

**AMENDMENT NUMBER TWO TO THE  
AMERICAN FEDERATION OF MUSICIANS AND  
EMPLOYERS' PENSION PLAN  
(As Amended and Restated Effective as of January 1, 2014)**

WHEREAS, the Board of Trustees (the "Board") of the American Federation of Musicians and Employers' Pension Fund (the "Fund") adopted the American Federation of Musicians and Employers' Pension Plan, as amended and restated effective as of January 1, 2014 (the "Plan"); and

WHEREAS, pursuant to Article 9, Section 9.01 of the Plan, the Board reserves the right to amend the Plan at any time; and

WHEREAS, the Board has agreed to amend the Plan to clarify that employer contributions may be made on other than scale wages provided that any such contributions will not be taken into account in determining any benefit payable under the Plan; and

WHEREAS, the Board has authorized the undersigned to execute this Amendment Number Two to memorialize its agreement;

**NOW, THEREFORE**, the Plan is hereby amended as follows:

1. Article 3 ("CONTRIBUTIONS") of the Plan is amended by adding a new Section 3.04 to read as follows:

**Section 3.04 CONTRIBUTIONS ON OTHER THAN SCALE WAGES.** In addition to the Contributions otherwise described herein, the Trust Fund may also accept contributions required in accordance with a collective bargaining agreement (or settlement of a claim under a collective bargaining agreement), participation agreement or similar agreement acceptable to the Trustees that provides for contributions to be made on a basis other than scale wages if that agreement provides that any such contributions made on such basis will not be taken into account in determining any benefit payable under the Plan. Such

contributions will not be taken into account in determining any benefit payable under the Plan, including without limitation, the amount of such benefit or whether a Participant is vested in such benefit.

2. Article 11 (“MISCELLANEOUS”) of the Plan is amended by deleting the existing text of Sections 11.01 and 11.02 and replacing it with the following:

**Section 11.01 RETURN OF CONTRIBUTIONS.** In no event shall any of the corpus or assets of the Pension Fund revert to the Employers or be subject to any claims of any kind by the Employers, except that, in the sole and absolute discretion of the Trustees, contributions (i) made by an Employer by a mistake of fact or law (including any contributions mistakenly made on the basis of overscale wages) may be returned to such Employer within six months after the Plan Administrator determines that such contribution was made by such a mistake, or (ii) which are determined to be non-deductible for tax purposes under Code section 404 may be returned to such Employer within one year following the date of such determination.

**Section 11.02 LIMITATION OF LIABILITY.** Except as otherwise provided by law, (i) nothing in this Plan shall be construed to impose any obligation on an Employer to make payments to the Plan, beyond the Employer’s obligation to make contributions as required by any applicable collective bargaining agreement, participation agreement, or similar agreement acceptable to the Trustees, and (ii) there shall be no liability upon the Trustees, the Plan Administrator, any Employer, or the AFM (either individually or collectively) to provide the benefits established by this Plan if the Fund does not have sufficient assets to pay for such benefits.

**IN WITNESS WHEREOF**, the undersigned have executed this Amendment

Number Two on this 16th day of February 2017.

          /s/Christopher Brockmeyer            
Christopher J.G. Brockmeyer, Co-Chair

          /s/ Raymond M. Hair, Jr            
Raymond M. Hair, Jr., Co-Chair