions to the 403(b) Plan are held in a custodial account established to hold plan contributions and all contributions to the 401(a) Plan are held in a trust account established to hold plan contributions. Riverside HealthCare and its participating subsidiaries have no right, title or interest in the contributions made to the custodial account, and such contributions are held for the exclusive benefit of employees and their beneficiaries. Benefits provided by the 403(b) Plan and 401(a) Plan are to be paid only out of assets of the custodial account and no custodial account assets will revert to the Riverside HealthCare or its participating subsidiaries prior to satisfaction of all 403(b) Plan and 401(a) Plan liabilities.

## Amendment and Termination

Although the 403(b) Plan and 401(a) Plan are intended as a permanent arrangement, unforeseen circumstances may affect it in the future. For this reason, Riverside HealthCare reserves the right to amend, modify, or terminate either or both plans. In no event, however, may any amendment or termination result in the forfeiture or reduction of the interest of a 403(b) Plan or 401(a) Plan participant, former participant, or beneficiary. In other words, if the 403(b) Plan or 401(a) Plan should, for example, terminate, each participant will be 100 percent vested in his or her matching contributions sub-accounts. In the event of termination, the assets of the trust fund will be re-valued and all account balances will be adjusted accordingly.

403(b) Plan and 401(a) Plan expenses incurred in terminating the respective underlying plan and liquidating the assets may be paid from the respective plan's assets. Following such adjustments, the account balances will be distributed in the manner and to the extent set forth in the 403(b) Plan or 401(a) Plan documents.

## No Plan Insurance

The Pension Benefit Guaranty Corporation does not insure benefits under the 403(b) Plan or 401(a) Plan.

# Claims Procedures

## Claiming Benefits

At least sixty (60) days prior to receiving a 403(b) Plan or 401(a) Plan benefit, you must apply for the benefit by completing and filing with the plan administrator, an application for the 403(b) Plan and/or 401(a) Plan benefits on a form provided by your local HR department. Each application must include supporting information deemed relevant and appropriate by the plan administrator for that particular plan. The plan administrator has discretionary authority to grant or deny benefits under the 403(b) Plan or 401(a) Plan, as the case may be.

If the claim for benefits is denied, in whole or in part (an “Adverse Benefit Determination”), you will receive written or electronic notification of the Adverse Benefit Determination by the plan administrator not later than ninety (90) days after the receipt of the claim by the 403(b) Plan or the 401(a) Plan, as the case may be. If special circumstances require an extension of time for processing the claim, you will receive written notification before the end of the initial ninety (90)-day period. The notice will specify the reasons for the Adverse Benefit Determination, make specific references to the provisions of the 403(b) Plan or the 401(a) Plan, as the case may be, on which the Adverse Benefit Determination was based, describe any additional material or information necessary to perfect the claim and describe the applicable plan’s procedures for appealing the Adverse Benefit Determination, including a statement regarding your right to bring a civil action under Section 502(a) of ERISA once all appeals under the respective plan have been exhausted.

## Appeal of an Adverse Benefit Determination

In you feel you have received an Adverse Benefit Determination in error, you may file an appeal with the plan administrator with respect to the 403(b) Plan or the trustee with respect to the 401(a) Plan. You must provide the plan administrator or trustee, as the case may be, with written notice of the appeal within ninety (90) days of receipt of the plan administrator’s Adverse Benefit Determination. You may contact your local Human Resources Department for a copy of any appeal form. Your appeal should state the facts on which the appeal is to be based. An opportunity to submit written comments, documents, records and other information relating to your claim for benefits will be available. Upon request, and free of charge, you will be given reasonable access to and copies of all documents, records and other information relevant to the claim.

In making its determination, the plan administrator or trustee, as the case may be, will take into account all comments, documents, records and other information that has been submitted, without regard to whether the information was submitted or considered in the initial benefit determination. The plan administrator or trustee, as the case may be, will notify you of its determination within sixty (60) days after receipt of your request for review, unless special circumstances require an extension of time for processing the claim. If an extension is required, you will receive written notification of the extension before the termination of the initial sixty (60)-day period. If the claim for benefits is denied on appeal, you will receive written or electronic notification of the Adverse Benefit Determination.

The notification will contain the specific reasons for the Adverse Benefit Determination, a reference to the specific provisions on which the Adverse Benefit Determination is based, a statement that you are entitled to receive, upon request and free of charge, reasonable access to and copies of all documents, records, and other information relevant to the claim for benefits. In addition, it will include a statement of your right to bring an action under Section 502(a) of ERISA.

# Your Rights Under ERISA

As a participant in the 403(b) Plan or 401(a) Plan, you are entitled to certain rights and protections under ERISA, as discussed more fully below.

## Receive Information About Your 403(b) Plan and 401(a) Plan and Their Benefits

You have the right to examine, without charge, at the plan administrator's office and at other specified locations, all documents governing the 403(b) Plan or 401(a) Plan, including insurance contracts and collective bargaining agreements, and a copy of the latest annual report (Form 5500 Series) filed by the 403(b) Plan or 401(a) Plan with the U.S. Department of Labor and available at the Public Disclosure Room of the Employee Benefits Security Administration.

You have the right to obtain, upon written request to the plan administrator, copies of documents governing the operation of the 403(b) Plan or 401(a) Plan, including insurance contracts and collective bargaining agreements, and copies of the latest annual report (Form 5500 Series) and an updated summary plan description. The plan administrator may make a reasonable charge for the copies.

You have the right to receive a summary of the 403(b) Plan's or 401(a) Plan's annual financial report. The plan administrator is required by law to furnish each participant with a copy of this summary annual report.

## Prudent Actions by Plan Fiduciaries

In addition to creating rights for participants, ERISA imposes duties upon the people who are responsible for the operation of an employee benefit plan. The people who operate your 403(b) Plan or 401(a) Plan, called "fiduciaries" of the 403(b) Plan or 401(a) Plan, as the case may be, have a duty to do so prudently and in the interest of all plan participants and beneficiaries. No one, including your employer, your union, or any other person, may fire you or otherwise discriminate against you in any way to prevent you from obtaining a retirement benefit or exercising your rights under ERISA.

## Enforce Your Rights

If your claim for a retirement benefit is denied or ignored in whole or in part, you have a right to know why this was done, to obtain copies of documents relating to the decision without charge, and to appeal any denial, all within certain time schedules.

Under ERISA, there are steps you can take to enforce the above rights. For instance, if you request a copy of 403(b) Plan or 401(a) Plan documents or the latest annual report from the 403(b) Plan or 401(a) Plan and do not receive them within 30 days, you may file suit in a Federal court. In such a case, the court may require the Plan Administrator to provide the materials and pay the participant up to $110 a day until the materials are received, unless the materials were not sent because of reasons beyond the control of the plan administrator. If you have a claim for benefits that is denied or ignored, in whole or in part, you may file suit in a state or Federal court. In addition, if you disagree with the plan administrator's decision or lack thereof concerning the qualified status of a domestic relations order, you may file suit in Federal court. If it should happen that 403(b) Plan or 401(a) Plan fiduciaries misuse the 403(b) Plan's or 401(a) Plan's money, or if you are discriminated against for asserting your rights, you may seek assistance from the U.S. Department of Labor, or may file suit in a Federal court. The court will decide who should pay court costs and legal fees. If you are successful, the court may order the person being sued to pay these costs and fees. If you lose, the court may order you to pay these costs and fees, for example, if it finds the claim to be frivolous.

## Assistance with Your Questions

If you have any questions about your 403(b) Plan or 401(a) Plan, you should contact the plan administrator. If you have any questions about this statement or about your rights under ERISA, or if you need assistance in obtaining documents from the plan administrator, you should contact the nearest office of the Employee Benefits Security Administration, U.S. Department of Labor, listed in your telephone directory or the Division of Technical Assistance and Inquiries, Employee Benefits Security Administration, U.S. Department of Labor, 200 Constitution Avenue N.W., Washington, D.C. 20210. You may also obtain certain publications about your rights and responsibilities under ERISA by calling the publications hotline of the Employee Benefits Security Administration.

# Important 403(b) Plan and 401(a) Plan Information

Important administrative information about the 403(b) Plan or 401(a) Plan is described in this section. These facts must be given to all participants in plans covered by ERISA.

The plan administrator has overall authority for the administration of the 403(b) Plan or 401(a) Plan including the interpretation of the provisions of the 403(b) Plan or 401(a) Plan and the adoption of any rules and regulations that may become necessary or desirable in the operation of the 403(b) Plan or 401(a) Plan, and including discretionary authority to interpret and construe provisions of the 403(b) Plan or 401(a) Plan.

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|---|---|
| **PLAN NAME/PLAN NUMBER/PLAN TYPE** | Riverside HealthCare 403(b) Retirement Plan (#001) – Code Section 403(b) defined contribution plan<br><br>Riverside HealthCare 401(a) Savings Plan (#002) – defined contribution plan under Code Section 401(a) for employer contributions |
| **PLAN SPONSOR** | Riverside HealthCare<br>350 N. Wall Street, Kankakee, IL 60901<br>web address: riversidemc.org |
| **EMPLOYER IDENTIFICATION NUMBER** | 36-3167726 |
| **PLAN ADMINISTRATOR** | Riverside HealthCare<br>350 N. Wall Street, Kankakee, IL 60901<br>web address: riversidemc.org |
| **PLAN TRUSTEE** | Great West Trust Company<br>8515 East Orchard Road, 10T2<br>Greenwood Village, CO 80111 |
| **AGENT FOR SERVICE OF LEGAL PROCESS** | Any legal process against the 403(b) Plan or the 401(a) Plan should be served on the plan administrator. |
| **TYPE OF PLAN ADMINISTRATION** | The 403(b) Plan or the 401(a) Plan are self-administered. The administration of the 403(b) Plan or the 401(a) Plan will be handled by Riverside HealthCare which may delegate specific duties and rights for general 403(b) Plan or the 401(a) Plan |

administration to the Board of Directors of Riverside HealthCare, or to the Senior Human Resource Officer as provided in the 403(b) Plan or the 401(a) Plan documents.