

<p>Form 5500</p> <p>Department of the Treasury Internal Revenue Service</p> <hr/> <p>Department of Labor Employee Benefits Security Administration</p> <hr/> <p>Pension Benefit Guaranty Corporation</p>	<p>Annual Return/Report of Employee Benefit Plan</p> <p>This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).</p> <p>▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	<p>OMB Nos. 1210-0110 1210-0089</p> <hr/> <p style="font-size: 24pt; font-weight: bold;">2023</p> <hr/> <p>This Form is Open to Public Inspection</p>
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Part I Annual Report Identification Information
 For calendar plan year 2023 or fiscal plan year beginning 07/01/2023 and ending 06/30/2024

A This return/report is for: a multiemployer plan a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.)

a single-employer plan a DFE (specify) _____

B This return/report is: the first return/report the final return/report

an amended return/report a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. ▶

D Check box if filing under: Form 5558 automatic extension the DFVC program

special extension (enter description)

E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶

Part II Basic Plan Information—enter all requested information

<p>1a Name of plan <u>THE MEMBERS RETIREMENT PLAN</u></p>	<p>1b Three-digit plan number (PN) ▶ <u>001</u></p>
<p>2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>TRUSTEES OF THE MEMBERS RETIREMENT PLAN</u></p> <p><u>2075 FOXFIELD ROAD, SUITE 201</u> <u>ST. CHARLES, IL 60174</u></p>	<p>1c Effective date of plan <u>05/01/1950</u></p> <p>2b Employer Identification Number (EIN) <u>36-2164320</u></p> <p>2c Plan Sponsor's telephone number <u>630-752-8400</u></p> <p>2d Business code (see instructions) <u>541990</u></p>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	06/02/2025	MAGGIE PECK
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	06/02/2025	PATRICK J. LOPRESTI
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor	3b Administrator's EIN	
	3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN	
	4d PN	
5 Total number of participants at the beginning of the plan year	5	33289
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits f Total. Add lines 6d and 6e g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6a(1)	3688
	6a(2)	3501
	6b	10317
	6c	12346
	6d	26164
	6e	5346
	6f	31510
	6g(1)	
6g(2)		
6h		
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
3C

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)	9b Plan benefit arrangement (check all that apply)
(1) <input type="checkbox"/> Insurance	(1) <input type="checkbox"/> Insurance
(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts	(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts
(3) <input checked="" type="checkbox"/> Trust	(3) <input checked="" type="checkbox"/> Trust
(4) <input type="checkbox"/> General assets of the sponsor	(4) <input type="checkbox"/> General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules	b General Schedules
(1) <input checked="" type="checkbox"/> R (Retirement Plan Information)	(1) <input checked="" type="checkbox"/> H (Financial Information)
(2) <input type="checkbox"/> MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary	(2) <input type="checkbox"/> I (Financial Information – Small Plan)
(3) <input type="checkbox"/> SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	(3) <input type="checkbox"/> A (Insurance Information) – Number Attached _____
(4) <input type="checkbox"/> DCG (Individual Plan Information) – Number Attached _____	(4) <input checked="" type="checkbox"/> C (Service Provider Information)
(5) <input checked="" type="checkbox"/> MEP (Multiple-Employer Retirement Plan Information)	(5) <input checked="" type="checkbox"/> D (DFE/Participating Plan Information)
	(6) <input type="checkbox"/> G (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) Yes No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) Yes No

11c Enter the Receipt Confirmation Code for the 2023 Form M-1 annual report. If the plan was not required to file the 2023 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2023 This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning **07/01/2023** and ending **06/30/2024**

A Name of plan THE MEMBERS RETIREMENT PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 TRUSTEES OF THE MEMBERS RETIREMENT PLAN	D Employer Identification Number (EIN) 36-2164320	

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... Yes No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

ENTRUST PARTNERS OFFSHORE LP

90-0644478

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

TORCHLIGHT INVESTORS, LLC

13-3976737

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

DKIL GP LLC

80-0661773

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

AQR GRP 10 OFFSHORE FUND LTD

13-3987414

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

PARAMETRIC

3600 MINNESOTA DRIVE, STE. 325
MINNEAPOLIS, MN 55435

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

HGK

27-4114943

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

MESIROW FINANCIAL SERVICES, INC

20-2603218

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

DAVIDSON KEMPNER

13-3863161

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

LONE STAR

75-2787141

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

PIMCO

33-0629048

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

THE SEGAL COMPANY INC

13-1975125

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11	NONE	230975	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

MAGGIE PECK

36-2164320

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30	EMPLOYEE	189226	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

MARQUETTE ASSOCIATES

36-3485298

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	NONE	180000	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

STATE STREET GLOBAL ADVISORS TRUST

81-4017137

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
51 19	NONE	170824	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	0	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

MOONEY, GREEN, SAINDON, MURPHY & WE

52-1958229

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29	NONE	157379	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

CARRIE PARAGON

36-2164320

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30	EMPLOYEE	125364	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

LORD ABBETT & CO. LLC

13-5620131

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
51	NONE	107928	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

MERRIMAM RIVER GROUP

06-1518648

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49	NONE	91299	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

SCOUT INVESTMENTS, INC

43-1925734

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	90202	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

BMO HARRIS BANK, NA

36-2085229

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
19	NONE	87694	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	0	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

NORTHERN TRUST CORPORATION

36-2723087

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	69940	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	0	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

CALIBRE CPA GROUP PLLC

47-0900880

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	AUDITORS OF EMPLOYEE ORG	60000	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

RENATA SKUPIEN

36-2164320

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30	EMPLOYEE	55724	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

ROSE VECCHIONE

36-2164320

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30	EMPLOYEE	54704	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

TINA DECOURSEY

36-2164320

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30	EMPLOYEE	52437	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

PAUL GUGGENHEIM & ASSOCIATES, INC.

68-0101090

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49	NONE	51943	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

HUDSON ADVISORS

75-2578511

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	0	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	49757	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

DOMINIQUE PITTMAN

36-2164320

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30	EMPLOYEE	42585	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

REBECCA WARNICKE

36-2164320

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30	EMPLOYEE	35048	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

FOREST PRINTING COMPANY

36-2945683

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
36	NONE	32864	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

LASALLE CONSULTING PARTNERS

36-4030449

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16	NONE	29338	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

DATAMATION

36-4303011

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49	NONE	18650	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

HILL MECHANICAL SERVICES

36-3086625

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49	NONE	16955	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

1099 EXPRESS/DALLAS, LLC

74-3015861

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49	NONE	15388	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

DANIEL MIRELES

36-2164320

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
	EMPLOYEE	15035	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

MARKETSPHERE

33-1012502

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49	NONE	12619	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

REMKE PRINTING INC

36-3840374

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49	NONE	8188	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

SCHIELE GRAPHICS, INC

36-2430120

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49	NONE	5020	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
ALAN HORTICULTURE LLC 83-2875646	49	AFTER REPEATED ATTEMPTS, THE SERVICE PROVIDER FAILED TO PROVIDE A RESPONSE TO THE SCHEDULE C QUESTIONNAIRE TO DETERMINE IF THERE WAS INDIRECT COMPENSATION.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
JOHNSON CONTROLS SECURITY SOLUTION 883 CAROL COURT CAROL STREAM, IL 60188	49	AFTER REPEATED ATTEMPTS, THE SERVICE PROVIDER FAILED TO PROVIDE A RESPONSE TO THE SCHEDULE C QUESTIONNAIRE TO DETERMINE IF THERE WAS INDIRECT COMPENSATION.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
JET JANITORIAL 604 OSWEGO DRIVE CAROL STREAM, IL 60188	49	AFTER REPEATED ATTEMPTS, THE SERVICE PROVIDER FAILED TO PROVIDE A RESPONSE TO THE SCHEDULE C QUESTIONNAIRE TO DETERMINE IF THERE WAS INDIRECT COMPENSATION.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 <hr/> 2023 <hr/> This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning 07/01/2023 and ending 06/30/2024

A Name of plan <u>THE MEMBERS RETIREMENT PLAN</u>	B Three-digit plan number (PN)	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>TRUSTEES OF THE MEMBERS RETIREMENT PLAN</u>	D Employer Identification Number (EIN) <u>36-2164320</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: NT COMMON LABOR SELECT RUSSELL 3000

b Name of sponsor of entity listed in (a): NORTHERN TRUST INVESTMENTS, INC.

c EIN-PN <u>36-7385649-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>277535980</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: NT COMMON ALL COUNTRY WORLD INDEX

b Name of sponsor of entity listed in (a): NORTHERN TRUST INVESTMENTS, INC.

c EIN-PN <u>20-3280779-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>24252155</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: ADAMS STREET PARTNERS FUND 2002 US

b Name of sponsor of entity listed in (a): ADAMS STREET PARTNERS, LLC

c EIN-PN <u>36-4486500-001</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>271803</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: ADAMS STREET PARTNERSHIP FUND 2006

b Name of sponsor of entity listed in (a): ADAMS STREET PARTNERS, LLC

c EIN-PN <u>20-3654598-001</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>351212</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: ADAMS STREET PARTNERSHIP FUND 2006

b Name of sponsor of entity listed in (a): ADAMS STREET PARTNERS, LLC

c EIN-PN <u>20-3654916-001</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>111491</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: ADAMS STREET PARTNERSHIP FUND 2008

b Name of sponsor of entity listed in (a): ADAMS STREET PARTNERS, LLC

c EIN-PN <u>26-1268403-001</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1863175</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: ADAMS STREET PARTNERSHIP FUND 2008

b Name of sponsor of entity listed in (a): ADAMS STREET PARTNERS, LLC

c EIN-PN <u>26-1268649-001</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1594716</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: **NT COMMON AGGREGATE BOND INDEX FUND**

b Name of sponsor of entity listed in (a): **NORTHERN TRUST INVESTMENTS, INC.**

c EIN-PN 36-7010255-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 34064316
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a Name of MTIA, CCT, PSA, or 103-12 IE: **SSGA EMERGING MARKETS SMALL CAP**

b Name of sponsor of entity listed in (a): **STATE STREET GLOBAL ADVISORS**

c EIN-PN 26-6149812-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 16543891
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a Name of MTIA, CCT, PSA, or 103-12 IE: **PARAMETRIC DEFENSE EQUITY FUND LLC**

b Name of sponsor of entity listed in (a): **PARAMETRIC PORTFOLIO ASSOCIATES LLC**

c EIN-PN 45-2531297-001	d Entity code E	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 49492433
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2023 This Form is Open to Public Inspection
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For calendar plan year 2023 or fiscal plan year beginning 07/01/2023 and ending 06/30/2024	
A Name of plan THE MEMBERS RETIREMENT PLAN	B Three-digit plan number (PN) 001
C Plan sponsor's name as shown on line 2a of Form 5500 TRUSTEES OF THE MEMBERS RETIREMENT PLAN	D Employer Identification Number (EIN) 36-2164320

Part I	Asset and Liability Statement
---------------	--------------------------------------

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	7973998	6108072
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)	852424	589325
(3) Other	1b(3)	5747190	1645764
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)	6776830	12515158
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	17859088	33018359
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)	66445894	50861473
(6) Real estate (other than employer real property)	1c(6)	109065968	90698079
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)	335160410	352396342
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)	39868122	53684830
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	53832123	71325583
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	30422573	1096572

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e	2837	2455
f Total assets (add all amounts in lines 1a through 1e)	1f	674007457	673942012
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h	233708	304587
i Acquisition indebtedness	1i		
j Other liabilities	1j	32432	266090
k Total liabilities (add all amounts in lines 1g through 1j)	1k	266140	570677
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	673741317	673371335

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)	6838504	
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		6838504
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	472106	
(B) U.S. Government securities	2b(1)(B)	382070	
(C) Corporate debt instruments	2b(1)(C)	1330185	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	9513781	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		11698142
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	520384	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		520384
(3) Rents	2b(3)		141464
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	314683824	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	327567117	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		-12883293
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	-14088438	
(B) Other	2b(5)(B)	4007014	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		-10081424

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		68011671
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		4636183
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		4632972
c Other income.....	2c		100
d Total income. Add all income amounts in column (b) and enter total.....	2d		73514703

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	71214893	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other.....	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		71214893
f Corrective distributions (see instructions).....	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses:			
(1) Salaries and allowances.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Recordkeeping fees.....	2i(3)		
(4) IQPA audit fees.....	2i(4)	60000	
(5) Investment advisory and investment management fees.....	2i(5)	622353	
(6) Bank or trust company trustee/custodial fees.....	2i(6)	53791	
(7) Actuarial fees.....	2i(7)	230975	
(8) Legal fees.....	2i(8)	160212	
(9) Valuation/appraisal fees.....	2i(9)		
(10) Other trustee fees and expenses.....	2i(10)	9570	
(11) Other expenses.....	2i(11)	1532891	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		2669792
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		73884685

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-369982
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) Unmodified (2) Qualified (3) Disclaimer (4) Adverse

b Check the appropriate box(es) to indicate whether the IQPA performed an ERISA section 103(a)(3)(C) audit. Check both boxes (1) and (2) if the audit was performed pursuant to both 29 CFR 2520.103-8 and 29 CFR 2520.103-12(d). Check box (3) if pursuant to neither.

(1) DOL Regulation 2520.103-8 (2) DOL Regulation 2520.103-12(d) (3) neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: CALIBRE CPA GROUP PLLC

(2) EIN: 47-0900880

d The opinion of an independent qualified public accountant is **not attached** as part of Schedule H because:

(1) This form is filed for a CCT, PSA, DCG or MTIA. (2) It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l. DCGs do not complete lines 4e, 4f, 4k, 4l, and 5, and DCGs generally complete the rest of Part IV collectively for all plans in the DCG, except as otherwise provided (see instructions).

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	<input checked="" type="checkbox"/>	<input type="checkbox"/>	49730
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
e Was this plan covered by a fidelity bond?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	196340954
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
l Has the plan failed to provide any benefit when due under the plan?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	<input type="checkbox"/>	<input checked="" type="checkbox"/>	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? Yes No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) Yes No Not determined

If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____.

SCHEDULE R (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2023 This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning **07/01/2023** and ending **06/30/2024**

A Name of plan THE MEMBERS RETIREMENT PLAN	B Three-digit plan number (PN)	001
C Plan sponsor's name as shown on line 2a of Form 5500 TRUSTEES OF THE MEMBERS RETIREMENT PLAN	D Employer Identification Number (EIN) 36-2164320	

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): _____		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	475

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? Yes No N/A
If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a	
b Enter the amount contributed by the employer to the plan for this plan year	6b	
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c	

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? Yes No N/A

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? Yes No N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. Increase Decrease Both No

Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? Yes No

11 a Does the ESOP hold any preferred stock? Yes No

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) Yes No

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? Yes No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that (1) contributed more than 5% of total contributions to the plan during the plan year or (2) was one of the top-ten highest contributors (measured in dollars). See instructions. Complete as many entries as needed to report all applicable employers.

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: Hourly Weekly Unit of production Other (specify): _____

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: Hourly Weekly Unit of production Other (specify): _____

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: Hourly Weekly Unit of production Other (specify): _____

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: Hourly Weekly Unit of production Other (specify): _____

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: Hourly Weekly Unit of production Other (specify): _____

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: Hourly Weekly Unit of production Other (specify): _____

14 Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:

a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: <input type="checkbox"/> last contributing employer <input type="checkbox"/> alternative <input type="checkbox"/> reasonable approximation (see instructions for required attachment)	14a	
b The plan year immediately preceding the current plan year. <input type="checkbox"/> Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14b	
c The second preceding plan year. <input type="checkbox"/> Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....	14c	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment.....

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment.....

19 If the total number of participants is 1,000 or more, complete lines (a) and (b):

a Enter the percentage of plan assets held as:
 Public Equity: _____% Private Equity: _____% Investment-Grade Debt and Interest Rate Hedging Assets: _____%
 High-Yield Debt: _____% Real Assets: _____% Cash or Cash Equivalents: _____% Other: _____%

b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets:
 0-5 years 5-10 years 10-15 years 15 years or more

20 PBGC missed contribution reporting requirements. If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.

a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? Yes No

b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:
 Yes.
 No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.
 No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.
 No. Other. Provide explanation.....

Part VII IRS Compliance Questions

21a Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules? Yes No

21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2).
 Design-based safe harbor method
 "Prior year" ADP test
 "Current year" ADP test
 N/A

22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter ___/___/____ (MM/DD/YYYY) and the Opinion Letter serial number _____.

<p>SCHEDULE MEP (Form 5500)</p> <p>Department of the Treasury Internal Revenue Service</p> <hr/> <p>Department of Labor Employee Benefits Security Administration</p>	<p>MULTIPLE-EMPLOYER RETIREMENT PLAN INFORMATION</p> <p>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and Section 6058(a) of the Internal Revenue Code (the Code)</p> <p>▶ File as an attachment to Form 5500.</p>	<p>OMB No. 1210-0110</p> <hr/> <p style="text-align: center; font-size: 1.2em;">2023</p> <hr/> <p style="text-align: center;">This Form is Open to Public Inspection</p>
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For calendar plan year 2023 or fiscal plan year beginning 07/01/2023 and ending 06/30/2024

<p>A Name of plan THE MEMBERS RETIREMENT PLAN</p>	<p>B Three-digit Plan number (PN) ▶</p>	<p>001</p>
<p>C Plan administrator's name as shown on line 3a of Form 5500/Form 5500-SF TRUSTEES OF THE MEMBERS RETIREMENT PLAN</p>	<p>D Administrator's EIN 36-2164320</p>	

Part I Type of Multiple-Employer Pension Plan. All multiple-employer pension plans must complete.

1 Check the appropriate box to indicate type of multiple-employer pension plan. (Only defined contribution plans may check lines 1a, 1b, and 1c. Defined benefit plans and defined contribution plans not checking lines 1a, 1b, or 1c should check line 1d. See Instructions).

- a association retirement plan (See 29 CFR 2510.3-55) (Complete Part II)
- b professional employer organization plan (PEO Plan) (See 29 CFR 29 CFR 2510.3-55) (Complete Part II)
- c pooled employer plan (PEP) (See 29 CFR 2510.3-44) (Complete Parts II and III)
- d other multiple-employer pension plan (Describe) 501(C)(18) (Complete Part II)

Part II Participating Employer Information.

2 All multiple-employer pension plans that are subject to section 210(a) of ERISA (see instructions for filing the Form 5500) must complete Part II, in addition to Part I, in accordance with the instructions, to report the information for each employer participating in the multiple-employer pension plan. **Defined contribution plans must complete lines 2a-2d. All other multiple-employer pension plans complete lines 2a-2c only. Complete as many entries as needed to list the required information for each participating employer that is not an individual person (see instructions).**

2a Name of Participating Employer	2b EIN	2c Percentage of Total Contributions for the Plan Year	2d Aggregate Account Balances Attributable to Participating Employer
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	41-0328946	1.43	0
PRINTING, PACKAGING & PRODUCTION WORKERS OF NORTH AMERICA LOCAL 1 L	13-4920470	3.18	0

CAUTION Do not individually list information for working owners (see instructions and 29 CFR 2510.3-55(d)(2)) or other individuals who are participants or beneficiaries in the plan or arrangement that are no longer associated with a particular participating employer or participating employer plan (see instructions). Providing identifying information for individuals may result in rejection of this filing. If there are any such individuals in the plan, answer "Yes" to line 2e and provide the total information for all such individuals, without providing names or other identifying information.

<p>2e Does the plan include any individuals not participating through an employer or who are individual working owners?</p>	<p>2e</p>	<p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>2f If you answer "Yes" in line 2e, enter a good faith estimate of the percentage of total contributions made by all such individuals that are not listed on line 2a during the plan year.</p>	<p>2f</p>	
<p>2g If you answer "Yes" in Line 2e, enter the aggregate account balances for all such individuals that are not listed on line 2a.</p>	<p>2g</p>	

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

**Schedule MEP (2023)
v. 230728**

Part II Participating Employer Information (Continued).

Use this page for additional participating employer information.

2 All multiple-employer pension plans that are subject to section 210(a) of ERISA (see instructions for filing the Form 5500) must complete Part II, in addition to Part I, in accordance with the instructions, to report the information for each employer participating in the multiple-employer pension plan.

Defined contribution plans must complete lines 2a-2d. All other multiple-employer pension plans complete lines 2a-2c only. Complete as many entries as needed to list the required information for each participating employer that is not an individual person (see instructions).

2a Name of Participating Employer	2b EIN	2c Percentage of Total Contributions for the Plan Year	2d Aggregate Account Balances Attributable to Participating Employer
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	41-6042592	2.62	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	04-1106557	0.50	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	13-4262783	3.41	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	23-0341291	1.58	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	23-1416317	0.99	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	84-0317157	1.65	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	34-0584858	7.80	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL			0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	39-6049820	1.82	0

CAUTION Do not individually list information for working owners (see instructions and 29 CFR 2510.3-55(d)(2)) or other individuals who are participants or beneficiaries in the plan or arrangement that are no longer associated with a particular participating employer or participating employer plan (see instructions). Providing identifying information for individuals may result in rejection of this filing. If there are any such individuals in the plan, answer "Yes" to line 2e and provide the total information for all such individuals, without providing names or other identifying information.

Part II Participating Employer Information (Continued).

Use this page for additional participating employer information.

2 All multiple-employer pension plans that are subject to section 210(a) of ERISA (see instructions for filing the Form 5500) must complete Part II, in addition to Part I, in accordance with the instructions, to report the information for each employer participating in the multiple-employer pension plan.

Defined contribution plans must complete lines 2a-2d. All other multiple-employer pension plans complete lines 2a-2c only. Complete as many entries as needed to list the required information for each participating employer that is not an individual person (see instructions).

2a Name of Participating Employer	2b EIN	2c Percentage of Total Contributions for the Plan Year	2d Aggregate Account Balances Attributable to Participating Employer
TEAMSTERS UNION LOCAL 1038	38-1300151	0.13	0
TEAMSTERS UNION LOCAL 117	91-0458905	1.93	0
TEAMSTERS UNION LOCAL 118	16-0578054	1.40	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	35-1976015	0.85	0
TEAMSTERS UNION LOCAL 142	35-0561001	3.66	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	62-0604087		0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	44-0149588	8.93	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	23-6427823	1.03	0
TEAMSTERS UNION LOCAL 247	38-0383745	0.47	0

CAUTION Do not individually list information for working owners (see instructions and 29 CFR 2510.3-55(d)(2)) or other individuals who are participants or beneficiaries in the plan or arrangement that are no longer associated with a particular participating employer or participating employer plan (see instructions). Providing identifying information for individuals may result in rejection of this filing. If there are any such individuals in the plan, answer "Yes" to line 2e and provide the total information for all such individuals, without providing names or other identifying information.

Part II Participating Employer Information (Continued).

Use this page for additional participating employer information.

2 All multiple-employer pension plans that are subject to section 210(a) of ERISA (see instructions for filing the Form 5500) must complete Part II, in addition to Part I, in accordance with the instructions, to report the information for each employer participating in the multiple-employer pension plan.

Defined contribution plans must complete lines 2a-2d. All other multiple-employer pension plans complete lines 2a-2c only. Complete as many entries as needed to list the required information for each participating employer that is not an individual person (see instructions).

2a Name of Participating Employer	2b EIN	2c Percentage of Total Contributions for the Plan Year	2d Aggregate Account Balances Attributable to Participating Employer
TEAMSTERS UNION LOCAL 249	25-0501330	0.52	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	52-0674549	4.35	0
TEAMSTERS UNION LOCAL 299	38-0679250	9.94	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	23-1413179	0.59	0
TEAMSTERS UNION 355		1.55	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	95-1296250	0.08	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	11-6076743	0.20	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	20-5729483	21.11	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	62-0247360	0.87	0

CAUTION Do not individually list information for working owners (see instructions and 29 CFR 2510.3-55(d)(2)) or other individuals who are participants or beneficiaries in the plan or arrangement that are no longer associated with a particular participating employer or participating employer plan (see instructions). Providing identifying information for individuals may result in rejection of this filing. If there are any such individuals in the plan, answer "Yes" to line 2e and provide the total information for all such individuals, without providing names or other identifying information.

Part II Participating Employer Information (Continued).

Use this page for additional participating employer information.

2 All multiple-employer pension plans that are subject to section 210(a) of ERISA (see instructions for filing the Form 5500) must complete Part II, in addition to Part I, in accordance with the instructions, to report the information for each employer participating in the multiple-employer pension plan.

Defined contribution plans must complete lines 2a-2d. All other multiple-employer pension plans complete lines 2a-2c only. Complete as many entries as needed to list the required information for each participating employer that is not an individual person (see instructions).

2a Name of Participating Employer	2b EIN	2c Percentage of Total Contributions for the Plan Year	2d Aggregate Account Balances Attributable to Participating Employer
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	16-0758381	6.26	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	38-1722163	0.07	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	36-2414790	0.37	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	58-0811174	0.74	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	95-1296250	0.10	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	95-0619663	1.33	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	39-0608494	4.82	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	43-0272647	1.00	0
TEAMSTERS UNION LOCAL 697	55-0177415	0.23	0

CAUTION Do not individually list information for working owners (see instructions and 29 CFR 2510.3-55(d)(2)) or other individuals who are participants or beneficiaries in the plan or arrangement that are no longer associated with a particular participating employer or participating employer plan (see instructions). Providing identifying information for individuals may result in rejection of this filing. If there are any such individuals in the plan, answer "Yes" to line 2e and provide the total information for all such individuals, without providing names or other identifying information.

Part II Participating Employer Information (Continued).

Use this page for additional participating employer information.

2 All multiple-employer pension plans that are subject to section 210(a) of ERISA (see instructions for filing the Form 5500) must complete Part II, in addition to Part I, in accordance with the instructions, to report the information for each employer participating in the multiple-employer pension plan.

Defined contribution plans must complete lines 2a-2d. All other multiple-employer pension plans complete lines 2a-2c only. Complete as many entries as needed to list the required information for each participating employer that is not an individual person (see instructions).

2a Name of Participating Employer	2b EIN	2c Percentage of Total Contributions for the Plan Year	2d Aggregate Account Balances Attributable to Participating Employer
TEAMSTERS UNION LOCAL 700	27-1543517	0.21	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	92-6002731	0.04	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	38-6090226	0.69	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL	36-0759640	0.49	0
PRINTING, PACKAGING & PRODUCTION WORKERS UNION OF NORTH AMERICA LOCAL		0.33	0
TEAMSTERS UNION LOCAL 777	71-0549250	0.85	0
TEAMSTERS UNION LOCAL 996	99-0248050	0.22	0
TEAMSTERS UNION LOCAL 997	75-1452422	0.02	0
DISTRICT COUNCIL NO 2	95-1296250	0.03	0

CAUTION Do not individually list information for working owners (see instructions and 29 CFR 2510.3-55(d)(2)) or other individuals who are participants or beneficiaries in the plan or arrangement that are no longer associated with a particular participating employer or participating employer plan (see instructions). Providing identifying information for individuals may result in rejection of this filing. If there are any such individuals in the plan, answer "Yes" to line 2e and provide the total information for all such individuals, without providing names or other identifying information.

Part III	Pooled Employer Plan Information
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Line 3. All Pooled employer plans must answer all of the questions in Part III, in addition to completing all of Parts I and II.

3a Is the pooled plan provider (identified as the plan sponsor and administrator in Part II of the Form 5500) currently in compliance with the Form PR (Pooled Plan Provider Registration Statement) requirements? (See instructions and 29 CFR 2510.3-44) Yes No

3b If line 3a is "Yes", enter the ACK ID for the most recent Form PR that was required to be filed under the Form PR filing requirements. (Failure to enter a valid ACK ID will subject the Form 5500 filing to rejection as incomplete.)
ACK ID _____



THE MEMBERS RETIREMENT PLAN

FINANCIAL STATEMENTS

JUNE 30, 2024





THE MEMBERS RETIREMENT PLAN

FINANCIAL STATEMENTS WITH SUPPLEMENTAL INFORMATION

JUNE 30, 2024 AND 2023

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INDEPENDENT AUDITOR'S REPORT

Board of Trustees of
The Members Retirement Plan

Opinion

We have audited the accompanying financial statements of The Members Retirement Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits as of June 30, 2024 and 2023, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of The Members Retirement Plan as of June 30, 2024 and 2023, and the changes in its net assets available for benefits for the years then ended in accordance with accounting principles generally accepted in the United States of America.


Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

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





In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

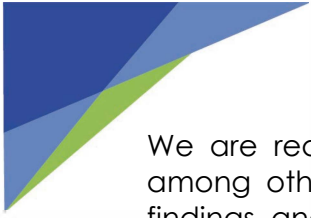
Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the plan, and determining that the plan's transactions that are presented and disclosed in the financial statements are in conformity with the plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements, including omissions, are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.



We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Calibre CPA Group, PLLC

Chicago, IL
January 29, 2025

THE MEMBERS RETIREMENT PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

JUNE 30, 2024 AND 2023

	2024	2023
Assets		
Investments		
Cash equivalents	\$ 1,527,038	\$ 1,587,767
Government and government agency obligations	12,515,158	6,776,830
Corporate obligations	33,018,359	17,859,088
Registered investment companies	69,798,545	52,244,356
Common trust funds	352,396,342	335,160,410
Limited partnerships and real estate funds	145,751,949	181,398,860
Alternative investment funds	50,589,005	62,683,697
Investment in office building and land	-	1,720,000
Total investments	665,596,396	659,431,008
Other assets		
Receivables		
Contributions	589,325	852,424
Accrued interest and dividends	503,661	223,871
Due from broker - net	832,432	5,467,039
Property, furniture and equipment - net	2,455	2,837
Prepaid expenses	43,581	56,280
Right-of-use asset - operating lease	266,090	-
Cash	6,108,072	7,973,998
Total other assets	8,345,616	14,576,449
Total assets	673,942,012	674,007,457
Liabilities and Net Assets		
Liabilities		
Accrued expenses	304,587	233,708
Lease liability	266,090	-
Security deposits	-	32,432
Total liabilities	570,677	266,140
Net assets available for benefits	\$ 673,371,335	\$ 673,741,317

See accompanying notes to financial statements.



THE MEMBERS RETIREMENT PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEARS ENDED JUNE 30, 2024 AND 2023

	2024	2023
Additions		
Investment income		
Net change in fair value of investments	\$ 53,693,348	\$ 35,055,596
Interest and dividends	11,155,104	11,006,342
Litigation settlement income	1,686,183	5,573
	66,534,635	46,067,511
Less: investment expenses	(676,144)	(648,537)
Net investment income	65,858,491	45,418,974
Contributions from members	6,838,504	10,041,856
Rental income	141,464	183,696
Miscellaneous income	100	18,677
Total additions	72,838,559	55,663,203
Deductions		
Cost of benefits		
Pensions	69,873,174	86,299,287
Deaths	1,341,719	2,177,267
Total cost of benefits	71,214,893	88,476,554
Administrative expenses	1,762,732	1,448,074
Building expenses	230,916	242,102
Total deductions	73,208,541	90,166,730
Net change	(369,982)	(34,503,527)
Net assets available for benefits		
Beginning of year	673,741,317	708,244,844
End of year	\$ 673,371,335	\$ 673,741,317

See accompanying notes to financial statements.



THE MEMBERS RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

YEARS ENDED JUNE 30, 2024 AND 2023

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Method of Accounting - The accompanying financial statements are prepared using the accrual basis of accounting. Under this basis, revenue is recognized when earned and expenses are recognized when incurred.

Investments - The investments of The Members Retirement Plan (the Plan) are reported at fair value. The fair value of a financial instrument is the amount that would be received to sell that asset (or paid to transfer a liability) in an orderly transaction between market participants at the measurement date (the exit price).

Unsettled trades as of June 30, 2024 and 2023 are reported net as due to or from broker. At June 30, 2024 and 2023, \$8,958,154 and \$12,403,351, respectively, were due from broker, and \$8,125,722 and \$6,936,312, respectively, were due to broker for unsettled trades.

Purchases and sales of the investments are reflected on a trade-date basis. Dividend income is reported on the ex-dividend date. Interest income is reported on the accrual basis. Net change in fair value of investments includes gains and losses on investments bought and sold as well as held during the year.

Cash equivalents held by custodians for investment purposes are reported as investments.

Contributions - Contributions to the Plan are made by participants, and not by employers. It is the obligation of the participants to see that their contributions are delivered to the Plan, and the Plan credits contributions to participants upon receipt. Contributions due and unpaid at year end are recorded as contributions receivable. Allowance for doubtful accounts is not considered necessary, and therefore is not provided.

Property, Furniture and Equipment - Property, furniture, and equipment are carried at cost. Major additions are capitalized while replacements, maintenance and repairs which do not improve or extend the lives of the respective assets are expensed currently. Depreciation is computed over the estimated useful lives of the related assets by the straight-line method over three to five years.

Depreciation expense was \$1,652 and \$1,815 for the years ended June 30, 2024 and 2023, respectively.

Pension Benefits - Benefit payments to participants are recorded upon distribution.



NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Actuarial Present Value of Accumulated Plan Benefits - Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the service which employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries.

Administrative Expenses - Expenses incurred in connection with the general administration of the Plan are recorded as deductions in the accompanying statements of changes in net assets available for benefits.

Lease Policy - In the statements of net assets available for benefits, the Plan records a right-of-use asset and lease liability, initially measured at the present value of total lease payments using a risk-free rate that approximates the remaining lease term of the lease. The Plan considers the likelihood of exercising renewal or termination clauses, if any, in the measuring of its right-of-use asset and lease liabilities. A single lease cost is calculated so that the cost of the lease is allocated over the lease term on a straight-line basis. Short-term leases (those with an initial term of twelve months or less and no purchase option) are expensed over their terms, with no corresponding right-of-use asset or lease liability recorded. The Plan does not separate non-lease components, if any, from lease components in determining the lease payments for leases.

New Accounting Pronouncement Adopted - During the year ended June 30, 2024, the Plan adopted the provisions of Accounting Standards Update (ASU) 2016-13, *Financial Instruments – Credit Losses* (Topic 326). This ASU replaced the incurred loss methodology with an expected loss methodology that is referred as the current expected credit loss (CECL) methodology. The ASU requires entities the immediate recognition of estimated expected credit losses over the life of a financial instrument, including contributions receivable. The estimate of expected credit losses considers not only historical information, but also current and future economic conditions and events.

The Plan adopted the ASU effective July 1, 2023 (beginning of Plan's fiscal year). The impact of the adoption was not considered material to the financial statements and primarily resulted in new disclosures only.

Estimates - The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures in the financial statements. Actual results could differ from those estimates.

NOTE 2. DESCRIPTION OF THE PLAN

The Plan is a trust fund that was established in 1950 under a trust indenture.



NOTE 2. DESCRIPTION OF THE PLAN (CONTINUED)

The Plan provides retirement, disability and death benefits for eligible members of local unions affiliated with the Printing, Packaging & Production Workers Union of North America that have chosen to become participating locals in the Plan.

The Plan is not a collectively bargained plan. Its benefits are not established in any collective bargaining agreement. No employer contributes to or is involved in the administration of the Plan. It is a plan administered by the Board of Trustees (Trustees) representing the participating local unions. Contributions to the Plan are received only from participants. Members of participating locals, working in any industry with respect to which their local has become a participating local, are eligible to become Plan participants. Contributions are determined by the members of each participating local and are approved by the Trustees. The amounts are a minimum flat contribution rate of \$5.00 per week and the maximum contribution rate is 10% of wages. Contributions may not exceed \$7,000 for the plan year.

Benefits are determined and paid in accordance with the provisions of the trust indenture. All benefits are based on the contributions paid and the service accumulated in the Plan by each participating member at the time of benefit application.

Effective January 1, 2024, the Plan was changed as follows:

- All monthly benefits of participants in pay status on December 31, 2023 were reduced by 40%.
- All monthly benefits of terminated vested participants on December 31, 2023 were reduced by 50%.
- All past service benefits accrued through December 31, 2023 were reduced by 30% for active members.
- The spouse's retirement death benefit is reduced to .756% of contributions.

Participants should refer to the summary plan description and trust indenture for more complete information.

NOTE 3. PRIORITIES UPON TERMINATION

It is the intent of the Trustees to continue the Plan in full force and effect. If the Trustees determine that the Plan is, or soon will be, reduced in assets to an amount approximately equal to the assets necessary to repay all participants the amount that they have contributed to the Plan, less any benefits they have received from the Plan, the Plan will be terminated. Pursuant to the Plan, in the event of termination, participant contributions will be distributed to participants, after reduction for any amounts that each participant has already received from the Plan through benefit payments, in accordance with a termination plan to be adopted by the Trustees.



NOTE 3. PRIORITIES UPON TERMINATION (CONTINUED)

Termination shall not permit any part of the Plan to be used for or diverted to purposes other than the exclusive benefit of the pensioners, beneficiaries, and participants. The Pension Benefit Guaranty Corporation does not insure benefits under the Plan.

NOTE 4. ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

Accumulated plan benefits represent the estimated future periodic payments under the Plan's provisions that are attributable to contributions received from participants through the valuation date. The Plan's actuary, The Segal Company, has determined that the actuarial present value of accumulated plan benefits as of July 1, 2023 is as follows:

Actuarial present value of vested accumulated plan benefits	
Participants and beneficiaries currently receiving benefits	\$ 710,425,398
Active participants	164,831,975
Inactive vested participants	<u>145,676,547</u>
Total actuarial present value of vested accumulated plan benefits	<u>\$ 1,020,933,920</u>

As reported by the actuary, the changes in the actuarial present value of accumulated plan benefits during the year ended July 1, 2023 were as follows:

Actuarial present value of vested accumulated plan benefits at beginning of year	\$ 993,651,174
Increase (decrease) during the year attributable to	
Benefits paid	(88,476,554)
Changes in assumptions	41,438,534
Interest	70,929,478
Benefits accumulated, net experience gain or loss, changes in data	<u>3,391,288</u>
Actuarial present value of vested accumulated plan benefits at end of year	<u>\$ 1,020,933,920</u>

The actuarial assumptions related to the investment return and future member contributions were changed to reflect plan experience which resulted in an increase in the actuarial accrued liability by \$41 million.

The plan changes effective January 1, 2024, are not included above but would reduce the actuarial present value of accumulated plan benefits by \$394,613,898.



NOTE 4. ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS (CONTINUED)

The actuarial valuation was prepared using the unit credit cost method which is a change from the entry age normal actuarial cost method used in prior valuations. This change lowered the actuarial accrued liability by \$16.4 million. The key actuarial assumptions are as follows:

- 7.0% investment return, net of investment expenses.
- Mortality rates -
 - Healthy non-pensioner: 95% of the Pri-2012 Blue Collar Employee Mortality Tables (sex distinct), projected generationally using Scale MP-2021.
 - Healthy pensioner: 95% of the Pri-2012 Blue Collar Healthy Annuitant Mortality Tables (sex distinct), projected generationally using Scale MP-2021.
 - Disabled pensioner: 95% of the Pri-2012 Disabled Retiree Mortality Tables (sex distinct) projected generationally using Scale MP-2021.
 - Spouses: 95% of the Pri-2012 Disabled Retiree Mortality Tables (sex distinct) projected generationally using Scale MP-2021.
- The weighted average assumed retirement age considering no other decrements is 62 for active participants included in the valuation.

The above actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining actuarial results. Pension benefits in excess of the present assets of the Plan are dependent upon contributions received from members and income from investments.

The computation of the actuarial present value of accumulated plan benefits was made as of July 1, 2023. Had the valuation been performed as of June 30, 2023, there would be no material difference.

Since information on the accumulated plan benefits at June 30, 2024 and the changes therein for the year then ended are not included on the preceding page, these financial statements do not purport to present a complete presentation of the financial status of the Plan as of June 30, 2024 and the changes in its financial status for the year then ended, but a presentation of the net assets available for benefits and the changes therein as of and for the year ended June 30, 2024. The complete financial status is presented as of June 30, 2023.

NOTE 5. FAIR VALUE MEASUREMENTS

Accounting standards provide the framework for measuring fair value which provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described as follows:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 - Inputs to the valuation methodology include other significant observable inputs including:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability; and
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques maximize the use of observable inputs and minimize the use of unobservable inputs.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of June 30, 2024:

Description	2024			
	Total	Quoted Market Prices for Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash equivalents	\$ 1,527,038	\$ -	\$ 1,527,038	\$ -
Government and government agency obligations	12,515,158	7,590,096	4,925,062	-
Corporate obligations	33,018,359	-	33,018,359	-
Total	47,060,555	\$ 7,590,096	\$ 39,470,459	\$ -
Investments measured at net asset value*	618,535,841			
Investments at fair value	\$ 665,596,396			

NOTE 5. FAIR VALUE MEASUREMENTS (CONTINUED)

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of June 30, 2023:

Description	2023			
	Total	Quoted Market Prices for Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash equivalents	\$ 1,587,767	\$ -	\$ 1,587,767	\$ -
Government and government agency obligations	6,776,830	3,722,139	3,054,691	-
Corporate obligations	17,859,088	-	17,859,088	-
Investment in office building and land	<u>1,720,000</u>	<u>-</u>	<u>-</u>	<u>1,720,000</u>
Total	27,943,685	<u>\$ 3,722,139</u>	<u>\$ 22,501,546</u>	<u>\$ 1,720,000</u>
Investments measured at net asset value*	<u>631,487,323</u>			
Investments at fair value	<u>\$ 659,431,008</u>			

* In accordance with Accounting Standards Codification, investments that were measured at net asset value per share (or its equivalent) have not been classified in the fair hierarchy. The fair value amounts presented in this table and the table on the previous page are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of the net assets available for benefits.

Following are descriptions of the valuation methodologies used for assets measured at fair value. There have been no changes in methodologies used at June 30, 2024 and 2023.

Level 1 Measurements

Equity securities and U.S. Treasury bonds and notes are traded in active markets on national and international securities exchanges and are valued at closing prices on the last business day of each period.

Level 2 Measurements

Most U.S. Government agency and corporate obligations are generally valued by benchmarking model-derived prices to quoted market prices and trade data for identical or comparable securities. To the extent that quoted prices are not available, fair value is determined based on a valuation model that includes inputs such as interest rate yield curves and credit spreads. Securities traded in markets that are not considered active are valued based on quoted market prices, broker or dealer quotations, or alternative pricing sources with reasonable levels of price transparency.

Cash equivalent investments are valued at cost which approximates fair value.

NOTE 5. FAIR VALUE MEASUREMENTS (CONTINUED)

Level 3 Measurements

The investment in office building and land was valued at estimated fair value as determined by an independent appraisal. In estimating fair value, the appraisal used the average of the Sales Comparison and Income Capitalization Approaches to develop the estimated fair value. The building was sold in June 2024.

NOTE 6. INVESTMENT IN INVESTMENT ENTITIES

Authoritative guidance on fair value measurements permits the Plan to measure the fair value of an investment in an investment entity that does not have a readily determinable fair value based upon the net asset value (NAV) per share or its equivalent of the investment. This guidance does not apply if it is probable that the investment will be sold at a value different than NAV.

The Plan's investment in investment entities is subject to the terms of the respective private placement memoranda and governing agreements. Income or loss from investments in these investment entities is net of the Plan's proportionate share of fees and expenses incurred or charged by these investment entities.

The Plan's risk of loss in these entities is limited to its investment. The Plan may increase or decrease its level of investment in these entities at its discretion. The Plan typically has the ability to redeem its investment from these entities on a daily or quarterly basis, but longer lock-up periods can apply to certain investments.

The following table summarizes the Plan's investments in certain entities that calculate NAV per share as fair value measurement as of June 30, 2024 by investment strategy:

	Fair Value (in millions)	Unfunded Commitments (in millions)	Redemption Frequency	Redemption Notice Period
a. Common trust funds	\$ 352.4	\$ -	Daily	None - 1 day
b. Limited partnerships and real estate funds	145.8	12.0	Monthly to No Redemption	1 week - 1 quarter
c. Alternative investment funds	50.6	-	Monthly to Quarterly	5 - 95 days
d. Registered investment companies	<u>69.8</u>	<u>-</u>	Daily to Monthly	None - 3 days
	<u>\$ 618.6</u>	<u>\$ 12.0</u>		

The following summarizes the investment strategy for each of the Plan's investments in the table presented above which do not report as a direct filing entity (DFE) to the Department of Labor (DOL):

- a. All report as DFEs and can be redeemed daily.

NOTE 6. INVESTMENT IN INVESTMENT ENTITIES (CONTINUED)

- b. The Plan's investment in limited partnerships is comprised of \$48.6 million in private equity, \$59.6 million in core real estate, \$30.2 million in non-core real estate, \$0.9 million in a real estate debt close end fund, and \$2.3 million in an opportunistic credit close end fund. The remaining \$4.2 million in this category file as DFE's. The two investments in core real estate can be redeemed quarterly - one investment with 10 business days' notice and the other with 90 days' notice. The Plan's investment in emerging market direct equity can be redeemed monthly with 30 days' notice. One investment in non-core real estate can be redeemed quarterly with 30 days' notice. The remaining limited partnership investments cannot be redeemed until the limited partnerships are set to expire. The expiration dates vary on each investment and most can be extended for a period up to three additional years.
- c. The Plan's alternative investments include an opportunistic hedge fund of a fund of \$1.1 million that can be redeemed quarterly with 95 days' notice. The remaining \$49.5 million in this category files as a DFE and can be redeemed monthly with 5 days' notice.
- d. One investment of \$47.2 million invests across all sectors of the fixed income market and can be redeemed weekly with three days' notice. An investment in a risk parity fund of \$22.6 million can be redeemed monthly with 15 days' notice.

The following table summarizes the Plan's investments in certain entities that calculate NAV per share as fair value measurement as of June 30, 2023 by investment strategy:

	Fair Value (in millions)	Unfunded Commitments (in millions)	Redemption Frequency	Redemption Notice Period
a. Common trust funds	\$ 335.2	\$ -	Daily	None - 1 day
b. Limited partnerships and real estate funds	181.4	15.0	Monthly to No Redemption	1 week - 1 quarter
c. Alternative investment funds	62.7	-	Monthly to Quarterly	5 - 95 days
d. Registered investment companies	<u>52.2</u>	<u>-</u>	Daily	None - 3 days
	<u>\$ 631.5</u>	<u>\$ 15.0</u>		

The following summarizes the investment strategy for each of the Plan's investments in the table presented above which do not report as a DFE to the DOL:

- a. All report as DFEs and can be redeemed daily.
- b. The Plan's investment in limited partnerships is comprised of \$45.3 million in private equity, \$16.2 million in emerging market direct equity, \$73.2 million in core real estate, \$33.3 million in non-core real estate, \$0.8 million in a real estate debt close end fund, and \$5 million in an opportunistic credit close end fund. The remaining \$7.6 million in this category file as DFE's. The two investments in core real estate can be redeemed quarterly - one investment with 10 business days'



NOTE 6. INVESTMENT IN INVESTMENT ENTITIES (CONTINUED)

notice and the other with 90 days' notice. The Plan's investment in emerging market direct equity can be redeemed monthly with 30 days' notice. One investment in non-core real estate can be redeemed quarterly with 30 days' notice. The remaining limited partnership investments cannot be redeemed until the limited partnerships are set to expire. The expiration dates vary on each investment and most can be extended for a period up to three additional years.

- c. The Plan's alternative investments include an opportunistic fund of a hedge fund of \$1.4 million that can be redeemed quarterly with 95 days' notice and an opportunistic distressed and event driven hedge fund of \$29.0 million can be redeemed monthly with 60 days' notice. The remaining \$32.3 million in this category file as DFE's and can be redeemed monthly with 5 days' notice.
- d. One investment of \$24.6 million invests across all sectors of the fixed income market and can be redeemed weekly with three days' notice. An investment in a risk parity fund of \$27.6 million can be redeemed monthly with 15 days' notice.

NOTE 7. PROPERTY, FURNITURE AND EQUIPMENT

The Plan's property, furniture and equipment at June 30, 2024 and 2023 are as follows:

	2024	2023
Office furniture and equipment	\$ 219,723	\$ 386,511
Less: accumulated depreciation	<u>(217,268)</u>	<u>(383,674)</u>
Property, furniture and equipment - net	<u>\$ 2,455</u>	<u>\$ 2,837</u>

NOTE 8. TAX STATUS

The Plan's latest determination letter is dated May 31, 2007, in which the Internal Revenue Service (IRS) stated that the Plan, as then designed, was exempt from federal income taxes under the provisions of Section 501(c)(18) of the Internal Revenue Code (IRC). The Plan has been amended since receiving the determination letter. The Plan's administrator and the Plan's counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. The Plan is subject to tax, however, on the flow-through of certain partnerships' income through its investments in limited partnerships.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a liability if the Plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions. As of June 30, 2024, the statute of limitations for tax years 2020 through 2022 remains open with the U.S. federal jurisdiction and the various states in which the Plan files tax returns.

NOTE 8. TAX STATUS (CONTINUED)

There is currently an ongoing Department of Labor audit, which has not resulted in any findings at the time these financial statements were issued.

NOTE 9. PENSION PLANS

All of the Plan's full-time employees are covered by the Graphic Communications National Pension Fund, a multiemployer defined benefit plan. The pension contributions (employer contributions) for the years ended June 30, 2024 and 2023 were \$61,330 and \$56,078, respectively.

The risks of participating in multiemployer plans are different from single-employer plans in the following respects:

- a. Assets contributed to the multiemployer plan by one employer may be used to provide benefits to employees of other participating employers.
- b. If a participating employer stops contributing to the plan, the unfunded obligations of the plan may be borne by the remaining participating employers.
- c. If the Plan chooses to stop participating in the multiemployer plan, they may be required to pay that plan an amount based on the underfunded status of the plan, referred to as a withdrawal liability.

The Plan's participation in this plan is outlined in the table below. The "EIN/Pension Plan Number" column provides the Employee Identification Number (EIN) and the three-digit plan number, if applicable. Unless otherwise noted, the most recent Pension Protection Act (PPA) zone status available in 2024 and 2023 is for the plan's year-end at April 30, 2024 and 2023, respectively. The zone status is based on information that the Plan received from the plan and is certified by the plan's actuary. Among other factors, plans in the red zone are generally less than 65 percent funded, plans in the yellow zone are less than 80 percent funded, and plans in the green zone are at least 80 percent funded. The "FIP/RP Status Pending/Implemented" column indicates plans for which a financial improvement plan (FIP) or a rehabilitation plan (RP) is either pending or has been implemented. The last column lists the expiration date of the collective-bargaining agreement(s) to which the plans are subject.

Pension Fund	EIN/Pension Plan Number	Pension Protection Act Zone Status		FIP/RP Status Pending/Implemented	Contributions of the Plan			Surcharge Imposed	Collective Bargaining Agreement
		2024	2023		2024	2023	2022		
Graphic Communications National Pension Fund	52-6118568/001	Critical	Critical	Yes	\$ 61,330	\$ 56,078	\$ 44,030	No	N/A*

* The Plan has a participation agreement with the multiemployer plan.



NOTE 10. RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

The Plan leased office space to two related parties, District Council 4 and Graphic Communications National Pension Fund. The Plan received \$40,023 and \$30,828 in rent from District Council 4 for the years ended June 30, 2024 and 2023, respectively. The Plan received \$72,618 and \$71,579 in rent from Graphic Communications National Pension Fund for the years ended June 30, 2024 and 2023, respectively. The building was sold in June 2024.

As disclosed in Note 1, the Plan pays certain administrative, investment, and professional fees to various service providers. These transactions are considered exempt party-in-interest transactions under ERISA.

NOTE 11. RECONCILIATION TO THE FORM 5500

The following is a reconciliation of the Plan's income and expenses per the accompanying financial statements to the Form 5500:

	2024	2023
Total additions per the financial statements	\$ 72,838,559	\$ 55,663,203
Add - investment expenses	<u>676,144</u>	<u>648,537</u>
Total income per the Form 5500	<u>\$ 73,514,703</u>	<u>\$ 56,311,740</u>
Total deductions per the financial statements	\$ 73,208,541	\$ 90,166,730
Add - investment expenses	<u>676,144</u>	<u>648,537</u>
Total expenses per the Form 5500	<u>\$ 73,884,685</u>	<u>\$ 90,815,267</u>

NOTE 12. SIGNIFICANT UNCERTAINTIES

The Plan invests in securities with contractual cash flows, such as asset-backed securities, collateralized mortgage obligations and commercial mortgage-backed securities, including securities backed by subprime mortgage loans. The value, liquidity and related income of these securities are sensitive to changes in economic conditions, including real estate value, delinquencies or defaults or both, and may be adversely affected by shifts in the market's perception of the issuers and changes in interest rates.

The actuarial present value of accumulated plan benefits is reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.



NOTE 13. OPERATING LEASE

The Plan has a five-year lease for office space beginning September 2024 in St. Charles, Illinois. The lease calls for rent increases of 3% each year.

	<u>Year Ended June 30, 2024</u>
Cash paid for amounts included in the measurement of lease liabilities - operating cash flow	\$ -
Right-of-use asset obtained in exchange for lease obligations	\$ 266,090
Weighted-average remaining lease term (in years)	5
Weighted-average discount rate	3.65%

The maturity of the lease liability under the Plan's operating lease as of June 30, 2024 as follows:

2025	\$ 45,855
2026	56,402
2027	58,094
2028	59,837
2029	61,632
Thereafter	<u>10,321</u>
Undiscounted future cash flows	292,141
Less: effect of discounting	<u>(26,051)</u>
Lease liability recognized	<u>\$ 266,090</u>

NOTE 14. SUBSEQUENT EVENTS

Subsequent events have been evaluated through January 29, 2025, which is the date the financial statements were available to be issued. This review and evaluation revealed no material event or transaction which would require an adjustment to or disclosure in the accompanying financial statements.



SUPPLEMENTAL INFORMATION





INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTAL INFORMATION

Board of Trustees of
The Members Retirement Plan

We have audited the financial statements of The Members Retirement Plan as of and for the years ended June 30, 2024 and 2023, and have issued our report thereon dated January 29, 2025, which expressed an unmodified opinion on those financial statements, appears on pages 1-3. Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The Schedule of Assets Held for Investments, Schedule of Reportable Transactions and Schedule of Delinquent Participant Contributions, together referred to as "supplemental information" are presented for the purpose of additional analysis and are not a required part of the financial statements, but are supplemental information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements and to the financial statements themselves and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, including their form and content, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying schedules if fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Calibre CPA Group, PLLC

Chicago, IL
January 29, 2025

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT
FISCAL YEAR ENDED JUNE 30, 2024
EIN: 36-2164320 PLAN NO. 001

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value				(d) Cost	(e) Current Value	Total
		Description	Maturity Date	Rate of Interest	Number of Shares or Par			
	Real Estate							
	AMERICAN CORE REALTY FUND	Real Estate	N/A	N/A	255	\$ 25,563,295	\$ 25,996,790	
	AMERICAN STRATEGIC VALUE REALTY FUND	Real Estate	N/A	N/A	68	23,022,014	24,109,242	
	U.S. REAL ESTATE INVESTMENT FUND, LLC	Real Estate	N/A	N/A	25,260	29,018,510	33,647,061	
	LONE STAR REAL ESTATE FUND IV (US) LP	Real Estate	N/A	N/A	1,000	1,777,063	4,599,877	
	PIMCO BRAVO FUND ONSHORE FEEDER II, LP	Real Estate	N/A	N/A	1,000	2,144,593	840,221	
	TORCHLIGHT DEBT OPPORTUNITY FUND V, LP/IVK5	Real Estate	N/A	N/A	1,000	2,352,928	1,504,888	
	Total Real Estate					<u>83,878,403</u>	<u>90,698,079</u>	\$ 90,698,079
	Government and Government Agency Obligations							
	U.S. TREASURY NOTE	U.S. Government Bond	06/30/2029	4.250%	413,000	410,935	411,307	
	FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER K 143 CL A 2	Federal Agency	03/25/2032	Var	150,000	125,566	126,646	
	FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER K 145 CL A 2	Federal Agency	05/25/2032	Var	67,000	57,248	57,373	
	FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER K G07 CL A 2	Federal Agency	08/25/2032	Var	226,000	203,629	201,047	
	U.S. TREASURY NOTE	U.S. Government Bond	05/15/2034	4.375%	315,200	313,549	315,323	
	FEDERAL NATL MTG ASSN SF TBA 15 YRS JUL	Federal Agency	07/25/2038	5.500%	-	83	-	
	FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2022	Federal Agency	01/27/2042	Var	100,000	101,172	101,887	
	FREDDIE MAC STACR REMIC TR 22-DNA3 M1A	Federal Agency	04/25/2042	Var	97,568	98,026	99,024	
	U.S. TREASURY BOND	U.S. Government Bond	02/15/2043	3.875%	1,311,000	1,250,366	1,185,432	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/25/2043	3.000%	(61,000)	(52,198)	(51,993)	
	U.S. TREASURY BOND	U.S. Government Bond	08/15/2043	4.375%	740,000	736,144	714,507	
	FREDDIE MAC STACR REMIC TR 144A	Federal Agency	11/25/2043	Var	97,260	98,522	98,581	
	U.S. TREASURY BOND	U.S. Government Bond	02/15/2044	4.500%	1,442,000	1,424,510	1,414,963	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FM9416	Federal Agency	07/01/2045	3.500%	45,856	44,832	41,567	
	GNMA II MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/20/2045	3.500%	409,000	369,425	368,038	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/25/2045	4.000%	(54,000)	(49,134)	(49,494)	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #ZS9627	Federal Agency	02/01/2046	3.500%	39,166	38,036	35,657	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #ZT0541	Federal Agency	06/01/2048	4.000%	147,248	141,175	137,464	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/25/2048	2.500%	(95,000)	(77,039)	(77,797)	
	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #G61607	Federal Agency	09/01/2048	4.500%	94,369	92,999	90,733	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS1456	Federal Agency	12/01/2048	3.000%	138,299	134,010	120,651	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #MA3991	Federal Agency	04/01/2050	3.000%	240,836	213,893	207,801	
	GNMA II Pool	Federal Agency	07/20/2050	2.500%	-	(151)	-	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/25/2050	2.000%	(482,000)	(374,076)	(378,050)	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #CA6709	Federal Agency	08/01/2050	2.500%	250,228	231,695	208,850	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FM4158	Federal Agency	08/01/2050	2.500%	151,353	140,948	127,056	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FM4314	Federal Agency	08/01/2050	2.500%	34,824	32,544	29,346	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #CA6947	Federal Agency	09/01/2050	2.500%	222,027	207,353	185,309	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #MA4182	Federal Agency	11/01/2050	2.000%	78,827	58,774	62,234	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS0654	Federal Agency	10/01/2025	2.500%	225,267	218,692	212,436	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FM6125	Federal Agency	01/01/2051	2.500%	267,576	229,698	223,276	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS2479	Federal Agency	01/01/2051	2.500%	99,394	92,343	82,717	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #CA9227	Federal Agency	02/01/2051	2.500%	260,893	222,595	216,786	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #SD4398	Federal Agency	02/01/2051	2.000%	201,990	163,991	159,354	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #SD1852	Federal Agency	06/01/2051	2.500%	677,372	542,110	554,450	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FM8815	Federal Agency	09/01/2051	3.500%	18,844	18,888	17,001	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS4892	Federal Agency	09/01/2051	2.000%	34,592	31,831	28,795	
	US Treasury Bond	Federal Agency	11/15/2051	1.875%	762,000	452,161	442,440	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #CB2371	Federal Agency	12/01/2051	2.500%	82,513	75,828	68,743	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS0273	Federal Agency	12/01/2051	2.500%	51,489	47,503	43,127	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS2232	Federal Agency	04/01/2052	3.500%	81,872	78,552	73,295	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #CB3610	Federal Agency	05/01/2052	4.000%	47,040	47,416	43,862	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #CB3611	Federal Agency	05/01/2052	4.000%	35,472	35,647	32,930	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FM7556	Federal Agency	05/01/2021	3.500%	144,576	133,011	129,194	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #RA7574	Federal Agency	06/01/2052	5.000%	168,570	168,571	165,265	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS2060	Federal Agency	06/01/2052	4.000%	89,500	90,213	82,820	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #RA7706	Federal Agency	07/01/2052	5.000%	165,334	165,335	162,091	

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT
FISCAL YEAR ENDED JUNE 30, 2024
EIN: 36-2164320 PLAN NO. 001

(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	Description	Maturity Date	Rate of Interest	Number of Shares or Par	(d) Cost	(e) Current Value	Total
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #SD1300	Federal Agency	07/01/2052	5.000%	45,420	\$ 46,996	\$ 44,451	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS2409	Federal Agency	07/01/2052	5.000%	26,603	27,489	26,036	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS2458	Federal Agency	07/01/2052	5.000%	33,555	34,832	32,897	
	GNMA II MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/20/2052	5.000%	233,000	227,179	227,173	
	GNMA II MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/20/2052	4.000%	275,000	256,418	254,629	
	GNMA II MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/20/2052	4.500%	252,000	237,630	239,870	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #SD1358	Federal Agency	08/01/2052	5.000%	69,537	72,970	67,952	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #SD1370	Federal Agency	08/01/2052	4.500%	103,040	106,578	98,548	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #SD1466	Federal Agency	08/01/2052	5.000%	105,851	109,237	103,260	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS2604	Federal Agency	08/01/2052	5.000%	93,101	96,228	90,824	
	GNMA II MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/20/2053	6.500%	104,000	105,468	105,533	
	GNMA II MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/20/2053	6.000%	79,000	79,218	79,383	
	GNMA II MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/20/2053	5.500%	213,000	212,214	211,578	
	GNMA II MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/20/2053	3.000%	270,000	234,829	235,700	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/25/2053	5.500%	(422,000)	(416,838)	(416,695)	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/25/2053	6.000%	(421,000)	(422,189)	(422,585)	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/25/2053	6.500%	(216,000)	(219,310)	(219,997)	
	GNMA II MTG ASSN SF TBA 30 YRS AUG	Federal Agency	08/20/2053	5.500%	152,000	151,240	150,890	
	GNMA II MTG ASSN SF TBA 30 YRS AUG	Federal Agency	08/20/2053	3.000%	157,000	138,356	137,129	
	U.S. TREASURY BOND	U.S. Government Bond	02/15/2054	Var	2,700,200	2,623,498	2,571,751	
	U.S. TREASURY BOND	U.S. Government Bond	05/15/2054	Var	527,000	541,181	534,373	
	GNMA II MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/20/2054	2.000%	118,000	93,793	95,477	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/25/2054	7.000%	(248,000)	(254,646)	(255,063)	
	Total Government and Government Agency Obligations					<u>12,869,592</u>	<u>12,515,158</u>	\$ 12,515,158
Corporate Bonds								
	AVIATION CAP GROUP LLC SR GLBL 144A	Corporate Bond	12/15/2024	5.500%	103,000	110,076	102,729	
	VISTRA OPERATIONS CO LLC SR SEC 144A NT	Corporate Bond	07/15/2024	3.550%	204,000	210,135	203,763	
	SOUTHERN CO JR SB GLBL	Corporate Bond	08/01/2024	2.700%	174,000	173,883	173,751	
	BAT CAP CORP SR GLBL NT	Corporate Bond	08/15/2024	3.222%	137,000	132,948	136,486	
	KINDER MORGAN ENERGY PARTNERS SR	Corporate Bond	09/01/2024	4.250%	98,000	97,687	97,708	
	PERKINELMER INC SLBL NT	Corporate Bond	09/15/2024	0.850%	118,000	111,612	116,669	
	AMERICAN TOWER CORP NEW SR GLBL NT	Corporate Bond	01/15/2025	2.950%	35,000	34,082	34,452	
	SABINE PASS LIQUEFACTION LLC SR SEC GLBL NT	Corporate Bond	03/01/2025	5.625%	42,000	42,105	41,914	
	CELANESE US HLDGS LLC CR	Corporate Bond	03/15/2025	VAR	144,000	144,143	144,183	
	AMERICAN TOWER CORP NEW SR NT	Corporate Bond	03/15/2025	2.400%	68,000	65,171	66,376	
	WARNERMEDIA HLDGS INC SR GLBL NT	Corporate Bond	03/15/2025	3.788%	77,000	74,835	75,880	
	GA GLOBAL FDG TR MEDIUM TERM NTS	Corporate Bond	04/11/2025	3.850%	300,000	294,792	295,209	
	COLUMBIA PIPELINE GROUP INC SR GLBL	Corporate Bond	06/01/2025	4.500%	58,000	56,777	57,288	
	BAXALTA INC SR NT	Corporate Bond	06/23/2025	4.000%	26,000	25,780	25,620	
	HYUNDAI CAP AMER SR GLBL 144A	Corporate Bond	06/26/2025	5.800%	47,000	47,180	47,035	
	INTERNATIONAL FLAVORS & FRAGRANC SR 144A NT	Corporate Bond	10/01/2025	1.230%	167,000	148,526	157,949	
	HYUNDAI CAP AMER SR GLBL 144A	Corporate Bond	10/15/2025	1.800%	72,000	66,699	68,596	
	WELLS FARGO & CO FR	Corporate Bond	10/30/2025	VAR	86,000	82,800	85,023	
	NATIONAL FUEL GAS CO N J SR NT	Corporate Bond	01/15/2026	5.500%	61,000	60,834	60,805	
	AVIATION CAP GROUP LLC SR 144A NT	Corporate Bond	01/30/2026	1.950%	95,000	91,654	89,393	
	BK OF AMERICA CORP FR	Corporate Bond	03/11/2027	VAR	123,000	113,243	115,322	
	AMERICREDIT AUTO REC TR SER 2020	Corporate Bond	03/18/2026	2.130%	65,000	66,775	64,219	
	AMERICR AUTOMOBILE RECEIVABLES A SER 2023 2 CI A 2 A FLTG RATE DTD	Corporate Bond	04/19/2027	VAR	139,250	139,555	139,559	
	AFFIRM ASSET SEC TR SER 2023 B CI A	Corporate Bond	09/15/2028	6.820%	100,000	99,989	101,191	
	BAYER CORP NT 144A	Corporate Bond	02/15/2028	6.650%	44,000	50,152	45,500	
	BK OF AMER AUTO TR SER	Corporate Bond	02/15/2028	5.530%	115,000	115,480	115,234	
	AMERICAN AIRLINES SR SEC GLBL	Corporate Bond	02/15/2028	7.250%	44,000	43,255	44,029	
	BANK AMER CORP FR	Corporate Bond	07/21/2028	VAR	174,000	169,166	165,610	
	BOFA AUTO TR 2024-1 ASSET BACKED NT	Corporate Bond	11/15/2028	5.350%	85,000	84,986	85,252	
	ANTERO RESOURCES CORP	Corporate Bond	02/01/2029	7.625%	47,000	48,410	48,332	
	AFFIRM ASSET SECURITIZATION TR 2024-A NT CI A 144A	Corporate Bond	02/15/2029	5.610%	100,000	99,547	99,636	

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT

FISCAL YEAR ENDED JUNE 30, 2024

EIN: 36-2164320 PLAN NO. 001

(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	Description	Maturity Date	Rate of Interest	Number of Shares or Par	(d) Cost	(e) Current Value	Total
	COMSTOCK RES INC SR 144A	Corporate Bond	03/01/2029	6.750%	98,000	\$ 94,535	\$ 94,974	
	BANK AMER CORP SR NT	Corporate Bond	03/05/2029	VAR	142,000	147,056	135,772	
	BRIGHTHOUSE FINANCIAL GLOBAL FR	Corporate Bond	06/10/2029	5.650%	91,000	90,945	90,951	
	BK OF AMER CORP FR	Corporate Bond	06/14/2029	VAR	239,000	216,955	212,026	
	REGAL REXNORD CORPORATION CR SEN SR GLBL STEP CPN	Corporate Bond	02/15/2026	6.050%	95,000	95,299	95,233	
	AVOLON HLDGS FDG LTD SR GLBL 144A	Corporate Bond	02/21/2026	2.125%	244,000	234,689	229,370	
	AVOLON HLDGS FDG LTD SR 144A NT	Corporate Bond	04/15/2026	4.250%	74,000	75,744	71,875	
	WELLS FARGO & CO SR NT	Corporate Bond	04/30/2026	Var	103,000	95,519	100,017	
	FORD MOTOR CREDIT COMPANY SR GLBL	Corporate Bond	08/10/2026	2.700%	200,000	187,916	187,852	
	EXETER AUTOMOBILE REC SER 2022 2 CL B	Corporate Bond	10/15/2026	3.650%	14,994	14,994	14,980	
	PROSUS N V SR 144A	Corporate Bond	01/19/2027	3.257%	200,000	185,740	187,184	
	GM FIN ATMBL LEASE TR SER 2023 1 CL B	Corporate Bond	01/20/2027	5.740%	220,000	219,503	219,708	
	ECO MATL TECHNOLOGIES INCORPOR SR	Corporate Bond	01/31/2027	7.875%	44,000	43,784	44,102	
	HUMANA INC SR NT	Corporate Bond	02/03/2027	1.350%	118,000	101,721	106,921	
	GGAM FIN LTD SR 144A	Corporate Bond	02/15/2027	8.000%	68,000	69,440	70,239	
	MAUSER PACKAGING SOLUTIONS HLD SR	Corporate Bond	04/15/2027	9.250%	69,000	66,925	69,044	
	FLAGSHIP CR AUTO TR 2022-3 AUTO RECEIVABLES BKD NTS CL A-3	Corporate Bond	04/15/2027	4.550%	58,164	58,164	57,863	
	SBNA AUTO LEASE TRUST SER 2023 A CL A 3	Corporate Bond	04/20/2027	6.510%	200,000	203,406	202,256	
	VISTAJET MALTA FIN P L C X SR 144A NT	Corporate Bond	05/01/2027	7.875%	52,000	47,260	45,902	
	GRAY ESCROW INC	Corporate Bond	05/15/2027	7.000%	48,000	44,550	44,194	
	FOURSIGHT CAP ATML REC SER 2022	Corporate Bond	05/17/2027	2.150%	150,000	140,227	146,220	
	GM FINL AUTO LEASING TR SER 2023	Corporate Bond	05/20/2027	5.540%	125,000	124,987	124,982	
	CNO GLOBAL FUNDING 144A NT	Corporate Bond	06/04/2027	5.875%	81,000	80,958	81,265	
	SANTANDER DR AUT RCV TR SER 2022 6	Corporate Bond	06/15/2027	4.720%	145,000	144,976	143,993	
	HOME DEPOT INC SR GLBL NT	Corporate Bond	06/25/2027	4.875%	62,000	61,795	61,874	
	ROYAL CARIBBEAN GROUP SR 144A NT	Corporate Bond	07/15/2027	5.375%	28,000	24,770	27,569	
	GLOBAL PMTS INC SR NT	Corporate Bond	08/15/2027	4.950%	110,000	108,146	108,907	
	DIRECTV FING LLC DIRECT SR SEC 144A	Corporate Bond	08/15/2027	5.875%	47,000	43,712	44,208	
	NEWELL BRANDS INC NT	Corporate Bond	09/15/2027	6.375%	45,000	43,887	44,378	
	ROYAL BK CDA FR	Corporate Bond	11/01/2027	6.000%	107,000	109,118	109,628	
	GE HEALTHCARE TECHNOLOGIES INC SR NT	Corporate Bond	11/15/2027	5.650%	203,000	205,567	205,669	
	CENTENE CORP DEL SR GLBL NT	Corporate Bond	12/15/2027	4.250%	70,000	70,035	66,835	
	CITIGROUP INC SR GLBL NT	Corporate Bond	01/10/2028	Var	202,000	208,671	194,987	
	JPMORGAN CHASE & CO SR GLBL NT	Corporate Bond	02/01/2028	Var	355,000	349,225	341,993	
	PATTERSON UTI ENERGY INC SR GLBL NT	Corporate Bond	02/01/2028	3.950%	37,000	34,557	34,844	
	NEUERGER BERMAN SR GLBL 144A	Corporate Bond	03/15/2027	4.500%	63,000	60,019	60,566	
	HECLA MNG CO SR GLBL NT	Corporate Bond	02/15/2028	7.250%	49,000	48,399	49,026	
	WESTLAKE FLRNG MSTR TR SER 2024 1 CL A	Corporate Bond	02/15/2028	5.430%	90,000	89,835	89,918	
	NAVIENT CORPORATION SR GLBL NT	Corporate Bond	03/15/2028	4.875%	73,000	64,272	66,994	
	CALPINE CORP SR GLBL 144A	Corporate Bond	03/15/2028	5.125%	46,000	43,490	44,241	
	NEXTGEAR FLOORPLAN TR SER 2023 1 CL A 2	Corporate Bond	03/15/2028	5.740%	100,000	100,410	100,436	
	EPR PPTY SR NT	Corporate Bond	04/15/2028	4.950%	24,000	24,499	22,974	
	NVENT FIN S A R L CR SEN SR GLBL STEP CPN	Corporate Bond	04/15/2028	Var	151,000	150,190	146,613	
	MORGAN STANLEY SR 1 NT	Corporate Bond	04/20/2028	4.120%	63,000	60,958	61,218	
	Fortress Trans & Infra Invs L Sr	Corporate Bond	05/01/2028	5.500%	48,000	44,641	46,538	
	AIRCASTLE LTD GIBI 144A	Corporate Bond	01/26/2028	2.850%	102,000	91,310	92,288	
	FRONTIER COMMUNICATIONS CORP SR SEC	Corporate Bond	05/01/2028	5.000%	48,000	44,305	45,221	
	JP MORGAN CHASE BANK NA SR NT	Corporate Bond	05/01/2028	3.540%	265,000	272,355	252,908	
	EQUIPMENTSHARE COM INC SR SEC 144A	Corporate Bond	05/15/2028	9.000%	88,000	88,176	90,813	
	WELLS FARGO & CO MEDIUM TERM SR NTS	Corporate Bond	05/22/2028	Var	98,000	101,674	93,338	
	WELLS FARGO & CO SR NT	Corporate Bond	06/02/2028	Var	371,000	365,592	341,687	
	MOLINA HEALTHCARE INC SR GLBL	Corporate Bond	06/15/2028	4.375%	52,000	47,530	48,944	
	CVR PARTNERS NITROGEN SR SEC 144A NT	Corporate Bond	06/15/2028	6.125%	49,000	45,769	47,060	
	CIVITAS RESOURCES INC SR 144A NT	Corporate Bond	07/01/2028	8.375%	42,000	42,954	44,009	
	CENTENE CORP DEL SR NT	Corporate Bond	07/15/2028	2.450%	28,000	26,741	24,859	
	AUSGRID FIN PTY LTD SR SEC 144A NT	Corporate Bond	08/01/2028	4.350%	58,000	57,095	55,692	
	WESTLAKE AUTOMOBILE RECIEVABLES TR 2023-1	Corporate Bond	08/15/2028	5.740%	95,000	94,987	94,902	

THE MEMBERS RETIREMENT PLAN
SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT
FISCAL YEAR ENDED JUNE 30, 2024
EIN: 36-2164320 PLAN NO. 001

(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value								
(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	Description	Maturity Date	Rate of Interest	Number of Shares or Par	(d) Cost	(e) Current Value	Total
	UBS GROUP AG SR GIBI 144A	Corporate Bond	08/11/2028	VAR	500,000	\$ 508,355	\$ 512,645	
	WEEKLEY HOMES FIN CORP SR GBL 144A	Corporate Bond	09/15/2028	4.875%	49,000	44,814	45,377	
	LSB LNDIS INC SR SEC 144A NT	Corporate Bond	10/15/2028	6.250%	48,000	44,453	46,292	
	LABL INC SR SEC 144A NT	Corporate Bond	11/01/2028	9.500%	68,000	68,803	68,536	
	SRM ESCROW ISSUER LLC SR SEC GBL	Corporate Bond	11/01/2028	6.000%	47,000	45,070	45,918	
	ONEMAIN DIRECT AUTO RCV SER 2019 1 CL C	Corporate Bond	11/14/2028	4.190%	115,000	125,278	111,270	
	KUBOTA CR OWNER TR 2024-2 ASSET BACKED NT CI A-3 144A	Corporate Bond	11/15/2028	5.260%	185,000	184,996	184,776	
	CARMAX SELECT RECIEVA SER 2024 A CL	Corporate Bond	11/25/2028	5.870%	90,000	89,999	90,005	
	SPRINT CAP CORP NT	Corporate Bond	11/15/2028	6.875%	151,000	164,231	160,075	
	CNX RES CORP SR 144A NT	Corporate Bond	01/15/2029	6.000%	47,000	44,234	45,993	
	T MOBILE USA INC SR NT	Corporate Bond	01/15/2029	4.850%	63,000	62,906	62,218	
	CITGO PETE CORP SR SEC 144A NT	Corporate Bond	01/15/2029	8.375%	44,000	44,531	45,351	
	GENESIS ENERGY LP SR NT	Corporate Bond	01/15/2029	8.250%	66,000	67,838	68,134	
	CARMAX AUTO OWNER TR SER 2023 1 CL B	Corporate Bond	01/16/2029	4.980%	75,000	74,473	74,306	
	PRINCIPAL LIFE GLOBAL FDG 11 47 144A	Corporate Bond	01/25/2029	5.100%	96,000	94,344	95,442	
	ERAC USA FINANCE COMPANY SR GBL	Corporate Bond	02/15/2029	5.000%	97,000	96,926	96,742	
	JACOBS ENTMT INC SR 144A NT	Corporate Bond	02/15/2029	6.750%	74,000	69,258	68,631	
	KODIAK GAS SVCS LLC SR 144A NT	Corporate Bond	02/15/2029	7.250%	46,000	46,370	47,154	
	UNITED STATES STL CORP SR GBL NT	Corporate Bond	03/01/2029	6.875%	23,000	22,404	23,111	
	ROCHE HOLDINGS INC SR 144A NT	Corporate Bond	03/08/2029	4.790%	200,000	200,000	199,530	
	ANGLO AMERICAN CAPITAL PLC	Corporate Bond	03/16/2029	3.875%	200,000	188,246	187,516	
	LPL HLDGS INC SR GBL 144A	Corporate Bond	03/15/2029	4.000%	91,000	80,955	84,827	
	OCTANE REC TRUST SER 2023 3 CI A 2	Corporate Bond	03/20/2029	6.440%	83,555	84,283	84,020	
	MACQUARIE GRP LTD SR MTN 144A FR	Corporate Bond	03/27/2029	Var	139,000	141,214	135,961	
	TIBCO SOFTWARE INC SR SEC GBL	Corporate Bond	03/31/2029	6.500%	48,000	43,174	46,095	
	MACYS RETAIL HOLDINGS LLC SR GBL	Corporate Bond	04/01/2029	5.875%	71,000	66,958	68,905	
	GLENCORE FDG LLC SR 144A NT	Corporate Bond	04/04/2029	5.371%	81,000	80,061	80,624	
	EXETER AUTO REC TR SER 2023 3 CL D	Corporate Bond	04/16/2029	7.000%	100,000	99,996	101,425	
	JAPAN FIN ORGANIZATION FOR MUN	Corporate Bond	04/23/2029	5.000%	518,000	519,498	523,973	
	CARNIVAL CORP SR 144A	Corporate Bond	05/01/2029	6.000%	78,000	71,319	77,050	
	EXTER AUTO REC TR SER 2024	Corporate Bond	05/15/2029	5.830%	225,000	224,994	224,849	
	CHASE AUTO OWNER TRUST SER 2024 1 CL	Corporate Bond	05/25/2029	5.470%	190,000	189,987	189,865	
	CALIFORNIA RES CORP SR GBL 144A	Corporate Bond	06/15/2029	8.250%	45,000	45,169	45,939	
	NRG ENERGY INC SR SEC 144A NT	Corporate Bond	06/15/2029	4.450%	28,000	28,922	26,439	
	SUNCOKE ENERGY INC SR SEC 144A NT	Corporate Bond	06/30/2029	4.875%	50,000	45,125	45,299	
	BLUE RACER MIDSTREAM BLUE SR 144A NT	Corporate Bond	07/15/2029	7.000%	28,000	28,000	28,515	
	SANTANDER DRIVE AUTO SER 2024	Corporate Bond	07/16/2029	5.740%	160,000	159,993	161,420	
	AMERICAN TOWER CORP NEW SR NT	Corporate Bond	08/15/2029	3.800%	161,000	143,681	149,648	
	CVS HEALTH CORP SR NT	Corporate Bond	08/15/2029	3.250%	227,000	209,085	205,923	
	RAIN CARBON INC SR SEC 144A	Corporate Bond	09/01/2029	12.250%	88,000	88,847	94,713	
	FIRST NATIONAL MASTER SER 2023	Corporate Bond	09/17/2029	6.030%	78,000	77,988	78,994	
	CLOUD SOFTWARE GROUP INC SR SEC GBL	Corporate Bond	09/30/2029	9.000%	48,000	44,640	46,571	
	ROCKCLIFF ENERGY II LLC SR 144A	Corporate Bond	10/15/2029	5.500%	50,000	47,325	46,803	
	FRONTIER COMMUNICATIONS HLDGS NT	Corporate Bond	11/01/2029	5.875%	54,000	45,237	47,016	
	AVOLON HLDGS	Corporate Bond	11/15/2029	5.750%	68,000	67,451	67,585	
	EASTERN GAS TRANSMISSION AND S SR GBL 144A	Corporate Bond	11/15/2029	3.000%	103,000	98,210	92,403	
	PHILIP MORRIS INTL INC SR NT	Corporate Bond	11/17/2029	5.625%	95,000	97,429	97,029	
	VICI PPTYS INC SR GBL 144A	Corporate Bond	12/01/2029	4.625%	153,000	143,785	144,795	
	NATIONAL OILWELL VARCO INC SR NT	Corporate Bond	12/01/2029	3.600%	93,000	88,659	85,541	
	ROYAL CARIBBEAN GROUP SR 144A	Corporate Bond	01/15/2030	7.250%	24,000	23,623	24,850	
	APA CORPORATION SR GBL NT	Corporate Bond	01/15/2030	4.250%	134,000	123,042	125,005	
	MORGAN STANLEY FR	Corporate Bond	01/23/2030	Var	439,000	457,798	424,684	
	CAPITAL ONE FINL CORP SR NT	Corporate Bond	02/01/2030	VAR	63,000	63,000	63,300	
	IMPERIA; TOB FIN PLC	Corporate Bond	02/01/2030	5.500%	200,000	199,378	198,134	
	EQT CORP CR SEN SR GBL	Corporate Bond	02/01/2030	Var	246,000	268,715	261,063	
	AT&T INC SR GBL	Corporate Bond	02/15/2030	4.300%	188,000	181,952	180,112	
	CENTENE CORP DEL SR NT	Corporate Bond	02/15/2030	3.375%	306,000	266,906	271,607	
	GLS AUTO RECEIVABLES SER 2024 2 CL D	Corporate Bond	02/15/2030	6.190%	65,000	64,985	65,552	

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT

FISCAL YEAR ENDED JUNE 30, 2024

EIN: 36-2164320 PLAN NO. 001

(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	Description	Maturity Date	Rate of Interest	Number of Shares or Par	(d) Cost	(e) Current Value	Total
	NOVA CHEMICALS CORP MTN SR 144A	Corporate Bond	02/15/2030	9.000%	45,000	\$ 46,479	\$ 47,478	
	MCAFFEE CORP SR 144A NT	Corporate Bond	02/15/2030	7.375%	74,000	66,728	68,365	
	RAND PARENT LLC SR SEC	Corporate Bond	02/15/2030	8.500%	44,000	43,780	44,546	
	SCF EQUIP LEASING LLC SER 2021 1 CL C	Corporate Bond	02/20/2030	1.540%	100,000	98,340	95,473	
	CCO HLDGS LLC CCO HLDGS CAP SR 144A NT	Corporate Bond	03/01/2030	4.750%	99,000	91,364	85,747	
	CITIGROUP INC	Corporate Bond	03/20/2030	Var	313,000	322,399	295,475	
	T MOBILE USA INC SR SEC GLBL NT	Corporate Bond	04/15/2030	3.875%	225,000	208,854	210,337	
	CLYDESDALE ACQUISITION HLDGS SR 144A	Corporate Bond	04/15/2030	8.750%	71,000	67,666	69,485	
	FORD MTR CO DEL SR NT	Corporate Bond	04/22/2030	9.625%	63,000	73,237	73,302	
	BAYTEX ENERGY CORP SR 144A	Corporate Bond	04/30/2030	8.500%	66,000	66,742	69,023	
	VALARIS LIMITED SR SEC 144A	Corporate Bond	04/30/2030	8.375%	89,000	90,993	92,136	
	FIRST NATL MSTR NT TR SER 2024 1 CL	Corporate Bond	05/15/2030	5.340%	180,000	179,969	180,721	
	ANTHEM INC SR NT	Corporate Bond	05/15/2030	2.250%	149,000	128,725	127,669	
	COMMUNITY HEALTH SYS INC NEW SR SEC	Corporate Bond	05/15/2030	5.250%	83,000	67,423	68,433	
	EQUITRANS MIDSTREAM CORP SR 144A	Corporate Bond	06/01/2030	7.500%	84,000	86,233	89,644	
	DAVITA INC SR 144A	Corporate Bond	06/01/2030	4.625%	76,000	67,760	68,676	
	BANKUNITED INC LW TIER II	Corporate Bond	06/11/2030	5.125%	86,000	90,753	77,328	
	GLS AUTO SELECT REC TR SER 2024 2 CL A 2	Corporate Bond	06/17/2030	5.580%	115,000	114,987	115,025	
	CROWN CASTLE INTL CORP NEW SR NT	Corporate Bond	07/01/2030	3.300%	168,000	147,615	149,723	
	AES CORP SR SEC GLBL	Corporate Bond	07/15/2030	3.950%	142,000	137,290	129,835	
	AVIATION CAP GROUP LLC SR GLBL 144A	Corporate Bond	07/15/2030	6.375%	103,000	103,151	106,472	
	STANDARD INDS INC SR 144A NT	Corporate Bond	07/15/2030	4.375%	76,000	66,990	68,668	
	NEWARK BSL SER 2017 2R CL A 1 R	Corporate Bond	07/25/2030	VAR	197,266	197,168	197,405	
	FREEDOM MORTGAGE CORPORATION SR 144A NT	Corporate Bond	07/31/2030	12.250%	41,000	44,485	44,105	
	BAT CAPITAL CORP SR GLBL NT	Corporate Bond	08/02/2030	6.343%	114,000	116,057	118,848	
	MINEJESA CAPITAL BV SR SEC GLBL	Corporate Bond	08/10/2030	4.625%	185,960	188,749	178,269	
	ATI INC SR GLBL NT	Corporate Bond	08/15/2030	7.250%	44,000	45,564	45,419	
	LIFEPOINT HEALTH INC SR SEC 144A	Corporate Bond	08/15/2030	9.875%	42,000	43,995	44,790	
	OCCIDENTAL PETE CORP SR NT	Corporate Bond	09/01/2030	6.625%	172,000	189,522	180,380	
	MARLETTE FDG TR SER 2020 2 CL D	Corporate Bond	09/16/2030	4.650%	15,158	16,096	15,148	
	CENTERPOINT ENERGY RES CORP SR NT	Corporate Bond	10/01/2030	1.750%	49,000	39,951	39,967	
	DIAMOND FGN ASSET CO DIAMOND SR SEC 144A	Corporate Bond	10/01/2030	8.500%	66,000	67,362	69,278	
	GLENCORE FDG LLC SR 144A NT	Corporate Bond	10/06/2030	6.375%	38,000	38,993	39,608	
	MADISON PK FDG XXIX LTD MADISON PK FDG XXIX LLC SR SECD NT CI B-R	Corporate Bond	10/18/2030	VAR	250,000	250,000	250,484	
	ENBRIDGE INC SR NY	Corporate Bond	11/15/2030	6.200%	45,000	46,160	47,248	
	BAYER US FIN LLC SR 144A NT	Corporate Bond	11/21/2030	6.375%	200,000	204,226	204,954	
	HYUNDAI CAP AMER FR	Corporate Bond	01/08/2031	5.400%	68,000	67,757	67,551	
	MICRON TECHNOLOGY INC SR NT	Corporate Bond	01/15/2031	5.300%	53,000	52,963	52,881	
	CONTINENTAL RES INC SR 144A NT	Corporate Bond	01/15/2031	5.750%	283,000	297,781	278,265	
	OCTAGON INV PART LTD SER 2014	Corporate Bond	01/27/2031	VAR	172,015	172,016	172,016	
	ALLIED UNVL HOLDCO SR SEC GLBL	Corporate Bond	02/15/2031	7.875%	68,000	67,742	68,177	
	WORLD FINANCIAL NETWORK SER 2023 A CI A	Corporate Bond	02/15/2031	6.250%	130,000	129,979	130,795	
	BAT CAPITAL CORP SR GLBL NT	Corporate Bond	02/20/2031	5.834%	43,000	43,000	43,606	
	SOLVENTUM CORP SR GLBL 144A	Corporate Bond	03/13/2031	5.450%	91,000	90,792	89,857	
	SANTANDER DRIVE AUTO TR SER 2022	Corporate Bond	03/17/2031	6.690%	220,000	225,245	224,014	
	ORACLE CORP SR NT	Corporate Bond	03/25/2031	2.875%	149,000	142,249	128,659	
	CROWN CASTLE INTL CORP SR GLBL	Corporate Bond	04/01/2031	2.100%	69,000	56,130	55,878	
	FMG RESOURCES AUGUST 2006 PTY SR 144A NT	Corporate Bond	04/01/2031	4.375%	74,000	66,938	66,136	
	AMERICAN EXPRESS CREDIT SER 2024 2 CI A	Corporate Bond	04/15/2031	5.240%	150,000	149,965	152,791	
	CITIZEN AUTO REC TR SEC 2024	Corporate Bond	04/15/2031	5.260%	120,000	119,967	120,265	
	ENCINO ACQUISITION PARTNERS HO SR 144A	Corporate Bond	05/01/2031	8.750%	44,000	45,650	45,878	
	ONEMAIN FIN CORP SR NT	Corporate Bond	05/15/2031	7.500%	45,000	45,040	45,535	
	TRANSOCEAN IN SR	Corporate Bond	05/15/2031	8.500%	67,000	67,010	67,029	
	VENTURE GLOBAL LNG INC SR SEC 144A	Corporate Bond	06/01/2031	8.375%	92,000	91,698	95,425	
	GENERAL MTRS FINL CO INC GLBL	Corporate Bond	06/18/2031	5.600%	92,000	91,868	91,312	
	AIR LEASE CORP FR	Corporate Bond	07/15/2031	5.200%	65,000	63,903	63,523	
	EMERALD DEBT MERGER SUB LLC SR SEC 144A NT	Corporate Bond	07/15/2031	6.750%	46,000	46,414	46,575	

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT
FISCAL YEAR ENDED JUNE 30, 2024
EIN: 36-2164320 PLAN NO. 001

(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	Description	Maturity Date	Rate of Interest	Number of Shares or Par	(e) Current		Total
						(d) Cost	Value	
	NGPL PIPECO LLC SR 144A NT	Corporate Bond	07/15/2031	3.250%	60,000	\$ 56,743	\$ 51,226	
	BOMBARDIER INC SR 144A	Corporate Bond	07/01/2031	7.250%	68,000	68,000	69,817	
	SANTANDER DRIVE AUTO TR SER 2022	Corporate Bond	08/15/2031	6.390%	115,000	114,984	116,649	
	FORD CR AUTO OWN TR SER 2020 REV1 CL C	Corporate Bond	08/15/2031	2.540%	200,000	208,086	195,346	
	HPEFS EQUIPMENT TRUST SER 2024 2 CL A	Corporate Bond	10/20/2031	5.750%	100,000	99,997	99,926	
	VISTRA OPERATIONS CO LLC SR GBLB 144A	Corporate Bond	10/15/2031	7.750%	44,000	45,544	45,821	
	REGATTA XIV FDG SER 2018 14R CL A R	Corporate Bond	10/27/2031	VAR	250,000	250,000	252,255	
	LENMARK FDG SER 2021 1 CL A	Corporate Bond	11/20/2031	1.900%	130,000	123,419	119,147	
	JB POINDEXTER & CO INC SR 144A	Corporate Bond	12/15/2031	8.750%	67,000	67,925	69,411	
	ASSURANT INC SR NT	Corporate Bond	01/15/2032	2.650%	30,000	27,628	24,737	
	AMERICAN TRANSMISSION SYS INC SR 144A NT	Corporate Bond	01/15/2032	2.650%	118,000	99,500	98,159	
	CHENIERE ENERGY PARTNERS L P SR 144A NT	Corporate Bond	01/31/2032	3.250%	49,000	43,232	41,823	
	HUB INTL LTD SR 144A NT	Corporate Bond	01/31/2032	7.375%	36,000	36,000	36,507	
	NGL ENERGY OPERATING NGL SR SEC 144A NT	Corporate Bond	02/15/2032	8.375%	58,000	58,000	58,893	
	FACTSET RESH SYS INC SR NT	Corporate Bond	03/01/2032	3.450%	174,000	158,089	151,589	
	ROYAL CARIBBEAN GROUP SR GIBL 144A	Corporate Bond	03/15/2032	6.250%	30,000	30,000	30,252	
	SPRINT CAP CORP SR NT	Corporate Bond	03/15/2032	8.750%	50,000	60,897	60,141	
	WORKDAY INC SR NT	Corporate Bond	04/01/2032	3.800%	95,000	83,764	85,361	
	VITAL ENERGY INC SR 144A NT	Corporate Bond	04/15/2032	7.875%	45,000	45,288	45,747	
	BROADCOM INC SR 144A NT	Corporate Bond	04/15/2032	4.150%	68,000	64,798	62,739	
	CCO HLDGS LLC CCO HLDGS CAP SR GBLB	Corporate Bond	05/01/2032	4.500%	55,000	45,912	44,298	
	BLOCK INC SR 144A	Corporate Bond	05/15/2032	6.500%	54,000	54,000	54,723	
	MACQUARIE GROUP LIMITED FR	Corporate Bond	06/23/2032	Var	230,000	212,367	190,652	
	CENTERPOINT ENERGY RES CORP DEL SR NT	Corporate Bond	07/01/2032	4.400%	219,000	214,732	205,828	
	CONCENTRA ESCROW ISSUER CORP SR 144A NT	Corporate Bond	07/15/2032	6.875%	13,000	13,000	13,171	
	IRON MOUNTAIN INFORMATION MANA SR	Corporate Bond	07/15/2032	5.000%	74,000	67,063	67,595	
	INDIANAPOLIS PWR & LT CO 1M GBLB	Corporate Bond	12/01/2032	5.650%	174,000	177,812	175,051	
	CRESCENT ENERGY FINANCE LLC SR GBLB 144A	Corporate Bond	01/15/2033	7.375%	46,000	45,990	46,099	
	NEW YORK LIFE GLOBAL FDG FR	Corporate Bond	01/28/2033	4.550%	42,000	41,923	39,937	
	WELLS FARGO & CO SR NT	Corporate Bond	03/02/2033	Var	121,000	112,795	104,932	
	KENTUCKY UTILS CO 1M BD	Corporate Bond	04/15/2033	5.450%	150,000	152,040	150,921	
	UNITED MEXICAN STATES SR	Corporate Bond	05/19/2033	4.875%	200,000	192,500	184,256	
	NATIONAL GRID PLC SR GBLB NT	Corporate Bond	06/12/2033	5.809%	132,000	134,402	132,635	
	AMERICAN TOWER CORP SR NT	Corporate Bond	07/15/2033	5.550%	51,000	51,447	50,944	
	US BANCORP MEDIUM TERM NTS	Corporate Bond	07/22/2033	Var	165,000	162,093	155,592	
	UBS GROUP AG CALLABLE SR NT FIXED	Corporate Bond	08/05/2033	Var	200,000	187,901	190,794	
	RATE MORTGAGE TRUST SER 2024	Corporate Bond	07/25/2033	VAR	145,000	143,641	143,641	
	M & T BK CORP	Corporate Bond	01/27/2034	5.053%	68,000	66,352	62,933	
	EQT CORP SR NT	Corporate Bond	02/01/2034	5.750%	71,000	70,945	70,377	
	US BANCORP MEDIUM TERM NTS	Corporate Bond	02/01/2034	4.839%	99,000	95,751	93,856	
	COTERRA ENERGY INC	Corporate Bond	03/15/2034	5.600%	151,000	150,123	150,597	
	SOLVENTUM CORP SR GBLB 144A	Corporate Bond	03/23/2034	5.600%	83,000	82,944	81,521	
	APPALACHIAN PWR CO SR CC	Corporate Bond	04/01/2034	5.650%	71,000	70,783	70,298	
	GLENCORE FDG LLC SR 144A NT	Corporate Bond	04/04/2034	5.634%	103,000	103,000	101,419	
	NUVEEN LLC SR 144A NT	Corporate Bond	04/15/2034	5.850%	66,000	65,910	66,263	
	CARLYLE US CLO SER 2021 1 CL A 1	Corporate Bond	04/17/2034	Var	250,000	250,000	250,854	
	BLUE OWL FINANCE LLC SR 144A NT	Corporate Bond	04/18/2034	6.250%	29,000	28,590	29,077	
	WELLS FARGO & CO SR NT	Corporate Bond	04/24/2034	Var	28,000	28,045	27,680	
	NARRAGANSETT ELEC CO SR 144A NT	Corporate Bond	05/01/2034	5.350%	71,000	70,945	70,165	
	BOEING CO CR SEN SR 144A	Corporate Bond	05/01/2034	VAR	67,000	67,000	68,601	
	GXO LOGISTICS INCORPORATED SR NT	Corporate Bond	05/06/2034	6.500%	136,000	136,192	138,014	
	ATLASSIAN CORPORATION SR NT	Corporate Bond	05/15/2034	5.500%	59,000	58,598	58,460	
	COCA COLA CONS INC SR NT	Corporate Bond	06/01/2034	5.450%	48,000	47,949	48,432	
	BROWN & BROWN INC SR NT	Corporate Bond	06/11/2034	5.650%	81,000	80,792	80,480	
	MARINER FINANCE ISSE TR SER 2020 A CL B	Corporate Bond	08/21/2034	3.210%	100,000	93,590	98,100	
	INVESCO CLO LTD SER 2021 3 CL B	Corporate Bond	10/23/2034	Var	250,000	250,000	250,220	
	BBCMS MTG TR SER 2019 BWAY CL B	Corporate Bond	11/15/2034	Var	10,000	9,935	2,000	

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT
FISCAL YEAR ENDED JUNE 30, 2024
EIN: 36-2164320 PLAN NO. 001

(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	Description	Maturity Date	Rate of Interest	Number of Shares or Par	(d) Cost	(e) Current Value	Total
	US BANCORP FR	Corporate Bond	01/23/2035	VAR	98,000	\$ 98,000	\$ 98,376	
	TRUIST FINL CORP FR	Corporate Bond	01/24/2035	VAR	96,000	95,364	95,581	
	CITIGROUP INC SUB GBLB NT	Corporate Bond	02/13/2035	VAR	116,000	116,000	114,792	
	BNP PARIBAS FIT NT	Corporate Bond	02/20/2035	VAR	200,000	200,000	198,896	
	GENERATE CLO 11 LTD/ GENERATE CLO LLC NT CI B 144A	Corporate Bond	04/20/2035	VAR	250,000	251,500	251,250	
	ECOPETROL S A SR GBLB	Corporate Bond	01/19/2036	8.375%	68,000	68,248	66,793	
	ONEMAIN FINL ISSUANCE TR 2019-2 ASSET BACKED CTF	Corporate Bond	06/16/2036	1.550%	200,000	178,586	181,920	
	ONEMAIN FINL ISSUANCE TR 2019-2 ASSET BACKED CTF	Corporate Bond	10/14/2036	3.140%	100,000	89,242	94,138	
	MARINER FIN ISSUANCE TR SER 2021 B CL A	Corporate Bond	11/20/2036	2.100%	115,000	101,775	105,143	
	READY CAP MTG FIN LLC SER 2022 FL8 CL A	Corporate Bond	01/26/2037	Var	162,577	162,019	162,196	
	DRYDEN115 CLO LTD/ DRYDEN 115 CLO LLC MEZZANINE SECD	Corporate Bond	04/18/2037	VAR	150,000	150,000	152,351	
	MAGNETITE XXXVIII LTD	Corporate Bond	04/15/2037	VAR	250,000	250,000	250,436	
	MORGAN STANLEY FR	Corporate Bond	04/20/2037	VAR	178,000	170,473	170,439	
	TEXAS DEBT CAPITAL SER 2024	Corporate Bond	04/22/2037	VAR	250,000	250,000	252,843	
	TEXAS DEBT CAPITAL SER 2024	Corporate Bond	04/22/2037	VAR	250,000	250,000	250,392	
	MADISON PARK FUNDING SER 2024	Corporate Bond	04/27/2037	VAR	250,000	250,000	251,574	
	BENEFIT STRT PAR CLO SER 2018 5BR CI A	Corporate Bond	07/20/2037	VAR	250,000	250,000	250,190	
	OVINTIV INC SR GBLB	Corporate Bond	02/01/2038	6.500%	128,000	139,802	131,616	
	PPF LTD SER 2023 1O CI A	Corporate Bond	09/17/2038	VAR	100,000	99,500	100,286	
	ARZ TR SER 2024 BILT CI A	Corporate Bond	06/13/2039	5.772%	40,000	39,997	40,180	
	BX COML MTG TR SER 2024 XL4 CI A	Corporate Bond	02/15/2039	VAR	108,345	108,074	107,973	
	MF SER 2024 FL14 CI A	Corporate Bond	03/21/2039	VAR	100,000	99,750	99,804	
	EXELON GENERATION CO LLC SR NT	Corporate Bond	10/01/2039	6.250%	112,000	125,114	115,681	
	CONNECTICUT AVE SC TR SER 2023 R07	Corporate Bond	09/25/2043	VAR	125,319	126,416	126,255	
	NEUBERGER BERMAN SR 144A NT	Corporate Bond	04/15/2045	4.875%	70,000	64,139	55,270	
	COMM MTG TR SER 2014 CCRE17 CL A M	Corporate Bond	05/10/2047	4.174%	60,000	58,214	57,351	
	COMM MTG TR SER 2015 LC21 CL A M	Corporate Bond	07/10/2048	Var	100,000	95,688	96,842	
	DRIVEN BRANDS FUND LLC SER 2020	Corporate Bond	07/20/2050	3.786%	96,250	89,610	90,088	
	CIM TRUST SER 2021 J3 CL A 1	Corporate Bond	06/25/2051	Var	81,881	68,879	64,763	
	FLAGSTAR MTG TR SER 2021 3INV CL A 2	Corporate Bond	06/25/2051	Var	78,020	64,196	61,993	
	GS MORTGAGE BK SEC TR SER 2021 P J2 CL A 2	Corporate Bond	07/25/2051	Var	73,928	59,466	58,704	
	FLAGSTAR MRTG TR SER 2021 7 CL A 1	Corporate Bond	08/25/2051	Var	80,236	68,176	63,804	
	WELLS FARGO MBS TR SER 2021 INV2 CL A 2	Corporate Bond	09/25/2051	2.500%	79,161	64,640	62,850	
	GS MTG BACK SECS TR SER 2021 PJ8 CL A 2	Corporate Bond	01/25/2052	Var	162,238	133,644	129,012	
	J.P. MORGAN MTG TRUST SER 2021 13 CL A 3	Corporate Bond	04/25/2052	Var	46,545	39,829	37,013	
	J.P. MORGAN MTG TR SER 2021 INV8 CL A 2	Corporate Bond	05/25/2052	Var	40,397	35,265	33,470	
	J.P. MORGAN MTG TR SER 2021 INV8 CL A 2	Corporate Bond	06/25/2052	VAR	124,298	106,003	102,831	
	J.P. MORGAN MTG TR SER 2022 INV8 CL A 3	Corporate Bond	08/25/2052	VAR	255,237	217,430	211,309	
	GCAAT 2021 INV1 TR MTG BACKED NT CI 1 A 2	Corporate Bond	01/25/2053	VAR	89,794	74,516	74,116	
	DUKE ENERGY IND LLC 1ST MTG	Corporate Bond	11/15/2053	6.200%	107,000	113,181	113,346	
	GCAAT 2021 INV1 TR MTG BACKED NT CI 1 A 2	Corporate Bond	01/25/2054	VAR	967	953	944	
	ENTERGY LA LLC 1ST MTG	Corporate Bond	03/15/2054	5.700%	68,000	67,902	66,882	
	VICI PROPERTIES LP SR NT	Corporate Bond	04/01/2054	6.125%	83,000	79,605	79,676	
	BOEING CO CR SEN SR 144A STEP CPN DTD	Corporate Bond	05/01/2054	VAR	50,000	50,000	51,309	
	OGLETHORPE POWER CORP 1M 2024	Corporate Bond	06/01/2054	5.800%	44,000	43,884	43,049	
	HOME DEPOT INC SR GIBI	Corporate Bond	06/25/2054	VAR	41,000	40,358	40,031	
	RCKT MTG TR 2024 INV	Corporate Bond	06/25/2054	VAR%	100,000	100,906	100,348	
	DOMINION ENERGY INC JR SB GBLB A	Corporate Bond	02/01/2055	VAR	32,000	32,000	32,667	
	BENCHMARK MORTGAGE TR SER 2024	Corporate Bond	05/17/2056	VAR	50,000	51,500	51,632	
	BMO MTG TR SER 2023 C5 SL A 4	Corporate Bond	06/16/2056	Var	50,000	50,922	50,545	
	BANK SER 2023 5YR2 CI A 3	Corporate Bond	07/17/2056	VAR	50,000	53,625	52,031	
	CHASE HOME LD MTG TR SER 2024	Corporate Bond	08/25/2064	VAR	54,610	47,136	47,455	
	GCB LEHMAN BROTHERS HI ESCROW	Corporate Bond	08/19/2065	0.010%	80,000	48,800	-	
	Total Corporate Bonds					<u>33,369,362</u>	<u>33,018,359</u>	\$ 33,018,359

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT
FISCAL YEAR ENDED JUNE 30, 2024
EIN: 36-2164320 PLAN NO. 001

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value				(d) Cost	(e) Current Value	Total
		Description	Maturity Date	Rate of Interest	Number of Shares or Par			
	Partnerships/Joint Venture Interests							
	ADAMS STREET 2006 DIRECT FUND LP	Partnership / Joint Venture	N/A	N/A	1,000	\$ 8,403	\$ 161,712	
	ADAMS STREET 2008 DIRECT FUND, LP	Partnership / Joint Venture	N/A	N/A	1,000	53,464	615,345	
	GSO EUROPEAN SENIOR DEBT FEEDER FUND LP	Partnership / Joint Venture	N/A	N/A	1,000	1,702,584	2,223,295	
	HGK TRINITY STREET INTERNATIONAL EQUITY FUND	Partnership / Joint Venture	N/A	N/A	1,000	35,000,000	45,078,697	
	MESIROW FINANCIAL PRIVATE EQUITY PARTNERSHIP FUND III, LP	Partnership / Joint Venture	N/A	N/A	1,000	573,735	552,530	
	MESIROW FINANCIAL PRIVATE EQUITY PARTNERSHIP FUND IV, LP	Partnership / Joint Venture	N/A	N/A	1,000	369,380	2,229,894	
	Total Partnerships/Joint Venture Interests					<u>37,707,566</u>	<u>50,861,473</u>	\$ 50,861,473
	Common/Collective Trusts							
	MFB NTGI COMMON DAILY LABOR SELECT RUSSELL 3000 FUND - LENDING	Common Collective Trust	N/A	N/A	5,539,530	175,800,305	277,535,980	
	MFB NTGI-QM COMMON DAILY ALL CTRY WORLD EX-US EQTY INDEX FD - LENDING	Common Collective Trust	N/A	N/A	1,679,396	20,063,773	24,252,155	
	MFB NTGI COMMON DAILY AGGREGATE BOND INDEX FUND - LENDING	Common Collective Trust	N/A	N/A	3,517,586	36,880,164	34,064,316	
	SSGA EMERGING MKTS SMALL CAP ACTIVE NL QIB CTF	Common Collective Trust	N/A	N/A	574,580	9,478,676	16,543,891	
	Total Common/Collective Trusts					<u>242,222,918</u>	<u>352,396,342</u>	352,396,342
	103-12 Investment Entities							
	ADAMS ST PTRSH FUND-2006 NON-US FUND LF	103-12	N/A	N/A	1,000	695,850	111,491	
	ADAMS STREET PARTNERSHIP FUND - 2008 US FUND, LF	103-12	N/A	N/A	1,000	2,691,659	1,863,175	
	ADAMS STREET PARTNERSHIP FUND 2008 NON-US FUND LF	103-12	N/A	N/A	1,000	2,162,653	1,594,716	
	ADAMS STREET PSHIP-2002 US FUND, LF	103-12	N/A	N/A	1,000	5,861,024	271,803	
	ADAMS STREET PTRSH FUND-2006 US FD LF	103-12	N/A	N/A	1,000	1,536,645	351,212	
	PARAMETRIC DEFENSE EQUITY	103-12	N/A	N/A	1,000	30,000,000	49,492,433	
	Total 103-12 Investment Entities					<u>42,947,831</u>	<u>53,684,830</u>	53,684,830
	Registered Investment Companies							
	AQR RISK PREMIA	Registered Investment Co	N/A	N/A	1,000	17,939,500	22,614,955	
	GOLDMAN SACHS FS GOVERNMENT FUND INSTITUTIONAL #465	Registered Investment Co	N/A	N/A	1,527,038	1,527,038	1,527,038	
	COLUMBUS UNCONSTRAINED BOND FUND, LLC	Registered Investment Co	N/A	N/A	125,526	4,100,770	47,183,590	
	Total Registered Investment Companies					<u>23,567,308</u>	<u>71,325,583</u>	71,325,583
	Other							
	ENTRUST CAPITAL SPECIAL OPPORTUNITIES LTD CL F SER INITIAL FD	Other	N/A	N/A	1,000	994,153	1,096,572	1,096,572
	Total assets held at end of year					<u>\$ 477,557,133</u>	<u>\$ 665,596,396</u>	<u>\$ 665,596,396</u>

THE MEMBERS RETIREMENT PLAN

SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

YEAR ENDED JUNE 30, 2024

EIN: 36-2164320

PLAN NO: 001

Employer	Amount
BETTER IMAGE	\$ 2,638
SCHAWK	106
ALLEGRA	7,260
MISS PRINT	1,944
NWI PRINT	6,337
EAGLE GRAPHICS	2,456
WEST ROCK	5,571
FORT DEARBORN	5,086
MAREK GROUP	11,257
FORT DEARBORN	4,434
JIM ROBINSON, INC.	1,008
FAIRBANKS DAILY	1,633
TOTAL DELINQUENT CONTRIBUTIONS	<u>\$ 49,730</u>

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT
FISCAL YEAR ENDED JUNE 30, 2024
EIN: 36-2164320 PLAN NO. 001

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value				(d) Cost	(e) Current Value	Total
		Description	Maturity Date	Rate of Interest	Number of Shares or Par			
	Real Estate							
	AMERICAN CORE REALTY FUND	Real Estate	N/A	N/A	255	\$ 25,563,295	\$ 25,996,790	
	AMERICAN STRATEGIC VALUE REALTY FUND	Real Estate	N/A	N/A	68	23,022,014	24,109,242	
	U.S. REAL ESTATE INVESTMENT FUND, LLC	Real Estate	N/A	N/A	25,260	29,018,510	33,647,061	
	LONE STAR REAL ESTATE FUND IV (US) LP	Real Estate	N/A	N/A	1,000	1,777,063	4,599,877	
	PIMCO BRAVO FUND ONSHORE FEEDER II, LP	Real Estate	N/A	N/A	1,000	2,144,593	840,221	
	TORCHLIGHT DEBT OPPORTUNITY FUND V, LP/IVK5	Real Estate	N/A	N/A	1,000	2,352,928	1,504,888	
	Total Real Estate					<u>83,878,403</u>	<u>90,698,079</u>	\$ 90,698,079
	Government and Government Agency Obligations							
	U.S. TREASURY NOTE	U.S. Government Bond	06/30/2029	4.250%	413,000	410,935	411,307	
	FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER K 143 CL A 2	Federal Agency	03/25/2032	Var	150,000	125,566	126,646	
	FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER K 145 CL A 2	Federal Agency	05/25/2032	Var	67,000	57,248	57,373	
	FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER K G07 CL A 2	Federal Agency	08/25/2032	Var	226,000	203,629	201,047	
	U.S. TREASURY NOTE	U.S. Government Bond	05/15/2034	4.375%	315,200	313,549	315,323	
	FEDERAL NATL MTG ASSN SF TBA 15 YRS JUL	Federal Agency	07/25/2038	5.500%	-	83	-	
	FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2022	Federal Agency	01/27/2042	Var	100,000	101,172	101,887	
	FREDDIE MAC STACR REMIC TR 22-DNA3 M1A	Federal Agency	04/25/2042	Var	97,568	98,026	99,024	
	U.S. TREASURY BOND	U.S. Government Bond	02/15/2043	3.875%	1,311,000	1,250,366	1,185,432	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/25/2043	3.000%	(61,000)	(52,198)	(51,993)	
	U.S. TREASURY BOND	U.S. Government Bond	08/15/2043	4.375%	740,000	736,144	714,507	
	FREDDIE MAC STACR REMIC TR 144A	Federal Agency	11/25/2043	Var	97,260	98,522	98,581	
	U.S. TREASURY BOND	U.S. Government Bond	02/15/2044	4.500%	1,442,000	1,424,510	1,414,963	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FM9416	Federal Agency	07/01/2045	3.500%	45,856	44,832	41,567	
	GNMA II MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/20/2045	3.500%	409,000	369,425	368,038	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/25/2045	4.000%	(54,000)	(49,134)	(49,494)	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #ZS9627	Federal Agency	02/01/2046	3.500%	39,166	38,036	35,657	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #ZT0541	Federal Agency	06/01/2048	4.000%	147,248	141,175	137,464	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/25/2048	2.500%	(95,000)	(77,039)	(77,797)	
	FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #G61607	Federal Agency	09/01/2048	4.500%	94,369	92,999	90,733	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS1456	Federal Agency	12/01/2048	3.000%	138,299	134,010	120,651	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #MA3991	Federal Agency	04/01/2050	3.000%	240,836	213,893	207,801	
	GNMA II Pool	Federal Agency	07/20/2050	2.500%	-	(151)	-	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/25/2050	2.000%	(482,000)	(374,076)	(378,050)	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #CA6709	Federal Agency	08/01/2050	2.500%	250,228	231,695	208,850	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FM4158	Federal Agency	08/01/2050	2.500%	151,353	140,948	127,056	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FM4314	Federal Agency	08/01/2050	2.500%	34,824	32,544	29,346	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #CA6947	Federal Agency	09/01/2050	2.500%	222,027	207,353	185,309	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #MA4182	Federal Agency	11/01/2050	2.000%	78,827	58,774	62,234	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS0654	Federal Agency	10/01/2025	2.500%	225,267	218,692	212,436	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FM6125	Federal Agency	01/01/2051	2.500%	267,576	229,698	223,276	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS2479	Federal Agency	01/01/2051	2.500%	99,394	92,343	82,717	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #CA9227	Federal Agency	02/01/2051	2.500%	260,893	222,595	216,786	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #SD4398	Federal Agency	02/01/2051	2.000%	201,990	163,991	159,354	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #SD1852	Federal Agency	06/01/2051	2.500%	677,372	542,110	554,450	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FM8815	Federal Agency	09/01/2051	3.500%	18,844	18,888	17,001	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS4892	Federal Agency	09/01/2051	2.000%	34,592	31,831	28,795	
	US Treasury Bond	Federal Agency	11/15/2051	1.875%	762,000	452,161	442,440	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #CB2371	Federal Agency	12/01/2051	2.500%	82,513	75,828	68,743	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS0273	Federal Agency	12/01/2051	2.500%	51,489	47,503	43,127	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS2232	Federal Agency	04/01/2052	3.500%	81,872	78,552	73,295	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #CB3610	Federal Agency	05/01/2052	4.000%	47,040	47,416	43,862	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #CB3611	Federal Agency	05/01/2052	4.000%	35,472	35,647	32,930	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FM7556	Federal Agency	05/01/2021	3.500%	144,576	133,011	129,194	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #RA7574	Federal Agency	06/01/2052	5.000%	168,570	168,571	165,265	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS2060	Federal Agency	06/01/2052	4.000%	89,500	90,213	82,820	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #RA7706	Federal Agency	07/01/2052	5.000%	165,334	165,335	162,091	

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT
FISCAL YEAR ENDED JUNE 30, 2024
EIN: 36-2164320 PLAN NO. 001

(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	Description	Maturity Date	Rate of Interest	Number of Shares or Par	(d) Cost	(e) Current Value	Total
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #SD1300	Federal Agency	07/01/2052	5.000%	45,420	\$ 46,996	\$ 44,451	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS2409	Federal Agency	07/01/2052	5.000%	26,603	27,489	26,036	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS2458	Federal Agency	07/01/2052	5.000%	33,555	34,832	32,897	
	GNMA II MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/20/2052	5.000%	233,000	227,179	227,173	
	GNMA II MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/20/2052	4.000%	275,000	256,418	254,629	
	GNMA II MTG ASSN SF TBA 30 YRS JUL	Federal Agency	07/20/2052	4.500%	252,000	237,630	239,870	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #SD1358	Federal Agency	08/01/2052	5.000%	69,537	72,970	67,952	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #SD1370	Federal Agency	08/01/2052	4.500%	103,040	106,578	98,548	
	FEDERAL HOME LN MTG CORP PARTN CTF GROUP #SD1466	Federal Agency	08/01/2052	5.000%	105,851	109,237	103,260	
	FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #FS2604	Federal Agency	08/01/2052	5.000%	93,101	96,228	90,824	
	GNMA II MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/20/2053	6.500%	104,000	105,468	105,533	
	GNMA II MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/20/2053	6.000%	79,000	79,218	79,383	
	GNMA II MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/20/2053	5.500%	213,000	212,214	211,578	
	GNMA II MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/20/2053	3.000%	270,000	234,829	235,700	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/25/2053	5.500%	(422,000)	(416,838)	(416,695)	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/25/2053	6.000%	(421,000)	(422,189)	(422,585)	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/25/2053	6.500%	(216,000)	(219,310)	(219,997)	
	GNMA II MTG ASSN SF TBA 30 YRS AUG	Federal Agency	08/20/2053	5.500%	152,000	151,240	150,890	
	GNMA II MTG ASSN SF TBA 30 YRS AUG	Federal Agency	08/20/2053	3.000%	157,000	138,356	137,129	
	U.S. TREASURY BOND	U.S. Government Bond	02/15/2054	Var	2,700,200	2,623,498	2,571,751	
	U.S. TREASURY BOND	U.S. Government Bond	05/15/2054	Var	527,000	541,181	534,373	
	GNMA II MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/20/2054	2.000%	118,000	93,793	95,477	
	FEDERAL NATL MTG ASSN SF TBA 30 YRS JULY	Federal Agency	07/25/2054	7.000%	(248,000)	(254,646)	(255,063)	
	Total Government and Government Agency Obligations					<u>12,869,592</u>	<u>12,515,158</u>	\$ 12,515,158
	Corporate Bonds							
	AVIATION CAP GROUP LLC SR GLBL 144A	Corporate Bond	12/15/2024	5.500%	103,000	110,076	102,729	
	VISTRA OPERATIONS CO LLC SR SEC 144A NT	Corporate Bond	07/15/2024	3.550%	204,000	210,135	203,763	
	SOUTHERN CO JR SB GLBL	Corporate Bond	08/01/2024	2.700%	174,000	173,883	173,751	
	BAT CAP CORP SR GLBL NT	Corporate Bond	08/15/2024	3.222%	137,000	132,948	136,486	
	KINDER MORGAN ENERGY PARTNERS SR	Corporate Bond	09/01/2024	4.250%	98,000	97,687	97,708	
	PERKINELMER INC SLBL NT	Corporate Bond	09/15/2024	0.850%	118,000	111,612	116,669	
	AMERICAN TOWER CORP NEW SR GLBL NT	Corporate Bond	01/15/2025	2.950%	35,000	34,082	34,452	
	SABINE PASS LIQUEFACTION LLC SR SEC GLBL NT	Corporate Bond	03/01/2025	5.625%	42,000	42,105	41,914	
	CELANESE US HLDGS LLC CR	Corporate Bond	03/15/2025	VAR	144,000	144,143	144,183	
	AMERICAN TOWER CORP NEW SR NT	Corporate Bond	03/15/2025	2.400%	68,000	65,171	66,376	
	WARNERMEDIA HLDGS INC SR GLBL NT	Corporate Bond	03/15/2025	3.788%	77,000	74,835	75,880	
	GA GLOBAL FDG TR MEDIUM TERM NTS	Corporate Bond	04/11/2025	3.850%	300,000	294,792	295,209	
	COLUMBIA PIPELINE GROUP INC SR GLBL	Corporate Bond	06/01/2025	4.500%	58,000	56,777	57,288	
	BAXALTA INC SR NT	Corporate Bond	06/23/2025	4.000%	26,000	25,780	25,620	
	HYUNDAI CAP AMER SR GLBL 144A	Corporate Bond	06/26/2025	5.800%	47,000	47,180	47,035	
	INTERNATIONAL FLAVORS & FRAGRANC SR 144A NT	Corporate Bond	10/01/2025	1.230%	167,000	148,526	157,949	
	HYUNDAI CAP AMER SR GLBL 144A	Corporate Bond	10/15/2025	1.800%	72,000	66,699	68,596	
	WELLS FARGO & CO FR	Corporate Bond	10/30/2025	VAR	86,000	82,800	85,023	
	NATIONAL FUEL GAS CO N J SR NT	Corporate Bond	01/15/2026	5.500%	61,000	60,834	60,805	
	AVIATION CAP GROUP LLC SR 144A NT	Corporate Bond	01/30/2026	1.950%	95,000	91,654	89,393	
	BK OF AMERICA CORP FR	Corporate Bond	03/11/2027	VAR	123,000	113,243	115,322	
	AMERICREDIT AUTO REC TR SER 2020	Corporate Bond	03/18/2026	2.130%	65,000	66,775	64,219	
	AMERICR AUTOMOBILE RECEIVABLES A SER 2023 2 CI A 2 A FLTG RATE DTD	Corporate Bond	04/19/2027	VAR	139,250	139,555	139,559	
	AFFIRM ASSET SEC TR SER 2023 B CI A	Corporate Bond	09/15/2028	6.820%	100,000	99,989	101,191	
	BAYER CORP NT 144A	Corporate Bond	02/15/2028	6.650%	44,000	50,152	45,500	
	BK OF AMER AUTO TR SER	Corporate Bond	02/15/2028	5.530%	115,000	115,480	115,234	
	AMERICAN AIRLINES SR SEC GLBL	Corporate Bond	02/15/2028	7.250%	44,000	43,255	44,029	
	BANK AMER CORP FR	Corporate Bond	07/21/2028	VAR	174,000	169,166	165,610	
	BOFA AUTO TR 2024-1 ASSET BACKED NT	Corporate Bond	11/15/2028	5.350%	85,000	84,986	85,252	
	ANTERO RESOURCES CORP	Corporate Bond	02/01/2029	7.625%	47,000	48,410	48,332	
	AFFIRM ASSET SECURITIZATION TR 2024-A NT CI A 144A	Corporate Bond	02/15/2029	5.610%	100,000	99,547	99,636	

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT
FISCAL YEAR ENDED JUNE 30, 2024
EIN: 36-2164320 PLAN NO. 001

(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	Description	Maturity Date	Rate of Interest	Number of Shares or Par	(d) Cost	(e) Current Value	Total
	COMSTOCK RES INC SR 144A	Corporate Bond	03/01/2029	6.750%	98,000	\$ 94,535	\$ 94,974	
	BANK AMER CORP SR NT	Corporate Bond	03/05/2029	VAR	142,000	147,056	135,772	
	BRIGHTHOUSE FINANCIAL GLOBAL FR	Corporate Bond	06/10/2029	5.650%	91,000	90,945	90,951	
	BK OF AMER CORP FR	Corporate Bond	06/14/2029	VAR	239,000	216,955	212,026	
	REGAL REXNORD CORPORATION CR SEN SR GLBL STEP CPN	Corporate Bond	02/15/2026	6.050%	95,000	95,299	95,233	
	AVOLON HLDGS FDG LTD SR GLBL 144A	Corporate Bond	02/21/2026	2.125%	244,000	234,689	229,370	
	AVOLON HLDGS FDG LTD SR 144A NT	Corporate Bond	04/15/2026	4.250%	74,000	75,744	71,875	
	WELLS FARGO & CO SR NT	Corporate Bond	04/30/2026	Var	103,000	95,519	100,017	
	FORD MOTOR CREDIT COMPANY SR GLBL	Corporate Bond	08/10/2026	2.700%	200,000	187,916	187,852	
	EXETER AUTOMOBILE REC SER 2022 2 CL B	Corporate Bond	10/15/2026	3.650%	14,994	14,994	14,980	
	PROSUS N V SR 144A	Corporate Bond	01/19/2027	3.257%	200,000	185,740	187,184	
	GM FIN ATMBL LEASE TR SER 2023 1 CL B	Corporate Bond	01/20/2027	5.740%	220,000	219,503	219,708	
	ECO MATL TECHNOLOGIES INCORPOR SR	Corporate Bond	01/31/2027	7.875%	44,000	43,784	44,102	
	HUMANA INC SR NT	Corporate Bond	02/03/2027	1.350%	118,000	101,721	106,921	
	GGAM FIN LTD SR 144A	Corporate Bond	02/15/2027	8.000%	68,000	69,440	70,239	
	MAUSER PACKAGING SOLUTIONS HLD SR	Corporate Bond	04/15/2027	9.250%	69,000	66,925	69,044	
	FLAGSHIP CR AUTO TR 2022-3 AUTO RECEIVABLES BKD NTS CL A-3	Corporate Bond	04/15/2027	4.550%	58,164	58,164	57,863	
	SBNA AUTO LEASE TRUST SER 2023 A CL A 3	Corporate Bond	04/20/2027	6.510%	200,000	203,406	202,256	
	VISTAJET MALTA FIN P L C X SR 144A NT	Corporate Bond	05/01/2027	7.875%	52,000	47,260	45,902	
	GRAY ESCROW INC	Corporate Bond	05/15/2027	7.000%	48,000	44,550	44,194	
	FOURSIGHT CAP ATML REC SER 2022	Corporate Bond	05/17/2027	2.150%	150,000	140,227	146,220	
	GM FINL AUTO LEASING TR SER 2023	Corporate Bond	05/20/2027	5.540%	125,000	124,987	124,982	
	CNO GLOBAL FUNDING 144A NT	Corporate Bond	06/04/2027	5.875%	81,000	80,958	81,265	
	SANTANDER DR AUT RCV TR SER 2022 6	Corporate Bond	06/15/2027	4.720%	145,000	144,976	143,993	
	HOME DEPOT INC SR GLBL NT	Corporate Bond	06/25/2027	4.875%	62,000	61,795	61,874	
	ROYAL CARIBBEAN GROUP SR 144A NT	Corporate Bond	07/15/2027	5.375%	28,000	24,770	27,569	
	GLOBAL PMTS INC SR NT	Corporate Bond	08/15/2027	4.950%	110,000	108,146	108,907	
	DIRECTV FING LLC DIRECT SR SEC 144A	Corporate Bond	08/15/2027	5.875%	47,000	43,712	44,208	
	NEWELL BRANDS INC NT	Corporate Bond	09/15/2027	6.375%	45,000	43,887	44,378	
	ROYAL BK CDA FR	Corporate Bond	11/01/2027	6.000%	107,000	109,118	109,628	
	GE HEALTHCARE TECHNOLOGIES INC SR NT	Corporate Bond	11/15/2027	5.650%	203,000	205,567	205,669	
	CENTENE CORP DEL SR GLBL NT	Corporate Bond	12/15/2027	4.250%	70,000	70,035	66,835	
	CITIGROUP INC SR GLBL NT	Corporate Bond	01/10/2028	Var	202,000	208,671	194,987	
	JPMORGAN CHASE & CO SR GLBL NT	Corporate Bond	02/01/2028	Var	355,000	349,225	341,993	
	PATTERSON UTI ENERGY INC SR GLBL NT	Corporate Bond	02/01/2028	3.950%	37,000	34,557	34,844	
	NEUERGER BERMAN SR GLBL 144A	Corporate Bond	03/15/2027	4.500%	63,000	60,019	60,566	
	HECLA MNG CO SR GLBL NT	Corporate Bond	02/15/2028	7.250%	49,000	48,399	49,026	
	WESTLAKE FLRNG MSTR TR SER 2024 1 CL A	Corporate Bond	02/15/2028	5.430%	90,000	89,835	89,918	
	NAVIENT CORPORATION SR GLBL NT	Corporate Bond	03/15/2028	4.875%	73,000	64,272	66,994	
	CALPINE CORP SR GLBL 144A	Corporate Bond	03/15/2028	5.125%	46,000	43,490	44,241	
	NEXTGEAR FLOORPLAN TR SER 2023 1 CL A 2	Corporate Bond	03/15/2028	5.740%	100,000	100,410	100,436	
	EPR PPTY SR NT	Corporate Bond	04/15/2028	4.950%	24,000	24,499	22,974	
	NVENT FIN S A R L CR SEN SR GLBL STEP CPN	Corporate Bond	04/15/2028	Var	151,000	150,190	146,613	
	MORGAN STANLEY SR 1 NT	Corporate Bond	04/20/2028	4.120%	63,000	60,958	61,218	
	Fortress Trans & Infra Invs L Sr	Corporate Bond	05/01/2028	5.500%	48,000	44,641	46,538	
	AIRCASCADE LTD GIBI 144A	Corporate Bond	01/26/2028	2.850%	102,000	91,310	92,288	
	FRONTIER COMMUNICATIONS CORP SR SEC	Corporate Bond	05/01/2028	5.000%	48,000	44,305	45,221	
	JP MORGAN CHASE BANK NA SR NT	Corporate Bond	05/01/2028	3.540%	265,000	272,355	252,908	
	EQUIPMENTSHARE COM INC SR SEC 144A	Corporate Bond	05/15/2028	9.000%	88,000	88,176	90,813	
	WELLS FARGO & CO MEDIUM TERM SR NTS	Corporate Bond	05/22/2028	Var	98,000	101,674	93,338	
	WELLS FARGO & CO SR NT	Corporate Bond	06/02/2028	Var	371,000	365,592	341,687	
	MOLINA HEALTHCARE INC SR GLBL	Corporate Bond	06/15/2028	4.375%	52,000	47,530	48,944	
	CVR PARTNERS NITROGEN SR SEC 144A NT	Corporate Bond	06/15/2028	6.125%	49,000	45,769	47,060	
	CIVITAS RESOURCES INC SR 144A NT	Corporate Bond	07/01/2028	8.375%	42,000	42,954	44,009	
	CENTENE CORP DEL SR NT	Corporate Bond	07/15/2028	2.450%	28,000	26,741	24,859	
	AUSGRID FIN PTY LTD SR SEC 144A NT	Corporate Bond	08/01/2028	4.350%	58,000	57,095	55,692	
	WESTLAKE AUTOMOBILE RECIEVABLES TR 2023-1	Corporate Bond	08/15/2028	5.740%	95,000	94,987	94,902	

THE MEMBERS RETIREMENT PLAN
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(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value								
(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	Description	Maturity Date	Rate of Interest	Number of Shares or Par	(d) Cost	(e) Current Value	Total
	UBS GROUP AG SR GIBI 144A	Corporate Bond	08/11/2028	VAR	500,000	\$ 508,355	\$ 512,645	
	WEEKLEY HOMES FIN CORP SR GLBL 144A	Corporate Bond	09/15/2028	4.875%	49,000	44,814	45,377	
	LSB LNDIS INC SR SEC 144A NT	Corporate Bond	10/15/2028	6.250%	48,000	44,453	46,292	
	LABL INC SR SEC 144A NT	Corporate Bond	11/01/2028	9.500%	68,000	68,803	68,536	
	SRM ESCROW ISSUER LLC SR SEC GLBL	Corporate Bond	11/01/2028	6.000%	47,000	45,070	45,918	
	ONEMAIN DIRECT AUTO RCV SER 2019 1 CL C	Corporate Bond	11/14/2028	4.190%	115,000	125,278	111,270	
	KUBOTA CR OWNER TR 2024-2 ASSET BACKED NT CI A-3 144A	Corporate Bond	11/15/2028	5.260%	185,000	184,996	184,776	
	CARMAX SELECT RECIEVA SER 2024 A CL	Corporate Bond	11/25/2028	5.870%	90,000	89,999	90,005	
	SPRINT CAP CORP NT	Corporate Bond	11/15/2028	6.875%	151,000	164,231	160,075	
	CNX RES CORP SR 144A NT	Corporate Bond	01/15/2029	6.000%	47,000	44,234	45,993	
	T MOBILE USA INC SR NT	Corporate Bond	01/15/2029	4.850%	63,000	62,906	62,218	
	CITGO PETE CORP SR SEC 144A NT	Corporate Bond	01/15/2029	8.375%	44,000	44,531	45,351	
	GENESIS ENERGY LP SR NT	Corporate Bond	01/15/2029	8.250%	66,000	67,838	68,134	
	CARMAX AUTO OWNER TR SER 2023 1 CL B	Corporate Bond	01/16/2029	4.980%	75,000	74,473	74,306	
	PRINCIPAL LIFE GLOBAL FDG 11 47 144A	Corporate Bond	01/25/2029	5.100%	96,000	94,344	95,442	
	ERAC USA FINANCE COMPANY SR GLBL	Corporate Bond	02/15/2029	5.000%	97,000	96,926	96,742	
	JACOBS ENTMT INC SR 144A NT	Corporate Bond	02/15/2029	6.750%	74,000	69,258	68,631	
	KODIAK GAS SVCS LLC SR 144A NT	Corporate Bond	02/15/2029	7.250%	46,000	46,370	47,154	
	UNITED STATES STL CORP SR GLBL NT	Corporate Bond	03/01/2029	6.875%	23,000	22,404	23,111	
	ROCHE HOLDINGS INC SR 144A NT	Corporate Bond	03/08/2029	4.790%	200,000	200,000	199,530	
	ANGLO AMERICAN CAPITAL PLC	Corporate Bond	03/16/2029	3.875%	200,000	188,246	187,516	
	LPL HLDGS INC SR GLBL 144A	Corporate Bond	03/15/2029	4.000%	91,000	80,955	84,827	
	OCTANE REC TRUST SER 2023 3 CI A 2	Corporate Bond	03/20/2029	6.440%	83,555	84,283	84,020	
	MACQUARIE GRP LTD SR MTN 144A FR	Corporate Bond	03/27/2029	Var	139,000	141,214	135,961	
	TIBCO SOFTWARE INC SR SEC GLBL	Corporate Bond	03/31/2029	6.500%	48,000	43,174	46,095	
	MACYS RETAIL HOLDINGS LLC SR GLBL	Corporate Bond	04/01/2029	5.875%	71,000	66,958	68,905	
	GLENCORE FDG LLC SR 144A NT	Corporate Bond	04/04/2029	5.371%	81,000	80,061	80,624	
	EXETER AUTO REC TR SER 2023 3 CL D	Corporate Bond	04/16/2029	7.000%	100,000	99,996	101,425	
	JAPAN FIN ORGANIZATION FOR MUN	Corporate Bond	04/23/2029	5.000%	518,000	519,498	523,973	
	CARNIVAL CORP SR 144A	Corporate Bond	05/01/2029	6.000%	78,000	71,319	77,050	
	EXTER AUTO REC TR SER 2024	Corporate Bond	05/15/2029	5.830%	225,000	224,994	224,849	
	CHASE AUTO OWNER TRUST SER 2024 1 CL	Corporate Bond	05/25/2029	5.470%	190,000	189,987	189,865	
	CALIFORNIA RES CORP SR GLBL 144A	Corporate Bond	06/15/2029	8.250%	45,000	45,169	45,939	
	NRG ENERGY INC SR SEC 144A NT	Corporate Bond	06/15/2029	4.450%	28,000	28,922	26,439	
	SUNCOKE ENERGY INC SR SEC 144A NT	Corporate Bond	06/30/2029	4.875%	50,000	45,125	45,299	
	BLUE RACER MIDSTREAM BLUE SR 144A NT	Corporate Bond	07/15/2029	7.000%	28,000	28,000	28,515	
	SANTANDER DRIVE AUTO SER 2024	Corporate Bond	07/16/2029	5.740%	160,000	159,993	161,420	
	AMERICAN TOWER CORP NEW SR NT	Corporate Bond	08/15/2029	3.800%	161,000	143,681	149,648	
	CVS HEALTH CORP SR NT	Corporate Bond	08/15/2029	3.250%	227,000	209,085	205,923	
	RAIN CARBON INC SR SEC 144A	Corporate Bond	09/01/2029	12.250%	88,000	88,847	94,713	
	FIRST NATIONAL MASTER SER 2023	Corporate Bond	09/17/2029	6.030%	78,000	77,988	78,994	
	CLOUD SOFTWARE GROUP INC SR SEC GLBL	Corporate Bond	09/30/2029	9.000%	48,000	44,640	46,571	
	ROCKCLIFF ENERGY II LLC SR 144A	Corporate Bond	10/15/2029	5.500%	50,000	47,325	46,803	
	FRONTIER COMMUNICATIONS HLDGS NT	Corporate Bond	11/01/2029	5.875%	54,000	45,237	47,016	
	AVOLON HLDGS	Corporate Bond	11/15/2029	5.750%	68,000	67,451	67,585	
	EASTERN GAS TRANSMISSION AND S SR GLBL 144A	Corporate Bond	11/15/2029	3.000%	103,000	98,210	92,403	
	PHILIP MORRIS INTL INC SR NT	Corporate Bond	11/17/2029	5.625%	95,000	97,429	97,029	
	VICI PPTYS INC SR GLBL 144A	Corporate Bond	12/01/2029	4.625%	153,000	143,785	144,795	
	NATIONAL OILWELL VARCO INC SR NT	Corporate Bond	12/01/2029	3.600%	93,000	88,659	85,541	
	ROYAL CARIBBEAN GROUP SR 144A	Corporate Bond	01/15/2030	7.250%	24,000	23,623	24,850	
	APA CORPORATION SR GLBL NT	Corporate Bond	01/15/2030	4.250%	134,000	123,042	125,005	
	MORGAN STANLEY FR	Corporate Bond	01/23/2030	Var	439,000	457,798	424,684	
	CAPITAL ONE FINL CORP SR NT	Corporate Bond	02/01/2030	VAR	63,000	63,000	63,300	
	IMPERIA; TOB FIN PLC	Corporate Bond	02/01/2030	5.500%	200,000	199,378	198,134	
	EQT CORP CR SEN SR GLBL	Corporate Bond	02/01/2030	Var	246,000	268,715	261,063	
	AT&T INC SR GLBL	Corporate Bond	02/15/2030	4.300%	188,000	181,952	180,112	
	CENTENE CORP DEL SR NT	Corporate Bond	02/15/2030	3.375%	306,000	266,906	271,607	
	GLS AUTO RECEIVABLES SER 2024 2 CL D	Corporate Bond	02/15/2030	6.190%	65,000	64,985	65,552	

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT

FISCAL YEAR ENDED JUNE 30, 2024

EIN: 36-2164320 PLAN NO. 001

(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	Description	Maturity Date	Rate of Interest	Number of Shares or Par	(d) Cost	(e) Current Value	Total
	NOVA CHEMICALS CORP MTN SR 144A	Corporate Bond	02/15/2030	9.000%	45,000	\$ 46,479	\$ 47,478	
	MCAFFEE CORP SR 144A NT	Corporate Bond	02/15/2030	7.375%	74,000	66,728	68,365	
	RAND PARENT LLC SR SEC	Corporate Bond	02/15/2030	8.500%	44,000	43,780	44,546	
	SCF EQUIP LEASING LLC SER 2021 1 CL C	Corporate Bond	02/20/2030	1.540%	100,000	98,340	95,473	
	CCO HLDGS LLC CCO HLDGS CAP SR 144A NT	Corporate Bond	03/01/2030	4.750%	99,000	91,364	85,747	
	CITIGROUP INC	Corporate Bond	03/20/2030	Var	313,000	322,399	295,475	
	T MOBILE USA INC SR SEC GLBL NT	Corporate Bond	04/15/2030	3.875%	225,000	208,854	210,337	
	CLYDESDALE ACQUISITION HLDGS SR 144A	Corporate Bond	04/15/2030	8.750%	71,000	67,666	69,485	
	FORD MTR CO DEL SR NT	Corporate Bond	04/22/2030	9.625%	63,000	73,237	73,302	
	BAYTEX ENERGY CORP SR 144A	Corporate Bond	04/30/2030	8.500%	66,000	66,742	69,023	
	VALARIS LIMITED SR SEC 144A	Corporate Bond	04/30/2030	8.375%	89,000	90,993	92,136	
	FIRST NATL MSTR NT TR SER 2024 1 CL	Corporate Bond	05/15/2030	5.340%	180,000	179,969	180,721	
	ANTHEM INC SR NT	Corporate Bond	05/15/2030	2.250%	149,000	128,725	127,669	
	COMMUNITY HEALTH SYS INC NEW SR SEC	Corporate Bond	05/15/2030	5.250%	83,000	67,423	68,433	
	EQUITRANS MIDSTREAM CORP SR 144A	Corporate Bond	06/01/2030	7.500%	84,000	86,233	89,644	
	DAVITA INC SR 144A	Corporate Bond	06/01/2030	4.625%	76,000	67,760	68,676	
	BANKUNITED INC LW TIER II	Corporate Bond	06/11/2030	5.125%	86,000	90,753	77,328	
	GLS AUTO SELECT REC TR SER 2024 2 CL A 2	Corporate Bond	06/17/2030	5.580%	115,000	114,987	115,025	
	CROWN CASTLE INTL CORP NEW SR NT	Corporate Bond	07/01/2030	3.300%	168,000	147,615	149,723	
	AES CORP SR SEC GLBL	Corporate Bond	07/15/2030	3.950%	142,000	137,290	129,835	
	AVIATION CAP GROUP LLC SR GLBL 144A	Corporate Bond	07/15/2030	6.375%	103,000	103,151	106,472	
	STANDARD INDS INC SR 144A NT	Corporate Bond	07/15/2030	4.375%	76,000	66,990	68,668	
	NEWARK BSL SER 2017 2R CL A 1 R	Corporate Bond	07/25/2030	VAR	197,266	197,168	197,405	
	FREEDOM MORTGAGE CORPORATION SR 144A NT	Corporate Bond	07/31/2030	12.250%	41,000	44,485	44,105	
	BAT CAPITAL CORP SR GLBL NT	Corporate Bond	08/02/2030	6.343%	114,000	116,057	118,848	
	MINEJESA CAPITAL BV SR SEC GLBL	Corporate Bond	08/10/2030	4.625%	185,960	188,749	178,269	
	ATI INC SR GLBL NT	Corporate Bond	08/15/2030	7.250%	44,000	45,564	45,419	
	LIFEPOINT HEALTH INC SR SEC 144A	Corporate Bond	08/15/2030	9.875%	42,000	43,995	44,790	
	OCCIDENTAL PETE CORP SR NT	Corporate Bond	09/01/2030	6.625%	172,000	189,522	180,380	
	MARLETTE FDG TR SER 2020 2 CL D	Corporate Bond	09/16/2030	4.650%	15,158	16,096	15,148	
	CENTERPOINT ENERGY RES CORP SR NT	Corporate Bond	10/01/2030	1.750%	49,000	39,951	39,967	
	DIAMOND FGN ASSET CO DIAMOND SR SEC 144A	Corporate Bond	10/01/2030	8.500%	66,000	67,362	69,278	
	GLENCORE FDG LLC SR 144A NT	Corporate Bond	10/06/2030	6.375%	38,000	38,993	39,608	
	MADISON PK FDG XXIX LTD MADISON PK FDG XXIX LLC SR SECD NT CI B-R	Corporate Bond	10/18/2030	VAR	250,000	250,000	250,484	
	ENBRIDGE INC SR NY	Corporate Bond	11/15/2030	6.200%	45,000	46,160	47,248	
	BAYER US FIN LLC SR 144A NT	Corporate Bond	11/21/2030	6.375%	200,000	204,226	204,954	
	HYUNDAI CAP AMER FR	Corporate Bond	01/08/2031	5.400%	68,000	67,757	67,551	
	MICRON TECHNOLOGY INC SR NT	Corporate Bond	01/15/2031	5.300%	53,000	52,963	52,881	
	CONTINENTAL RES INC SR 144A NT	Corporate Bond	01/15/2031	5.750%	283,000	297,781	278,265	
	OCTAGON INV PART LTD SER 2014	Corporate Bond	01/27/2031	VAR	172,015	172,016	172,016	
	ALLIED UNVL HOLDCO SR SEC GLBL	Corporate Bond	02/15/2031	7.875%	68,000	67,742	68,177	
	WORLD FINANCIAL NETWORK SER 2023 A CI A	Corporate Bond	02/15/2031	6.250%	130,000	129,979	130,795	
	BAT CAPITAL CORP SR GLBL NT	Corporate Bond	02/20/2031	5.834%	43,000	43,000	43,606	
	SOLVENTUM CORP SR GLBL 144A	Corporate Bond	03/13/2031	5.450%	91,000	90,792	89,857	
	SANTANDER DRIVE AUTO TR SER 2022	Corporate Bond	03/17/2031	6.690%	220,000	225,245	224,014	
	ORACLE CORP SR NT	Corporate Bond	03/25/2031	2.875%	149,000	142,249	128,659	
	CROWN CASTLE INTL CORP SR GLBL	Corporate Bond	04/01/2031	2.100%	69,000	56,130	55,878	
	FMG RESOURCES AUGUST 2006 PTY SR 144A NT	Corporate Bond	04/01/2031	4.375%	74,000	66,938	66,136	
	AMERICAN EXPRESS CREDIT SER 2024 2 CI A	Corporate Bond	04/15/2031	5.240%	150,000	149,965	152,791	
	CITIZEN AUTO REC TR SEC 2024	Corporate Bond	04/15/2031	5.260%	120,000	119,967	120,265	
	ENCINO ACQUISITION PARTNERS HO SR 144A	Corporate Bond	05/01/2031	8.750%	44,000	45,650	45,878	
	ONEMAIN FIN CORP SR NT	Corporate Bond	05/15/2031	7.500%	45,000	45,040	45,535	
	TRANSOCEAN IN SR	Corporate Bond	05/15/2031	8.500%	67,000	67,010	67,029	
	VENTURE GLOBAL LNG INC SR SEC 144A	Corporate Bond	06/01/2031	8.375%	92,000	91,698	95,425	
	GENERAL MTRS FINL CO INC GLBL	Corporate Bond	06/18/2031	5.600%	92,000	91,868	91,312	
	AIR LEASE CORP FR	Corporate Bond	07/15/2031	5.200%	65,000	63,903	63,523	
	EMERALD DEBT MERGER SUB LLC SR SEC 144A NT	Corporate Bond	07/15/2031	6.750%	46,000	46,414	46,575	

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT
FISCAL YEAR ENDED JUNE 30, 2024
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(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	Description	Maturity Date	Rate of Interest	Number of Shares or Par	(d) Cost	(e) Current Value	Total
	NGPL PIPECO LLC SR 144A NT	Corporate Bond	07/15/2031	3.250%	60,000	\$ 56,743	\$ 51,226	
	BOMBARDIER INC SR 144A	Corporate Bond	07/01/2031	7.250%	68,000	68,000	69,817	
	SANTANDER DRIVE AUTO TR SER 2022	Corporate Bond	08/15/2031	6.390%	115,000	114,984	116,649	
	FORD CR AUTO OWN TR SER 2020 REV1 CL C	Corporate Bond	08/15/2031	2.540%	200,000	208,086	195,346	
	HPEFS EQUIPMENT TRUST SER 2024 2 CL A	Corporate Bond	10/20/2031	5.750%	100,000	99,997	99,926	
	VISTRA OPERATIONS CO LLC SR GLBL 144A	Corporate Bond	10/15/2031	7.750%	44,000	45,544	45,821	
	REGATTA XIV FDG SER 2018 14R CL A R	Corporate Bond	10/27/2031	VAR	250,000	250,000	252,255	
	LENMARK FDG SER 2021 1 CL A	Corporate Bond	11/20/2031	1.900%	130,000	123,419	119,147	
	JB POINDEXTER & CO INC SR 144A	Corporate Bond	12/15/2031	8.750%	67,000	67,925	69,411	
	ASSURANT INC SR NT	Corporate Bond	01/15/2032	2.650%	30,000	27,628	24,737	
	AMERICAN TRANSMISSION SYS INC SR 144A NT	Corporate Bond	01/15/2032	2.650%	118,000	99,500	98,159	
	CHENIERE ENERGY PARTNERS L P SR 144A NT	Corporate Bond	01/31/2032	3.250%	49,000	43,232	41,823	
	HUB INTL LTD SR 144A NT	Corporate Bond	01/31/2032	7.375%	36,000	36,000	36,507	
	NGL ENERGY OPERATING NGL SR SEC 144A NT	Corporate Bond	02/15/2032	8.375%	58,000	58,000	58,893	
	FACTSET RESH SYS INC SR NT	Corporate Bond	03/01/2032	3.450%	174,000	158,089	151,589	
	ROYAL CARIBBEAN GROUP SR GIBL 144A	Corporate Bond	03/15/2032	6.250%	30,000	30,000	30,252	
	SPRINT CAP CORP SR NT	Corporate Bond	03/15/2032	8.750%	50,000	60,897	60,141	
	WORKDAY INC SR NT	Corporate Bond	04/01/2032	3.800%	95,000	83,764	85,361	
	VITAL ENERGY INC SR 144A NT	Corporate Bond	04/15/2032	7.875%	45,000	45,288	45,747	
	BROADCOM INC SR 144A NT	Corporate Bond	04/15/2032	4.150%	68,000	64,798	62,739	
	CCO HLDGS LLC CCO HLDGS CAP SR GLBL	Corporate Bond	05/01/2032	4.500%	55,000	45,912	44,298	
	BLOCK INC SR 144A	Corporate Bond	05/15/2032	6.500%	54,000	54,000	54,723	
	MACQUARIE GROUP LIMITED FR	Corporate Bond	06/23/2032	Var	230,000	212,367	190,652	
	CENTERPOINT ENERGY RES CORP DEL SR NT	Corporate Bond	07/01/2032	4.400%	219,000	214,732	205,828	
	CONCENTRA ESCROW ISSUER CORP SR 144A NT	Corporate Bond	07/15/2032	6.875%	13,000	13,000	13,171	
	IRON MOUNTAIN INFORMATION MANA SR	Corporate Bond	07/15/2032	5.000%	74,000	67,063	67,595	
	INDIANAPOLIS PWR & LT CO 1M GLBL	Corporate Bond	12/01/2032	5.650%	174,000	177,812	175,051	
	CRESCENT ENERGY FINANCE LLC SR GLBL 144A	Corporate Bond	01/15/2033	7.375%	46,000	45,990	46,099	
	NEW YORK LIFE GLOBAL FDG FR	Corporate Bond	01/28/2033	4.550%	42,000	41,923	39,937	
	WELLS FARGO & CO SR NT	Corporate Bond	03/02/2033	Var	121,000	112,795	104,932	
	KENTUCKY UTILS CO 1M BD	Corporate Bond	04/15/2033	5.450%	150,000	152,040	150,921	
	UNITED MEXICAN STATES SR	Corporate Bond	05/19/2033	4.875%	200,000	192,500	184,256	
	NATIONAL GRID PLC SR GLBL NT	Corporate Bond	06/12/2033	5.809%	132,000	134,402	132,635	
	AMERICAN TOWER CORP SR NT	Corporate Bond	07/15/2033	5.550%	51,000	51,447	50,944	
	US BANCORP MEDIUM TERM NTS	Corporate Bond	07/22/2033	Var	165,000	162,093	155,592	
	UBS GROUP AG CALLABLE SR NT FIXED	Corporate Bond	08/05/2033	Var	200,000	187,901	190,794	
	RATE MORTGAGE TRUST SER 2024	Corporate Bond	07/25/2033	VAR	145,000	143,641	143,641	
	M & T BK CORP	Corporate Bond	01/27/2034	5.053%	68,000	66,352	62,933	
	EQT CORP SR NT	Corporate Bond	02/01/2034	5.750%	71,000	70,945	70,377	
	US BANCORP MEDIUM TERM NTS	Corporate Bond	02/01/2034	4.839%	99,000	95,751	93,856	
	COTERRA ENERGY INC	Corporate Bond	03/15/2034	5.600%	151,000	150,123	150,597	
	SOLVENTUM CORP SR GLBL 144A	Corporate Bond	03/23/2034	5.600%	83,000	82,944	81,521	
	APPALACHIAN PWR CO SR CC	Corporate Bond	04/01/2034	5.650%	71,000	70,783	70,298	
	GLENCORE FDG LLC SR 144A NT	Corporate Bond	04/04/2034	5.634%	103,000	103,000	101,419	
	NUVEEN LLC SR 144A NT	Corporate Bond	04/15/2034	5.850%	66,000	65,910	66,263	
	CARLYLE US CLO SER 2021 1 CL A 1	Corporate Bond	04/17/2034	Var	250,000	250,000	250,854	
	BLUE OWL FINANCE LLC SR 144A NT	Corporate Bond	04/18/2034	6.250%	29,000	28,590	29,077	
	WELLS FARGO & CO SR NT	Corporate Bond	04/24/2034	Var	28,000	28,045	27,680	
	NARRAGANSETT ELEC CO SR 144A NT	Corporate Bond	05/01/2034	5.350%	71,000	70,945	70,165	
	BOEING CO CR SEN SR 144A	Corporate Bond	05/01/2034	VAR	67,000	67,000	68,601	
	GXO LOGISTICS INCORPORATED SR NT	Corporate Bond	05/06/2034	6.500%	136,000	136,192	138,014	
	ATLASSIAN CORPORATION SR NT	Corporate Bond	05/15/2034	5.500%	59,000	58,598	58,460	
	COCA COLA CONS INC SR NT	Corporate Bond	06/01/2034	5.450%	48,000	47,949	48,432	
	BROWN & BROWN INC SR NT	Corporate Bond	06/11/2034	5.650%	81,000	80,792	80,480	
	MARINER FINANCE ISSE TR SER 2020 A CL B	Corporate Bond	08/21/2034	3.210%	100,000	93,590	98,100	
	INVESCO CLO LTD SER 2021 3 CL B	Corporate Bond	10/23/2034	Var	250,000	250,000	250,220	
	BBCMS MTG TR SER 2019 BWAY CL B	Corporate Bond	11/15/2034	Var	10,000	9,935	2,000	

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(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	Description	Maturity Date	Rate of Interest	Number of Shares or Par	(d) Cost	(e) Current Value	Total
	US BANCORP FR	Corporate Bond	01/23/2035	VAR	98,000	\$ 98,000	\$ 98,376	
	TRUIST FINL CORP FR	Corporate Bond	01/24/2035	VAR	96,000	95,364	95,581	
	CITIGROUP INC SUB GBLB NT	Corporate Bond	02/13/2035	VAR	116,000	116,000	114,792	
	BNP PARIBAS FIT NT	Corporate Bond	02/20/2035	VAR	200,000	200,000	198,896	
	GENERATE CLO 11 LTD/ GENERATE CLO LLC NT CI B 144A	Corporate Bond	04/20/2035	VAR	250,000	251,500	251,250	
	ECOPETROL S A SR GBLB	Corporate Bond	01/19/2036	8.375%	68,000	68,248	66,793	
	ONEMAIN FINL ISSUANCE TR 2019-2 ASSET BACKED CTF	Corporate Bond	06/16/2036	1.550%	200,000	178,586	181,920	
	ONEMAIN FINL ISSUANCE TR 2019-2 ASSET BACKED CTF	Corporate Bond	10/14/2036	3.140%	100,000	89,242	94,138	
	MARINER FIN ISSUANCE TR SER 2021 B CL A	Corporate Bond	11/20/2036	2.100%	115,000	101,775	105,143	
	READY CAP MTG FIN LLC SER 2022 FL8 CL A	Corporate Bond	01/26/2037	Var	162,577	162,019	162,196	
	DRYDEN115 CLO LTD/ DRYDEN 115 CLO LLC MEZZANINE SECD	Corporate Bond	04/18/2037	VAR	150,000	150,000	152,351	
	MAGNETITE XXXVIII LTD	Corporate Bond	04/15/2037	VAR	250,000	250,000	250,436	
	MORGAN STANLEY FR	Corporate Bond	04/20/2037	VAR	178,000	170,473	170,439	
	TEXAS DEBT CAPITAL SER 2024	Corporate Bond	04/22/2037	VAR	250,000	250,000	252,843	
	TEXAS DEBT CAPITAL SER 2024	Corporate Bond	04/22/2037	VAR	250,000	250,000	250,392	
	MADISON PARK FUNDING SER 2024	Corporate Bond	04/27/2037	VAR	250,000	250,000	251,574	
	BENEFIT STRT PAR CLO SER 2018 5BR CI A	Corporate Bond	07/20/2037	VAR	250,000	250,000	250,190	
	OVINTIV INC SR GBLB	Corporate Bond	02/01/2038	6.500%	128,000	139,802	131,616	
	PPF LTD SER 2023 1O CI A	Corporate Bond	09/17/2038	VAR	100,000	99,500	100,286	
	ARZ TR SER 2024 BILT CI A	Corporate Bond	06/13/2039	5.772%	40,000	39,997	40,180	
	BX COML MTG TR SER 2024 XL4 CI A	Corporate Bond	02/15/2039	VAR	108,345	108,074	107,973	
	MF SER 2024 FL14 CI A	Corporate Bond	03/21/2039	VAR	100,000	99,750	99,804	
	EXELON GENERATION CO LLC SR NT	Corporate Bond	10/01/2039	6.250%	112,000	125,114	115,681	
	CONNECTICUT AVE SC TR SER 2023 R07	Corporate Bond	09/25/2043	VAR	125,319	126,416	126,255	
	NEUBERGER BERMAN SR 144A NT	Corporate Bond	04/15/2045	4.875%	70,000	64,139	55,270	
	COMM MTG TR SER 2014 CCRE17 CL A M	Corporate Bond	05/10/2047	4.174%	60,000	58,214	57,351	
	COMM MTG TR SER 2015 LC21 CL A M	Corporate Bond	07/10/2048	Var	100,000	95,688	96,842	
	DRIVEN BRANDS FUND LLC SER 2020	Corporate Bond	07/20/2050	3.786%	96,250	89,610	90,088	
	CIM TRUST SER 2021 J3 CL A 1	Corporate Bond	06/25/2051	Var	81,881	68,879	64,763	
	FLAGSTAR MTG TR SER 2021 3INV CL A 2	Corporate Bond	06/25/2051	Var	78,020	64,196	61,993	
	GS MORTGAGE BK SEC TR SER 2021 P J2 CL A 2	Corporate Bond	07/25/2051	Var	73,928	59,466	58,704	
	FLAGSTAR MRTG TR SER 2021 7 CL A 1	Corporate Bond	08/25/2051	Var	80,236	68,176	63,804	
	WELLS FARGO MBS TR SER 2021 INV2 CL A 2	Corporate Bond	09/25/2051	2.500%	79,161	64,640	62,850	
	GS MTG BACK SECS TR SER 2021 PJ8 CL A 2	Corporate Bond	01/25/2052	Var	162,238	133,644	129,012	
	J.P. MORGAN MTG TRUST SER 2021 13 CL A 3	Corporate Bond	04/25/2052	Var	46,545	39,829	37,013	
	J.P. MORGAN MTG TR SER 2021 INV8 CL A 2	Corporate Bond	05/25/2052	Var	40,397	35,265	33,470	
	J.P. MORGAN MTG TR SER 2021 INV8 CL A 2	Corporate Bond	06/25/2052	VAR	124,298	106,003	102,831	
	J.P. MORGAN MTG TR SER 2022 INV8 CL A 3	Corporate Bond	08/25/2052	VAR	255,237	217,430	211,309	
	GCAAT 2021 INV1 TR MTG BACKED NT CI 1 A 2	Corporate Bond	01/25/2053	VAR	89,794	74,516	74,116	
	DUKE ENERGY IND LLC 1ST MTG	Corporate Bond	11/15/2053	6.200%	107,000	113,181	113,346	
	GCAAT 2021 INV1 TR MTG BACKED NT CI 1 A 2	Corporate Bond	01/25/2054	VAR	967	953	944	
	ENTERGY LA LLC 1ST MTG	Corporate Bond	03/15/2054	5.700%	68,000	67,902	66,882	
	VICI PROPERTIES LP SR NT	Corporate Bond	04/01/2054	6.125%	83,000	79,605	79,676	
	BOEING CO CR SEN SR 144A STEP CPN DTD	Corporate Bond	05/01/2054	VAR	50,000	50,000	51,309	
	OGLETHORPE POWER CORP 1M 2024	Corporate Bond	06/01/2054	5.800%	44,000	43,884	43,049	
	HOME DEPOT INC SR GIBI	Corporate Bond	06/25/2054	VAR	41,000	40,358	40,031	
	RCKT MTG TR 2024 INV	Corporate Bond	06/25/2054	VAR%	100,000	100,906	100,348	
	DOMINION ENERGY INC JR SB GBLB A	Corporate Bond	02/01/2055	VAR	32,000	32,000	32,667	
	BENCHMARK MORTGAGE TR SER 2024	Corporate Bond	05/17/2056	VAR	50,000	51,500	51,632	
	BMO MTG TR SER 2023 C5 SL A 4	Corporate Bond	06/16/2056	Var	50,000	50,922	50,545	
	BANK SER 2023 5YR2 CI A 3	Corporate Bond	07/17/2056	VAR	50,000	53,625	52,031	
	CHASE HOME LD MTG TR SER 2024	Corporate Bond	08/25/2064	VAR	54,610	47,136	47,455	
	GCB LEHMAN BROTHERS HI ESCROW	Corporate Bond	08/19/2065	0.010%	80,000	48,800	-	
	Total Corporate Bonds					<u>33,369,362</u>	<u>33,018,359</u>	\$ 33,018,359

THE MEMBERS RETIREMENT PLAN

SUPPLEMENTAL SCHEDULE - SCHEDULE OF ASSETS HELD FOR INVESTMENT
FISCAL YEAR ENDED JUNE 30, 2024
EIN: 36-2164320 PLAN NO. 001

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Maturity Date, Rate of Interest, Collateral, Par or Maturity Value				(d) Cost	(e) Current Value	Total
		Description	Maturity Date	Rate of Interest	Number of Shares or Par			
	Partnerships/Joint Venture Interests							
	ADAMS STREET 2006 DIRECT FUND LP	Partnership / Joint Venture	N/A	N/A	1,000	\$ 8,403	\$ 161,712	
	ADAMS STREET 2008 DIRECT FUND, LP	Partnership / Joint Venture	N/A	N/A	1,000	53,464	615,345	
	GSO EUROPEAN SENIOR DEBT FEEDER FUND LP	Partnership / Joint Venture	N/A	N/A	1,000	1,702,584	2,223,295	
	HGK TRINITY STREET INTERNATIONAL EQUITY FUND	Partnership / Joint Venture	N/A	N/A	1,000	35,000,000	45,078,697	
	MESIROW FINANCIAL PRIVATE EQUITY PARTNERSHIP FUND III, LP	Partnership / Joint Venture	N/A	N/A	1,000	573,735	552,530	
	MESIROW FINANCIAL PRIVATE EQUITY PARTNERSHIP FUND IV, LP	Partnership / Joint Venture	N/A	N/A	1,000	369,380	2,229,894	
	Total Partnerships/Joint Venture Interests					<u>37,707,566</u>	<u>50,861,473</u>	\$ 50,861,473
	Common/Collective Trusts							
	MFB NTGI COMMON DAILY LABOR SELECT RUSSELL 3000 FUND - LENDING	Common Collective Trust	N/A	N/A	5,539,530	175,800,305	277,535,980	
	MFB NTGI-QM COMMON DAILY ALL CTRY WORLD EX-US EQTY INDEX FD - LENDING	Common Collective Trust	N/A	N/A	1,679,396	20,063,773	24,252,155	
	MFB NTGI COMMON DAILY AGGREGATE BOND INDEX FUND - LENDING	Common Collective Trust	N/A	N/A	3,517,586	36,880,164	34,064,316	
	SSGA EMERGING MKTS SMALL CAP ACTIVE NL QIB CTF	Common Collective Trust	N/A	N/A	574,580	9,478,676	16,543,891	
	Total Common/Collective Trusts					<u>242,222,918</u>	<u>352,396,342</u>	352,396,342
	103-12 Investment Entities							
	ADAMS ST PTRSH FUND-2006 NON-US FUND LF	103-12	N/A	N/A	1,000	695,850	111,491	
	ADAMS STREET PARTNERSHIP FUND - 2008 US FUND, LF	103-12	N/A	N/A	1,000	2,691,659	1,863,175	
	ADAMS STREET PARTNERSHIP FUND 2008 NON-US FUND LF	103-12	N/A	N/A	1,000	2,162,653	1,594,716	
	ADAMS STREET PSHIP-2002 US FUND, LF	103-12	N/A	N/A	1,000	5,861,024	271,803	
	ADAMS STREET PTRSH FUND-2006 US FD LF	103-12	N/A	N/A	1,000	1,536,645	351,212	
	PARAMETRIC DEFENSE EQUITY	103-12	N/A	N/A	1,000	30,000,000	49,492,433	
	Total 103-12 Investment Entities					<u>42,947,831</u>	<u>53,684,830</u>	53,684,830
	Registered Investment Companies							
	AQR RISK PREMIA	Registered Investment Co	N/A	N/A	1,000	17,939,500	22,614,955	
	GOLDMAN SACHS FS GOVERNMENT FUND INSTITUTIONAL #465	Registered Investment Co	N/A	N/A	1,527,038	1,527,038	1,527,038	
	COLUMBUS UNCONSTRAINED BOND FUND, LLC	Registered Investment Co	N/A	N/A	125,526	4,100,770	47,183,590	
	Total Registered Investment Companies					<u>23,567,308</u>	<u>71,325,583</u>	71,325,583
	Other							
	ENTRUST CAPITAL SPECIAL OPPORTUNITIES LTD CL F SER INITIAL FD	Other	N/A	N/A	1,000	994,153	1,096,572	1,096,572
	Total assets held at end of year					<u>\$ 477,557,133</u>	<u>\$ 665,596,396</u>	<u>\$ 665,596,396</u>

Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security
Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210 - 0110
1210 - 0089

2023

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2023 or fiscal plan year beginning **07/01/2023** and ending **06/30/2024**

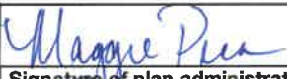

- A** This return/report is for: a multiemployer plan a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.)
- B** This return/report is: a single-employer plan a DFE (specify) _____
 the first return/report the final return/report
 an amended return/report a short plan year return/report (less than 12 months)
- C** If the plan is a collectively-bargained plan, check here
- D** Check box if filing under: Form 5558 automatic extension the DFVC program
 special extension (enter description) _____
- E** If this is a retroactively adopted plan permitted by SECURE Act section 201, check here

Part II Basic Plan Information - enter all requested information

1a Name of plan THE MEMBERS RETIREMENT PLAN	1b Three-digit plan number (PN) ▶ 001 1c Effective date of plan 05/01/1950
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) TRUSTEES OF THE MEMBERS RETIREMENT PLAN 2075 FOXFIELD ROAD, SUITE 201 ST. CHARLES IL 60174	2b Employer Identification Number (EIN) 36-2164320 2c Plan Sponsor's telephone number 630-752-8400 2d Business code (see instructions) 541990

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE		6/2/25	MAGGIE PECK
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE		6/2/25	PATRICK J. LOPRESTI
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

**Form 5500 (2023)
v. 230728**

3a Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor	3b Administrator's EIN
	3c Administrator's telephone number

4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
--	-------------------------------

5 Total number of participants at the beginning of the plan year	5	33,289
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1), 6a(2), 6b, 6c, and 6d).		
a (1) Total number of active participants at the beginning of the plan year	6a(1)	3,688
a (2) Total number of active participants at the end of the plan year	6a(2)	3,501
b Retired or separated participants receiving benefits	6b	10,317
c Other retired or separated participants entitled to future benefits	6c	12,346
d Subtotal. Add lines 6a(2), 6b, and 6c	6d	26,164
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	6e	5,346
f Total. Add lines 6d and 6e	6f	31,510
g (1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item)	6g(1)	
(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g(2)	
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6h	
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
3C

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

<p>a Pension Schedules</p> <p>(1) <input checked="" type="checkbox"/> R (Retirement Plan Information)</p> <p>(2) <input type="checkbox"/> MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary</p> <p>(3) <input type="checkbox"/> SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary</p> <p>(4) <input type="checkbox"/> DCG (Individual Plan Information) - Number Attached _____</p> <p>(5) <input checked="" type="checkbox"/> MEP (Multiple-Employer Retirement Plan Information)</p>	<p>b General Schedules</p> <p>(1) <input checked="" type="checkbox"/> H (Financial Information)</p> <p>(2) <input type="checkbox"/> I (Financial Information - Small Plan)</p> <p>(3) <input type="checkbox"/> A (Insurance Information) - Number Attached _____</p> <p>(4) <input checked="" type="checkbox"/> C (Service Provider Information)</p> <p>(5) <input checked="" type="checkbox"/> D (DFE/Participating Plan Information)</p> <p>(6) <input type="checkbox"/> G (Financial Transaction Schedules)</p>
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Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) Yes No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ... Yes No

11c Enter the Receipt Confirmation Code for the 2023 Form M-1 annual report. If the plan was not required to file the 2023 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____



230 WEST MONROE STREET
SUITE 310
CHICAGO, IL 60606
312.655.0037 PHONE | 312.655.9145 FAX.

**AUTHORIZATION TO USE OPTIONAL ELECTRONIC
FILING METHOD
FOR 2023 AMENDED RETURN**

THE MEMBERS RETIREMENT FUND

June 2, 2025

Re: Form 5500 Filing

As an alternative to obtaining your own electronic signing credentials for filing your Form 5500, the U.S. Labor Department's Employee Benefits Security Administration has developed an option which will allow us to file the Form 5500 on your behalf without your PIN. Under this option we must obtain in writing your permission to file your Form 5500. We must also obtain a signed copy of the first two pages of the Form 5500 from you. These two pages will be attached to the electronically filed return. Use of this option will mean that the image of your manual signature will be included with the rest of the annual return/report posted by the Labor Department on the Internet for Public disclosure. The use of this option also requires us to communicate to you any inquiries we receive from EFAST2, the Department of Labor, the Internal Revenue Service or the Pension Benefit-Guaranty Corporation regarding the filing.

If you agree to use this optional method of electronically filing your Form 5500, please sign where indicated below and the attached copy of page one of your Form 5500 and return both to us.

Sincerely,

Calibre CPA Group, PLLC

Calibre CPA Group, PLLC

I agree to the optional method of electronically filing the Form 5500 for the Plan.



Executive Director



Trustee

THE MEMBERS RETIREMENT PLAN

SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

YEAR ENDED JUNE 30, 2024

EIN: 36-2164320

PLAN NO: 001

Employer	Amount
BETTER IMAGE	\$ 2,638
SCHAWK	106
ALLEGRA	7,260
MISS PRINT	1,944
NWI PRINT	6,337
EAGLE GRAPHICS	2,456
WEST ROCK	5,571
FORT DEARBORN	5,086
MAREK GROUP	11,257
FORT DEARBORN	4,434
JIM ROBINSON, INC.	1,008
FAIRBANKS DAILY	1,633
TOTAL DELINQUENT CONTRIBUTIONS	<u>\$ 49,730</u>

Form 5500 Schedule H, Line 4j - Schedule of Reportable Transactions

Plan Name The Members Retirement Plan

Plan No. 001

Plan Sponsor Board of Trustees of The Members Retirement Plan

EIN: 36-2164320

Y/E: 06/30/24

Individual transactions - purchase and sales on separate lines

a. Identity of party involved *	b. Description of asset (show interest rate & maturity)	c. Purchase price	d. Selling price	e. Lease rental	f. Expense incurred with transaction	g. Book value on sale **	h. Current value at trans. date	i. Net gain or (loss)

* Not applicable for purchases or sales of marketable securities.

** Book value is current value at end of prior year or at purchase date if purchased during the reporting period.

TOTAL ASSETS @ 6/30/23 \$ 674,007,457
x 5 % 0.05
\$ 33,700,373

Series of securities transactions - include all purchases and sales of one security on same line and apply 5% test to total.

a. Description of security	b. Total number of purchases	c. Total number of sales	d. Total value of purchases	Sales	
				e. Total value	f. Incr.(Decr.)
Goldman Sachs FS Government Fund	288	168	\$ 162,006,568	\$ 162,067,335	\$ -
Davidson Kempner International	-	4	\$ -	\$ 34,457,613	\$ 14,663,146