

Form **990**  
Department of the Treasury  
Internal Revenue Service

# Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Do not enter social security numbers on this form as it may be made public

Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No 1545-0047  
**2018**  
Open to Public Inspection

**A For the 2019 calendar year, or tax year beginning 01-01-2018, and ending 12-31-2018**

- B** Check if applicable
- Address change
  - Name change
  - Initial return
  - Final return/terminated
  - Amended return
  - Application pending

**C** Name of organization  
OPERATING ENGINEERS UNION 3 PENSIONED HEALTH & WELFARE FUND % ZENITH AMERICAN SOLUTIONS  
Doing business as

Number and street (or P O box if mail is not delivered to street address) Room/suite  
1600 HARBOR BAY PKWY STE 200

City or town, state or province, country, and ZIP or foreign postal code  
ALAMEDA, CA 94502

**D** Employer identification number  
94-6096327

**E** Telephone number  
(510) 671-8800

**G** Gross receipts \$ 222,214,934

**F** Name and address of principal officer  
DAN REDING  
1600 HARBOR BAY PKWY STE 200  
ALAMEDA, CA 94502

**H(a)** Is this a group return for subordinates?  Yes  No

**H(b)** Are all subordinates included?  Yes  No  
If "No," attach a list (see instructions)

**H(c)** Group exemption number ▶

**I** Tax-exempt status  501(c)(3)  501(c) ( 9 ) ◀ (insert no)  4947(a)(1) or  527

**J** Website: ▶ N/A

**K** Form of organization  Corporation  Trust  Association  Other ▶

**L** Year of formation 1962

**M** State of legal domicile CA

## Part I Summary

**1** Briefly describe the organization's mission or most significant activities  
TO PROVIDE HEALTHCARE BENEFITS DURING RETIREMENT TO ELIGIBLE OPERATING ENGINEERS COVERED BY COLLECTIVE BARGAINING AGREEMENTS

**2** Check this box  if the organization discontinued its operations or disposed of more than 25% of its net assets

<b>3</b> Number of voting members of the governing body (Part VI, line 1a)	20
<b>4</b> Number of independent voting members of the governing body (Part VI, line 1b)	0
<b>5</b> Total number of individuals employed in calendar year 2018 (Part V, line 2a)	0
<b>6</b> Total number of volunteers (estimate if necessary)	0
<b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12	0
<b>7b</b> Net unrelated business taxable income from Form 990-T, line 34	0

	Prior Year	Current Year
<b>8</b> Contributions and grants (Part VIII, line 1h)	0	0
<b>9</b> Program service revenue (Part VIII, line 2g)	107,657,146	108,458,423
<b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)	4,285,976	4,942,536
<b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	19,934,261	22,054,729
<b>12</b> Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	131,877,383	135,455,688
<b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0	0
<b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)	109,728,552	109,878,325
<b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0	0
<b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e)	0	0
<b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶ 0		
<b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	7,606,459	6,034,027
<b>18</b> Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	117,335,011	115,912,352
<b>19</b> Revenue less expenses Subtract line 18 from line 12	14,542,372	19,543,336
	Beginning of Current Year	End of Year
<b>20</b> Total assets (Part X, line 16)	170,562,988	185,660,473
<b>21</b> Total liabilities (Part X, line 26)	12,612,171	13,379,906
<b>22</b> Net assets or fund balances Subtract line 21 from line 20	157,950,817	172,280,567

## Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

**Sign Here** Signature of officer: \*\*\*\*\* Date: 2019-11-13  
DAN REDING TRUSTEE Type or print name and title

**Paid Preparer Use Only**  
Print/Type preparer's name: Preparer's signature: Date: Check  if self-employed PTIN: P00350865  
Firm's name: MILLER KAPLAN ARASE LLP Firm's EIN:  
Firm's address: TWO EMBARCADERO CTR STE 2280 SAN FRANCISCO, CA 941113916 Phone no: (415) 956-3600

**Part III Statement of Program Service Accomplishments**

Check if Schedule O contains a response or note to any line in this Part III

**1** Briefly describe the organization's mission

TO PROVIDE HEALTHCARE BENEFITS DURING RETIREMENT TO ELIGIBLE OPERATING ENGINEERS COVERED BY COLLECTIVE BARGAINING AGREEMENTS

**2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?  Yes  No

If "Yes," describe these new services on Schedule O

**3** Did the organization cease conducting, or make significant changes in how it conducts, any program services?  Yes  No

If "Yes," describe these changes on Schedule O

**4** Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

**4a** (Code ) (Expenses \$ including grants of \$ ) (Revenue \$ )  
See Additional Data

**4b** (Code ) (Expenses \$ including grants of \$ ) (Revenue \$ )

**4c** (Code ) (Expenses \$ including grants of \$ ) (Revenue \$ )

**4d** Other program services (Describe in Schedule O )  
(Expenses \$ including grants of \$ ) (Revenue \$ )

**4e** Total program service expenses ▶

Part IV Checklist of Required Schedules

Table with 3 columns: Question ID, Question Text, Yes, No. Rows include questions 1 through 22 regarding organizational requirements and reporting.

Part IV Checklist of Required Schedules (continued)

Table with 3 columns: Question ID, Question Text, Yes, No. Rows include questions 23 through 38 regarding compensation, bond issues, escrow accounts, 501(c)(3) organizations, and other IRS filings.

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V [ ]

Table with 3 columns: Question ID, Question Text, Yes, No. Rows include questions 1a, 1b, and 1c regarding Form 1096, Forms W-2G, and backup withholding rules.

<b>2a</b> Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return . . . . .		<b>2a</b>	0		
<b>b</b> If at least one is reported on line 2a, did the organization file all required federal employment tax returns? <b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)		<b>2b</b>			
<b>3a</b> Did the organization have unrelated business gross income of \$1,000 or more during the year? . . . . .		<b>3a</b>		No	
<b>b</b> If "Yes," has it filed a Form 990-T for this year? <i>If "No" to line 3b, provide an explanation in Schedule O . . . . .</i>		<b>3b</b>			
<b>4a</b> At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? . . . . .		<b>4a</b>		No	
<b>b</b> If "Yes," enter the name of the foreign country <b>▶</b> _____ See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR)					
<b>5a</b> Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? . . . . .		<b>5a</b>		No	
<b>b</b> Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		<b>5b</b>		No	
<b>c</b> If "Yes," to line 5a or 5b, did the organization file Form 8886-T? . . . . .		<b>5c</b>			
<b>6a</b> Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions? . . . . .		<b>6a</b>		No	
<b>b</b> If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? . . . . .		<b>6b</b>			
<b>7 Organizations that may receive deductible contributions under section 170(c).</b>					
<b>a</b> Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor? . . . . .		<b>7a</b>			
<b>b</b> If "Yes," did the organization notify the donor of the value of the goods or services provided? . . . . .		<b>7b</b>			
<b>c</b> Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? . . . . .		<b>7c</b>			
<b>d</b> If "Yes," indicate the number of Forms 8282 filed during the year . . . . .		<b>7d</b>			
<b>e</b> Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<b>7e</b>			
<b>f</b> Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .		<b>7f</b>			
<b>g</b> If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required? . . . . .		<b>7g</b>			
<b>h</b> If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? . . . . .		<b>7h</b>			
<b>8 Sponsoring organizations maintaining donor advised funds.</b> Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year? . . . . .		<b>8</b>			
<b>9a</b> Did the sponsoring organization make any taxable distributions under section 4966? . . . . .		<b>9a</b>			
<b>b</b> Did the sponsoring organization make a distribution to a donor, donor advisor, or related person? . . . . .		<b>9b</b>			
<b>10 Section 501(c)(7) organizations.</b> Enter					
<b>a</b> Initiation fees and capital contributions included on Part VIII, line 12 . . . . .		<b>10a</b>			
<b>b</b> Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		<b>10b</b>			
<b>11 Section 501(c)(12) organizations.</b> Enter					
<b>a</b> Gross income from members or shareholders . . . . .		<b>11a</b>			
<b>b</b> Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them ) . . . . .		<b>11b</b>			
<b>12a Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?		<b>12a</b>			
<b>b</b> If "Yes," enter the amount of tax-exempt interest received or accrued during the year		<b>12b</b>			
<b>13 Section 501(c)(29) qualified nonprofit health insurance issuers.</b>					
<b>a</b> Is the organization licensed to issue qualified health plans in more than one state? <b>Note.</b> See the instructions for additional information the organization must report on Schedule O		<b>13a</b>			
<b>b</b> Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans . . . . .		<b>13b</b>			
<b>c</b> Enter the amount of reserves on hand . . . . .		<b>13c</b>			
<b>14a</b> Did the organization receive any payments for indoor tanning services during the tax year? . . . . .		<b>14a</b>		No	
<b>b</b> If "Yes," has it filed a Form 720 to report these payments? <i>If "No," provide an explanation in Schedule O . . . . .</i>		<b>14b</b>			
<b>15</b> Is the organization subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? If "Yes," see instructions and file Form 4720, Schedule N . . . . .		<b>15</b>			
<b>16</b> Is the organization an educational institution subject to the section 4968 excise tax on net investment income? If "Yes," complete Form 4720, Schedule O . . . . .		<b>16</b>			

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O See instructions Check if Schedule O contains a response or note to any line in this Part VI



Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a Enter the number of voting members of the governing body at the end of the tax year (20); 1b Enter the number of voting members included in line 1a, above, who are independent (0); 2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? (No); 3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? (No); 4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? (No); 5 Did the organization become aware during the year of a significant diversion of the organization's assets? (No); 6 Did the organization have members or stockholders? (No); 7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? (No); 7b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? (No); 8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following: a The governing body? (Yes); b Each committee with authority to act on behalf of the governing body? (No); 9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O (No).

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with 3 columns: Question, Yes, No. Rows include: 10a Did the organization have local chapters, branches, or affiliates? (No); 10b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? (No); 11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? (Yes); 11b Describe in Schedule O the process, if any, used by the organization to review this Form 990; 12a Did the organization have a written conflict of interest policy? If "No," go to line 13 (Yes); 12b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? (Yes); 12c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done (Yes); 13 Did the organization have a written whistleblower policy? (Yes); 14 Did the organization have a written document retention and destruction policy? (Yes); 15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision? a The organization's CEO, Executive Director, or top management official (15a); b Other officers or key employees of the organization (15b); If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions); 16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? (No); 16b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?

Section C. Disclosure

Table with 1 column: Question. Rows include: 17 List the States with which a copy of this Form 990 is required to be filed; 18 Section 6104 requires an organization to make its Form 1023 (or 1024-A if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply: Own website, Another's website, Upon request, Other (explain in Schedule O); 19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year; 20 State the name, address, and telephone number of the person who possesses the organization's books and records: ZENITH AMERICAN SOLUTIONS 1600 HARBOR BAY PKWY STE 200 alameda, CA 94502 (510) 671-8800

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

Check if Schedule O contains a response or note to any line in this Part VII

**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

**1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) RICHARD PIOMBO ..... TRUSTEE (FORMER)	2 0 ..... 0 0	X						0	0	0
(2) KEVIN J ALBANESE ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0
(3) BRYAN K FLAKE ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0
(4) STEVE CLARK ..... TRUSTEE (FORMER)	2 0 ..... 0 0	X						0	0	0
(5) THOMAS HOLSMAN ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0
(6) TOM SQUERI ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0
(7) LANCE INOUYE ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0
(8) JAMES E MURRAY ..... TRUSTEE/CO-CHAIRMAN	2 0 ..... 0 0	X						0	0	0
(9) PANE MEATOGA ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0
(10) RUSSELL E BURNS ..... TRUSTEE/CO-CHAIRMAN	2 0 ..... 0 0	X						0	0	0
(11) MIKE CROLL ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0
(12) JUSTIN DISTON ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0
(13) DAVID R STANTON ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0
(14) BRUCE NOEL ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0
(15) STEVE INGERSOLL ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0
(16) DAN REDING ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0
(17) JAMES SULLIVAN ..... TRUSTEE	2 0 ..... 0 0	X						0	0	0

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

Table with 7 main columns: (A) Name and Title, (B) Average hours per week, (C) Position, (D) Reportable compensation from the organization, (E) Reportable compensation from related organizations, (F) Estimated amount of other compensation.

Summary rows for Section A: 1b Sub-Total, 1c Total from continuation sheets to Part VII, Section A, 1d Total (add lines 1b and 1c).

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization 0

Table with 3 columns: Question number, Question text, Yes, No. Contains questions 3, 4, and 5 regarding compensation reporting.

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

Table with 3 columns: (A) Name and business address, (B) Description of services, (C) Compensation. Lists contractors like ANTHEM BLUE CROSS, OPTUM RX, etc.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization 7



**Part VIII Statement of Revenue**

Check if Schedule O contains a response or note to any line in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	<b>1a</b> Federated campaigns . . . . .	<b>1a</b>			
	<b>b</b> Membership dues . . . . .	<b>1b</b>			
	<b>c</b> Fundraising events . . . . .	<b>1c</b>			
	<b>d</b> Related organizations . . . . .	<b>1d</b>			
	<b>e</b> Government grants (contributions) . . . . .	<b>1e</b>			
	<b>f</b> All other contributions, gifts, grants, and similar amounts not included above . . . . .	<b>1f</b>			
	<b>g</b> Noncash contributions included in lines 1a - 1f \$ _____				
<b>h Total.</b> Add lines 1a-1f . . . . .		0			

<b>Program Service Revenue</b>			Business Code				
	<b>2a</b> EMPLOYER CONTRIBUTIONS		900099	76,964,388	76,964,388		
	<b>b</b> PARTICIPANT CONTRIBUTIONS		900099	31,494,035	31,494,035		
	<b>c</b> _____						
	<b>d</b> _____						
	<b>e</b> _____						
	<b>f</b> All other program service revenue						
<b>9 Total.</b> Add lines 2a-2f . . . . .			108,458,423				

<b>Other Revenue</b>	<b>3</b> Investment income (including dividends, interest, and other similar amounts) . . . . .			4,516,659			4,516,659	
	<b>4</b> Income from investment of tax-exempt bond proceeds . . . . .			0				
	<b>5</b> Royalties . . . . .			0				
	<b>6a</b> Gross rents	(i) Real	(ii) Personal					
		<b>b</b> Less rental expenses						
		<b>c</b> Rental income or (loss)	0	0				
		<b>d</b> Net rental income or (loss) . . . . .			0			
	<b>7a</b> Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other					
		<b>b</b> Less cost or other basis and sales expenses						
		<b>c</b> Gain or (loss)	87,185,123	86,759,246				
		<b>d</b> Net gain or (loss) . . . . .			425,877			425,877
	<b>8a</b> Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 . . . . .	<b>a</b>						
		<b>b</b> Less direct expenses . . . . .			0			
		<b>c</b> Net income or (loss) from fundraising events . . . . .			0			
	<b>9a</b> Gross income from gaming activities See Part IV, line 19 . . . . .	<b>a</b>						
<b>b</b> Less direct expenses . . . . .				0				
<b>c</b> Net income or (loss) from gaming activities . . . . .				0				
<b>10a</b> Gross sales of inventory, less returns and allowances . . . . .	<b>a</b>							
	<b>b</b> Less cost of goods sold . . . . .			0				
	<b>c</b> Net income or (loss) from sales of inventory . . . . .			0				
Miscellaneous Revenue		Business Code						
<b>11a</b> MEDICARE DRUG SUBSIDY		900099	7,362,349	7,362,349				
<b>b</b> PRESCRIPTION REBATES		900099	13,680,810	13,680,810				
<b>c</b> STOP LOSS REIMBURSEMENTS		900099	614,688	614,688				
<b>d</b> All other revenue . . . . .			396,882	396,882				
<b>e Total.</b> Add lines 11a-11d . . . . .			22,054,729					
<b>12 Total revenue.</b> See Instructions . . . . .			135,455,688	130,513,152			4,942,536	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
<b>1</b> Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21.	0			
<b>2</b> Grants and other assistance to domestic individuals. See Part IV, line 22.	0			
<b>3</b> Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, line 15 and 16.	0			
<b>4</b> Benefits paid to or for members.	109,878,325			
<b>5</b> Compensation of current officers, directors, trustees, and key employees.	0			
<b>6</b> Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).	0			
<b>7</b> Other salaries and wages.	0			
<b>8</b> Pension plan accruals and contributions (include section 401 (k) and 403(b) employer contributions).	0			
<b>9</b> Other employee benefits.	0			
<b>10</b> Payroll taxes.	0			
<b>11</b> Fees for services (non-employees)				
<b>a</b> Management	2,197,145			
<b>b</b> Legal	48,753			
<b>c</b> Accounting	44,700			
<b>d</b> Lobbying	0			
<b>e</b> Professional fundraising services. See Part IV, line 17.	0			
<b>f</b> Investment management fees	401,388			
<b>g</b> Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	336,639			
<b>12</b> Advertising and promotion.	0			
<b>13</b> Office expenses.	47,919			
<b>14</b> Information technology.	0			
<b>15</b> Royalties.	0			
<b>16</b> Occupancy.	0			
<b>17</b> Travel.	0			
<b>18</b> Payments of travel or entertainment expenses for any federal, state, or local public officials.	0			
<b>19</b> Conferences, conventions, and meetings.	23,686			
<b>20</b> Interest.	0			
<b>21</b> Payments to affiliates.	0			
<b>22</b> Depreciation, depletion, and amortization.	0			
<b>23</b> Insurance.	44,106			
<b>24</b> Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
<b>a</b> PROVIDER ADMINISTRATION FEES	1,872,912			
<b>b</b> MPSA INC FEES	691,042			
<b>c</b> MEDICAL REVIEW FEES	67,008			
<b>d</b> MPSA FEES	241,987			
<b>e</b> All other expenses	16,742			
<b>25</b> Total functional expenses. Add lines 1 through 24e.	115,912,352			
<b>26</b> Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).				

**Part X Balance Sheet**

Check if Schedule O contains a response or note to any line in this Part IX

		(A) Beginning of year		(B) End of year
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	10,334,512	<b>1</b>	16,641,902
	<b>2</b> Savings and temporary cash investments . . . . .	3,031,528	<b>2</b>	2,614,374
	<b>3</b> Pledges and grants receivable, net . . . . .	0	<b>3</b>	0
	<b>4</b> Accounts receivable, net . . . . .	29,512,672	<b>4</b>	23,338,626
	<b>5</b> Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L . . . . .	0	<b>5</b>	0
	<b>6</b> Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L . . . . .	0	<b>6</b>	0
	<b>7</b> Notes and loans receivable, net . . . . .	0	<b>7</b>	0
	<b>8</b> Inventories for sale or use . . . . .	0	<b>8</b>	0
	<b>9</b> Prepaid expenses and deferred charges . . . . .	8,992	<b>9</b>	442
	<b>10a</b> Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D			
	<b>b</b> Less accumulated depreciation	0	<b>10c</b>	0
	<b>11</b> Investments—publicly traded securities . . . . .	113,290,017	<b>11</b>	127,595,020
	<b>12</b> Investments—other securities See Part IV, line 11 . . . . .	14,367,885	<b>12</b>	15,470,109
	<b>13</b> Investments—program-related See Part IV, line 11 . . . . .	0	<b>13</b>	0
	<b>14</b> Intangible assets . . . . .	0	<b>14</b>	0
	<b>15</b> Other assets See Part IV, line 11 . . . . .	17,382	<b>15</b>	0
<b>16 Total assets.</b> Add lines 1 through 15 (must equal line 34) . . . . .	170,562,988	<b>16</b>	185,660,473	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .	1,933,906	<b>17</b>	4,214,089
	<b>18</b> Grants payable . . . . .	0	<b>18</b>	0
	<b>19</b> Deferred revenue . . . . .	0	<b>19</b>	0
	<b>20</b> Tax-exempt bond liabilities . . . . .	0	<b>20</b>	0
	<b>21</b> Escrow or custodial account liability Complete Part IV of Schedule D	0	<b>21</b>	0
	<b>22</b> Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L . . . . .	0	<b>22</b>	0
	<b>23</b> Secured mortgages and notes payable to unrelated third parties . . . . .	0	<b>23</b>	0
	<b>24</b> Unsecured notes and loans payable to unrelated third parties . . . . .	0	<b>24</b>	0
	<b>25</b> Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17 - 24) Complete Part X of Schedule D	10,678,265	<b>25</b>	9,165,817
	<b>26 Total liabilities.</b> Add lines 17 through 25 . . . . .	12,612,171	<b>26</b>	13,379,906
<b>Net Assets or Fund Balances</b>	<b>27 Organizations that follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.</b> Unrestricted net assets		<b>27</b>	
	<b>28</b> Temporarily restricted net assets . . . . .		<b>28</b>	
	<b>29</b> Permanently restricted net assets		<b>29</b>	
	<b>30 Organizations that do not follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 30 through 34.</b> Capital stock or trust principal, or current funds . . . . .	0	<b>30</b>	0
	<b>31</b> Paid-in or capital surplus, or land, building or equipment fund . . . . .	0	<b>31</b>	0
	<b>32</b> Retained earnings, endowment, accumulated income, or other funds	157,950,817	<b>32</b>	172,280,567
	<b>33 Total net assets or fund balances . . . . .</b>	157,950,817	<b>33</b>	172,280,567
	<b>34 Total liabilities and net assets/fund balances . . . . .</b>	170,562,988	<b>34</b>	185,660,473

**Part XI Reconciliation of Net Assets**

Check if Schedule O contains a response or note to any line in this Part XI

<b>1</b>	Total revenue (must equal Part VIII, column (A), line 12)	<b>1</b>	135,455,688
<b>2</b>	Total expenses (must equal Part IX, column (A), line 25)	<b>2</b>	115,912,352
<b>3</b>	Revenue less expenses Subtract line 2 from line 1	<b>3</b>	19,543,336
<b>4</b>	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	<b>4</b>	157,950,817
<b>5</b>	Net unrealized gains (losses) on investments	<b>5</b>	-5,213,586
<b>6</b>	Donated services and use of facilities	<b>6</b>	
<b>7</b>	Investment expenses	<b>7</b>	
<b>8</b>	Prior period adjustments	<b>8</b>	
<b>9</b>	Other changes in net assets or fund balances (explain in Schedule O)	<b>9</b>	
<b>10</b>	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	<b>10</b>	172,280,567

**Part XII Financial Statements and Reporting**

Check if Schedule O contains a response or note to any line in this Part XII

- 1** Accounting method used to prepare the Form 990  Cash  Accrual  Other \_\_\_\_\_  
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O
- 2a** Were the organization's financial statements compiled or reviewed by an independent accountant?  
 If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both  
 Separate basis  Consolidated basis  Both consolidated and separate basis
- b** Were the organization's financial statements audited by an independent accountant?  
 If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both  
 Separate basis  Consolidated basis  Both consolidated and separate basis
- c** If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?  
 If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O
- 3a** As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b** If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

	Yes	No
<b>2a</b>		No
<b>2b</b>	Yes	
<b>2c</b>	Yes	
<b>3a</b>		
<b>3b</b>		

## Additional Data

**Software ID:**

**Software Version:**

**EIN:** 94-6096327

**Name:** OPERATING ENGINEERS UNION 3 PENSIONED  
HEALTH & WELFARE FUND

Form 990 (2018)

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**Form 990, Part III, Line 4a:**

TO PROVIDE HEALTHCARE BENEFITS DURING RETIREMENT TO ELIGIBLE OPERATING ENGINEERS COVERED BY COLLECTIVE BARGAINING AGREEMENTS

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**SCHEDULE D**  
(Form 990)  
  
Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**  
**► Complete if the organization answered "Yes," on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**  
**► Attach to Form 990.**  
**► Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.**

OMB No 1545-0047  
**2018**  
**Open to Public Inspection**

**Name of the organization**  
OPERATING ENGINEERS UNION 3 PENSIONED HEALTH & WELFARE FUND

**Employer identification number**  
94-6096327

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.**  
Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
<b>1</b> Total number at end of year		
<b>2</b> Aggregate value of contributions to (during year)		
<b>3</b> Aggregate value of grants from (during year)		
<b>4</b> Aggregate value at end of year		

**5** Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?  Yes  No

**6** Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?  Yes  No

**Part II Conservation Easements.** Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

**1** Purpose(s) of conservation easements held by the organization (check all that apply)

Preservation of land for public use (e g , recreation or education)  Preservation of an historically important land area

Protection of natural habitat  Preservation of a certified historic structure

Preservation of open space

**2** Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year	
<b>a</b> Total number of conservation easements	<b>2a</b>	
<b>b</b> Total acreage restricted by conservation easements	<b>2b</b>	
<b>c</b> Number of conservation easements on a certified historic structure included in (a)	<b>2c</b>	
<b>d</b> Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	<b>2d</b>	

**3** Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ► \_\_\_\_\_

**4** Number of states where property subject to conservation easement is located ► \_\_\_\_\_

**5** Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?  Yes  No

**6** Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ► \_\_\_\_\_

**7** Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ► \$ \_\_\_\_\_

**8** Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?  Yes  No

**9** In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**  
Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

**1a** If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

**b** If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

**(i)** Revenue included on Form 990, Part VIII, line 1 ► \$ \_\_\_\_\_

**(ii)** Assets included in Form 990, Part X ► \$ \_\_\_\_\_

**2** If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

**a** Revenue included on Form 990, Part VIII, line 1 ► \$ \_\_\_\_\_

**b** Assets included in Form 990, Part X ► \$ \_\_\_\_\_

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** *(continued)*

- 3** Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)
- a**  Public exhibition
  - b**  Scholarly research
  - c**  Preservation for future generations
  - d**  Loan or exchange programs
  - e**  Other
- 4** Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII
- 5** During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?  Yes  No

**Part IV Escrow and Custodial Arrangements.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a** Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?  Yes  No
- b** If "Yes," explain the arrangement in Part XIII and complete the following table
- |  | Amount |
|--|--------|
| <b>c</b> Beginning balance             |        |
| <b>d</b> Additions during the year     |        |
| <b>e</b> Distributions during the year |        |
| <b>f</b> Ending balance                |        |
- 2a** Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? . . .  Yes  No
- b** If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII . . . .

**Part V Endowment Funds.** Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
<b>1a</b> Beginning of year balance . . . . .					
<b>b</b> Contributions . . . . .					
<b>c</b> Net investment earnings, gains, and losses					
<b>d</b> Grants or scholarships . . . . .					
<b>e</b> Other expenditures for facilities and programs . . . . .					
<b>f</b> Administrative expenses . . . . .					
<b>g</b> End of year balance . . . . .					

- 2** Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as
- a** Board designated or quasi-endowment ▶
  - b** Permanent endowment ▶
  - c** Temporarily restricted endowment ▶
- The percentages on lines 2a, 2b, and 2c should equal 100%

- 3a** Are there endowment funds not in the possession of the organization that are held and administered for the organization by

- (i)** unrelated organizations . . . . .
- (ii)** related organizations . . . . .

	Yes	No
<b>3a(i)</b>		
<b>3a(ii)</b>		
<b>3b</b>		

- 4** Describe in Part XIII the intended uses of the organization's endowment funds

**Part VI Land, Buildings, and Equipment.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
<b>1a</b> Land . . . . .				
<b>b</b> Buildings . . . . .				
<b>c</b> Leasehold improvements				
<b>d</b> Equipment . . . . .				
<b>e</b> Other . . . . .				

**Total.** Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c)) . . . ▶

**Part VII Investments—Other Securities.** Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives . . . . .		
(2) Closely-held equity interests . . . . .		
(3) Other _____		
(A) LIMITED PARTNERSHIP	15,470,109	F
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 12 )	15,470,109	

**Part VIII Investments—Program Related.** Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 13 )		

**Part IX Other Assets.** Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 15 )	

**Part X Other Liabilities.** Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	0
BENEFIT OBLIGATIONS	9,165,817
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 25 )	9,165,817

**2.** Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII



**Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

<b>1</b>	Total revenue, gains, and other support per audited financial statements . . . . .	<b>1</b>	130,242,102
<b>2</b>	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
<b>a</b>	Net unrealized gains (losses) on investments . . . . .	<b>2a</b>	-5,213,586
<b>b</b>	Donated services and use of facilities . . . . .	<b>2b</b>	
<b>c</b>	Recoveries of prior year grants . . . . .	<b>2c</b>	
<b>d</b>	Other (Describe in Part XIII ) . . . . .	<b>2d</b>	
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> . . . . .	<b>2e</b>	-5,213,586
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> . . . . .	<b>3</b>	135,455,688
<b>4</b>	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	<b>4a</b>	
<b>b</b>	Other (Describe in Part XIII ) . . . . .	<b>4b</b>	
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> . . . . .	<b>4c</b>	
<b>5</b>	Total revenue Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 12 ) . . . . .	<b>5</b>	135,455,688

**Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.**

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

<b>1</b>	Total expenses and losses per audited financial statements . . . . .	<b>1</b>	117,424,800
<b>2</b>	Amounts included on line 1 but not on Form 990, Part IX, line 25		
<b>a</b>	Donated services and use of facilities . . . . .	<b>2a</b>	
<b>b</b>	Prior year adjustments . . . . .	<b>2b</b>	
<b>c</b>	Other losses . . . . .	<b>2c</b>	
<b>d</b>	Other (Describe in Part XIII ) . . . . .	<b>2d</b>	
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> . . . . .	<b>2e</b>	
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> . . . . .	<b>3</b>	117,424,800
<b>4</b>	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	<b>4a</b>	
<b>b</b>	Other (Describe in Part XIII ) . . . . .	<b>4b</b>	-1,512,448
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> . . . . .	<b>4c</b>	-1,512,448
<b>5</b>	Total expenses Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 18 ) . . . . .	<b>5</b>	115,912,352

**Part XIII Supplemental Information**

Provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b Also complete this part to provide any additional information

Return Reference	Explanation
See Additional Data Table	

**Part XIII** Supplemental Information *(continued)*

Return Reference	Explanation

## Additional Data

**Software ID:**

**Software Version:**

**EIN:** 94-6096327

**Name:** OPERATING ENGINEERS UNION 3 PENSIONED  
HEALTH & WELFARE FUND

## Supplemental Information

Return Reference	Explanation
PART X, LINE 2	Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken a position that more likely than not would not be sustained upon examination by a tax authority. The Plan is subject to routine audits by taxing jurisdictions, however, there are currently no audits for any tax periods in progress. PART XII, LINE 4B CHANGE IN BENEFIT OBLIGATIONS

**SCHEDULE O**  
(Form 990 or 990-EZ)**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2018****Open to Public Inspection**

Department of the Treasury

Name of the organization

OPERATING ENGINEERS UNION 3 PENSIONED  
HEALTH & WELFARE FUND

Employer identification number

94-6096327

**990 Schedule O, Supplemental Information**

Return Reference	Explanation
PART VI, SECTION A - LINE 1A	<p>THE LABOR TRUSTEES AND THE MANAGEMENT TRUSTEES ARE THE TWO SEGMENTS OF THE GOVERNING BODY EACH MEMBER OF THE GOVERNING BODY HAS THE POWER TO VOTE ON ALL MATTERS, HOWEVER, THE VOTES WITHIN EACH SEGMENT ARE ACCUMULATED AND A UNIT VOTE IS DETERMINED BASED ON THE MAJORITY OF VOTES WITHIN EACH SEGMENT PART VI, SECTION A - LINE 8B THE PLAN DOES NOT HAVE ANY COMMITTEES WITH AUTHORITY TO ACT ON BEHALF OF THE GOVERNING BODY PART VI, SECTION B - LINE 11B THE PLAN'S 990 IS AVAILABLE ON THE TRUSTEE WEBSITE FOR REVIEW PRIOR TO FILING PART VI, SECTION B - LINE 12C THE QUARTERLY BOARD MEETING PROVIDES AN OFFICIAL VENUE FOR OFFICERS, DIRECTORS, AND TRUSTEES TO DISCLOSE SUCH INTERESTS THAT COULD GIVE RISE TO CONFLICT PART VI, SECTION C - LINE 19 THE PLAN MAKES ITS GOVERNING DOCUMENTS AND FINANCIAL STATEMENT REPORT OF EMPLOYEE BENEFIT PLAN IS FILED WITH THE DEPARTMENT OF LABOR THIS REPORT IS AVAILABLE ON THEIR WEBSITE PART VII, SECTION A - LINE 1A TRUSTEES ARE NOT COMPENSATED BY THE PLAN COMPENSATION PAID TO TRUSTEES EMPLOYED BY OTHER RELATED ORGANIZATIONS IS REPORTED ON THE FORM 990 FILED WITH THE IRS BY THE RELATED TAX-EXEMPT ORGANIZATION FOR ADDITIONAL INFORMATION, CONTACT THE THIRD-PARTY ADMINISTRATOR, ZENITH AMERICAN SOLUTIONS BELOW IS THE RELATED ORGANIZATION THAT PAID COMPENSATION TO THE TRUSTEES INTERNATIONAL UNION OF OPERATING ENGINEERS LOCAL UNION NO 3, EIN 94-0577785</p>

**SCHEDULE R  
(Form 990)**

**Related Organizations and Unrelated Partnerships**

OMB No 1545-0047

**2018**

**Open to Public  
Inspection**

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.**  
▶ **Attach to Form 990.**  
▶ **Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.**

Department of the Treasury  
Internal Revenue Service

Name of the organization  
OPERATING ENGINEERS UNION 3 PENSIONED  
HEALTH & WELFARE FUND

**Employer identification number**

94-6096327

**Part I Identification of Disregarded Entities** Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

**Part II Identification of Related Tax-Exempt Organizations** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
<b>(1)</b> SEE SUPPLEMENTAL INFORMATION					N/A		
<b>(2)</b> MULTI-PLAN SERVICES AGENCY 1600 HARBOR BAY PKWY STE 200  ALAMEDA, CA 94502 81-3751949	SHARED EXP	CA	501(c)(3)	10	no		No

**Part III Identification of Related Organizations Taxable as a Partnership** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income(related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1) SEE SUPPLEMENTAL INFORMATION												

**Part IV Identification of Related Organizations Taxable as a Corporation or Trust** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of- year assets	(h) Percentage ownership	(i) Section 512(b) (13) controlled entity?	
								Yes	No
(1)SEE SUPPLEMENTAL INFORMATION									

**Part V Transactions With Related Organizations** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

	Yes	No
<b>1</b> During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?		
<b>a</b> Receipt of <b>(i)</b> interest, <b>(ii)</b> annuities, <b>(iii)</b> royalties, or <b>(iv)</b> rent from a controlled entity . . . . .	<b>1a</b>	No
<b>b</b> Gift, grant, or capital contribution to related organization(s) . . . . .	<b>1b</b>	No
<b>c</b> Gift, grant, or capital contribution from related organization(s) . . . . .	<b>1c</b>	No
<b>d</b> Loans or loan guarantees to or for related organization(s) . . . . .	<b>1d</b>	No
<b>e</b> Loans or loan guarantees by related organization(s) . . . . .	<b>1e</b>	No
<b>f</b> Dividends from related organization(s) . . . . .	<b>1f</b>	No
<b>g</b> Sale of assets to related organization(s) . . . . .	<b>1g</b>	No
<b>h</b> Purchase of assets from related organization(s) . . . . .	<b>1h</b>	No
<b>i</b> Exchange of assets with related organization(s) . . . . .	<b>1i</b>	No
<b>j</b> Lease of facilities, equipment, or other assets to related organization(s) . . . . .	<b>1j</b>	No
<b>k</b> Lease of facilities, equipment, or other assets from related organization(s) . . . . .	<b>1k</b>	No
<b>l</b> Performance of services or membership or fundraising solicitations for related organization(s) . . . . .	<b>1l</b>	No
<b>m</b> Performance of services or membership or fundraising solicitations by related organization(s) . . . . .	<b>1m</b>	No
<b>n</b> Sharing of facilities, equipment, mailing lists, or other assets with related organization(s) . . . . .	<b>1n</b>	No
<b>o</b> Sharing of paid employees with related organization(s) . . . . .	<b>1o</b>	No
<b>p</b> Reimbursement paid to related organization(s) for expenses . . . . .	<b>1p</b>	Yes
<b>q</b> Reimbursement paid by related organization(s) for expenses . . . . .	<b>1q</b>	No
<b>r</b> Other transfer of cash or property to related organization(s) . . . . .	<b>1r</b>	Yes
<b>s</b> Other transfer of cash or property from related organization(s) . . . . .	<b>1s</b>	Yes

**2** If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved

**Part VI Unrelated Organizations Taxable as a Partnership** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization See instructions regarding exclusion for certain investment partnerships

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	



**Part VII Supplemental Information**

Provide additional information for responses to questions on Schedule R (see instructions)

Return Reference	Explanation
SCHEDULE R, PARTS II, III AND IV IDENTIFICATION OF RELATED TAX- EXEMPT	ORGANIZATIONS, TAXABLE AS A PARTNERSHIP, CORPORATION OR TRUST 3B Enterprises, Llc A & F Enterprises A And M Excavating A C Excavators Inc A Good Sign & Graphics Co A M Stephens Construction Company Inc A P & F Construction A R B Inc A Ruiz Const Co & Assoc Inc A S Mobile Mechanical Services A-1 Sweeping Service AAA Diesel Repair and Services Inc Abbebt Electric Corp Absl Construction AC Electric Company Acacia Erosion Control Inc Access Limited Construction ACCO Engineered Systems ACCU Construction Inc Accu-Bore Directional Drilling Ace Drilling And Excavation Ace Fence Company Acme Concrete Paving Action Crane And Trucking, Inc Adam Moreno & Sons Inc Admiralty Diesel Services Inc Advanced Boring Spec Advanced Drilling Works Inc Advanced Geosolutions Inc Advantage Demolition & Grading Inc AECOM Energy & Construction Inc Aerco Pacific Inc Agee Construction Corporation Aggregate Engineering, Inc Ajw Construction Inc Akeff Const Services Inc Akima Construction Services Alb Incorporated Albert C Kobayashi Inc ALDRIDGE ELECRTIC INC Alex Sweeney Construction Aliquot Assoc Inc All American Construction, Inc All Valley Surveying, Inc Allen A Waggoner Construction Inc Allied Concrete Pumping Als Landclearing Inc Alta Engineering Group, Inc Amazon Const Inc American Civil Constructors American Concrete Placement, Inc American Crane Rental American Integrated Services, Inc American Marine Corp American Pavement Systems Inc American Paving Co American Piping & Boiler Co Ames Construction Ampco North, Inc Amports Andes Construction Andreini Bros Inc Andrew M Jordan, Inc DbA A & B Construc Anrak Corp Antigo Const Inc Anvil Builders Anza Eng Corp APB GENERAL ENGINEERING Apco Asphalt Paving Co Apex Civil Engineering & Land Surveying Apex Fence Co Inc Apex Testing Laboratories Inc Appian Engineering APTIM & Environmental & Infrastructure Aquatic Designing Inc Arborlift, Inc Argonaut Const Arisumi Brothers Inc Arnaudo Construction Inc Arrow Construction A-S PIPELINES CO INC Aspen Developers Corp Assistance Recovery Program Assoc Eng Srvng Svcs Inc Associate Rental Services, Ltd Associated Crane, Llc Asta Const Co Atlantic Plant Maintenance Atlas Peak Const Austerman Inc Avar Sas Avison Construction Inc Ayala Boring Inc Azco, Inc Azul Works, Inc B & C Asphalt Grinding Inc B J Reess Enterprise B Jackson Construction Badger Daylighting Corp Baker-Williams Eng Grp Baldry Bros Drilling Baldwin Con Co Inc Balfour Beatty Infrastructure Inc Barnard Bessac JV Barnhart Crane and Rigging Co Barrys Backhoe Svc Bauman Landscape Bay Area Commercial Sweeping Bay Area Hydrovac, LLC Bay Area Lightworks, Inc Bay Cities Pav&grd Inc Bay Pacific Pipeline Bay Power, LLC Bcj Sand And Rock Corp Bcp 3d Inc Becho Inc Bedrock Excavating Inc Beliveau Engineering Benchmark Engineering Inc Benders Tractor Repair Bentancourt Bros Construction, Inc Berkel & Co Cntrctrs Inc Berkeley Cement Inc Berkeley Concrete Pump Berkeley Ready Mix Co Berlogar Stevens & Associates Bestor Engineers Inc - B Rate Bfi Of California Inc DbA Ox Mountain La Big Valley Electric Bigge Crane & Rigging Bill Nelson General Engineering Const, I Bj Rees's Enterprise Bkf Bkf Engineers - A Rate Black Gold Paving & Sealing Blacktop Paving, Inc Blackwell General Eng Blasting Technology Inc Blue Iron Foundation & Shoring Llc Blue Iron Inc Bobs Tractor Repair Inc - Tier I Bockmon & Woody Electric Co Inc Bortolussi & Watkin, Inc Bowman & Williams - Apprentice Rate Brad Dales Excavating Inc Brad Dales Excavating, Inc Bradley Tanks, Inc Bragg Crane Bragg Crane & Rigging Brelje & Race Engineers Breneman, Inc Brian H Smith Demolition & Excavating, I Bridgeway Civil Constructors Inc Brightview Landscape Development Brooklyn Sweeps, Inc Broom Service Inc Brosamer & Wall, Inc Brothers Landscaping Brotherton Corporation Brown & Fesler, Inc Bruce Carone Grdng & Paving Inc Bruns Belmont Construction Inc Bryant Surveys Inc Bsr Rentals Building & Const Trades Bultena Construction Company Busch Heavy Equipment Repair Llc Bush Engineering Inc Butte Water Dist C Aparicio Cement Contractors Inc C F & T & Available C F Archibald Pav Inc C J Peterson Service Inc C W Roen Const Co C2r Engineering, Inc Cabrillo Hoist Cahill Contractors Llc Cal Con Pumping Llc Cal Crush Corp Cal Electro Inc Cal Valley Construction Cal-Dorado Inc California Caisson & Shoring Inc California Compaction Corp California Concrete Pumping Inc California Const Surveying Inc California Engineering Contrs Inc California Generator Service Corp California Prison Industry California Authority California Spectra Instrumentation Inc California Trenchless Inc Calmat Company DBA Shamrock Materials Cal-Neva Construction Services Inc Cal-Safety Inc Camenzind Dredging Inc Campanella Corp Cano Excavating Company, Inc Canyon Construction Canyon Springs Enterprises Capex Engineering Inc Caribou Energy Corporation Carlile Macy Inc Carlson Barbee & Gibson Carone & Co Inc Cascade Drilling, Inc Case Pacific Co Castle Concrete Pump Cazadoro Construction, Inc Celik Engineering Corp Cemex Cencal Services Inc Central Concrete Supply Co , Inc Central Concrete Supply Company Inc Central Sweeping Corporation Central Valley Asphalt Central Valley Engineering & Surveying Cggs Backhoe Service Charles W Davidson Co , Consulting Civil Chaudhary & Associates, Inc Cherne Contractng Co Chester Brass Construction Co Cindy Trump Inc DbA Lindys Cold Planning Cinquini & Passarino Inc City Of San Jose Civil Eng Assoc Inc Civil Engineering Const Inc Civil Substations Inc Clark Bros Inc CLB Construction Clipper International Equip Co Inc Close Construction, Inc Cmz Of Hawaii Inc Cnsb Inc DbA Allstate Boring Cntrl State Lnd Svcs Inc Coast Crane Co & Maxim Crane Works LP Coastsie Concrete & Construction Inc Coffman Specialties Inc Colony Landscape Maintenance Columbia Electric Inc Commercial Power Sweep Inc Community Playgrounds Inc Community Tree Service Compass Equipment Inc CON QUEST CONTRACTORS INC Conco Cement Company Conco Pumping Conco West Inc Condon-Johnson & Assoc Connolly Crane Svc Consolidated Engineering Labs, Inc Construction & Turnaround Services, LLC Construction Survey Construction Testing Services Inc Conti Corporation dba Conti MEP Corp Cooper Engineering Inc Cooper, Thorne & Assoc Inc Coral Construction Corey Delta Constructors Coughlin Co Coulter Gradall Country Builders Construction, Inc Cox & Cox Construction Cozart Bros Inc Crane Rental Service Crane Spec, Inc Cratus Inc Critchfield Pacific Inc Critical Weld Inspections Inc Cross Country HDI Crosstown Electrical & Data, Inc Crystal Creek Aggregate Inc Cs Marine Cnstrctrs Inc Culver Group Inc Custom Crushing Industries Inc CVE DEMOLITION INC D & B Trenching D & D Pipelines Inc D & L Pumping Service, Inc D & M Equip Co D A Wood Construction, Inc D D Laster Landscap Cons D Garcia Exc & Paving D J Scheffler D S S Company D W Nicholson Corp D W Young Const Co Inc D a v e Sweeping Daleo Inc Danu Inc Darcy & Harty Constr Inc Darren Taylor Construction Dave Schirrick Company Llc David R Copeland Enterprises David T Price Inc Dawson Mauldin Const Inc De Silva-Gates Cnst Lp Debolt Civil Eng Inc - Apprentice Rate Decker Landscaping, Inc Dees Burke Engineering Constructors, Llc Dees-Hennessey Inc Dekay Demolition And Clearing Inc Del Monte Electric, Inc Delta Const Corp Delta Grinding Co, Inc DbA Diablo Grindi Delta Surveying Inc Delta Sweepers Delzer Pipeline Construction Demolition Services And Grading, Inc Dept of Corrections Desert Commercial Sweeping Inc Desilva Gates, Oliver Desilva, Gallgher Devincenzi Concrete Const DeWalt Corporation Dewitt Bros & Co Inc Dirt & Aggregate Interchange, Inc Dirt Dynasty, Inc Discovery Hydrovac Llc Disney Construction Inc DIVERSIFIED CONCRETE Diversified Crane Diversified Demolition Company Dixon Marine Dk Associates - Apprentice Rate Dk Environmental/mcnabb Construction Inc DI Equip Co Inc Dlc Equipment Inc D-Line Constructors, Inc Dmc Llc Dmz Builders DOCON, INC Don Berry Const Don H Mahaffey Drilling Company Don Lawley Co Inc Don Pridmore & Son Don Tucker & Sons Dorfman Const Co Inc Doyles Work Co DPI INC Dragados Usa Dragados/Flatiron West/Sukut JV Drill Tech Drilling & Shoring Inc Duke Sherwood Contr Dunton Construction Co Inc Duran & Venables Gen En Durans Paving Rentals Dutch Construction Inc Dwire C Forbush Inc Dx-10 Inc Dyer Corp dba Dyer All Terrain Excav Dyk Prestressed Tanks Inc Dynamaster Inc/Diesel Master Inc E & Y Sweeping Inc E E Gilbert Const Inc Earthworks Pacific Eastern Sierra Sweeping ECAST Engineering Inc Ecco Equip Corp Eco Bay Services Inc EDCO Enterprises, Inc Eddie Axner Construction Edward W Scott Elect Co Efficient Energy Concepts Elco Electric Inc Eldorado Excavation Inc Element 26 Contracting Eleven Engineering, Inc Elite Diesel Service Inc Elmer J Freethy Co Emmett's Excavation Grading And Paving Empire Engineering & Construction, Inc Engelke Construction Inc Engeo Inc Enoch Smith Sons Co Environmental Design, Inc Environmental Remediation Se

Schedule Form 2016