

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

DEMETRIA BRIDGES, GREG
GREGORIAN, CYNTHIA JESSE,
ALVARO RODRIGUEZ, THOMAS
TAYLOR, THELMA WATSON, and TAJ
WHITE, individually and on behalf of all
others similarly situated,

Plaintiffs,

v.

ACCENTURE FEDERAL SERVICES,
ALIGHT SOLUTIONS LLC, RAVINDRA
DEO, LEONA BRIDGE, DANA K.
BILYEU, STACIE OLIVARES, and MIKE
GERBER,

Defendants.

CASE NO.:

CLASS ACTION COMPLAINT

DEMAND FOR JURY TRIAL

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Plaintiffs Demetria Bridges, Greg Gregorian, Cynthia Jesse, Alvaro Rodriguez, Thomas Taylor, Thelma Watson, and Taj White (collectively, “Plaintiffs”) bring this action against Defendants Accenture Federal Services (“AFS” or “Accenture”), Alight Solutions LLC (“Alight”), Ravindra Deo, Leona Bridge, Dana K. Bilyeu, Stacie Olivares, and Mike Gerber (collectively, the “FRTIB Defendants,” and together with Accenture and Alight, “Defendants”). Plaintiffs’ allegations against Defendants are based upon information and belief and upon investigation of Plaintiffs’ counsel, except for allegations specifically pertaining to Plaintiffs, which are based upon Plaintiffs’ personal knowledge.

I. INTRODUCTION

1. In 1986, Congress passed the Federal Employees’ Retirement Systems Act of 1986 (“FERSA”), Pub. L. No. 99-335, 100 Stat. 514 (codified at 5 U.S.C. §§ 8351 and 8401 *et seq.*), which created the Thrift Savings Plan (“TSP”), a retirement savings and investment plan for federal government employees and uniformed services members. Congress’ intention in creating the TSP was to provide to veterans of the United States Armed Forces and federal employees retirement services equivalent to those offered to private sector employees. Specifically, the TSP serves as a tax-deferred retirement savings plan for approximately 6.5 million members of the uniformed services and other federal employees, similar to 401K plans offered to private-sector employees. The TSP now manages more than \$838 billion in assets for United States military personnel, veterans, and federal employees.

2. Included in FERSA was the creation of the five member Federal Retirement Thrift Investment Board (“FRTIB” or the “Board”), which, along with the Board’s Executive Director, is responsible for overseeing and administering the TSP.

3. The FRTIB is responsible for ensuring that participants are able to access their accounts and utilize the many benefits and services provided to them, which include applying for

and receiving loans, in-service withdrawals while they are still active federal civilian workers and/or members of the uniformed services, and withdrawals of funds once they retire or cease working for the government.

4. Specifically, participants are permitted to withdraw funds from their TSP accounts while they are still active federal civilian workers and members of the uniformed services if: (1) they meet requirements of showing hardship, in which case they must pay a 10% early withdrawal penalty tax (“Hardship Withdrawals”); or (2) they are older than 59.5 years of age, in which case they must pay a 20% federal income tax on the taxable portion of the withdrawal unless they are able to roll it over to an IRA or an eligible employer plan (“Non-Hardship Active Withdrawals”).¹ A Hardship Withdrawal allows participants to withdraw funds from their TSP accounts, interest free, if they experience a genuine financial need. Military personnel, veterans, and federal employees rely on TSP’s Hardship Withdrawals in the event they fall on hard times and need additional funds to tide them over.

5. Participants may also withdraw money from their TSP accounts after they retire or separate from federal service or the uniformed services (“Out of Service Withdrawals”).²

6. TSP allows participants to designate a beneficiary who will receive the money in their TSP accounts after their death (“Death Benefits”). If a participant dies after separating from federal service, TSP instructs survivors of a deceased TSP participant to notify the TSP.³ TSP promises that it will mail beneficiaries a notice of their beneficiary status and create a TSP

¹ <https://www.tsp.gov/in-service-withdrawal-basics/in-service-withdrawal-types-and-terms/> (last visited May 12, 2023).

² <https://www.tsp.gov/withdrawals-in-retirement/> (last visited May 12, 2023).

³ <https://www.tsp.gov/publications/tspb31.pdf> (last visited May 12, 2023).

beneficiary participant account for them.⁴ TSP informs beneficiaries that they can expedite Death Benefit payments by “initiat[ing] an accelerated payment online or through the ThriftLine Service Center.”⁵

7. Participants are also able to borrow money from their TSP accounts—much like a loan—which results in a deduction of money from the participant’s account, bearing interest and requiring regular payments similar to any ordinary interest-bearing consumer loan (“TSP Loan”). The interest and principal payments for TSP Loans differ from typical commercial loans in a critical way—all payments are deposited back into the participant’s TSP account. Thus, TSP Loans are a tremendous benefit to participants who are able to obtain loans that are effectively interest free.

8. In order to apply for Hardship Withdrawals and TSP Loans, participants are charged upfront fees and/or penalties. Furthermore, TSP participants are charged regular administrative and other fees to all participants for the regular operation and provision of TSP services, which includes the processing, management, and disbursement of TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits.

9. Defendants represent that upon approval, TSP Loan proceeds “will generally be disbursed within three business days.”⁶ Likewise, Defendants claim to process Withdrawals daily.⁷

⁴ <https://www.tsp.gov/for-beneficiaries/beneficiary-distributions/> (last visited May 12, 2023).

⁵ *Id.* See also <https://www.tsp.gov/publications/tspb31.pdf> (last visited May 12, 2023).

⁶ <https://www.tsp.gov/publications/tspb04.pdf> (last visited May 12, 2023).

⁷ <https://www.tsp.gov/withdrawals-in-retirement/> (last visited May 12, 2023); <https://www.tsp.gov/publications/tspb12.pdf> (“We disburse withdrawals each business day.”) (last visited May 12, 2023).

10. Prior to 2022, the TSP, under the oversight of the FRTIB and the Executive Director, primarily managed TSP accounts in-house, without any major, systemic issues harming TSP participants. In November 2020, the FRTIB and Executive Director decided that they no longer desired to have such a hands-on role in the management of the TSP accounts and benefits, and retained two private entities (AFS and Alight) to take over recordkeeping services for the TSP.

11. The FRTIB and Executive Director awarded a contract to AFS and Alight to take over the recordkeeping services for the TSP. Work under the contract was referred to as “Converge”.

12. But over the subsequent eighteen months, AFS and Alight failed to adequately prepare to take over the TSP and the FRTIB, and the Executive Director failed to oversee AFS and Alight’s work in order to ensure that they fulfilled their legal obligations owed to Class members under FERSA.

13. In May 2022, when AFS and/or Alight attempted to migrate the TSP to a new system, it ran into a plethora of issues that resulted in a host of problems, including failing to provide Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, Death Benefits, and TSP Loan proceeds to TSP participants in accordance with the governing recordkeeping contract, FERSA, public representations to TSP participants, and their fiduciary duties. What makes these problems all the more wrong is that they were foreseeable, avoidable, and of Defendants’ own doing.

14. Contrary to Defendants’ public representations and legal obligations, however, widespread complaints detail that the TSP record keepers have failed to process and disburse Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, Death Benefits, and TSP Loan proceeds for weeks or months on end, despite approving participants’

applications and accepting their application fees. Thus, military personnel, veterans, and federal employees are stuck waiting for money they timely and properly requested, and that TSP promised to them, while bills and other expenses continue to pile up.

15. Defendants' failure to ensure the timely payment of Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, Death Benefits, and TSP Loan proceeds is not a one-off situation but instead is caused by systemic flaws in TSP's system. TSP hired Accenture and Alight to make several improvements to the TSP system aimed at improving its cybersecurity, IT infrastructure, and customer service, and providing new and improved services to its participants, including the processing of Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, Death Benefits, and TSP Loans. AFS and Alight touted to TSP participants that they would vastly improve the usability and efficiency of TSP's system.

16. But AFS and Alight completely botched the migration of TSP's services due to an array of technological and staffing shortfalls that have virtually brought the services offered by TSP to participants to a screeching halt.

17. Despite AFS' promise to "improve the customer experience," AFS Managing Director Owen Davies admitted that AFS "made that process really cumbersome, it was very hard for a vast number of users," and that "[w]e made it overly complex."⁸ As a result, in a prodigious number of instances, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, Death Benefits, and TSP Loans that have been approved have not been disbursed to participants for weeks or even months.

⁸ <https://federalnewsnetwork.com/tsp/2022/08/we-got-it-wrong-tsp-contractor-apologizes-for-initial-issues-shares-positive-progress/> (last visited May 12, 2023).

18. Defendants' delay and/or failure to disburse Hardship Withdrawals, Out of Service Withdrawals, Death Benefits, and TSP Loan proceeds has directly and proximately caused Plaintiffs and TSP participants to suffer actual injury, economic damages, and other injury and actual harm as described herein. In many instances, TSP's failure to timely disburse funds to military personnel, veterans, and federal employees has forced them to procure high interest consumer loans as alternatives so they are able to pay their bills and avoid foreclosures, repossessions, and other hardships.

19. Accordingly, Plaintiffs on behalf of themselves and all others similarly situated, bring this action to redress Defendants' breaches of fiduciary duties, negligence, unjust enrichment, and breach of contract, and also seek injunctive relief enjoining Defendants from their ongoing injurious conduct.

II. JURISDICTION AND VENUE

20. This action arises under Section 8477 of FERSA, 5 U.S.C. § 8477. This Court has original, exclusive subject matter jurisdiction over this action pursuant to § 8477(e)(7)(A) of FERSA, which vests "exclusive jurisdiction of civil actions" arising under Section 8477(e) in the "district courts of the United States." 5 U.S.C. § 8477(e)(7); *see also id.* § 8477(e)(3)(C)(i) (TSP participants may bring "[a] civil action... in the district courts of the United States ... to enforce any right of such participant or beneficiary under such provisions, or to clarify any such right to future benefits under such provisions."). This Court also has federal question subject matter jurisdiction pursuant to 28 U.S.C. § 1331 based upon Plaintiffs' causes of action under FERSA.

21. This Court also has subject matter jurisdiction over this action pursuant to the Class Action Fairness Act, 28 U.S.C. § 1332(d), because (i) there are 100 or more Class members; (ii) there is an aggregate amount in controversy exceeding \$5,000,000, exclusive of interest and

costs; and (iii) there is minimal diversity because at least one plaintiff and Defendants are citizens of different states.

22. This Court has supplemental jurisdiction over the state law claims pursuant to 28 U.S.C. § 1367.

23. This Court has personal jurisdiction over Defendants pursuant to FERSA § 8477(e)(7)(B), which provides for service in any district where a defendant may be found. FRTIB holds its meetings and conducts operations at its Board office in Washington, D.C. On June 28, 2018 and August 21, 2019, the FRTIB made announcements from its Washington, D.C. office that it was in the process of selecting a new TSP record keeper.⁹ The FRTIB also announced its selection of AFS and Alight from its Washington, D.C. office.¹⁰

24. The contract between FRTIB and AFS provides that it is issued in Washington, D.C., is administered in Washington, D.C., and payment is made in Washington, D.C.¹¹ Additionally, the contract provides that the places of performance include FRTIB headquarters, which is located in Washington, D.C.¹²

25. Additionally, after Defendants botched its Converge Program (described further below), the FRTIB held subsequent meetings to discuss the Program's issues – including, *inter alia*, failure to process TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals,

⁹ https://www.frtib.gov/pdf/reading-room/PressRel/PR_2018-06-28_RKSA-Min-Qual-Announcement.pdf (last visited May 12, 2023); https://www.frtib.gov/pdf/reading-room/PressRel/PR_2019-08-21_RKSA-Final-RFP-Announcement.pdf (last visited May 12, 2023).

¹⁰ See https://www.frtib.gov/pdf/reading-room/PressRel/PR_2020-11-17_RKSA_Award_Announcement_FINAL.pdf (last visited May 12, 2023); FRTIB Nov. 2020 Meeting Minutes (available at <https://minutes.frtib.gov/>) (last visited May 12, 2023).

¹¹ <https://www.frtib.gov/pdf/reading-room/FOIA/frequent/TIB-2021-C-0003%20Accenture%20Federal%20Services.pdf> (last visited May 12, 2023).

¹² See *id.*

Out of Service Withdrawals, and Death Benefits – in its D.C. office.¹³ All Defendants conducted substantial business in this district by offering TSP benefits and services to TSP participants in this district.

26. Venue is proper in this district pursuant to FERSA § 8477(e)(7)(B) because the violations of FERSA alleged in this action, specifically the failure to timely process Death Benefit Claims, TSP Loans, Hardship Withdrawals, and Out Of Service Withdrawals, took place in this district, and/or one or more Defendants may be found in this district. 28 U.S.C. § 8477(e)(7)(B).

III. PARTIES

A. Plaintiff Demetria Bridges

27. Plaintiff Demetria Bridges (“Plaintiff Bridges”) is a citizen and resident of the State of Mississippi.

28. Plaintiff Bridges is a TSP participant.

29. On or around July 2022, Plaintiff Bridges met the financial hardship eligibility criteria to withdraw money out of her TSP account as a Hardship Withdrawal.

¹³ See FRTIB June 2022 Meeting Minutes, https://www.frtib.gov/meeting_minutes/2022/2022June.pdf (last visited May 12, 2023) (discussing understaffed call center, account access issues, and missing information); Converge Program Update PowerPoint Presentation, <https://www.frtib.gov/pdf/minutes/2022/June/Att1-Converge-Update-June2022.pdf> (June 28, 2022) (last visited May 12, 2023) (discussing death benefits claims, loan processing, and withdrawal processing); FRTIB July 2022 Meeting Minutes, https://www.frtib.gov/meeting_minutes/2022/2022July.pdf (last visited May 12, 2023) (discussing understaffed call center, login issues, and account access issues); FRTIB August 2022 Meeting Minutes, https://www.frtib.gov/meeting_minutes/2022/2022Aug.pdf (last visited May 12, 2023) (discussing call center problems, missing historical information, and underlying issues with transition); Accenture Federal Service Converge Go-Live PowerPoint Presentation, August 24, 2022, <https://www.frtib.gov/pdf/minutes/2022/Aug/Att1-Converge-Go-Live-Presentation-Update-August-2022.pdf> (last visited May 12, 2023) (acknowledging slew of issues with its Converge Program); FRTIB September 2022 Meeting Minutes, https://www.frtib.gov/meeting_minutes/2022/2022Sept.pdf (last visited May 12, 2023) (same).

30. On July 13, 2022, Plaintiff Bridges applied for a Hardship Withdrawal from her TSP account.

31. On or around July 13, 2022, TSP subjected Plaintiff Bridges to a 10% tax penalty and deducted the full Hardship Withdrawal amount of \$2,000 from Plaintiff Bridges's TSP account, which otherwise would have remained invested in Plaintiff Bridges's retirement account.

32. On or around July 27, 2022, Plaintiff Bridges called TSP's customer support line ("ThriftLine") to check the status of her Hardship Withdrawal. The ThriftLine is operated by AFS. After reaching a ThriftLine representative, she was told that her Hardship Withdrawal request was in the "operations department."

33. Despite TSP's assurances that Plaintiff Bridges's request for a Hardship Withdrawal was in the "operations department," the TSP website does not display the status of Plaintiff Bridges's Hardship Withdrawal, nor is there any way she can contact this department directly.

34. On or around August 8, 2022, Plaintiff Bridges called the ThriftLine to check the status of her Hardship Withdrawal request. TSP told her that it sent her a check, which Plaintiff Bridges never received. TSP does not provide tracking numbers to participants, and therefore did not provide Plaintiff Bridges with a tracking number for its purported shipment of the check. TSP sent Plaintiff Bridges an email/message in the TSP portal, approving her application and informing her that the money would be issued within several days.

35. On or around October 21, 2022, Plaintiff Bridges received \$1,800 of the \$2,000 (after deduction of the 10% tax penalty automatically withheld by TSP) Hardship Withdrawal money she applied for, and TSP approved, on July 13, 2022.

36. As a direct and proximate result of TSP's delay in providing Plaintiff Bridges with the \$2,000 Hardship Withdrawal amount, Plaintiff Bridges was forced to take out an interest-bearing personal loan totaling \$1,500, with interest rates of approximately 2.88%. Thus, as a direct and proximate result of TSP's delay in providing Plaintiff Bridges with her approved Hardship Withdrawal, she was forced to pay 2.88% more in interest than she otherwise would have been required to pay.

37. Plaintiff Bridges has made nine payments on the loan which included \$126.50 in interest payments.

38. Thus, Plaintiff Bridges has already been—and will continue to be—forced to pay interest on a loan that she would not have otherwise paid had TSP timely disbursed her financial hardship money.

B. Plaintiff Greg Gregorian

39. Greg Gregorian, Capt. (US Army, Retired) ("Plaintiff Gregorian") is a citizen and resident of California.

40. Plaintiff Gregorian is a TSP participant.

41. In September 2022, Plaintiff Gregorian was eligible for and requested an Out of Service Withdrawal of the total amount in his TSP account, for \$12,422.72.

42. On October 26, 2022, TSP emailed Plaintiff Gregorian acknowledging his Out of Service Withdrawal request.

43. On or around October 28, 2022, TSP approved Plaintiff Gregorian's Out of Service Withdrawal request and deducted the monies from his TSP account. TSP emailed him stating "[y]our payment from the Thrift Savings Plan completed as of October 28, 2022. Your monies will be issued on November 1, 2022."

44. Despite TSP's assurances that Plaintiff Gregorian would receive his monies on or around November 1, 2022, Plaintiff Gregorian did not receive the funds within that promised timeframe.

45. From October 2022 through January 2023, Plaintiff Gregorian contacted TSP through its ThriftLine, AVA chat, and email over 12 times, to ask when he would receive his approved Out of Service Withdrawal funds. Each time he reached a customer service representative, Plaintiff Gregorian had to explain his issue and his previous attempts for assistance.

46. On January 23, 2023, Plaintiff Gregorian emailed TSP to file a complaint about his missing funds.

47. On January 30, 2023, TSP responded to him stating that it forwarded his case to the "Office of Participant Experience" but failed to provide any contact information for said office. That same day, Plaintiff Gregorian received another email from TSP stating that his case was now with the "Enhanced Resolution Team," again failing to provide any contact information for said team.

48. On February 6, 2023, TSP sent Plaintiff Gregorian a 1099 tax form for the full amount of his approved Out of Service Withdrawal even though Plaintiff Gregorian had not yet received the funds.

49. On March 1, 2023, Plaintiff Gregorian emailed TSP again requesting assistance.

50. Finally, six months after he requested and was approved for an Out of Service Withdrawal of his retirement funds, Plaintiff Gregorian received a check dated March 7, 2023 from TSP in the amount he requested and was approved for in September 2022.

51. As a result, Plaintiff Gregorian incurred out-of-pocket expenses he would not otherwise have incurred had TSP timely processed his Out of Service Withdrawal. In July 2022,

Plaintiff Gregorian purchased a home that needed renovations, which he was going to pay for using the funds he requested to withdraw from TSP. Because of TSP's six-month delay in issuing him those funds, Plaintiff Gregorian was unable to make the necessary renovations before moving his furniture into his home. When Plaintiff Gregorian finally received his TSP monies, he had to pay \$128.98 for a storage unit to empty his home so that he could make the necessary renovations. Had TSP timely processed Plaintiff Gregorian's Out of Service Withdrawal request as promised, he would have been able to pay for the necessary renovations before moving his furniture into his home and therefore would not have incurred this moving expense.

C. Plaintiff Cynthia Jesse

52. Plaintiff Cynthia Jesse ("Plaintiff Jesse") is a citizen and resident of Washington, D.C.

53. Plaintiff Jesse is a spouse beneficiary of her late husband's TSP account. Plaintiff Jesse's husband was a TSP participant and had designated Plaintiff Jesse as the sole beneficiary of his TSP account.

54. On August 13, 2022, Plaintiff Jesse's husband passed away.

55. On August 22, 2022, Plaintiff Jesse called the ThriftLine to notify the TSP that her husband died and to submit a request for Death Benefits.

56. On or around August 23, 2022, Plaintiff Jesse faxed the death certificate and Form TSP-17 ("Death Benefits Documentation") to TSP.¹⁴

57. On or around August 29, 2022, Plaintiff Jesse called the ThriftLine to check the status of her request. The ThriftLine representative told her that they had not received any of her documentation. As such, Plaintiff Jesse's lawyer re-sent the Death Benefits Documentation to TSP.

¹⁴ <https://rnet.state.gov/forms/tsp-17.pdf> (last visited April 17, 2023).

58. From August through October 2022, TSP repeatedly told Plaintiff Jesse that it had not received the Death Benefits Documentation despite her sending it multiple times, and repeatedly instructed her to re-send it.

59. Plaintiff Jesse and her lawyer re-sent the Death Benefits Documentation via facsimile, email, and postal mail to TSP over 13 times.

60. On October 17, 2022, Plaintiff Jesse still had not received any confirmation from TSP that it received her documentation requesting Death Benefits. She decided to seek help from her elected official, Congresswoman Eleanor Holmes Norton (D-DC). Congresswoman Norton and her team quickly agreed to help Plaintiff Jesse.

61. Congresswoman Norton contacted the TSP on behalf of Plaintiff Jesse and requested that it process her Death Benefits request.

62. On November 1, 2022, TSP responded to Congresswoman Norton's request and stated that it would process Plaintiff Jesse's Death Benefits request. TSP did not contact Plaintiff Jesse directly to inform her of this.

63. It was only after Congresswoman Norton intervened that TSP finally processed Plaintiff Jesse's Death Benefits request the next day or two days, on or about November 1, 2022.

64. As a direct and proximate result of TSP's delays, Plaintiff Jesse paid approximately \$400 in postage, overnight mail, faxes, etc. that she otherwise would not have had to pay to re-send the Death Benefits Documentation to TSP 13 times.

65. Additionally, as a direct and proximate result of TSP's delays, Plaintiff Jesse paid approximately \$2,000 in interest, fees, taxes, etc. associated with her mortgage payments that were late as a result of not receiving the Death Benefits. Had it not been for Congresswoman Norton and her team, she would have lost her home, after already losing her husband.

D. Plaintiff Alvaro Rodriguez

66. Plaintiff Alvaro Cucuta Rodriguez, SPC (US Army, Retired) (“Plaintiff Rodriguez”) is a citizen and resident of the State of Virginia.

67. Plaintiff Rodriguez is a TSP participant.

68. On June 14, 2022, Plaintiff Rodriguez applied for a TSP Loan in the amount of \$4,235 from his TSP account, bearing an interest rate of approximately 3%.

69. On June 21, 2022, TSP sent an email to Plaintiff Rodriguez confirming his loan request.

70. On July 15, 2022, TSP sent a confirmation email to Plaintiff Rodriguez stating that TSP received his TSP Loan request.

71. On July 16, 2022, TSP emailed Plaintiff Rodriguez stating, “Your monies will be issued on July 19, 2022. Allow for standard mailing time for any portion of your payment that is scheduled to be mailed. Allow 1-2 business days for any portion that will be direct deposited into your account.”

72. On or around July 16, 2022, TSP deducted the full \$4,235 TSP Loan amount and \$50 processing fee from Plaintiff Rodriguez’s TSP account, which otherwise would have remained invested in Plaintiff Rodriguez’s retirement account.

73. Plaintiff Rodriguez called the ThriftLine several times to inquire about the status of his TSP Loan and obtain assistance. However, TSP call center representatives have been unable to assist him. Specifically, Plaintiff Rodriguez called the ThriftLine approximately 18 times to obtain assistance regarding the TSP Loan payments. ThriftLine call center representatives have repeatedly told Plaintiff Rodriguez that his issue was escalated to the “operations department.” However, call center representatives have been unable or unwilling to transfer Plaintiff Rodriguez’s calls to the “operations department” for further assistance. Thus, Plaintiff Rodriguez

has been unable to speak with someone in this department who can resolve his issue and/or disburse his TSP Loan proceeds.

74. Despite TSP's promises to efficiently manage his retirement account, TSP did not provide the TSP Loan proceeds to Plaintiff Rodriguez for 166 days, until December 29, 2022.

75. Even though Plaintiff Rodriguez did not receive the TSP Loan proceeds for 166 days, during that time, on October 3, 2022, TSP sent a message to Plaintiff Rodriguez informing him that he missed "two or more payments" on the TSP Loan he had not yet received. TSP stated that if Plaintiff Rodriguez failed to make payments on the TSP Loan, he would be placed in default. Plaintiff Rodriguez did not make monthly payments towards the TSP Loan because he had not received the funds. On or about November 28, 2022, TSP sent Plaintiff Rodriguez another notice informing him that he was in delinquency on the TSP Loan that he, still, had not yet received proceeds for. Because TSP failed to issue Plaintiff Rodriguez his TSP Loan proceeds, he was forced to apply for a Hardship Withdrawal in the amount of \$2,100 on or about December 6, 2022 and was subject to a 10% income tax penalty (i.e., \$210) for doing so. Thus, his account balance was reduced in the amount of \$2,310. Plaintiff Rodriguez received the Hardship Withdrawal proceeds on December 7, 2022.

76. As a result, Plaintiff Rodriguez was forced to take out a personal loan from Navy Credit Union bearing an interest rate of 17.75%. While interest payments on his TSP Loan would have been deposited into his TSP account (discussed below), the interest payments for the Navy Credit Union replacement loan are not. Thus, as a direct and proximate result of TSP's failure to issue Plaintiff Rodriguez the TSP Loan proceeds he was entitled to under FERSA, he was forced to pay a 17.75% interest rate on the principal amount of his loan. To date, Plaintiff Rodriguez has made a total of four payments towards his Navy Credit Union loan, totaling \$447.54 in interest.

E. Plaintiff Thomas Taylor

77. Plaintiff Thomas Taylor, Gunnery Sergeant for the United States Marine Corps, Active Duty (“Plaintiff Taylor”) is a citizen and resident of the State of North Carolina.

78. Plaintiff Taylor is a TSP participant.

79. On or around June 2022, Plaintiff Taylor met the financial hardship eligibility criteria to withdraw money out of his TSP account via a Hardship Withdrawal.

80. On June 6, 2022, Plaintiff Taylor requested a Hardship Withdrawal from his TSP account in the amount of \$20,800.

81. On June 7, 2022, TSP approved Plaintiff Taylor’s Hardship Withdrawal request.

82. On or around June 7, 2022, TSP charged Plaintiff Taylor a 10% tax penalty and deducted the full Hardship Withdrawal amount of \$20,800 from Plaintiff Taylor’s TSP account, which otherwise would have remained invested in Plaintiff Taylor’s retirement account.

83. Despite approving his Hardship Withdrawal request, charging him the 10% tax penalty, and deducting the full amount of \$20,800 from Plaintiff Taylor’s account, TSP did not disburse the funds to Plaintiff Taylor for 120 days, until October 4, 2022.

84. Plaintiff Taylor called the ThriftLine at least twice per week since July 2022 to inquire about the status of his Hardship Withdrawal request. However, TSP call center representatives were unable to give Plaintiff Taylor the status of his request and informed him that they would “escalate” his issue to the “operations department,” which Plaintiff Taylor has been unable to reach directly.

85. As a direct and proximate result of TSP’s failure to provide Plaintiff Taylor with the \$20,800 Hardship Withdrawal amount for 120 days, Plaintiff Taylor was forced to take out two interest-bearing personal loans totaling \$14,000, with interest rates of approximately 14-16%. Thus, as a direct and proximate result of TSP’s failure to provide Plaintiff Taylor with his approved

Hardship Withdrawal, he was forced to pay 14-16% more in interest than he otherwise would have been required to pay.

86. Plaintiff Taylor has made eight payments on the loans, totaling \$739 in interest payments.

87. Thus, Plaintiff Taylor has been forced to pay interest on two loans that he would not have otherwise paid had TSP timely disbursed his Hardship Withdrawal proceeds.

F. Plaintiff Thelma Watson

88. Plaintiff Thelma Watson (“Plaintiff Watson”) is a citizen and resident of the State of Tennessee.

89. Plaintiff Watson is a TSP participant.

90. On June 29, 2022, Plaintiff Watson applied for a TSP Loan in the amount of \$3,500 from her TSP account, bearing an interest rate of 3%.

91. On or around June 29, 2022, TSP approved her application for a TSP Loan and deducted the \$3,500 loan amount and \$50 processing fee from Plaintiff Watson’s TSP account, which otherwise would have remained invested in Plaintiff Watson’s retirement account.

92. However, TSP failed to disburse Plaintiff Watson’s TSP Loan proceeds for 134 days, until November 10, 2022.

93. During that time, Plaintiff Watson made fourteen payments—including approximately \$31.50 in interest—towards the TSP Loan.

94. Plaintiff Watson contacted the ThriftLine approximately ninety-five times to check the status of her TSP Loan. ThriftLine call center representatives were unable to give Plaintiff Watson any information about her TSP Loan disbursement status and told her that they would “escalate” her case to the “operations department.”

95. Despite TSP's assurances, Plaintiff Watson was unable to reach anyone in the "operations department" who could resolve her matter or disburse her TSP Loan proceeds sooner.

96. As a direct and proximate result of TSP's failure to issue Plaintiff Watson the TSP Loan proceeds, she was forced to make payments on that loan, including interest, without receiving the benefit of that loan.

G. Plaintiff Taj White

97. Plaintiff Taj White ("Plaintiff White") is a citizen and resident of the State of Maryland.

98. Plaintiff White is a TSP participant.

99. On or around July 2022, Plaintiff White met the financial hardship eligibility criteria to withdraw money out of his TSP account via a Hardship Withdrawal.

100. On July 18, 2022, Plaintiff White applied for a Hardship Withdrawal from his TSP account.

101. On July 22, 2022, TSP notified Plaintiff White that it received his Hardship Withdrawal request.

102. On or around July 22, 2022, TSP charged Plaintiff White a 10% tax penalty and deducted the full Hardship Withdrawal amount of \$498 from Plaintiff White's TSP account, which otherwise would have remained invested in Plaintiff White's retirement account.

103. On July 25, 2022, TSP approved and notified Plaintiff White that his "monies will be issued on July 27, 2022. Allow for standard mailing time for any portion of your payment that is scheduled to be mailed. Allow 1-2 business days for any portion that will be direct deposited into your account."

104. Despite TSP's promises, TSP never disbursed the Hardship Withdrawal proceeds to Plaintiff White.

105. Additionally, Defendants told Plaintiff White that he “can see the details of your payment on tsp.gov.” However, the TSP website does not display the status of Plaintiff White’s Hardship Withdrawal disbursement on his online account.

106. As a direct and proximate result of Defendants’ failure to provide Plaintiff White with the \$498 Hardship Withdrawal amount, Plaintiff White was forced to pay late fees and penalties for late car insurance payments, totaling approximately \$700-\$800.

107. Thus, Plaintiff White has already been—and will continue to be—forced to pay late fees he would not have incurred had TSP timely disbursed his Hardship Withdrawal proceeds.

H. Defendant Accenture

108. Defendant AFS is a wholly owned subsidiary of Accenture LLP, headquartered in Arlington, Virginia. AFS operates as a private consulting firm representing government agencies in the United States and other clients, helping them manage change, modernize information systems, optimize key headquarters governance and processes, and create improvement strategies.

109. Non-party Accenture LLP is headquartered in Palo Alto, California, and provides management consulting and professional services including risk management, enterprise architecture application development, analysis, cloud computing, system integration, testing, and security services. Accenture LLP is one of at least 221 subsidiaries, 19 of which are in the United States, owned by non-party Accenture PLC. Accenture PLC is a professional services company founded in 1951 and based in Dublin, Ireland, that provides strategy and consulting, and technology and operation services worldwide.¹⁵ Accenture PLC reported revenues of \$61.6 billion in 2022.¹⁶

¹⁵ <https://finance.yahoo.com/quote/ACN/profile?p=ACN> (last visited May 12, 2023).

¹⁶ Accenture Annual Report for Fiscal Year 2022, available at

110. As detailed herein, in November 2020, AFS won a competitive RFP issued by the Board to create an updated TSP system for TSP participants and to serve as the TSP record keeper.

I. Defendant Alight

111. Defendant Alight is registered and headquartered in Illinois. Alight is a subsidiary of Alight, Inc., a publicly traded company (NYSE:ALIT), with annual revenues in excess of \$3 billion.¹⁷ Alight touts itself as a “leader in benefits, payroll and cloud solutions.”¹⁸

112. In November 2020, Alight “announce[d] that it will team with Accenture Federal Services (AFS) to provide defined contribution recordkeeping for the Federal Thrift Savings Plan (TSP).”¹⁹ Alight further stated that “[it] will work with Accenture Federal Services to provide recordkeeping, administration and support to [TSP participants].”

J. The FRTIB Defendants

113. Defendant Ravindra Deo currently serves as the Board’s Executive Director. Mr. Deo joined the FRTIB in 2015 as the Chief Investment Officer. During his time at FRTIB, Mr. Deo also served as acting Chief Operations Officer from June 2016 to February 2017, and acting Executive Director from May 2017 to August 2017.

114. Defendant Dana K. Bilyeu has served as a member of the FRTIB since June of 2010.

115. Defendant Leona Bridge has served as member of the FRTIB since June 2022.

<https://www.accenture.com/content/dam/accenture/final/capabilities/corporate-functions/growth-and-strategy/document/Accenture-Fiscal-2022-Annual-Report.pdf#zoom=50> (last visited May 12, 2023).

¹⁷ <https://www.businesswire.com/news/home/20230221005725/en/Alight-Reports-Fourth-Quarter-and-Full-Year-2022-Results> (last visited May 12, 2023).

¹⁸ <https://www.alight.com/about/newsroom/alight-solutions-announces-appointment-of-scholl> (last visited May 12, 2023).

¹⁹ <https://www.alight.com/About/Newsroom/Alight-teams-with-Accenture-Federal-Services> (last visited May 12, 2023).

116. Defendant Stacie Olivares has served as member of the FRTIB since June 2022.

117. Defendant Mike Gerber has served as Chair of the FRTIB since approximately June 28, 2022.

118. These Defendants are collectively referred to herein as the “FRTIB Defendants.”

IV. FACTUAL ALLEGATIONS

A. The FRTIB and the Executive Director are Required by Law to Administer the TSP and Act as Fiduciaries of the TSP Participants

119. Over the last three decades there has been a major evolution in the retirement plans for most Americans in the private sector. Beginning in the early 1980s, many employers began transferring employees from defined benefit retirement plans to defined contribution plans in order to minimize their potential pension liabilities. The most common defined contribution plans are “401(k)” plans, formed pursuant to the eponymous section of the Internal Revenue Code.

120. Unlike defined benefit plans, retirees’ income under defined contribution plans are dependent upon their personal contributions to their accounts, which are typically deducted on a pre-tax basis from their paychecks. In addition to personal contributions from paychecks, employers frequently contribute to employee retirement accounts by “matching” contributions up to a certain percentage of an employee’s salary.

121. With the increase in popularity of defined contribution plans, in 1986, Congress passed FERSA and created the TSP.²⁰ The TSP is a tax-deferred retirement savings plan for Federal civilian employees and members of the uniformed services, designed to offer federal personnel benefits and services equivalent to 401K plans offered to private-sector employees.²¹

²⁰ <https://www.tsp.gov/about-the-thrift-savings-plan-tsp/> (last visited May 12, 2023).

²¹ [https://www.opm.gov/retirement-services/my-annuity-and-benefits/thrift-savings-plan/#:~:text=The%20Thrift%20Savings%20Plan%20\(TSP,under%20401\(k\)%20plans](https://www.opm.gov/retirement-services/my-annuity-and-benefits/thrift-savings-plan/#:~:text=The%20Thrift%20Savings%20Plan%20(TSP,under%20401(k)%20plans) (last visited May 12, 2023).

122. Over the last thirty years, the TSP has grown to serve approximately 6.5 million federal employees and members of the uniformed services, managing more than \$838 billion in assets.²²

123. The FRTIB oversees the TSP solely in the interest of the participants and beneficiaries.²³

124. The TSP touts itself as “one of the finest retirement plans in the world” that is “simple” for participants to take advantage of and to utilize the benefits and services offered by TSP, including the application, processing, and disbursement of TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits.²⁴

125. The TSP promises its participants several advantages, including “access to your money” through TSP’s programs providing TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits.²⁵

126. When passing FERSA, Congress established the Federal Retirement Thrift Investment Board (the “FRTIB” or the “Board”) and the position of Executive Director.

127. The Board consists of five members appointed by the President, one of whom is designated as Chairman. 5 U.S.C.S. § 8472(b). “Members of the Board shall have substantial

²² <https://www.frtib.gov/pdf/minutes/2021/Nov/MM-2021Nov-Att1.pdf> (last visited May 12, 2023).

²³ <https://www.frtib.gov/> (last visited May 12, 2023).

²⁴ <https://www.tsp.gov/tsp-basics/> (last visited May 12, 2023).

²⁵ <https://www.tsp.gov/about-the-thrift-savings-plan-tsp/> (last visited May 12, 2023). *See also* <https://www.tsp.gov/in-service-withdrawal-basics/> (last visited May 12, 2023); <https://www.tsp.gov/in-service-withdrawal-basics/financial-hardship/> (last visited May 12, 2023); <https://www.tsp.gov/loan-basics/> (last visited May 12, 2023).

experience, training, and expertise in the management of financial investments and pension benefit plans.” *Id.* § 8472(d).

128. The Board is “responsible for policies and regulations for ... the investment and management of the Thrift Savings Fund.”²⁶ The Board is required to (i) establish policies for the investment and management of the Thrift Savings Fund and the administration of TSP benefits; (ii) review the performance of investments made for the Thrift Savings Fund; and (iii) review and approve the budget of the Board. 5 U.S.C. § 8472(f). The Board may also (i) direct the Executive Director to take certain actions; (ii) remove the Executive Director for good cause (upon the concurring votes of four members); and (iii) take such other actions as may be necessary to carry out the functions of the Board. *Id.* § 8472(g).

129. Board members are fiduciaries and must discharge their responsibilities solely in the interest of TSP participants and beneficiaries. *Id.* § 8472(h); 5 U.S.C. § 8477(a)(3)(A).

130. The Executive Director is selected and appointed by the Board. 5 U.S.C. § 8474(a)(1). The Executive Director must “have substantial experience, training, and expertise in the management of financial investments and pension benefit plans.” *Id.* § 8474(a)(2).

131. The responsibilities of the Executive Director include: (i) carrying out the policies established by the Board; (ii) investing and managing the Thrift Savings Fund pursuant to the Board’s policies; and (iii) administering the TSP pursuant to FERSA. *Id.* § 8474(b). In order to fulfill these duties, the Executive Director is authorized to, *inter alia*: (i) promulgate regulations (other than those relating to fiduciary responsibilities); (ii) appoint additional personnel and retain the services of experts (subject to approval by the Board); (iii) make necessary payments out of

²⁶ <https://www.congress.gov/bill/99th-congress/house-bill/2672> (last visited May 12, 2023).

the Thrift Savings Fund; and (iv) “take such other actions as are appropriate to carry out the functions of the Executive Director.” *Id.* § 8474(c).

132. The Executive Director and each Board member are fiduciaries and must “discharge [their] responsibilities with respect to the Thrift Savings Fund or applicable portion thereof solely in the interest of the [TSP] participants and beneficiaries.” 5 U.S.C. § 8477(b)(1). They must discharge their responsibilities “with the care, skill, prudence, and diligence under the circumstances then prevailing that a prudent individual acting in a like capacity and familiar with such matters would use in the conduct of an enterprise of a like character and with like objectives.” *Id.* § 8477(b)(1)(B).

133. Pursuant to these responsibilities, the Board and the Executive Director may retain a third party to act as the TSP record keeper. The TSP record keeper is responsible for, *inter alia*, maintaining TSP records and processing transactions for TSP participants and beneficiaries.

134. On information and belief, the Board conducts, at least, monthly reviews of the TSP record keeper’s performance and retains a third party to conduct annual audits of the recordkeeper’s performance.²⁷

135. Thus, the Board and Executive Director owe duties to TSP participants and beneficiaries to timely and efficiently process and disburse their TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits.

²⁷ <https://www.dol.gov/sites/dolgov/files/EBSA/about-ebsa/our-activities/resource-center/reports/thrift-savings-plan-audit/plan-loans-process-2016.pdf> (last visited May 12, 2023).

B. Congress Provided TSP Participants with Various “Benefits,” Including TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits

136. Congress passed FERSA “to provide options for Federal employees with respect to retirement planning.”²⁸

137. FERSA § 8433, titled “Benefits and election of benefits,” sets forth the various “Benefits” available to TSP participants. Among the enumerated “Benefits” are TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits:

(b) ... any employee or Member who separates from Government employment is entitled and may elect to withdraw from the Thrift Savings Fund the balance of the employee’s or Member’s account

(e)(2) ... if an employee, Member, former employee, or former Member dies and has designated as sole or partial beneficiary his or her spouse at the time of death, or, if an employee, Member, former employee, or former Member, dies with no designated beneficiary and is survived by a spouse, the spouse may maintain the portion of the employee’s or Member’s account to which the spouse is entitled

(g)(1) At any time before separation, an employee or Member may apply to the Board for permission to borrow from the employee's or Member's account an amount not exceeding the value of that portion of such account which is attributable to contributions made by the employee or Member. Before a loan is issued, the Executive Director shall provide in writing the employee or Member with appropriate information concerning the cost of the loan relative to other sources of financing, as well as the lifetime cost of the loan, including the difference in interest rates between the funds offered by the Thrift Savings Fund, and any other effect of such loan on the employee's or Member's final account balance.

(2) Loans under this subsection shall be available to all employees and Members on a reasonably equivalent basis, and shall be subject to such other conditions as the Board may by regulation prescribe.

(h)(1) An employee or Member may apply, before separation, for permission to withdraw an amount from the employee's or Member's account based upon (A)

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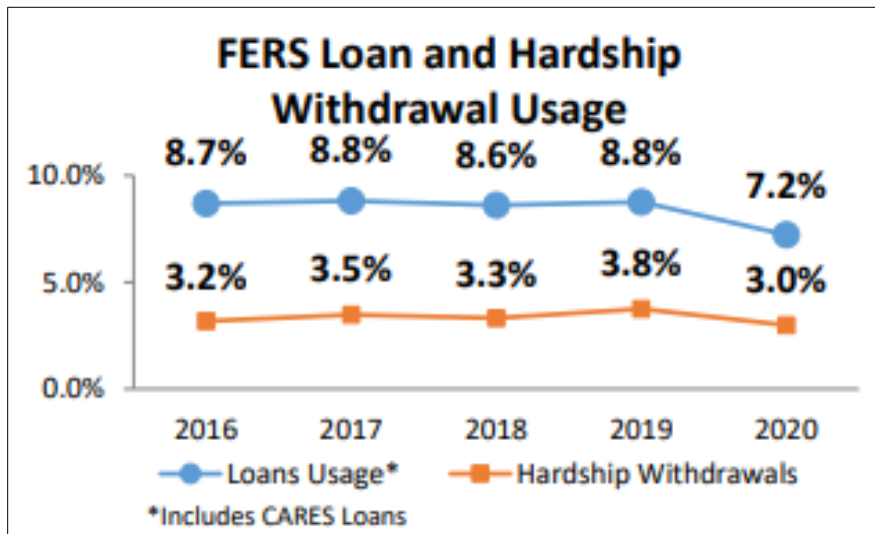
<https://uscode.house.gov/view.xhtml?path=/prelim@title5/part3/subpartG/chapter84&edition=prelim> (last visited May 12, 2023).

the employee or Member having attained age 59½; or (B) financial hardship.

(3) Withdrawals under paragraph (1) shall be subject to such other ... conditions as the Executive Director may prescribe by regulation.

5 U.S.C. § 8433.

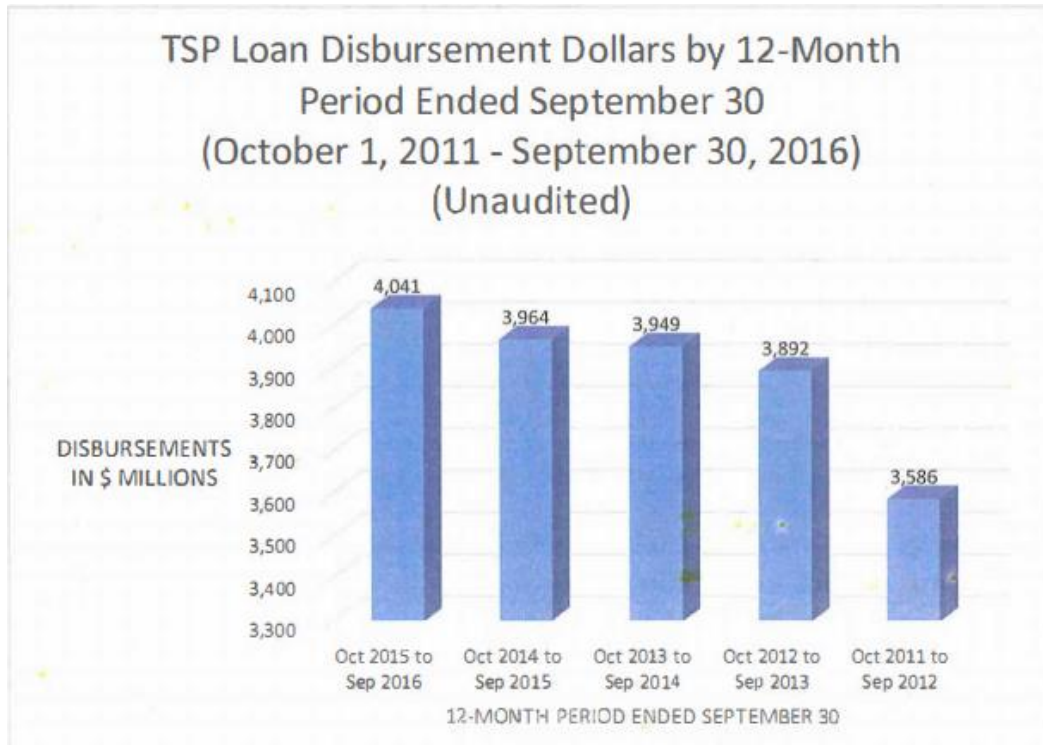
138. The TSP Loans program has been popular amongst TSP participants. In its most recent report to Congress, FRTIB reported that approximately 8% of participants took out TSP Loans and 3% took Hardship Withdrawals.²⁹



139. For the 12-month period ending September 30, 2016, over \$4 billion in TSP Loans were disbursed to TSP participants and beneficiaries.³⁰

²⁹ https://www.frtib.gov/pdf/reading-room/congress/annual/TSP-Annual-Report_2020.pdf (last visited May 12, 2023).

³⁰ <https://www.dol.gov/sites/dolgov/files/EBSA/about-ebsa/our-activities/resource-center/reports/thrift-savings-plan-audit/plan-loans-process-2016.pdf> (last visited May 12, 2023).



140. Pursuant to its Congressional mandate set out in FERSA, the FRTIB has promulgated various regulations governing the management of TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, Death Benefits, and other TSP “benefits.”

141. For instance, with respect to Death Benefits, the FRTIB promulgated 5 C.F.R. § 1651.2(a), which states that “the account balance of a deceased participant will be paid as a death benefit to the individual or individuals surviving the participant.”

142. With respect to TSP Loans, the FRTIB promulgated 5 C.F.R. § 1655.2, which states that “[a] participant can apply for a TSP general purpose or residential loan.”

143. With respect to Hardship Withdrawals, the FRTIB promulgated 5 C.F.R. § 1650.32(a), which states that “[a] participant who has not separated from Government service and who can certify that he or she has a financial hardship is eligible to withdraw all or a portion

of his or her own contributions to the TSP (and their attributable earnings) in a single payment to meet certain specified financial obligations.” *Id.*

144. With respect to Out of Service Withdrawals, the FRTIB promulgated 5 C.F.R. § 1650.11(a), which states that “participants may elect a distribution of all or a portion of their TSP accounts in a single payment, a series of installment payments, a life annuity, or any combination of these options.”

145. Applications for receipt of the foregoing benefits are submitted through TSP participants’ online accounts.³¹

146. On information and belief, the TSP website and portals allowing participants to access their accounts online are managed by the TSP record keeper and under the control of the Board and Executive Director.

147. Defendants represent that once processed, approved TSP Loan monies will generally be disbursed to participants within three business days.³² Further, Defendants state that participants “can check the status of [their] loan[s] by logging into My Account on tsp.gov.”³³

148. On or around the same day that the TSP record keeper approves and processes the loan application, the amount of the loan is deducted from the participant’s TSP account. This date is known as the disbursement date, even though participants may not have received funds on the date of disbursement.

³¹ <https://www.tsp.gov/loan-basics/applying-for-a-loan/> (last visited May 12, 2023).

³² <https://www.tsp.gov/publications/tspbk04.pdf> (last visited May 12, 2023).

³³ *Id.*

149. 5 C.F.R. § 1655.13(b) provides that once a TSP Loan is approved by the TSP recordkeeper, it “will be issued,” unless certain conditions (none of which are relevant to this Complaint) are met.

150. The FRTIB’s regulations define “loan issue date” as when “the TSP record keeper disburses funds *from* the participant’s account for the loan amount.” 5 C.F.R. § 1655.1(b). Thus, under the FRTIB’s regulations, a “disbursement” occurs when funds are deducted *from* a TSP participant’s account, and not when the participant receives the loan proceeds.

151. Interest on a TSP Loan begins to accrue on the date of issuance, and the first interest and principal payment is due 60 days thereafter. *Id.* § 1655.14(c).

152. 5 C.F.R. § 1655.13(e) further provides that “[i]f a loan disbursement is returned as undeliverable, the TSP record keeper will attempt to locate the participant. If the participant does not respond within 90 days, the TSP record keeper will repay the loan with the returned loan proceeds.”

153. If the TSP participant fails to make up missed loan payments by the end of the calendar quarter following the calendar quarter in which the first payment was missed, the TSP record keeper will declare the loan to be a deemed distribution and the participant will suffer attendant income tax consequences. *Id.* § 1655.14(e). The regulations provide that requests for Hardship Withdrawals must be made “in the form and manner prescribed by the TSP record keeper.” 5 C.F.R. § 1650.42(a). TSP advertises that “taking an in-service withdrawal from your TSP account can be a lifesaver when you’re facing a financial hardship.”³⁴

³⁴ *Id.*

154. To qualify for a Hardship Withdrawal, the TSP participant “must have a financial need that results from at least one of the following five conditions:” (1) negative monthly cash flow; (2) incurred medical expenses; (3) incurred costs related to a personal casualty loss; (4) paid attorney fees and court costs associated with a divorce or separation; or (5) incurred expenses on account of a FEMA-declared disaster. 5 C.F.R. § 1650.32(b).

155. The regulations also specify that requests for Out of Service Withdrawals must be made “in the form and manner prescribed by the TSP record keeper.” *Id.* § 1650.24.

156. TSP advertises that it processes Hardship Withdrawal and Out of Service Withdrawal requests daily and that applicants can check the status of their request online.³⁵

157. Upon the date of approval of a Hardship Withdrawal or Out of Service Withdrawal, TSP deducts the funds from participants’ accounts. If not deducted, those amounts would remain in the participants’ investment accounts, accruing gains and/or interest.

158. When a participant receives a Hardship Withdrawal, there are several tax implications for the TSP participant. First, the TSP withholds 10% on the taxable portion of the withdrawal amount for federal income tax. Second, the withdrawal is subject to federal and state income tax at the ordinary rate. Third, most applicants under the age of 59 ½ will be subject to an additional IRS early withdrawal penalty of 10%.

159. Once a “financial hardship [withdrawal] disbursement is made,” “the TSP record keeper will not accept a financial hardship withdrawal request for a period of six months.” *Id.* § 1650.42(b).

³⁵ <https://www.tsp.gov/withdrawals-in-retirement/> (last visited May 12, 2023); <https://www.tsp.gov/publications/tspb12.pdf> (last visited May 12, 2023) (“We disburse withdrawals each business day.”).

160. Further, “[o]nce [a] withdrawal has been disbursed, [the participant] cannot return it.”³⁶

C. TSP Participants Pay Millions of Dollars in Application Fees and Administrative Expenses for, *Inter Alia*, the Timely and Efficient Processing of their Benefits

161. The TSP charges all participants fees in exchange for the benefits that it purportedly offers them, as listed on its website.

162. The TSP website makes clear that “TSP[] charge[s] fees in order to meet their expenses.”³⁷ TSP’s website explicitly recognizes that the fees it charges participants for its services and benefits have a direct impact on the balance and growth of their TSP accounts: “[T]he cumulative effect of fees and expenses can substantially reduce the growth of your investments.”³⁸

163. It states on the TSP website that the fees the TSP charges participants—including administrative expenses and TSP Loan fees—are paid by participants in exchange for the TSP “providing participant services” and “operating and maintaining [the TSP] recordkeeping system.”³⁹ This page states further that all participants pay TSP administrative expenses: “All TSP participants in a given fund pay the same percentage of their investment in the fund to help us meet our expenses.”⁴⁰

164. The TSP website makes clear that the “participant services” that TSP promises to provide participants in exchange for the fees they are charged, include TSP Loans⁴¹, Hardship

³⁶ <https://www.tsp.gov/publications/tspbk12.pdf?TSP-BK-12> (last visited May 12, 2023) (citing 5 C.F.R. § 1650.17(b)); 5 U.S.C. § 8433(d)(2).

³⁷ <https://www.tsp.gov/tsp-basics/administrative-and-investment-expenses/> (last visited May 12, 2023).

³⁸ *Id.*

³⁹ *Id.*

⁴⁰ *Id.*

⁴¹ <https://www.tsp.gov/loan-basics/> (last visited May 12, 2023).

Withdrawals⁴², Out of Service Withdrawals⁴³, and Death Benefits⁴⁴, including the timely processing of same:

TSP loan basics

As an active TSP participant (a current federal civilian worker or member of the uniformed services), you're allowed to borrow money from your TSP account. You repay the loan with interest in regular payments—through payroll deduction if you're still in federal service, or by direct debit, check, or money order if you've left federal service. The interest rate, which stays the same for the life of the loan, is the same as the [G Fund](#) interest rate for the month before you request the loan.



Current TSP loan interest rate

3.625%

Financial hardship

Having the option of taking an in-service withdrawal from your TSP account can be a lifesaver when you're facing a financial hardship.

Withdrawals in retirement


You have several options for how to use the money in your TSP account after you retire or separate from federal service or the uniformed services. You can keep money in your TSP account as long as you want to. If you have other sources of income in retirement and don't need money from your TSP account right now, you don't need to request withdrawals (also called distributions or post-employment distributions when you take money out after you leave federal service) until you reach a certain age and become subject to [required minimum distributions \(RMDs\)](#).

⁴² <https://www.tsp.gov/in-service-withdrawal-basics/financial-hardship/> (last visited May 12, 2023).

⁴³ <https://www.tsp.gov/withdrawals-in-retirement/> (last visited May 12, 2023).


⁴⁴ <https://www.tsp.gov/for-beneficiaries/beneficiary-distributions/> (last visited May 12, 2023).

Death benefits

Spouse Beneficiary. If a spouse is determined to be a beneficiary of part or all of a civilian or uniformed services account, we will establish a **beneficiary participant account** in the spouse's name. The money in the beneficiary participant account will be invested just as it was in the deceased participant's account except for any money the participant had invested in the mutual fund window. Money from the mutual fund window will be reinvested in TSP funds according to the deceased participant's investment election on file. Moving money into the new beneficiary account is not a taxable transaction. For more detailed information about beneficiary participant accounts, read the booklet [Your TSP Account: A Guide for Beneficiary Participants](#) .

165. More than \$368 million and \$413 million were deducted from TSP Accounts for administrative expenses in 2020 and 2021, respectively.⁴⁵

166. In addition to the administrative expenses TSP charges all participants in exchange for its services, TSP also charges fees for TSP Loans⁴⁶:

General Purpose	Primary Residence
✔ May be used for any purpose	✔ May only be used for future purchase or construction of a primary residence
✔ Requires no documentation	✔ Requires documentation
✔ Has a repayment term of 12 to 60 months	✔ Has a repayment term of 61 to 180 months
✔ Processing fee: \$50	✔ Processing fee: \$100
 Your loan payments must start within 60 days of your loan being sent.	

⁴⁵ <https://www.tsp.gov/loan-basics/loan-types-and-terms/> (last visited May 12, 2023).

⁴⁶ *Id.*

167. TSP participants under the age of 59.5 years old must pay a 10% penalty for Hardship Withdrawals.⁴⁷

168. The TSP website makes multiple representations to participants and beneficiaries that the fees they are charged will be used to provide them with various benefits and services, including the timely and efficient processing of their TSP Loan and Hardship Withdrawal requests, while omitting that TSP lacked sufficient processes to do so.

169. One of the representations to participants and beneficiaries on TSP's website is that it will disburse TSP Loan proceeds within 3 days⁴⁸:

Receiving Your Loan

Once processed, your loan will generally be disbursed within three business days. You can check the status of your loan by logging in to My Account on [tsp.gov](https://www.tsp.gov).

170. Similarly, TSP's website represents to participants that Hardship Withdrawals and Out of Service Withdrawals will be processed daily.⁴⁹ These are the representations and omissions that TSP made to participants on its website, and upon which participants and beneficiaries—including Plaintiffs—paid money to TSP in the form of TSP Loan fees, Hardship Withdrawal penalties, and administrative/regularly recurring fees.

171. In 2020 and 2021, loan administrative fees exceeded \$11 million annually.⁵⁰

⁴⁷ <https://www.tsp.gov/publications/tspbk12.pdf> (last visited May 12, 2023).

⁴⁸ <https://www.tsp.gov/publications/tspbk04.pdf> (last visited May 12, 2023).

⁴⁹ <https://www.tsp.gov/withdrawals-in-retirement/> (last visited May 12, 2023); <https://www.tsp.gov/publications/tspbk12.pdf> (“We disburse withdrawals each business day.”) (last visited May 12, 2023).

⁵⁰ <https://www.frtib.gov/pdf/reading-room/FinStmnts/TSP-FS-Dec2021.pdf> (last visited May 12, 2023).

D. In 2016, the Board and Executive Director Sought to Improve the TSP System

172. Historically, the Board and Executive Director fulfilled their fiduciary duties by managing both the hardware and software for its retirement platform largely in-house.⁵¹ Prior to the Recordkeeping Services Acquisition Contract with AFS (defined below), the TSP utilized the OmniPlus recordkeeping system.⁵² During this time, the FRTIB “[d]evelop[ed] processes and procedures[;] [o]wn[ed] and maintain[ed] IT systems and applications[;] [and] [m]anag[ed] vendors that provide labor resources to execute the work.”⁵³

173. In 2016, the Board identified a need to transition the TSP from its old system to a new, modern system. FRTIB Director of External Affairs, Kim Weaver, described “the old system” as “secure” but not “agile” in its ability to offer benefits and services to participants because the platform technology was out of date.⁵⁴

174. The Board conducted an Analysis of Alternatives to identify “the best path forward” for FRTIB and TSP participants. The FRTIB considered six factors in its analysis: (1) cyber security and remediation, (2) growth and flexibility, (3) business risk management, (4) participant experience, (5) financial impact, and (6) transition.⁵⁵

175. The Board sought to make several improvements to the TSP including, *inter alia*, its cybersecurity and IT infrastructure, customer service, and to provide new services to its

⁵¹ <https://www.plansponsor.com/in-depth/thrift-savings-plan-overhaul-moves-forward-bumpy-launch/> (last visited May 12, 2023).

⁵² <https://www.frtib.gov/pdf/reading-room/StratPlan/FRTIBStrategicPlan-2017-2021.pdf> (last visited May 12, 2023).

⁵³ <https://www.frtib.gov/pdf/minutes/2022/June/Att1-Converge-Update-June2022.pdf> (last visited May 12, 2023).

⁵⁴ <https://www.plansponsor.com/in-depth/thrift-savings-plan-overhaul-moves-forward-bumpy-launch/> (last visited May 12, 2023).

⁵⁵ <https://www.frtib.gov/pdf/minutes/2022/June/Att1-Converge-Update-June2022.pdf> (last visited May 12, 2023).

participants, including the processing of Hardship Withdrawals, TSP Loans, Out of Service Withdrawals, and Death Benefits. Among other things, the Board stated that it sought to retain “a single vendor [to] provid[e] recordkeeping services,” so that they could provide “a greater range of services and tools to participants.”⁵⁶ The Board also recognized that its services were not on par with the private sector and it sought “to provide top-tier services to participants via the new vendor that are on par with leading retirement providers, agile and adapted to trends in the defined contributions industry.” Moreover, the Board sought to remove itself from the management of the TSP platform and to have “the vendor... own and operate all IT infrastructure, allowing it to easily adapt and scale and eliminating the need for FRTIB to invest in and maintain recordkeeping databases, application servers, and hardware.”

176. These improvements would be implemented in a project that would later be known as the “Converge Program” (herein “Converge” or “Program”).

177. In 2016, the FRTIB also retained KPMG to conduct a performance audit of the TSP’s loans process over the course of October 1, 2015 through September 30, 2016.⁵⁷ KPMG completed its audit and presented its findings to the Board on or around May 9, 2017 (the “KPMG Report”). The purpose of the KPMG Report was to: “[d]etermine whether the Agency^[58] implemented certain procedures to (1) process TSP loan transactions promptly and accurately in individual participant accounts and in the appropriate investment fund(s); (2) disburse TSP loans in accordance with regulations and participant authorizations; (3) limit participation in the TSP loan program to participants who meet eligibility criteria; and (4) accurately record loan activity

⁵⁶ *Id.*

⁵⁷ <https://www.dol.gov/sites/dolgov/files/EBSA/about-ebbsa/our-activities/resource-center/reports/thrift-savings-plan-audit/plan-loans-process-2016.pdf> (last visited May 12, 2023).

⁵⁸ The “Agency” refers to the Board and its staff.

in the accounting records[;]” and “[t]est compliance of the TSP loans process” in accordance with FERSA and regulations promulgated thereunder.

178. Among other findings, the KPMG Report states that the audit “did not identify any instances of noncompliance with” the statutes and regulations governing TSP Loans and that there were sufficient “procedures to [] process TSP loan transactions promptly and accurately in individual participant accounts.”

179. The KPMG Report noted that the Board’s “contract with the TSP Service Bureau contractor requires that incoming documents are processed within two business days of receipt” and that the Executive Director monitors compliance with this requirement. The Report further revealed that “the Agency defined an internal benchmark of the acceptable percentage of forms processed within five business days in order to assess the contractor’s form processing time metrics in the monthly performance reports; however, the Agency had not modified the terms of the contract to be consistent with the internal benchmark.” The KPMG Report noted that 17% of taxable distributions audited did not comply with the contractually-required two business days of receipt requirement and one was not processed for six business days after receipt, one day in excess of the Agency’s internal benchmark.

180. On June 28, 2018, the FRTIB issued a Request for Proposal (“RFP”) for the Recordkeeping Services Acquisition.⁵⁹ The RFP stated that “[t]he Federal Retirement Thrift Investment Board (FRTIB) has been seeking highly qualified contractors to support Thrift Savings Plan (TSP) Recordkeeping and to provide defined contribution managed services that will operate

⁵⁹ Agency Bid No. Title: TIB-2017-RFP-0001-RKSA, *available at* <https://sam.gov/opp/f706db43904cecea0e2107a8b38fc985/view#contact> (last visited May 12, 2023).

and manage the associated people, processes, and systems required to deliver TSP retirement services.”⁶⁰ The “Scope of Services” provided in the RFP specifically included “[p]rocess[ing] loans and administrative services associated with loans,” “maintaining Plan records,... processing participants’... distributions,” and “participant correspondence.... [i]nclud[ing] plan website.”⁶¹

181. Given the “FRTIB’s size and scale requirements for defined contribution / deferred compensation (DC/DC) retirement services”, the RFP included a “Minimum Qualifications process.”⁶² Among other requirements for the contract was that vendors be able to: (1) offer “administrative services that provide reliable and responsive transactional integrity,” including, “Maintaining and updating Plan records[;] Processing employing agencies’ payroll data[;] ***Processing participants’ transactions***[;] Issuing account statements to participants[;] [and] Processing forfeitures, other exceptions, and error correction.”⁶³ The vendor must also be able to “provide participants and beneficiaries with personalized services that provide seamless support,” including by “[s]upporting participant inquiries and processing requests through an integrated multichannel contact center,” and “[p]roviding a seamless and structured management capability for escalating cases to FRTIB for issue or decisional resolution.”⁶⁴ The RFP emphasized the importance of a successful transition from OmniPlus and included requirements pertaining to “achievement of reliable transition and ongoing operational services,” such as “[m]onitoring and reporting performance and taking appropriate remedial action when necessary,” “[m]inimizing the number of processing errors,” and “[p]roviding data access for individual recordkeeping data and

⁶⁰ Agency Bid No. Title: TIB-2017-RFP-0001-RKSA, *Recordkeeping Services Acquisition Statement of Objectives* at 3.

⁶¹ *Id.* at 5.

⁶² Agency Bid No. Title: TIB-2017-RFP-0001-RKSA, *RKSA Minimum Qualification*.

⁶³ *Id.* at 1.

⁶⁴ *Id.* at 2.

aggregation.”⁶⁵ The RFP further provided that the vendor must “[f]acilitat[e] a successful transition with a minimal blackout period while retaining the confidence and trust of participants and stakeholders” and “[a]ssum[e] *full contract responsibility as a result of meeting the acceptance criteria in the contract.*”⁶⁶

182. The RFP warned potential TSP record keepers of several “key constraints,” including that “[t]he TSP is governed by FERSA,” “[p]lan changes and implementation dates may be mandated by statute,” “[t]he TSP is subject to substantial, ongoing audits and regulatory oversight and involvement,” and the “current state of data quality.”⁶⁷ Among other metrics that the “FRTIB is seeking for ongoing management, measurement and reporting” were “[r]esponsive support for participant inquiries,” and “[t]ransaction processing time... [and] quality.”⁶⁸

183. The RFP included requirements that potential vendors be able to “administer[] legal and death cases processing” under regulatory and compliance requirements under FERSA.⁶⁹

184. The RFP also included “Operational Requirements Dictated by FERSA.” This document warned potential TSP recordkeepers, among other things, that: (1) “[a]ctive participants *must* be permitted to make a hardship withdrawals from the portion of the account attributable to employee contributions;” (2) “[a]ctive participants *must* be permitted to make in service withdrawals after the age of 59 1/2;” and (3) “[a]ctive participants *must* be permitted to borrow from their accounts.”⁷⁰

⁶⁵ *Id.* at 3.

⁶⁶ *Id.*

⁶⁷ Agency Bid No. Title: TIB-2017-RFP-0001-RKSA, *Recordkeeping Services Acquisition Statement of Objectives* at 9.

⁶⁸ *Id.* at 10.

⁶⁹ *Id.* at 2.

⁷⁰ Agency Bid No. Title: TIB-2017-RFP-0001-RKSA, *Operational Requirements Dictated by FERSA* at 1.

E. The FRTIB Hired AFS and Alight to Build, Implement, and Manage the New TSP System for TSP Participants.

185. After receiving and evaluating several proposals, in November 2020, the FRTIB awarded the Recordkeeping Services Acquisition RFP to AFS (“Contract”) as part of the Converge transition, as well as to provide post-transition recordkeeping services.⁷¹

186. Under the Contract, AFS was to provide the following services to the Board for the benefit of TSP participants: (1) maintaining eligibility records, (2) managing payroll data, (3) processing transactions such as contribution elections, investment elections, withdrawals, loans, and beneficiary designations, (4) issuing account statements to participants, (5) providing online account access, and (6) providing responsive customer support to TSP participants.⁷²

187. When announcing the Contract in November 2020, Executive Director Deo stated that the Contract with AFS “will allow us to offer better, more seamless and higher quality services to our participants,” such as the timely and efficient processing and disbursement of Hardship Withdrawals, TSP Loans, Out of Service Withdrawals, and Death Benefits.⁷³

188. AFS’ senior managing director, Elaine Beeman, also touted the benefits of the Contract for TSP participants: “It’s an honor to support the FRTIB to reimagine retirement services and improve the customer experience of the TSP.”⁷⁴ Ms. Beeman added that AFS would add to TSP “new functions [that] will give participants more self-service options to meet the expectations

⁷¹ <https://newsroom.accenture.com/news/accenture-federal-services-wins-federal-retirement-thrift-investment-board-contract-to-improve-retirement-outcomes-for-civil-service-and-military-401k.htm> (last visited May 12, 2023).

⁷² 87 FR 31670, 31670; *see also* <https://www.federalregister.gov/documents/2022/05/24/2022-10875/transition-to-a-new-recordkeeping-system> (last visited May 12, 2023).

⁷³ <https://federalnewsnetwork.com/tsp/2020/11/tsp-hires-new-vendor-to-take-the-plan-into-the-21st-century/> (last visited May 12, 2023).

⁷⁴ <https://newsroom.accenture.com/news/accenture-federal-services-wins-federal-retirement-thrift-investment-board-contract-to-improve-retirement-outcomes-for-civil-service-and-military-401k.htm> (last visited May 12, 2023).

of an increasingly digital, savvy TSP customer and ultimately meet the needs at the heart of our client’s mission, to help all federal employees effectively prepare for their retirement.”⁷⁵

189. The Contract “encompasses everything from managing the TSP call centers and software that process participants’ transactions to improving the plan’s cybersecurity posture and IT infrastructure.”⁷⁶

190. AFS promised to provide TSP participants with a modern, flexible, and secure platform that would streamline processes and “improve the customer experience.”⁷⁷

191. Additionally, “Accenture will also help the FRTIB provide several new services, including a mutual fund window, electronic signature capabilities and a mobile app for the plan’s participants.”⁷⁸

192. As part of its obligation to “improve the customer experience,” AFS was expected to create functional communication platforms, including phone (branded as the ThriftLine), live chat, virtual assistant (branded as AVA), secure messaging, email, interactive voice response, website, mobile, mail, and fax.⁷⁹

193. Alight too touted its role in the Converge transition. When announcing its role in the program, Stephan Scholl, CEO of Alight, touted the company’s “long history of administering

⁷⁵ *Id.*

⁷⁶ <https://federalnewsnetwork.com/tsp/2020/11/tsp-hires-new-vendor-to-take-the-plan-into-the-21st-century/> (last visited May 12, 2023).

⁷⁷ <https://newsroom.accenture.com/news/accenture-federal-services-wins-federal-retirement-thrift-investment-board-contract-to-improve-retirement-outcomes-for-civil-service-and-military-401k.htm> (last visited May 12, 2023).

⁷⁸ <https://federalnewsnetwork.com/tsp/2020/11/tsp-hires-new-vendor-to-take-the-plan-into-the-21st-century/> (last visited May 12, 2023).

⁷⁹ <https://newsroom.accenture.com/news/accenture-federal-services-wins-federal-retirement-thrift-investment-board-contract-to-improve-retirement-outcomes-for-civil-service-and-military-401k.htm> (last visited May 12, 2023).

large, complex defined contribution plans... help[ing] millions of U.S. workers save for a more secure retirement.”⁸⁰ Mr. Schnoll further stated that Alight was “honored to be selected to team with AFS to help advance the critical work of TSP in ensuring the long-term savings and retirement readiness of millions of Federal workers and members of the uniformed services.”

194. Alight promoted its role in the Contract as affording TSP participants equivalent benefits to private sector retirement benefit services, like Fidelity and Charles Schwab, stating that “[u]nder the terms of the contract, TSP participants will benefit from the innovation and investments available from a scaled commercial provider.”⁸¹

195. The Converge program was conducted in phases over a span of approximately thirteen months, with delivery milestone expectations set forth in the Contract.⁸²

196. To implement Converge, AFS planned to temporarily shut down current TSP services from mid-May to June 2022.⁸³

197. As part of the Contract, AFS agreed to provide a fully operational TSP platform for TSP participants, including delivery of all promised features by the “Go-Live date” of June 1, 2022.⁸⁴

⁸⁰ <https://www.alight.com/About/Newsroom/Alight-teams-with-Accenture-Federal-Services> (last visited May 12, 2023).

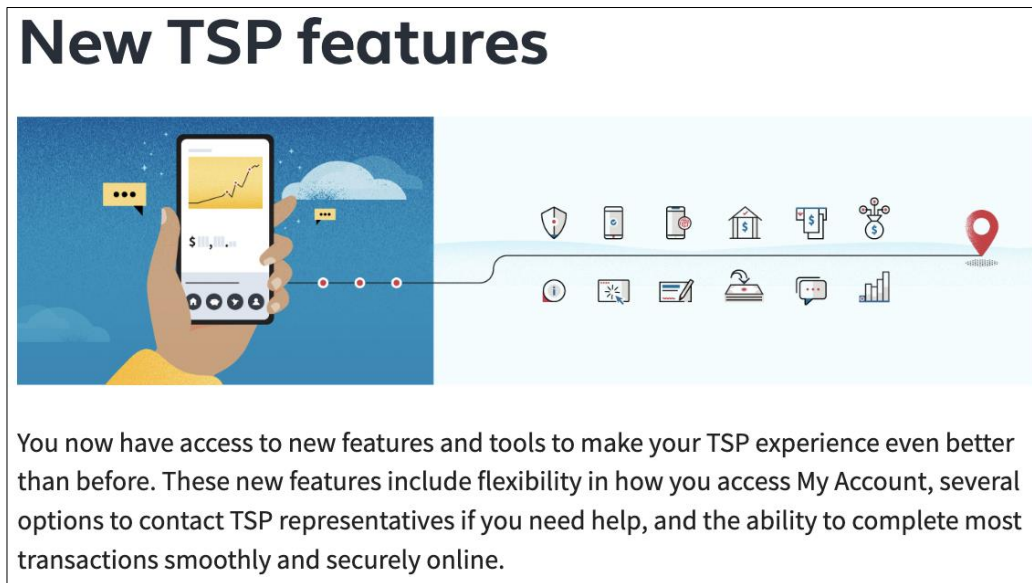
⁸¹ *Id.*

⁸² <https://www.frtib.gov/pdf/minutes/2022/June/Att1-Converge-Update-June2022.pdf> (last visited April 17, 2023); https://www.frtib.gov/meeting_minutes/2022/2022June.pdf (last visited May 12, 2023).

⁸³ <https://www.tsp.gov/plan-news/temporary-suspension-of-certain-TSP-transactions-and-services/> (last visited May 12, 2023).

⁸⁴ <https://www.frtib.gov/pdf/minutes/2022/June/Att1-Converge-Update-June2022.pdf> (last visited May 12, 2023); https://www.frtib.gov/meeting_minutes/2022/2022June.pdf (last visited April 17, 2023).

198. The TSP website makes representations to participants that its “new TSP features” will improve TSP’s services for participants, including access to benefits:⁸⁵



199. On information and belief, the FRTIB paid AFS and/or Alight at least \$100 million in connection with the Converge transition program.⁸⁶ Further, under the terms of the Contract, AFS and/or Alight receives payments from TSP participants, via the FRTIB, based on the number of calls that come into the ThriftLine such that AFS and Alight are financially disincentivized to design a functional system or correctly process TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits.

200. A highly redacted copy of the Contract is publicly available.⁸⁷ While the document redacts most of the Contract’s material terms and omits critical attachments thereto containing, *inter alia*, the amount that Accenture received for the Converge “Transition,” payments for each

⁸⁵ <https://www.tsp.gov/new-tsp-features/> (last visited May 12, 2023).

⁸⁶ See <https://federalnewsnetwork.com/tsp/2020/11/tsp-hires-new-vendor-to-take-the-plan-into-the-21st-century/> (last visited May 12, 2023).

⁸⁷ <https://www.frtib.gov/pdf/reading-room/FOIA/frequent/TIB-2021-C-0003%20Accenture%20Federal%20Services.pdf> (last visited May 12, 2023).

transaction processed, and the time requirements for processing and disbursing TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits, the Contract does reveal that Accenture, “[i]ndependently and not as an agent of the Government,” is responsible for “furnish[ing] all the necessary services, qualified personnel, material, equipment, and facilities, not otherwise provided by the Government as needed to perform the Recordkeeping Services.”

201. On information and belief, the Contract required AFS and/or Alight to process and distribute at least 95% of TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits within three to five business days.⁸⁸ As shown below, AFS and/or Alight utterly failed to meet this requirement, thereby causing significant harm to the Plaintiffs and the members of the Class.

F. AFS and Alight Failed to Provide TSP Participants the Services and Level of Care Demanded by the Contract, FERSA, and Industry Standards

202. From the time the Contract was awarded to AFS through its Go-Live date (June 1, 2022), the FRTIB, Executive Director, AFS, and Alight failed to ensure that TSP services and the changes made thereto were fully operational and functional, as promised in the Contract and required by FERSA

203. For instance, AFS’ CEO, Ms. Beeman, stated in the August 24, 2022 FRTIB meeting that “I personally wanted to start with an apology. In the early days of the program go-live, the call center experience *was just not up to standards*. It was not up to the standards of the

⁸⁸ See KPMG, *Performance Audit of the Thrift Savings Plan Loans Process*, July 20, 2021, at III.3 (explaining that the Contract requires “form processing time to no later than five business days of initial receipt for 95 percent of all forms”) (*available at* <https://www.dol.gov/sites/dolgov/files/EBSA/about-ebsa/our-activities/resource-center/reports/thrift-savings-plan-audit/plan-loans-process-2021.pdf> (last visited May 12, 2023)).

FRTIB [and] it was not up to our standards. It was certainly not the experience that the participants and beneficiaries of the [TSP] deserve.”⁸⁹

204. Nine months after the transition’s Go-Live Date, problems still remain and continue to harm Plaintiffs and Class members. On February 6, 2023, *Government Executive*, a daily publication covering the business of the federal government, published an article and podcast titled: “*The TSP Transition is Still Giving Users Some Problems.*”⁹⁰ Therein, the *Government Executive* recognized that “the transition was troubled from the start.” It further stated that the “transition is far from complete,” that “[u]sers still report some bugs, errors and difficulties with the revamped site,” and that these issues have “affect[ed] the financial lives of millions of federal employees.”

205. The February 6, 2023 *Government Executive* podcast contained an interview with Abraham Grungold, a TSP participant and financial professional that advises TSP participants. Mr. Grungold complained that even after months of claiming to fix issues with the transition, there are still issues with monthly withdrawals and loan payments, among “many other issues.” Mr. Grungold noted that he personally experienced withdrawal issues when he sought to make a withdrawal in August 2022. He noted that the online portal did not allow him to make his withdrawal request, so he called the ThriftLine. The ThriftLine representative confirmed that the request was not being processed due to a “system wide problem [and he should] try back in a few weeks.” When Mr. Grungold called back a few weeks later, he experienced the same problem.

⁸⁹ <https://federalnewsnetwork.com/tsp/2022/08/we-got-it-wrong-tsp-contractor-apologizes-for-initial-issues-shares-positive-progress/> (last visited May 12, 2023); *see also* <https://federalnewsnetwork.com/tsp/2022/06/tsp-board-increases-call-center-staff-but-still-nowhere-near-where-we-need-to-be/> (last visited May 12, 2023).

⁹⁰ <https://www.govexec.com/workforce/2023/02/tsp-transition-still-giving-users-some-problems/382601/> (last visited May 12, 2023).

This time, the ThriftLine representative told him the withdrawal would only be processed if he increased his requested amount by 400% to \$4,000. Mr. Grungold's personal experience was not an outlier, and he has been "contacted by many people" who were told by the ThriftLine similar excuses for AFS's and/or Alight's failure to process withdrawal requests. One person reported that they were told they must make a \$7,100 withdrawal in order for the TSP recordkeeper's system to process the request, and another person was told they needed to make a \$9,300 withdrawal. Notably, there is only a \$25 minimum for standard withdrawals.⁹¹ Mr. Grungold rightly noted that the TSP record keeper's failure to process qualified withdrawal requests "is a big problem" that has not yet been resolved.

206. Mr. Grungold also mentioned that when a withdrawal is processed, AFS and/or Alight improperly withhold too much for federal taxes. He personally called the ThriftLine and was told that this was due to a "system wide issue" caused by AFS's and/or Alight's error of changing the marital status of married participants to single. But the stated reason for the increase in withholding appeared to be another misrepresentation as Mr. Grungold spoke with non-married participants who also reported increased withholding amounts. Mr. Grungold bemoaned that AFS and/or Alight never inform TSP participants of such "system wide issue[s]," leaving TSP participants guessing for causes.

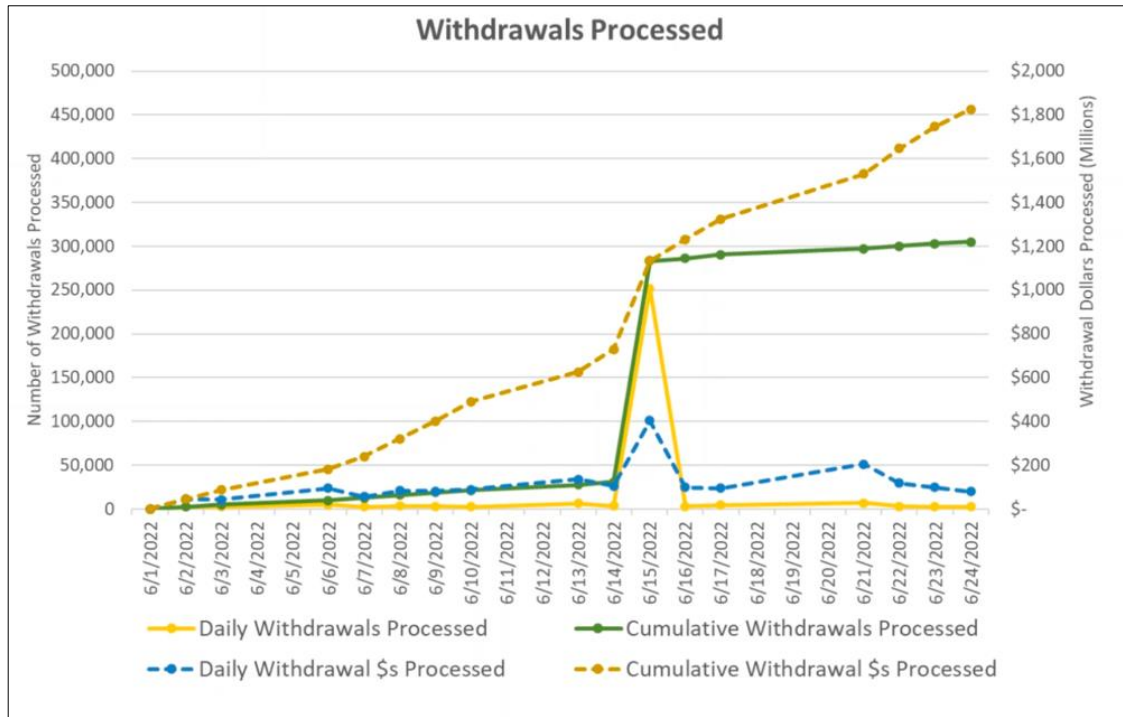
207. Not only are withdrawals improperly handled, Mr. Grungold noted that the TSP's system is not up to industry standards. While the TSP's website created by AFS and/or Alight "looks great [and] has large fonts [with] wonderful colors"⁹², [participants] are not getting the

⁹¹ <https://www.tsp.gov/publications/tspb25.pdf> (last visited May 12, 2023).

⁹² Not all that surprisingly, the "branding, look and feel, voice and tone for the TSP" communications with participants are "out-of-scope services" under the RFP, for which AFS

performance [they] would get, say from a Fidelity or a Charles Schwab type of website,” Mr. Grungold said.

208. Despite Defendants’ public assurances that they process withdrawal and distribution requests each business day, the chart below shows that Defendants did not process withdrawals until *two weeks* after the “new” website launched.⁹³



209. After hearing the numerous errors harming TSP participants, Ross Gianfortune, the host of the podcast, said he was “shocked” by AFS’ failures: “Accenture is not some fly by night [company]. It’s a pretty big technological concern, how they can’t double the kind of stuff that other similar systems... like Charles Schwab [and] those kinds of firms” can do.⁹⁴

and/or Alight are not responsible. Agency Bid No. Title: TIB-2017-RFP-0001-RKSA, *Recordkeeping Services Acquisition Statement of Objectives* at 6.

⁹³ <https://www.frtib.gov/pdf/minutes/2022/June/Att1-Converge-Update-June2022.pdf> (last visited May 12, 2023).

⁹⁴ <https://www.govexec.com/workforce/2023/02/tsp-transition-still-giving-users-some-problems/382601/> (last visited May 12, 2023).

1. Defendants Failed to Disburse Loan Proceeds to Approved Participants

210. TSP offers participants the option to borrow money from their own retirement accounts through TSP Loans.⁹⁵

211. TSP Loans comprise two types: general purpose loans or primary residence loans, which eligible participants can apply for, for a processing fee. TSP participants must pay a \$50 fee for a general purpose loan or \$100 for a primary residence loan.⁹⁶

212. Eligible TSP participants can apply for a TSP Loan through their online accounts.⁹⁷

213. TSP advertises to its participants that once processed, approved TSP Loan monies will generally be paid to participants within three business days.⁹⁸

214. On or around the same day that TSP approves and processes the loan, the amount of the loan is deducted from participants' TSP accounts, and participants must begin making payments—including interest—within sixty days of that date.⁹⁹

215. Interest on TSP Loans accrues daily.¹⁰⁰

216. Despite Defendants' public assurances, since AFS and Alight became the TSP Recordkeepers in 2022, TSP participants who have applied for and were approved for TSP Loans have not received their funds within three days, or even three months in some cases. Indeed, TSP participants, including Plaintiffs Rodriguez and Watson, have reported that funds were deducted from their accounts, but they never received the proceeds.

⁹⁵ <https://www.tsp.gov/loan-basics/loan-types-and-terms/> (last visited May 12, 2023).

⁹⁶ *Id.*

⁹⁷ <https://www.tsp.gov/tsp-loans/> (last visited May 12, 2023).

⁹⁸ <https://www.tsp.gov/publications/tspbk04.pdf> (last visited May 12, 2023).

⁹⁹ <https://www.tsp.gov/tsp-loans/> (last visited May 12, 2023).

¹⁰⁰ <https://www.tsp.gov/publications/tspbk04.pdf> (last visited May 12, 2023).

217. Adding insult to injury, AFS and/or Alight began to demand that these individuals make principal and interest payments for a loan they never received. Not only will individuals suffer negative credit implications if a loan is marked delinquent, the loan proceeds, again, which were never received, may be subject to a 10% early withdrawal penalty and must be reported as income for IRS purposes.¹⁰¹

218. After submitting applications, TSP participants are also unable to independently check the status of their loan applications online. Instead, TSP participants are forced to call the ThriftLine to inquire about the status of the loan—to no avail.

219. Even when TSP participants reach ThriftLine call center representatives, they are unable to check the status of their TSP Loans.

220. Several TSP participants wrote on a social media website, Reddit, about problems obtaining their Loan proceeds and information about the status of their Loan requests.¹⁰²

- a. A Reddit user wrote on November 4, 2022: MY LOAN WAS ISSUED ON 10/4. THE FUNDS WERE REMOVED FROM MY ACCOUNT, YET NEVER DISBURSED TO MY CHECKING ACCOUNT. I HAVE BEEN REPEATEDLY TOLD BY THE THRIFRLINE THAT ‘OPERATIONS’ HAVE BEEN ASKED TO RESPOND, ‘PRIORITY.’ THERE HAS BEEN NO RESPONSE AS TO WHERE MY FUNDS ARE, WHY THEY HAVE NOT BEEN DEPOSITED, OR ANY TIME EXPECTED TIME FRAME FOR THE DEPOSIT. IN THE MEANTIME, I AM MAKING PAYMENTS AND PAYING INTEREST ON A CONSIDERABLE AMOUNT THAT I CANNOT ACCESS.¹⁰³
- b. A Reddit user wrote on July 23, 2022: FOR CONTEXT, I’M CLOSING ON A HOME SEPTEMBER 30. 7/13 – ATTEMPTED TO SUBMIT LOAN REQUEST ONLINE BUT ENCOUNTERED AN ERROR (CFNM OR

¹⁰¹ <https://www.tsp.gov/tsp-loans/> (last visited May 12, 2023).

¹⁰² https://www.reddit.com/r/ThriftSavingsPlan/comments/w6jnm5/recent_tsp_loan_experience/ (last visited May 12, 2023).

¹⁰³

https://www.reddit.com/r/ThriftSavingsPlan/comments/vh5u24/comment/iv1c3oe/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

SOMETHING LIKE THAT, KNOWN ISSUE WITH TSP FOLKS) 7/14 – 45 MINUTES ON HOLD. SPOKE TO FIRST LINE CUSTOMER SERVICE WHO SAID I NEED TO SPEAK TO LOAN DEPARTMENT AND STARTED MY TICKET. I DIDN'T HAVE TIME TO STAY ON HOLD SO PLANNED TO CALL BACK NEXT DAY. 7/15 – 45 MINUTES TO FIRST REP, TRANSFER TO LOAN DEPARTMENT, 1.5 HOURS ON HOLD, SPENT 10 MINUTES REQUESTING LOAN OVER PHONE, CONFIRMED ALL DETAILS AND SUBMITTED. SPOUSE SIGNED OFF VIA EMAIL WITHIN 15 MINUTES OF PHONE CALL. WAS TOLD FUNDS SHOULD BE DIRECT DEPOSITED WITHIN 7 DAYS 7/23 – CHECK SHOWS UP IN MY MAILBOX.¹⁰⁴

- c. A Reddit user wrote on October 3, 2022: I USED A GENERAL PURPOSE LOAN ON AUGUST 22 AND CHOSE TO DO A CHECK, I WANT TO USE THIS LOAN TO PAY OFF THE REMAINDER OF ANOTHER LOAN AND BASICALLY LOWER THE AMOUNT OF MONTHLY PAYMENTS I PAY WHICH WILL BE TO MYSELF BASICALLY, IT'S OCTOBER AND I HAVE NOT RECEIVED ANYTHING AND I CALLED TWICE AND BOTH TIMES THEY HAVE DONE DIFFERENT THINGS TO FIX MY ISSUE. ONE SAID HE ROUTED IT UP SOMEWHERE AND THAT I SHOULD GET A NOTIFICATION ON MY TSP INBOX AND I GOT NOTHING, THE OTHER ROUTED SOME KIND OF TROUBLE TICKET AND GAVE ME A CASE NUMBER, THIS IS FRUSTRATING CONSIDERING THEY ALREADY ARE A SHOWING I'M MISSING THAT MONEY AND I SHOULD BE PAYING THE LOAN LMAO, WHAT A JOKE SERIOUSLY.¹⁰⁵
- d. A Reddit user wrote on October 5, 2022: UPDATE TO MY LOAN FIASCO THAT HOPEFULLY WILL BE RESOLVED THIS WEEK. **TOOK OUT A LOAN ON AUG. 15TH. IT'S OCT. 5TH AND HAVE YET TO RECEIVE MY FUNDS.** I INITIALLY OPTED FOR A CHECK & WHEN THAT DIDN'T ARRIVE WITHIN 2-3 WEEKS, I BEGAN CALLING. GOT THE RUNAROUND AND STATEMENTS OF, IT'S BEING TRANSFERRED AND ESCALATED TO "OPERATIONS." FINALLY CALLED MY CONGRESSMAN & IN THE PROCESS OF FILLING OUT A RELEASE OF INFORMATION FORM & THEY TELL ME THAT THEY'VE HELPED 2 OTHER PEOPLE SINCE JULY WITH THIS SAME ISSUE. I CALLED TSP BACK AGAIN TODAY & TOLD THE AGENT THAT THEY HAVE 2

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https://www.reddit.com/r/ThriftSavingsPlan/comments/w6jnm5/recent_tsp_loan_experience/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

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https://www.reddit.com/r/ThriftSavingsPlan/comments/w6jnm5/comment/iquidtn/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

DAYS TO REMEDY AND THAT THE NEXT PHONE CALL WILL BE FROM MY CONGRESSMAN. I GOT A PHONE CALL TODAY FROM A SUPERVISOR WHO SAID SHE'D BE HANDLING THIS & WILL DIRECTLY COMMUNICATE WITH OPERATIONS TO BE MAKING SURE MY FUNDS ARE NOW DIRECT DEPOSITED. LET'S HOPE THAT NEARLY 2 MONTH PROCESS WILL BE RESOLVED. I'VE LOST ALL FAITH IN TSP & WILL NOT DEPOSIT ANY FUNDS BEYOND THE MATCHING CONTRIBUTION AND WILL DEPOSIT ANY ADDITIONAL SAVINGS INTO MY OWN IRA.¹⁰⁶

- e. A Reddit user wrote on November 14, 2022: ***I PULLED A LOAN FROM MY TSP IN LATE JULY. THE CHECK NEVER ARRIVED. I'VE CURRENTLY 11 PHONE CALLS TO TSP.*** I HAVE BEEN GIVEN REPLIES RANGING FROM, "YOUR CHECK HAS ALREADY BEEN CASHED" TO "IT SHOWS HERE THAT'S BEEN RESOLVED". IT IS NOW MID NOVEMBER AND I HAVEN'T YET RECEIVED MY LOAN, NOR BEEN GIVEN ANY INDICATION THAT I WILL. THE MONEY HAS BEEN WITHDRAWN FROM TSP ACCOUNT AND I HAVE MADE 5 PAYMENTS ON THE LOAN. DOES ANYONE OUT THERE HAVE ANY SUGGESTIONS THAT MIGHT HELP ME? ALSO TO ANYONE CALLING TSP ABOUT ANYTHING, TAKE THE DOWN VERY ACCURATE NOTES: YOU MAY NEED THEM LATER¹⁰⁷
- f. A Reddit user wrote on September 19, 2022: STILL HAVEN'T RECEIVED MY LOAN CHECK. IT'S BEEN ALMOST 5 WEEKS. WHAT A JOKE[.]¹⁰⁸
- g. A Reddit user wrote on October 25, 2022: SUPER FRUSTRATED, HAS ANYONE BEEN ABLE TO OBTAIN A LOAN IN THE PAST FEW MONTHS?? I HAVE BEEN TRYING TO OBTAIN A RESIDENTIAL LOAN FOR OVER 3 MONTHS AND BOTH TIMES HAVE BEEN GIVEN THE RUN AROUND ABOUT IT BEING "PROCESSED" OR I DIDN'T SUBMIT REQUESTED INFORMATION, WHICH I SUBMITTED MULTIPLE TIMES BOTH ONLINE AND VIA FAX. AND BOTH TIMES THE 30 DAY APPLICATION TIME LAPSES DUE TO LACK OF MOVEMENT ON

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https://www.reddit.com/r/ThriftSavingsPlan/comments/xwnafz/update_to_loan_fiasco/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

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https://www.reddit.com/r/ThriftSavingsPlan/comments/yutmhv/loan_withdrawal_problem/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

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https://www.reddit.com/r/ThriftSavingsPlan/comments/xieofo/still_havent_received_my_loan_check_its_been/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

THEIR PART AND COMPLETELY “DISAPPEARS” FROM MY ACCOUNT ONLINE. ANY SUGGESTIONS? I’VE ALREADY WASTED HOURSSS ON THE PHONE WITH NUMEROUS REPS, SUPERVISORS WHICH HAVE BEEN ABSOLUTELY NO HELP. I REALLY NEED THIS MONEY, I CLOSED ON THE HOME MONTHS AGO AND HAVE BEEN TRYING EVER SINCE TO GET THIS LOAN. THEY REALLY HAVE NO CARE IN THE WORLD ABOUT THEIR CUSTOMERS AND I DON’T KNOW WHAT ELSE TO DO[.]¹⁰⁹

- h. A Reddit user wrote on September 4, 2022: I REQUESTED A GENERAL PURPOSE LOAN ON JULY 22ND. I REQUESTED A PAPER CHECK BECAUSE THE WEBSITE SAID MY BANK ACCOUNT WASN’T IN THERE, WHEN I THOUGHT IT WAS, AND FIGURED I WOULD GET THE CHECK MAILED TO ME BEFORE THE 7 DAY WAITING PERIOD. I GO BACK TO ADD MY BANK ACCOUNT AND VOILA! MY BANK INFO IS IN THERE. OH WELL I FIGURED I WOULD WAIT FOR THE CHECK BY MAIL. WELL I NEVER RECEIVED THE CHECK THEN WAS TOLD TO WAIT 14 DAYS TO REQUEST A REDISBURSEMENT. THAT WAS AUG 11TH THAT I CALLED. IVE BEEN CALLING EVERY OTHER DAY SINCE THEN AND NO ONE CAN GIVE ME AN UPDATE ON THE DISBURSEMENT. I KEEP GETTING TOLD ITS GOTTEN ESCALATED TO OPERATIONS AND THE PRIORITY STATUS HAS GOTTEN ELEVATED. IT IS NOW SEP 3 AND NOTHING HAS HAPPENED.¹¹⁰
- i. A Reddit user wrote on August 12, 2022: HAD A LOAN APPROVED ON MAY 16TH, 2022. CALLED ME BEFORE JUNE SAYING THERE WAS AN ISSUE DOING DD. I SAID THAT’S FINE YOU CAN SEND A CHECK. THEY RESPONDED THEY COULDN’T DO IT YET, I WOULD HAVE TO CALL BACK IN ON JUNE 1ST TO HAVE THEM MAIL IT OUT. I WAS AWAY AT TRAINING BEGINNING OF JUNE, CALL IN TIMES WERE FOREVER. GOT AHOLD OF SOMEONE, “YOU HAVE TO CREATE A NEW ACCOUNT”. SYSTEM WOULDN’T REGISTER MY ID UPLOAD, SO I HAD TO WAIT UNTIL I GOT BACK FROM TRAINING TO USE THE MAIL ADDRESS VERIFICATION NUMBER THEY SEND. GOT ACCOUNT CREATED, UPLOADED DD INFO. SINCE THEN I’VE CALLED IN ONCE A WEEK, WAIT TIMES ARE DOWN NOW. BUT IT’S THE SAME EVERY WEEK. GET AHOLD OF SOMEONE. “WOW THIS WAS APPROVED IN MAY”.. THE 10K CAME OUT OF MY TSP, AND I’M

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https://www.reddit.com/r/ThriftSavingsPlan/comments/ydlene/help_with_loan/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

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https://www.reddit.com/r/ThriftSavingsPlan/comments/x5f9pd/loan_disbursement_nightmare/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

ALREADY PAYING IT BACK HOWEVER I NEVER RECEIVED THE MONEY. EACH TIME I CALL IN THEY MAKE NOTES ON MY CASE TO SEND TO OPERATIONS SECTION TO RE-ISSUE MY PAYMENT AND SAY GIVE IT 3-5 DAYS. RIDICULOUS BUT NOT SURE WHAT ELSE I CAN DO BESIDES CALLING IN TO BADGER THE PEOPLE THAT SEND STUFF TO OPERATIONS[.]¹¹¹

2. Defendants Failed to Send Hardship Withdrawal Monies to Approved Participants

221. AFS and Alight's management of Hardship Withdrawals, under the FRTIB and Executive Director's oversight, fared no better than its handling of TSP Loans. Despite Defendants' assurances, TSP participants who are in serious financial need have waited several weeks and/or months for the funds, and some have never received the funds. TSP participants are also unable to find the status of their Hardship Withdrawal requests online.

222. After Defendants fail to timely process their Hardship Withdrawal requests, TSP participants are forced to call the ThriftLine to inquire about the status of their requests. However, ThriftLine call center representatives are unable to provide even the most basic information to participants, including when they will receive their Hardship Withdrawal funds.

223. Moreover, Defendants "can only process one [TSP Loan or Hardship Withdrawal] request at a time from the same account."¹¹² Thus, when a TSP participant is desperately waiting to receive their Hardship Withdrawal funds, they cannot also attempt to receive a TSP Loan to cover their financial needs while the Hardship Withdrawal request is pending, or *vice versa*.

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https://www.reddit.com/r/ThriftSavingsPlan/comments/wmrmo9/anyone_had_any_luck_with_loan_payouts/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

¹¹² <https://www.tsp.gov/publications/tspb12.pdf?TSP-BK-12>, at 10 (last visited May 12, 2023).

224. As a result, TSP has deprived participants access to their own money, as well as the option to invest their money had the Hardship Withdrawal funds not been deducted from their accounts.

225. Several TSP participants wrote on various social media websites about problems relating to their requests for Hardship Withdrawals.

- a. A TSP participant wrote on Twitter on November 6, 2022:¹¹³



- b. A TSP participant wrote on Reddit on February 7, 2023: I MADE A HARDSHIP WITHDRAWAL FROM MY TSP ACCOUNT IN JUNE 2022. I REQUESTED IT VIA CHECK (IN HINDSIGHT A HUGE MISTAKE). I NEVER RECEIVED THE CHECK. I HAVE CALLED THE TSP SERVICE LINE A HALF DOZEN TIMES SINCE THEN, AND THEY HAVE NOT BEEN ABLE TO REISSUE ME A CHECK OR DIRECT DEPOSIT. THEY ALWAYS SAY THEY ARE SETTING IT AS “HIGH PRIORITY” BUT OPERATIONS/ACCOUNTING NEVER SEEM TO UPDATE MY CASE AND THEY SUPPOSEDLY HAVE NO WAY OF ME TO SPEAK DIRECTLY WITH OPERATIONS/ACCOUNTING.¹¹⁴
- c. A TSP participant wrote on Reddit on October 4, 2022: I’M DEALING WITH A SIMILAR SITUATION. AT THE BEGGING OF JULY, I SUBMITTED FOR A HARDSHIP WITHDRAWAL. BECAUSE IT WAS MY FIRST TIME LOGGING IN TO THE NEW SYSTEM, MY BANK WASN’T LINKED TO

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<https://twitter.com/Hazelgreeneyes1/status/1589237434336055300?s=20&t=BNzRvrCA4GKC8hwJJenjDA> (last visited May 12, 2023).

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https://www.reddit.com/r/ThriftSavingsPlan/comments/10w7w13/hardship_withdrawal_from_62022_never_received/ (last visited May 12, 2023).

MY ACCOUNT. SO, MY ONLY OPTION WAS TO RECEIVE A CHECK. ON JULY 12, I RECEIVED A LETTER STATING THE APPROVAL OF THE WITHDRAWAL AND THAT I WOULD RECEIVE A CHECK WITHIN 5-7 BUSINESS DAYS. THE CHECK NEVER ARRIVED. AFTER CALLING MULTIPLE TIMES, THEY FINALLY OPENED UP A CASE. I CALLED AGAIN, AND THE CASE WENT TO OPERATION. I CALLED AGAIN, AND THE CASE GOT UPDATED TO HIGH PRIORITY. I CALLED AGAIN, AND THEY SAID MY CHECK WAS CASHED ON AUGUST 13 (AFTER THEY SAID THE CHECK WOULD BE CANCELED SINCE THEY OPENED THE CASE). THEY NEEDED ME TO STATE THAT I DIDN'T CASH THE CHECK SO THEY COULD OPEN A FRAUD CLAIM—THE PROCESS SEEMED LIKE AN EXCUSE TO DELAY EVERYTHING. YOU CAN'T TALK TO ANYONE BESIDES THE OPERATOR THAT READS THE SCRIPTS AND THE OPEN CASES. IT'S OCTOBER 4, AND ALL THEY CAN TELL YOU IS TO WAIT. IT'S AN EMERGENCY WITHDRAWAL FOR A REASON.¹¹⁵

- d. A TSP participant wrote on Reddit on September 22, 2022: I DID A HARDSHIP WITHDRAWAL THAT VERY SAME DAY [JULY 13, 2022] AND I STILL HAVEN'T RECEIVED IT YET.¹¹⁶

226. As a result of AFS' seriously deficient and inoperable system, and the FRTIB and Executive Director's failure to oversee AFS, Plaintiffs who had already suffered financial hardship have suffered even more insufferable consequences and financial hardship, such as losing insurance, vehicles, homes, and more.

227. Moreover, Defendants' failure to timely and correctly process Hardship Withdrawal requests will have long term and compounding consequences for TSP participants. Many TSP participants, including Plaintiffs Bridges, Taylor, and White, were in dire financial conditions at the time they made their Hardship Withdrawal requests and were forced to take out

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https://www.reddit.com/r/ThriftSavingsPlan/comments/w981hd/comment/ir1quol/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

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https://www.reddit.com/r/ThriftSavingsPlan/comments/x9vv0y/comment/ipjkh2x/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

more expensive loans to cover their expenses after Defendants failed to make timely payments. Thus, when these participants finally received their Hardship Withdrawal funds, weeks or months after the requests were made, they no longer needed the funds. But “[o]nce [a] withdrawal has been disbursed, [the participant] cannot return it.”¹¹⁷ Consequently, their TSP accounts will forever be reduced and they will not enjoy the long term, compounding benefits that Congress sought to provide in FERSA.

3. Defendants Failed to Send Out of Service Withdrawal Monies to Approved Participants

228. Just like their handling of other TSP benefits, Defendants failed to manage and administer Out of Service Withdrawals in accordance with their fiduciary and contractual obligations.

229. TSP offers its participants “several options for how to use the money in [their] TSP account after [they] retire or separate from federal service or the uniformed services.”¹¹⁸

230. TSP sets out the eligibility criteria for withdrawals in retirement. Individuals who are retired or have separated from federal or uniformed service are eligible to request a withdrawal or distribution from their TSP account. Plaintiff Gregorian met this eligibility requirement at the time he requested a withdrawal.

231. With Defendants’ “new” system, Defendants assured TSP participants that they would have more control over their assets¹¹⁹ and that they would be able to complete withdrawal requests online.¹²⁰

¹¹⁷ <https://www.tsp.gov/publications/tspb12.pdf?TSP-BK-12> (last visited May 12, 2023) (citing 5 C.F.R. § 1650.17(b)).

¹¹⁸ <https://www.tsp.gov/withdrawals-in-retirement/> (last visited May 12, 2023).

¹¹⁹ <https://www.tsp.gov/bulletins/21-1/> (last visited May 12, 2023).

¹²⁰ https://www.tsp.gov/new-tsp-features/summary-of-changes/#Withdrawals_and_distributions (last visited May 12, 2023).

232. Additionally, TSP entices its participants to request withdrawals from their TSP accounts by advertising its process as “basic”¹²¹ and alerting participants that it processes requests quickly:¹²²

① We process withdrawal and distribution requests each business day. Requests entered in our system before noon eastern time are processed that same night. Requests received after noon are processed the next business processing night. You may only cancel or change your request up until noon on the day your request is scheduled to be processed. Therefore, we recommend that you carefully consider your options before submitting a request.

233. Plaintiff Gregorian and similarly situated individuals believed that Defendants would process their requests for withdrawals seamlessly and expeditiously.

234. But even when Defendants began to process withdrawals, TSP participants continued to complain of Defendants’ failure to timely process applications and distribute monies.

235. TSP participants went on social media to discuss issues related to lack of timeliness with their withdrawal requests:

- a. A Reddit user wrote on September 15, 2022: I WITHDREW MONEY FROM MY TSP ACCOUNT IN JUNE, JULY, AND AUGUST, AND ***NOT A DIME HAS BEEN RECEIVED***. MULTIPLE PHONE CALLS TO CUSTOMER SERVICE, EACH TIME THEY CLAIM IT IS BEING SENT TO OPERATIONS FOR RESOLUTION. SEVERAL TIMES, THE CUSTOMER SERVICE REP HAS SIMPLY LIED AND SAID IT'S BEING SENT VIA A CHECK FROM THE TREASURY, OR THEY HAVE FIXED EVERYTHING AND IT WILL BE RECEIVED IN A COUPLE OF DAYS. OR THAT OPS WILL CONTACT ME. NONE OF THOSE WERE TRUE. INTERESTING THAT THE REPS HAVE NO ACTUAL ABILITY TO HELP AT ALL. AND THERE IS NO OTHER WAY TO CONTACT TSP FOR RESOLUTION.¹²³
- b. A Reddit user wrote on January 10, 2023: I THINK IT TOOK 1 OR 2 WEEKS FOR THE [MONEY] TO HIT MY BANK ACCOUNT [AFTER I

¹²¹ <https://www.tsp.gov/publications/tspb25.pdf> (last visited May 12, 2023).

¹²² <https://www.tsp.gov/withdrawals-in-retirement/> (last visited May 12, 2023).

¹²³

https://www.reddit.com/r/ThriftSavingsPlan/comments/xf0k5q/3_withdrawalsstill_no_money/ (last visited May 12, 2023).

SUBMITTED THE WITHDRAWAL REQUEST ONLINE].¹²⁴

- c. A Reddit user wrote on November 1 and 16, 2022: I STARTED THIS PROCESS OCTOBER 3RD ... I GOT MY MONEY THIS WEEK. **6 WEEKS FOR ME.**¹²⁵

236. Despite Defendants' representations—through the TSP website and booklet¹²⁶—that it processes withdrawal requests each business day, Plaintiff Gregorian and similarly situated individuals who requested withdrawals did not receive their monies for up to several weeks or months.

237. As a result of Defendants' deficient and inoperable system, and the FRTIB and Executive Director's failure to oversee AFS and Alight, Plaintiff Gregorian and similarly situated TSP participants who requested monies from their TSP accounts suffered permanent financial loss.

238. Many TSP participants, including Plaintiff Gregorian, needed the TSP monies to cover their current living expenses. After Defendants failed to make timely payments, Plaintiff Gregorian and similarly situated TSP participants sought out other forms of income or chose not to pay for expenditures. Thus, when these participants finally received their Out of Service Withdrawal funds, weeks or months after the requests were made, they no longer needed the funds. But “[o]nce [a] withdrawal has been disbursed, [the participant] cannot return it.”¹²⁷ Consequently, their TSP accounts will forever be reduced and they will not enjoy the long term, compounding benefits that Congress sought to provide in FERSA.

¹²⁴

https://www.reddit.com/r/ThriftSavingsPlan/comments/zx2wg3/any_retirees_have_success_with_an_additional/ (last visited May 12, 2023).

¹²⁵ <https://www.reddit.com/r/ThriftSavingsPlan/comments/yje4u8/comment/iwme9xr/> (last visited May 12, 2023).

¹²⁶ <https://www.tsp.gov/publications/tspb25.pdf> (last visited May 12, 2023).

¹²⁷ <https://www.tsp.gov/publications/tspb12.pdf?TSP-BK-12> (last visited May 12, 2023) (citing 5 C.F.R. § 1650.17(b)).

4. AFS Failed to Timely Process Death Benefits to Beneficiary Participants

239. TSP allows its participants to designate a beneficiary who will receive the money in their TSP accounts after their death. TSP instructs survivors of a deceased TSP participant to notify the TSP.¹²⁸

240. TSP promises that it will mail beneficiaries a notice of their beneficiary status and create a TSP beneficiary participant account for them.¹²⁹

241. TSP offers several benefits to owners of a TSP beneficiary participant account, including “a diversified choice of investment options, including individual funds; professionally designed Lifecycle (L) Funds, which mix the individual funds with an eye toward specific target dates; and an option for investing in mutual funds; tax-deferred earnings on traditional money; tax-free earnings on Roth money if qualified; *low administrative and investment expenses*; the ability to roll your beneficiary participant account over to an existing civilian or uniformed services TSP account if you have one; [and] a variety of distribution options” (emphasis added).¹³⁰

242. TSP informs beneficiaries that they can expedite death benefit payments by “initiat[ing] an accelerated payment online or through the ThriftLine Service Center.”¹³¹

243. Despite their representations—through the TSP website—that the “new” TSP website would be live on June 1, 2022, the chart below shows that Defendants did not process any Death Benefit claims until at least one week after June 1, 2022:¹³²

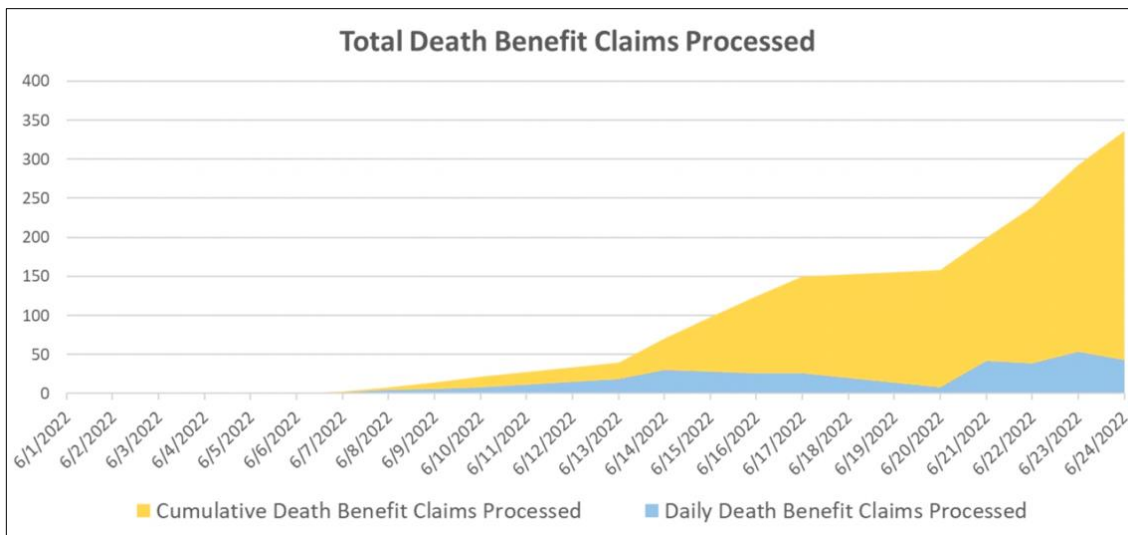
¹²⁸ <https://www.tsp.gov/publications/tspb31.pdf> (last visited May 12, 2023).

¹²⁹ <https://www.tsp.gov/for-beneficiaries/beneficiary-distributions/> (last visited May 22, 2023).

¹³⁰ <https://www.tsp.gov/for-beneficiaries/being-a-beneficiary-participant/> (last visited May 22, 2023).

¹³¹ <https://www.tsp.gov/publications/tspb31.pdf> (last visited May 12, 2023).

¹³² <https://www.frtib.gov/pdf/minutes/2022/June/Att1-Converge-Update-June2022.pdf> (last visited May 12, 2023).



244. Not only did Defendants fail to start processing Death Benefits in a timely manner, AFS and/or Alight have also denied TSP beneficiaries from obtaining death benefits to which they are entitled. Several TSP participants wrote on social media websites about the inability to access or obtain TSP death benefits:

- a. A Reddit user wrote on November 17, 2022: MY FATHER IN LAW DIED BACK IN MID JULY. WE FOUND SOME PAPERWORK INDICATING THAT HE HAD AN ACCOUNT WITH TSP. WE CALLED A WEEK AFTER HIS DEATH AND WERE TOLD SOME FORMS WERE BEING SENT OUT...IT'S NOW MID NOVEMBER AND WE STILL DON'T HAVE THOSE FORMS. ***WE'VE CALLED EVERY TWO WEEKS SINCE MID JULY AND GOTTEN THE SAME REHEARSED SCRIPT EVERY TIME.*** "SO SORRY FOR THE HOLD UP." "5-7 BUSINESS DAYS" BLAH BLAH BLAH. ***WE WENT AHEAD AND SENT THE DEATH CERTIFICATE BY CERTIFIED MAIL THINKING THAT MIGHT GET DIFFERENT RESULTS, IT DID NOT. WE HAVE THE TRACKING INFORMATION THAT VERY CLEARLY SAYS IT WAS DELIVERED HOWEVER ONE REP SAID YES THEY HAD RECEIVED IT BUT EVERY REP SINCE THEN CLAIMS IT'S NOT ON FILE.*** THE LAST REP LITERALLY SAID " I DON'T KNOW WHAT TO TELL YOU."¹³³
- b. A Reddit user wrote on November 17, 2022: I AM IN THE EXACT SAME SITUATION AS YOU WITH THE EXACT SAME RESULTS. ***I HAVE SENT THREE DEATH CERTIFICATES AND VERIFIED THE ADDRESSES OF THE BENEFICIARIES. THIS HAS BEEN HAPPENING OVER THE LAST THREE***

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https://www.reddit.com/r/ThriftSavingsPlan/comments/yxz8dc/death_benefit_claims_nightmare/ (last visited May 12, 2023).

MONTHS. STILL HAVEN'T RECEIVED ANYTHING. IT HAS BEEN AN AWFUL EXPERIENCE.¹³⁴

- c. A Reddit user wrote on November 22, 2022: ... SOLE SURVIVING RELATIVE/DAUGHTER **WAITING SINCE LATE JUNE. NUMEROUS DEATH CERTIFICATES SENT.** HAD TO PROVE HIS WIFE DEAD. NO ONE TOLD ME FOR MONTHS. SENT HER DEATH CERTIFICATE TWICE.¹³⁵
- d. A Reddit user wrote on June 20, 2022: I HAVE BEEN DEALING WITH A DEATH BENEFIT APPLICATION ALL 2022, AND I HAVE NEVER BEEN ABLE TO GET ANYONE FROM THIS UNIT TO ANSWER THEIR PHONE LINES. **HOWEVER, BEFORE THE SYSTEM SWITCH THE PEOPLE ON THE MAIN LINE COULD SEE THEIR NOTES ON THE CASE & ANSWER QUESTIONS. AFTER THE SYSTEM SWITCH, THEY DON'T EVEN HAVE A SEPARATE PHONE LINE ANYMORE.** AND THE REPS ON THE MAIN LINE CAN'T SEE ANY INFORMATION FROM THEM ANYMORE EITHER. SO I END UP WAITING HOURS FOR A REP FROM THE MAIN LINE (THERE IS NO MENU OPTION FOR DEATH BENEFITS, ANNOYINGLY), JUST TO BE TOLD THAT THEY HAVE TO TRANSFER ME. AND THEN I SIT ON THE PHONE LINE UNTIL CLOSING. IT'S INSANITY. I CAN'T GET ANY ANSWERS. HAS ANYONE BEEN ABLE TO GET IN CONTACT WITH THEM OVER THE PHONE?¹³⁶
- e. A Reddit user wrote on August 23, 2022: UNFORTUNATELY, THE PHONE LINES ARE USELESS FOR DEATH BENEFITS RIGHT NOW. **THERE IS NO NUMBER FOR THE ACTUAL DEATH BENEFITS UNIT & THE REPRESENTATIVES SEEM TO BE IN A DIFFERENT LOCATION THAN THE PEOPLE WHO WORK DEATH BENEFITS. I WISH I HAD SOME ADVICE FOR YOU, BUT I DON'T.**¹³⁷
- f. A Reddit user wrote on July 14, 2022: HI. I'M HOPING SOMEONE CAN THROW SOME ADVICE MY WAY. WE HAD A DEATH IN THE FAMILY AND MY HUSBAND IS THE BENEFICIARY OF HIS BROTHER'S TSP ACCOUNT. HE HAS GONE THROUGH THE PROCESS TO CREATE AN INHERITED IRA AND

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https://www.reddit.com/r/ThriftSavingsPlan/comments/yxz8dc/comment/iwri28m/?utm_source=reddit&utm_medium=web2x&context=3 (last visited May 12, 2023).

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https://www.reddit.com/r/ThriftSavingsPlan/comments/yxz8dc/comment/ixd4g86/?utm_source=reddit&utm_medium=web2x&context=3 (last visited May 12, 2023).

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https://www.reddit.com/r/ThriftSavingsPlan/comments/vgjht/death_benefits_processing_unit_p_hone_lines_anyone/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

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https://www.reddit.com/r/ThriftSavingsPlan/comments/wvx4rs/comment/ili4dbt/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

HAS UNTIL AUGUST 20TH TO REQUEST THE MONEY BE RELEASED TO HIM. TSP IS ABLE TO CONFIRM THAT HE HAS SUBMITTED ALL OF THE CORRECT PAPERWORK BUT THEY CANNOT RELEASE THE FUNDS FOR SOME REASON THAT THEY CANNOT ARTICULATE. HE HAS SPENT 20+ HOURS ON THE PHONE THIS WEEK (MOSTLY ON HOLD) AND NO ONE CAN HELP. HE HAS ASKED FOR MANAGERS BUT NO ONE CAN FIGURE OUT THE PROBLEM. IS THERE AN OMSBUDSMEN OR SOME WAY TO GET HELP? THIS SITUATION IS ROOTED IN A TRAUMATIC DEATH AND ALL OF THIS RUNAROUND IS TAKING ITS TOLL ON MY HUSBAND. ADVICE?¹³⁸

- g. A Reddit user wrote on November 17, 2022: ... I'VE BEEN WAITING SINCE SEPTEMBER 1ST. IT'S BEEN A NIGHTMARE. I'VE CALLED AND GOT THE SAME RESPONSE WAIT 15 BUSINESS DAYS, 7 BUSINESS DAYS, NOW I CALLED MONDAY THEY SAID 72HRS IT'S THURSDAY AND THEY SAID MY ROUTING NUMBER WAS WRONG AND HAVE TO WAIT 7DAYS THEN 1 TO 4 BUSINESS DAYS.¹³⁹

245. As a result of Defendants' deficient and inoperable systems, and the FRTIB and Executive Director's failure to oversee AFS and Alight, Plaintiff Jesse and similarly situated Death Benefit TSP beneficiaries who had already suffered the loss of their loved ones have suffered even more unfortunate consequences and financial hardship, such as the risk of foreclosure of their homes.

5. The New TSP System Created Several Additional Problems for TSP Participants

246. While AFS and Alight were warned in the RFP of the TSP's "current state of data quality,"¹⁴⁰ AFS and Alight did not adequately verify TSP participants' personal information, such as the spelling of names or correct date of birth, to ensure participants would be able to access their

¹³⁸

https://www.reddit.com/r/ThriftSavingsPlan/comments/vzcabb/how_to_get_help_when_no_one_at_tsp_has_answers/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

¹³⁹

https://www.reddit.com/r/ThriftSavingsPlan/comments/yxz8dc/comment/iwruw2z/?utm_source=reddit&utm_medium=web2x&context=3 (last visited May 12, 2023).

¹⁴⁰ Agency Bid No. Title: TIB-2017-RFP-0001-RKSA, *Recordkeeping Services Acquisition Statement of Objectives* at 9.

own accounts, before June 1, 2022. Specifically, TSP participants experienced issues including account holds, missing data on both beneficiaries and historical account information, and the inability to get loans processed due to missing or inaccurate information.¹⁴¹

247. The problems caused by these errors were made worse due to the fact that AFS did not adequately test the ThriftLine phone system to ensure phone calls were routed to various departments before June 1, 2022. As a result, phone calls were unnecessarily routed back to the main line or dropped after a certain amount of time.

248. On information and belief, AFS also did not hire enough ThriftLine call center representatives before June 1, 2022. Since June 1, 2022, AFS hired no less than 500 additional representatives to help alleviate the heavy call volumes, but “call hold times [were] still much higher than usual.”¹⁴²

249. Despite AFS’ promise to “improve the customer experience,” AFS Managing Director Owen Davies admitted that AFS “*made that process really cumbersome, it was very hard for a vast number of users. We made it overly complex.*”¹⁴³ Davies further admitted that “We were just not prepared for that. We weren’t staffed for it. And as a result, we had the really unfortunate, horrible experience for participants.”¹⁴⁴

250. Due to these failures of AFS, Defendants did not deliver on their promise to provide a fully operational system by the agreed upon Go-Live date of June 1, 2022.

¹⁴¹ <https://federalnewsnetwork.com/tsp/2022/06/tsp-board-scales-up-customer-service-staff-after-major-system-update/> (last visited May 12, 2023).

¹⁴² <https://federalnewsnetwork.com/tsp/2022/06/tsp-board-increases-call-center-staff-but-still-nowhere-near-where-we-need-to-be/> (last visited May 12, 2023).

¹⁴³ <https://federalnewsnetwork.com/tsp/2022/08/we-got-it-wrong-tsp-contractor-apologizes-for-initial-issues-shares-positive-progress/> (last visited May 12, 2023).

¹⁴⁴ *Id.*

i. AFS Denied Participants Access and Control of their TSP Accounts

251. The FRTIB told TSP participants that they would only lose access to certain transactions and services starting May 16 and ending the first week of June 2022. It also communicated to participants that they would not be able to make changes to their investment accounts starting May 26 and ending the first week of June 2022.¹⁴⁵

252. On April 26, 2022, Defendants told TSP participants that they would be able to access their accounts after “the first week of June.”¹⁴⁶

253. Despite Defendants’ public assurances that the system blackout period would be short-lived, TSP participants have been unable to access vital information and transactions for upwards of several weeks or months.¹⁴⁷

254. As of June 1, 2022, the ThriftLine received more than 120,000 phone calls, more than a 250% increase over the previous all-time high, from TSP participants, many of whom were unable to access the new system created by AFS.¹⁴⁸

255. TSP Spokesperson Weaver admitted that AFS’ new system created “customer-facing bugs,” making it difficult, if not impossible, for some participants to gain access to their new online account.¹⁴⁹

256. On information and belief, AFS failed to deliver a safe and secure system that is up to industry standards. For instance, prior to AFS’ work on the Converge Program, TSP participants

¹⁴⁵ <https://www.tsp.gov/plan-news/temporary-suspension-of-certain-TSP-transactions-and-services/> (last visited May 12, 2023).

¹⁴⁶ *Id.*

¹⁴⁷ <https://federalnewsnetwork.com/tsp/2022/06/survey-shows-new-tsp-system-difficult-to-navigate-for-some-participants/> (last visited May 12, 2023).

¹⁴⁸ <https://www.govexec.com/pay-benefits/2022/06/tsp-participants-bemoan-bumpy-recordkeeper-transition/367875/> (last visited May 12, 2023).

¹⁴⁹ *Id.*

were required to execute dual-factor authentication in order to sign into and access their TSP accounts. Now, AFS' new system requires only an individual's first name, last name, date of birth, and last four digits of their SSN to gain access to a TSP account, which provides far less protection against fraudulent log-ins than dual-factor authentication.¹⁵⁰ As a result, AFS' new system created opportunities for hackers to steal accounts and participants' sensitive, protected information stored therein.¹⁵¹

257. TSP participants reported having to request a one-time passcode via U.S. Postal Service to set up their new account, which meant that they did not have access to their online accounts for weeks.¹⁵²

258. Several TSP participants reported issues about accessing their TSP accounts on various news and social media websites.

- a. A Federal News Network survey on June 14, 2022 indicated that 62% of TSP participants reported that they experienced difficulties setting up their online accounts.¹⁵³
- b. A Reddit user posted on June 3, 2022: FOR THOSE OF YOU THAT CAN'T CREATE YOUR NEW TSP ACCOUNT NAME DO NOT BOTHER TRYING TO CALL FOR HELP. I WAS ON HOLD FOR 4 1/2 HOURS ONLY TO BE TOLD IT IS A KNOWN ISSUE THEY ARE WORKING ON AND TO TRY AGAIN TONIGHT OR MONDAY.¹⁵⁴
- c. A Facebook user reported issues to Thrift Savings Plan via its Facebook page on August 3, 2022: TRAIN WRECK WOULD BE A NICE WAY OF SAYING IT. JUST SPENT THE LAST HOUR 1/2 ON THE PHONE. I CAN'T EVEN GET INTO MY ACCOUNT KEEP GETTING DENIED. IST PERSON I TALKED TO WAS NO

¹⁵⁰ <https://www.tsp.gov/assets/posters/Welcome-to-the-New-TSP.pdf> (last visited May 12, 2023).

¹⁵¹ <https://www.govexec.com/pay-benefits/2022/10/tsps-recordkeeper-transition-created-opportunity-hackers-steal-accounts-victim-says/378871/> (last visited May 12, 2023).

¹⁵² *Id.*

¹⁵³ <https://federalnewsnetwork.com/tsp/2022/06/survey-shows-new-tsp-system-difficult-to-navigate-for-some-participants/> (last visited May 12, 2023).

¹⁵⁴ https://www.reddit.com/r/fednews/comments/v47fkq/tsp_account_issue/ (last visited May 12, 2023).

HELP... FINALLY GOT TO HIS "SUPERVISOR", WHO WAS NO HELP... SHE GAVE ME THE STANDARD ANSWER. IT IS A TECHNICAL GLITCH WITH THE SYSTEM, AND THEY ARE WORKING ON IT.¹⁵⁵

- d. Another Facebook user reported issues to Thrift Savings Plan via its Facebook page on July 26, 2022: TSP HAS BASICALLY CUT OFF ACCESS TO OUR ACCOUNTS THROUGH POOR CUSTOMER SERVICE. THEY REMOVED ALL THE FUNCTIONALITY FROM THE WEBSITE, CUT OFF COMMUNICATION THROUGH SECURE EMAIL, AND WON'T ANSWER THE PHONES.¹⁵⁶
- e. A TSP participant reported issues to Thrift Savings Plan via its Twitter page on June 10, 2022: I WAS FINALLY ABLE TO GET THROUGH TO THE CALL CENTER ABOUT MY INABILITY TO LOG INTO MY ACCOUNT AND THE PERSON WAS UNABLE TO HELP ME. WHAT AM I SUPPOSED TO DO? THIS IS JUST A HORRIBLE SITUATION.¹⁵⁷
- f. A TSP participant wrote on Reddit on June 3, 2022: FAST FORWARD TO JUNE 1ST -> CREATE NEW LOGIN AND....IT SHOWS THAT I'M NOT VESTED. WAIT 3 HOURS ON HOLD, TALK TO SOMEONE THAT SAYS THEY CANNOT HELP AND CANNOT ESCALATE. JUNE 2ND, VESTING IS FIXED, BUT NOW MY LOAN MAXIMUM SHOWS A NUMBER THAT'S 27% OF MY VESTED ACCOUNT BALANCE. 2 HOURS ON HOLD, A REALIZATION THAT SOMETHING REALLY IS WRONG FROM THE TSP SUPPORT EMPLOYEE, A TRANSFER, 3 HOURS ON HOLD THEN SILENCE AS THE LINE HUNG UP. ANOTHER 3 HOURS ON HOLD, ANOTHER BOUT OF CONFUSION FROM TSP SUPPORT, ANOTHER TRANSFER, THIS TIME 5 HOURS ON HOLD WITH NO ANSWER. JUNE 3RD, 2.5 HOURS ON HOLD, THE HELPER STATES THAT MY BEST BET IS TO TAKE EITHER A HARDSHIP WITHDRAWAL OR JUST BORROW THE REST OF THE MONEY FROM FAMILY AS THERE'S NOTHING THAT CAN BE DONE TO RESOLVE THE PROBLEM BEFORE JULY. MY CLOSING AGENT IS LOSING FAITH IN THE TSP TO DELIVER MY FUNDS AND THERE'S NOTHING I CAN DO ABOUT IT. I FEEL HELPLESS WATCHING MY ONE OPPORTUNITY TO OWN A HOME SLIP AWAY.¹⁵⁸

¹⁵⁵ https://www.facebook.com/notes/2686212038299306?comment_id=1160636757847255 (last visited May 12, 2023).

¹⁵⁶ *See id.*

¹⁵⁷

https://twitter.com/mscotthyman/status/1535240908702203914?ref_src=twsrc%5Etfw%7Ctwcamp%5Etweetembed%7Ctwterm%5E1535240908702203914%7Ctwgr%5E9b4e6293a72fe44e3390a423284abbc0048a8204%7Ctwcon%5Es1_c10&ref_url=https%3A%2F%2Fpublish.twitter.com%2F%3Fquery%3Dhttps3A2F2Ftwitter.com2Fmscotthyman2Fstatus2F1535240908702203914widget%3DTweet (last visited May 12, 2023).

¹⁵⁸

- g. A TSP participant wrote on Reddit on June 6, 2022: BEFORE ACCESS TO THE OLD SITE WAS SHUT DOWN, I WAS TRACKING THE AMOUNT OF \$\$ I COULD BORROW WITH A GENERAL PURPOSE LOAN. THE AMT. WAS OVER \$27K. WAS TRACKING IT SINCE THE END OF APRIL, AND A FEW DAYS AFTER EACH PAYCHECK, THAT SAME AMT. I COULD BORROW WOULD INCREASE BY A COUPLE HUNDRED BUCKS (DESPITE THE RECENT MARKET DOWNTURN(S)). FAST FORWARD TO JUNE 2ND, WHEN I WAS ABLE TO CREATE MY LOGIN FOR THE NEW SITE. AFTER LOOKING FOR THE LOAN INFO FOR QUITE A WHILE ON IT'S CRAP INTERFACE, I FINALLY FOUND IT – BUT THE AMT. I CAN BORROW HAS NOW DROPPED DOWN TO ABOUT \$12.5K, LESS THAN HALF OF THE AMT. I COULD BORROW ON THE OLD SITE. WTH? WHAT GIVES? NOTHING HAS CHANGED WITH MY ACCOUNTS, EXCEPT MORE CONTRIBUTIONS (AND A GENERAL INCREASE IN MY ACCOUNT BALANCE). COULD THIS REALLY JUST BE A “BUG” WITH THE NEW SITE?¹⁵⁹
- h. A Reddit user wrote on November 1, 2022: I HAVE BEEN TRYING TO GET SOME OF MY PAST TSP ANNUAL STATEMENTS FOR A LEGAL MATTER. I HAVE CALLED AND FAXED SEVERAL TIMES AND I GET NOTHING BUT A RUN-AROUND. THEY SAY MY REQUEST IS IN THE OPERATIONS DEPARTMENT, BUT THE OPERATIONS PEOPLE DON'T TAKE PHONE CALLS. I ASKED FOR MY CASE # AND THE REP SAYS HE CANNOT GIVE ME MY CASE NUMBER! I ASKED TO SPEAK TO THE SUPERVISOR, AND HE SAYS, OKAY I CAN TRANSFER YOU BUT IT WILL TAKE 40 MINS TO CONNECT TO A SUPERVISOR, AND I CAN ASSURE YOU MY SUPERVISOR HAS ACCESS TO THE EXACT SAME DATABASES I DO”. CAN YOU BELIEVE IT?! THIS HAS GOT TO BE BORDERLINE ILLEGAL! WHAT CAN BE DONE?¹⁶⁰
- i. A Reddit user wrote on August 3, 2022: NOW IT SAYS SORRY THIS PAGE IS TEMPORARILY UNAVAILABLE, THANK YOU FOR YOUR PATIENCE. I DON'T EVER RECALL RECEIVING THIS MESSAGE UNDER THE OLD SYSTEM.¹⁶¹

https://www.reddit.com/r/ThriftSavingsPlan/comments/v4ax5f/house_purchase_falling_through_from_upgrade/ (last visited May 12, 2023).

¹⁵⁹

https://www.reddit.com/r/ThriftSavingsPlan/comments/v6k11g/new_website_vs_old_website_general_purpose_loan/ (last visited May 12, 2023).

¹⁶⁰

https://www.reddit.com/r/ThriftSavingsPlan/comments/yjsewr/new_tsp_contractor_is_horrible/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

¹⁶¹

https://www.reddit.com/r/ThriftSavingsPlan/comments/wfkhu6/comment/iiujz0e/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

- j. A Reddit user wrote on August 16, 2022: VERY NICE OF THE "NEW & IMPROVED" WEBSITE TO DUMP EVERYONE'S DIRECT DEPOSIT INFORMATION AND NOT INFORM THE ACCOUNT HOLDERS THEY'VE DUMPED THEIR DIRECT DEPOSIT INFORMATION. I CAN SEE WHERE THAT COULD (WILL) HAVE VERY SIGNIFICANT FINANCIAL CONSEQUENCES ON SOMEONE HAVING A FINANCIAL EMERGENCY WHO IS HAVING A FALSE SENSE OF SECURITY. "NO WORRIES! I'VE GOT MY TSP TO FALL BACK ON!!!!" WELL...AFTER A LITTLE DELAY. BUT, I'M SURE THE FINANCIAL EMERGENCY CAN WAIT.....¹⁶²
- k. Multiple TSP participants responded to a TSP tweet concerning the "redesigned TSP experience[s]," dated November 3, 2022:¹⁶³

¹⁶²

https://www.reddit.com/r/ThriftSavingsPlan/comments/wp6fm2/comment/ikiafx/?utm_source=reddit&utm_medium=web2x&context=3 (last visited May 12, 2023).

¹⁶³ <https://twitter.com/tsp4gov/status/1588187997857583104?ext=HHwWgMC4jbmksIosAAAA> (last visited May 12, 2023).

Thrift Savings Plan Retweeted



Thrift Savings Plan

@tsp4gov

...

Your redesigned TSP experience is available to you now. If you haven't already, create your new My Account login and discover the new features on tsp.gov.



11:15 AM · Nov 3, 2022

4 Retweets 15 Likes



Henderson Kyle









@Hendo_k_ · Nov 14, 2022


...


Replying to @tsp4gov


Kinda disappointed that I've had to begin telling all the new soldiers I meet that investing with you is an absolutely terrible idea. Then I give them my example of waiting for you to pay me out since July 5.. it's a worthless investment.






 **T @evant68** · Nov 7, 2022 ...
Replying to [@tsp4gov](#)
Since your redesign inception, you've lost my loan payments that were deducted from my paycheck, forcing me to pay them again. Tried calling and emailing your organization with ZERO response. Your new website sucks as does your customer service since the overhaul of the website.

   6  

 **StigsAmericanCousin @StigsUSACousin** · Nov 14, 2022 ...
Replying to [@tsp4gov](#)
What is redesigned? I'm still waiting for the account to payout. Every week I am told "We don't have any updates so we are marking this HIGH priority and having this forwarded to operations." Yet it STILL hasn't progressed.

 **StigsAmericanCousin @StigsUSACousin** · Nov 14, 2022 ...
Replying to [@tsp4gov](#)
2/ But I feel like unless I get help from [@SenStabenow](#) or [@RepSlotkin](#) nothing is going to happen. The fact retirees have to deal with such a poorly operated program is sad. Ive been trying to get my deceased mother's account closed out for over a year!

 **TSPCoach @TSPCoach** · Feb 6 ...
Replying to [@tsp4gov](#)
Last tweet from [@tsp4gov](#) was in Nov. Can you tell us when we are going to get answers to people's questions? I think you have addressed some of them. Might be nice to tweet out the positive changes.

   5  298 

 **Trey Angel @SirAuthorTrey** · Nov 7, 2022 ...
Replying to [@tsp4gov](#)
It's been over a month since I requested withdraws like my moneys just in a black hole in limbo somewhere

 3   8  

259. Pursuant to the Contract, AFS and/or Alight were expected to accurately project the need for ThriftLine call center representatives and ensure that enough were hired to handle the

volume of customer service calls made by TSP participants.¹⁶⁴ Yet AFS and/or Alight failed to deliver on this promise.

260. FRTIB member Dana Bilyeu stated in FRTIB's June 2022 meeting that AFS's projections of the need for ThriftLine call center representatives were "very far off." Bilyeu further stated that there needs to be accountability with AFS, which runs the call center.¹⁶⁵

261. Even though AFS hired additional staff, it failed to account for attrition rates and, as a result, the ThriftLine is "suffering."¹⁶⁶

ii. AFS Denied Participants Access to Historical Information

262. AFS deliberately chose not to transfer more than 665 million historical documents that belonged to TSP participants.¹⁶⁷

263. However, Defendant assured TSP participants that they could request historical records by contacting the ThriftLine. Despite Defendant's public assurances, TSP participants have been unable to obtain historical documents.¹⁶⁸

- a. A Reddit user wrote on September 7, 2022: WHAT HAPPENED TO MY HISTORICAL DATA!!!! I RELY ON THE HISTORICAL DATA TO GAUGE MY PROGRESS OVER THE LAST 16 YEARS. NOW I CAN'T EVEN GET AN ACCURATE P.I.P. THIS NEW APP/SITE IS

¹⁶⁴ <https://newsroom.accenture.com/news/accenture-federal-services-wins-federal-retirement-thrift-investment-board-contract-to-improve-retirement-outcomes-for-civil-service-and-military-401k.htm> (last visited May 12, 2023).

¹⁶⁵ <https://www.govexec.com/pay-benefits/2022/06/tsp-officials-promise-service-will-improve-after-difficult-transition-new-recordkeeping-system/368714/> (last visited May 12, 2023).

¹⁶⁶ *Id.*

¹⁶⁷ *See* <https://www.govexec.com/pay-benefits/2022/06/tsp-officials-promise-service-will-improve-after-difficult-transition-new-recordkeeping-system/368714/> (last visited May 12, 2023).

¹⁶⁸ <https://www.govexec.com/pay-benefits/2022/06/tsp-officials-promise-service-will-improve-after-difficult-transition-new-recordkeeping-system/368714/> (last visited May 12, 2023).

INFURIATING. DOES ANYBODY ELSE AGREE?¹⁶⁹

- b. A Reddit user wrote on September 8, 2022: WHEN THE NEW WEBSITE WENT LIVE IN JUNE, A BANNER AT THE TOP STATED THAT HISTORICAL DATA WOULD BE AVAILABLE IN JULY. I GUESS THAT WAS A LIE.¹⁷⁰
- c. It was reported by Federal News Network on June 9, 2022: “THE NEW LOGIN SYSTEM HAS BUGS, IT DOES NOT RECOGNIZE EXISTING PERSONAL INFO, IT FREEZES UP ALL THE TIME, IT CONSTANTLY CHANGES REQUIRED INPUTS AND IT DOES NOT ALLOW ACCESS TO EXISTING ACCOUNTS ... ALL HISTORICAL DATA IS GONE.”¹⁷¹

264. According to FRTIB Director of External Affairs, Kim Weaver: “Historical statements, documents and other messages from the prior system have not been transferred to the new My Account. If participants need access to historical documents, they will need to request them by calling ThriftLine.”¹⁷²

265. In sum, AFS and Alight completely failed to deliver a fully operational system on June 1, 2022, or for months thereafter.

266. As a result of Defendants’ seriously deficient and inoperable TSP management system and operations, Plaintiffs and TSP participants have been damaged.

G. Defendants’ Failures have Fallen under Heavy Congressional Scrutiny

267. Since the beginning of June 2022, several lawmakers have made formal inquiries and demanded information and resolution from the FRTIB after receiving complaints from

¹⁶⁹

https://www.reddit.com/r/ThriftSavingsPlan/comments/x8od6s/what_happened_to_my_historica_l_data/?utm_source=share&utm_medium=web2x&context=3 (last visited May , 2023).

¹⁷⁰

https://www.reddit.com/r/ThriftSavingsPlan/comments/x8od6s/comment/inke602/?utm_source=share&utm_medium=web2x&context=3 (last visited May 12, 2023).

¹⁷¹ <https://federalnewsnetwork.com/tsp/2022/06/tsp-board-scales-up-customer-service-staff-after-major-system-update/?readmore=1> (last visited May 12, 2023).

¹⁷² *See id.*

constituents regarding their inability to access their TSP information and accounts and reach customer service representatives.¹⁷³

268. On June 10, 2022, Congresswoman Eleanor Holmes Norton (D-DC) wrote a letter to the FRTIB expressing concern that her constituents were having difficulties accessing their TSP accounts.¹⁷⁴

269. On June 17, 2022, the Executive Director, Ravindra Deo, responded to Congresswoman Norton's letter, indicating that AFS, the record keeper, is responsible for tracking all information regarding plan participants – names, addresses, contributions, loans, earnings, withdrawals, etc. Deo went on to write that “[w]e anticipated that the transition, as most are, would be bumpy.”¹⁷⁵

270. On June 21, 2022, Congresswoman Norton stated that the FRTIB's response “does not address the questions I posed in my letter. Nor does it address the problems my constituents are having accessing their TSP accounts. In addition, the response fails to provide information on what the FRTIB plans to do to correct the problems.”¹⁷⁶

¹⁷³ See, e.g., <https://norton.house.gov/media-center/press-releases/norton-seeks-answers-on-new-tsp-online-system-after-constituents-report> (last visited May 12, 2023); <https://www.washingtonpost.com/politics/2022/06/22/thrift-savings-plan-investors-problems-logins/> (last visited May 12, 2023); <https://www.pionline.com/washington/house-democrats-want-investigation-thrift-savings-plan-website-launch> (last visited May 12, 2023).

¹⁷⁴ <https://norton.house.gov/media-center/press-releases/norton-seeks-answers-on-new-tsp-online-system-after-constituents-report> (last visited May 12, 2023).

¹⁷⁵ <https://norton.house.gov/media-center/press-releases/norton-receives-response-from-tsp-after-constituents-reported> (last visited May 12, 2023). See also <https://www.washingtonpost.com/politics/2022/06/22/thrift-savings-plan-investors-problems-logins/> (last visited May 12, 2023).

¹⁷⁶ See *id.*

271. On June 28, 2022, it was reported that complaints about the customer service related to the TSP have resulted in “an unusual level [of] scrutiny from Congress.”¹⁷⁷

272. On July 7, 2022, Congresswoman Norton stated, “I am deeply concerned about the widespread problems with the new TSP online system... I hear daily from constituents about the many problems with the new system. I will continue to demand immediate fixes to the problems, but we need to understand how this debacle occurred and to create new accountability mechanisms at the FRTIB, which is why I am requesting a GAO report and introducing legislation to create an inspector general at the FRTIB.”¹⁷⁸

273. On July 26, 2022, Congresswoman Abigail Spanberger (D-VA) demanded answers on issues impacting TSP participants. Congresswoman Spanberger stated, “Over the last month, many of Virginia’s dedicated federal employees and retirees have reached out to my office about challenges they are experiencing with the TSP system. We need to know more about what’s going wrong, why it’s happening, and how TSP’s Board intends to fix these problems.”¹⁷⁹

274. A group of House lawmakers requested that the Government Accountability Office (GAO) investigate the widespread problems with the new TSP online system.¹⁸⁰

275. On August 3, 2022, the GAO accepted the request of Congressmen Gerry Connolly (D-VA), Jamie Raskin (D-MD), Don Beyer (D-VA), Jennifer Wexton (D-VA), Eleanor Holmes Norton (D-DC), and Abigail Spanberger (D-VA) to review the “matters relating to the new Thrift

¹⁷⁷ <https://www.fedweek.com/fedweek/nine-hours-on-hold-pressure-builds-on-tsp-to-improve-customer-service/> (last visited May 12, 2023).

¹⁷⁸ <https://norton.house.gov/media-center/press-releases/norton-to-request-gao-investigation-of-new-tsp-online-system-and> (last visited May 12, 2023).

¹⁷⁹ <https://spanberger.house.gov/posts/spanberger-demands-answers-on-issues-impacting-federal-employees-using-new-thrift-savings-plan-online-system> (last visited May 12, 2023).

¹⁸⁰ <https://www.fedsmith.com/2022/07/27/lawmakers-want-gao-investigation-over-tsp-problems/> (last visited May 12, 2023).

Savings Plan online system, including the planning, contract award and implementation, as well as oversight by the Federal Retirement Thrift Investment Board.”¹⁸¹ As of the date of this Complaint, the GAO has not completed its investigation.

276. On September 6, 2022, Congresswoman Norton introduced a bill to create an inspector general for the FRTIB to oversee the TSP.¹⁸²

277. As of March 8, 2023, Congresswoman Norton expressed that she continued to hear from constituents frequently about problems with the new TSP online system.¹⁸³

V. CLASS ALLEGATIONS

278. Plaintiffs bring this action pursuant to the provisions of Rules 23(a), 23(b)(2), and 23(b)(3) of the Federal Rules of Civil Procedure, on behalf of themselves and the following proposed classes:

Nationwide Class: All persons or entities in the United States, the District of Columbia, and the territories of the United States, and including those abroad on active U.S. military duty, who are current or former TSP participants or beneficiaries who applied for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and/or Death Benefits between June 1, 2022 and the present. (Represented by all Plaintiffs).

California Subclass: All persons or entities in California who are current or former TSP participants or beneficiaries who applied for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and/or Death Benefits between June 1, 2022 and the present. (Represented by Plaintiff Gregorian).

D.C. Subclass: All persons or entities in Washington, D.C. who are current or former TSP participants or beneficiaries who applied for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals,

¹⁸¹ <https://norton.house.gov/media-center/press-releases/gao-agrees-to-comprehensive-review-of-new-thrift-savings-plan-online> (last visited May 12, 2023).

¹⁸² *Id.*

¹⁸³ <https://norton.house.gov/media/press-releases/norton-introduces-bill-establish-inspector-general-thrift-savings-plan> (last visited May 12, 2023).

and/or Death Benefits between June 1, 2022 and the present. (Represented by Plaintiff Jesse).

Mississippi Subclass: All persons or entities in Mississippi who are current or former TSP participants or beneficiaries who applied for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and/or Death Benefits between June 1, 2022 and the present. (Represented by Plaintiff Bridges).

North Carolina Subclass: All persons or entities in North Carolina who are current or former TSP participants or beneficiaries who applied for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and/or Death Benefits between June 1, 2022 and the present. (Represented by Plaintiff Taylor).

Maryland Subclass: All persons or entities in Maryland who are current or former TSP participants or beneficiaries who applied for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and/or Death Benefits between June 1, 2022 and the present. (Represented by Plaintiff White).

Tennessee Subclass: All persons or entities in Tennessee who are current or former TSP participants or beneficiaries who applied for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and/or Death Benefits between June 1, 2022 and the present. (Represented by Plaintiff Watson).

Virginia Subclass: All persons or entities in Virginia who are current or former TSP participants or beneficiaries who applied for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and/or Death Benefits between June 1, 2022 and the present. (Represented by Plaintiff Rodriguez).

279. Together, the California, D.C., Mississippi, North Carolina, Maryland, Tennessee, and Virginia Subclasses shall be collectively referred to herein as the “State Subclasses” and— together with the Nationwide Class—as the “Class.” Excluded from the Class are Defendants, their affiliates, employees, officers and directors, and the Judge(s) assigned to this case. Plaintiffs reserve the right to modify, change, or expand the Class definition after conducting discovery.

280. **Numerosity:** The Class is so numerous that joinder of all members is impracticable. While the exact number and identities of individual members of the Class are unknown at this

time, such information being in the possession of Defendants and obtainable by Plaintiffs through the discovery process, Plaintiffs believe that the Class consists of hundreds, if not thousands, of persons and entities that were harmed by Defendants' conduct.

281. Existence and Predominance of Common Questions of Fact and Law: Common questions of fact and law exist as to all members of the Class. These questions predominate over the questions affecting individual Class Members. These common factual and legal questions include, but are not limited to:

- a. Whether Defendants engaged in the conduct alleged herein;
- b. Whether Defendants' conduct violated the Federal Employee Retirement Systems Act of 1986;
- c. Whether AFS' and/or Alight's conduct alleged herein constitutes negligence;
- d. Whether AFS and/or Alight were unjustly enriched by their conduct;
- e. Whether Defendants breached their fiduciary duties to TSP participants;
- f. Whether AFS and/or Alight breached its contract(s) with the FRTIB;
- g. Whether TSP participants and beneficiaries are third-party beneficiaries of the contract(s) between TSP, on one hand, and AFS and/or Alight, on the other;
- h. Whether Plaintiffs and the other Class members are entitled to equitable relief, including, but not limited to, restitution, disgorgement, and/or injunctive relief; and
- i. Whether Plaintiffs and the other Class members are entitled to damages—including punitive—and other monetary relief and, if so, in what amount.

282. Typicality: All of Plaintiffs' claims are typical of the claims of the Class since both Plaintiffs and all Class members are TSP participants, thereby subjecting them to Defendants' conduct alleged herein. Plaintiffs and the Class sustained monetary and economic injuries including, but not limited to, ascertainable losses arising out of Defendants' wrongful conduct. Plaintiffs are advancing the same claims and legal theories on behalf of themselves and all absent Class Members.

283. Adequacy: Plaintiffs are adequate Class representatives because their interests do not materially or irreconcilably conflict with the interests of the Class that they seek to represent, they have retained counsel competent and highly experienced in complex class action litigation, and they intend to prosecute this action vigorously. The interests of the Class will be fairly and adequately protected by Plaintiffs and their counsel.

284. Superiority: A class action is superior to all other available means of fair and efficient adjudication of the claims of Plaintiffs and the Class. The injury suffered by each individual Class Member is relatively small in comparison to the burden and expense of individual prosecution of the complex and extensive litigation necessitated by Defendants' conduct. It would be virtually impossible for members of the Class individually to effectively redress the wrongs done to them. Even if the members of the Class could afford such individual litigation, the court system could not. Individualized litigation presents a potential for inconsistent or contradictory judgments. Individualized litigation increases the delay and expense to all parties and to the court system presented by the complex legal and factual issues of the case. By contrast, the class action device presents far fewer management difficulties and provides the benefits of single adjudication, economy of scale, and comprehensive supervision by a single court. Members of the Class can be readily identified and notified based on, *inter alia*, Defendants' records and databases.

285. Defendants have acted, and refused to act, on grounds generally applicable to the Class, thereby making appropriate final injunctive and equitable relief with respect to the Class as a whole.

VI. CAUSES OF ACTION

**FIRST CAUSE OF ACTION
Violations of the Federal Employee Retirement Systems Act of 1986
(Against AFS and Alight)
(On Behalf of the Nationwide Class)**

286. Plaintiffs repeat, reallege, and incorporate by reference each of the foregoing allegations as though fully set forth herein.

287. Plaintiffs bring this claim against AFS and Alight on behalf of the Nationwide Class.

288. Plaintiffs and the other Class members are current and former federal employees and/or beneficiaries enrolled in the TSP, pursuant to the FERSA.

289. Defendants AFS and Alight are fiduciaries as defined by 5 U.S.C. § 8477(a)(3)(c) & (d) because they have and/or exercised discretionary authority or discretionary control over the management or disposition of the assets of the Thrift Savings Fund and/or in the administration of the TSP (in accordance with 29 U.S.C. 1002(21)(A)).

290. FERSA states, in pertinent part, as follows:

a fiduciary shall discharge his responsibilities with respect to the Thrift Savings Fund or applicable portion thereof solely in the interest of the participants and beneficiaries and—

(A) for the exclusive purpose of—

(i) providing benefits to participants and their beneficiaries; and

(ii) defraying reasonable expenses of administering the Thrift Savings Fund or applicable portions thereof;

(B) with the care, skill, prudence, and diligence under the circumstances then prevailing that a prudent individual acting in a like capacity and familiar with such matters would use in the conduct of an enterprise of a like character and with like objectives

5 U.S.C. § 8477(b)(1).

291. AFS and Alight violated these duties by attempting to maximize their profits under the Contract and failing to use reasonable care in managing, maintaining, administering, and providing benefits and services for TSP accounts for Plaintiffs and the proposed Class by, *inter alia*, failing to: (i) develop and implement the Converge program in accordance with the terms of the Contract, industry standards, and FERSA; (ii) ensure that they implemented sufficient systems and employed a sufficient number of trained employees to address the needs of TSP participants and beneficiaries; (iii) correctly process TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits; (iv) disburse TSP Loan, Hardship Withdrawal, Non-Hardship Active Withdrawal, Out of Service Withdrawal, and Death Benefit funds for a prolonged period of time causing hardship to Plaintiffs and the Class; and (v) provide retirement services in accordance with industry standards. Defendants' conduct in that regard violated their fiduciary duties to discharge their responsibilities with respect to the TSP "with the care, skill, prudence, and diligence under the circumstances then prevailing that a prudent individual acting in a like capacity and familiar with such matters would use in the conduct of an enterprise of a like character and with like objectives." Indeed, such prudent actors would take steps to ensure that participants had access to and could utilize TSP's services, had access to TSP benefits as needed, and that approved TSP Loan, Hardship Withdrawal, Non-Hardship Active Withdrawal, Out of Service Withdrawal, and Death Benefit proceeds would be timely disbursed to participants.

292. As a direct and proximate result of AFS' and Alight's conduct, Plaintiffs and Class members have suffered, and continue to suffer, immense injury in fact, damages, and harm.

293. Pursuant to 5 U.S.C. § 8477(e)(1)(A), AFS and Alight are each "personally liable to the Thrift Savings Fund for any losses to such Fund resulting from each such breach or

violation” and are “subject to such other equitable or remedial relief as a court considers appropriate.”

294. Pursuant to 5 U.S.C. § 8477(e)(1)(D), AFS and Alight are also jointly and severally liable for the breaches of fiduciary duty committed by each other, members of the FRTIB, and the Executive Director, because AFS and Alight: (i) participated knowingly in, or knowingly sought to conceal, an act or omission of such other fiduciaries, knowing such act or omission is such a breach; (ii) failed to comply with 5 U.S.C. § 8477(b) in the administration of their specific responsibilities which give rise to the fiduciary status; (iii) have enabled such other fiduciaries to breach their fiduciary duties; and (iv) have knowledge of the fiduciary duty breaches of others and did not make reasonable efforts under the circumstances to remedy the breaches.

295. Plaintiffs bring this Claim, individually and on behalf of the Class, pursuant to 5 U.S.C. § 8477(e)(3)(C) of FERSA, which provides that a civil action may be brought “by any participant or beneficiary . . . to recover benefits of such participant or beneficiary under the provisions of subchapter III of this chapter, to enforce any right of such participant or beneficiary under such provisions, or to clarify any such right to future benefits under such provisions.”

296. Plaintiffs, on behalf of themselves and the Class, seek to recover TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits, and enforce their right to such benefits.

297. Plaintiffs also bring this Claim, individually and on behalf of the Class, pursuant to 5 U.S.C. § 8477(e)(3)(B) of FERSA, which provides that a civil action may be brought “by any participant, beneficiary, or fiduciary against any fiduciary—(i) to enjoin any act or practice which violates any provision of subsection (b) or (c); (ii) to obtain any other appropriate equitable relief

to redress a violation of any such provision; [or] (iii) to enjoin any act or practice which violates subsection (g)(2) or (h) of section 8472 of this title [5 U.S.C. § 8472].”

298. Plaintiffs, on behalf of themselves and the Class, seek an order enjoining AFS’ and Alight’s practices in violation of FERSA, industry standards, and the Contract. Plaintiffs, on behalf of themselves and the Class, also seek equitable relief, including in the form of an order compelling the disbursement of qualified TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits within five business days, and restitution and/or disgorgement of application fees, processing fees, penalties, and all other monies paid by TSP participants or received by AFS and Alight relating to the Contract.

299. Each Plaintiff submitted, or attempted to submit, written and/or telephonic complaints about the issues at TSP that were sufficient to provide Defendants with notice of their violations of FERSA and an opportunity to correct the issues experienced by Plaintiffs. For instance, Plaintiffs Rodriguez, Watson, and Bridges sent a written complaint in or about August 2022. Furthermore, as alleged above, every Plaintiff attempted to contact Defendants about their failure to correctly and timely process their TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits on numerous occasions, to no avail. The crux of Plaintiffs’ complaint is that the issues plaguing the everyday operation of the TSP—which were brought on as a direct result of Defendants’ acts—prevented Plaintiffs and all TSP participants from being able to submit complaints and speak with TSP representatives that could provide assistance. Thus, any attempts by Plaintiffs to submit written complaints to Defendants have been and would have been futile.

SECOND CAUSE OF ACTION
Violations of the Federal Employee Retirement Systems Act of 1986
(Against the FRTIB Defendants)
(On Behalf of the Nationwide Class)

300. Plaintiffs repeat, reallege, and incorporate by reference each of the foregoing allegations as though fully set forth herein.

301. Plaintiffs bring this claim against the FRTIB Defendants on behalf of the Nationwide Class.

302. Plaintiffs and the other Class members are current and former federal employees and/or beneficiaries enrolled in the TSP, pursuant to the FERSA.

303. The FRTIB Defendants are each fiduciaries, pursuant to 5 U.S.C. § 8477(a)(3)(A), (B). As such, they are required to “discharge [their] responsibilities with respect to the Thrift Savings Fund or applicable portion thereof solely in the interest of the participants and beneficiaries and— (A) for the exclusive purpose of— (i) providing benefits to participants and their beneficiaries; and (ii) defraying reasonable expenses of administering the Thrift Savings Fund or applicable portions thereof; [and] (B) with the care, skill, prudence, and diligence under the circumstances then prevailing that a prudent individual acting in a like capacity and familiar with such matters would use in the conduct of an enterprise of a like character and with like objectives.” 5 U.S.C. § 8477(b)(1).

304. The FRTIB Defendants breached these duties by failing to act with the care, skill, prudence, and diligence of a similarly situated prudent individual in: (i) overseeing the TSP record keepers’ (AFS and Alight) transition of the TSP system; (ii) ensuring that Plaintiffs and other members of the Class received the rights and benefits they are entitled to under FERSA, including TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits, in a timely and correct manner; (iii) ensuring that the Converge

transition and post-transition services offered to Plaintiffs and the Class were made in accordance with the Contract, industry standards, and FERSA; and (iv) defraying unreasonable costs to AFS and/or Alight for the services provided to TSP participants and beneficiaries.

305. Pursuant to 5 U.S.C. § 8477(e)(1)(A), the FRTIB Defendants are each “personally liable to the Thrift Savings Fund for any losses to such Fund resulting from each such breach or violation” and are “subject to such other equitable or remedial relief as a court considers appropriate.”

306. Pursuant to 5 U.S.C. § 8477(e)(1)(D), the FRTIB Defendants are also jointly and severally liable for the breaches of fiduciary duty committed by each other, AFS, and Alight, because the FRTIB Defendants: (i) participated knowingly in, or knowingly sought to conceal, an act or omission of such other fiduciaries, knowing such act or omission is such a breach; (ii) failed to comply with 5 U.S.C. § 8477(b) in the administration of their specific responsibilities which give rise to the fiduciary status; (iii) have enabled such other fiduciaries to breach their fiduciary duties; and (iv) have knowledge of the fiduciary duty breaches of others and did not make reasonable efforts under the circumstances to remedy the breaches.

307. Plaintiffs bring this Claim, individually and on behalf of the Class, pursuant to 5 U.S.C. § 8477(e)(3)(C) of FERSA, which provides that a civil action may be brought “by any participant or beneficiary . . . to recover benefits of such participant or beneficiary under the provisions of subchapter III of this chapter, to enforce any right of such participant or beneficiary under such provisions, or to clarify any such right to future benefits under such provisions.”

308. Plaintiffs, on behalf of themselves and the Class, seek to recover benefits (TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits) and enforce their right to such benefits.

309. Plaintiffs also bring this Claim, individually and on behalf of the Class, pursuant to 5 U.S.C. § 8477(e)(3)(B) of FERSA, which provides that a civil action may be brought “by any participant, beneficiary, or fiduciary against any fiduciary— (i) to enjoin any act or practice which violates any provision of subsection (b) or (c); (ii) to obtain any other appropriate equitable relief to redress a violation of any such provision; [or] (iii) to enjoin any act or practice which violates subsection (g)(2) or (h) of section 8472 of this title [5 U.S.C. § 8472].”

310. Plaintiffs, on behalf of themselves and the Class, seek an order enjoining AFS’ and Alight’s practices in violation of FERSA and granting equitable relief, including in the form of an order compelling the disbursement of qualified TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits within five business days.

311. Each Plaintiff submitted, or attempted to submit, written and/or telephonic complaints about the issues at TSP that were sufficient to provide Defendants with notice of their violations of FERSA and an opportunity to correct the issues experienced by Plaintiffs. For instance, Plaintiffs Rodriguez, Watson, and Bridges sent a written complaint in or about August 2022. Furthermore, as alleged above, every Plaintiff attempted to contact Defendants about their failure to correctly and timely process their TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits on numerous occasions, to no avail. The crux of Plaintiffs’ complaint is that the issues plaguing the everyday operation of the TSP—which were brought on as a direct result of Defendants’ acts—prevented Plaintiffs and all TSP participants from being able to submit complaints and speak with TSP representatives that could provide assistance. Thus, any attempts by Plaintiffs to submit written complaints to Defendants have been and would have been futile.

THIRD CAUSE OF ACTION
Negligence
(Against AFS and Alight)
(On Behalf of the Nationwide Class or, Alternatively, the State Subclasses)

312. Plaintiffs repeat, reallege, and incorporate by reference each of the foregoing allegations as though fully set forth herein.

313. Plaintiffs bring this claim against AFS and Alight on behalf of themselves and the Nationwide Class, or in the alternative, on behalf of state Subclasses.

314. Accenture and Alight owed duties to Plaintiffs and the proposed Class to use reasonable care to manage, maintain, administer, and provide benefits and services for their TSP accounts, including but not limited to, correctly and timely processing TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits. More specifically, with regard to Plaintiffs and Class members, Accenture and Alight were obligated to exercise due and reasonable care in:

- a. developing and implementing the Converge program in accordance with the terms of the Contract;
- b. ensuring that they employed a sufficient number of trained employees to address the needs of TSP participants and beneficiaries;
- c. ensuring that historical data and documents were preserved and available to TSP participants and beneficiaries;
- d. timely processing and disbursing TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits;
- e. timely returning TSP Loan funds that were withdrawn but not distributed to TSP participants and beneficiaries, in violation of 5 C.F.R. § 1655.13(e); and

- f. exercising their discretionary authority and control over the management or disposition of the assets of the Thrift Savings Fund, pursuant to 5 U.S.C. § 8477(a)(3)(c), (d).

315. Accenture and Alight's duties of care also arose from the special relationship between Accenture and Alight and those who entrusted it to provide financial services. At all times relevant herein, Accenture and Alight were fiduciaries to Plaintiffs and Class members and owed them a duty to exercise reasonable care, skill, and ability in conducting and facilitating financial services and transactions on their behalf.

316. Accenture and Alight knew or should have known that their processes and operations would cause harm to Plaintiffs and the Class because they, *inter alia*, did not reasonably comply with their obligations under the Contract and FERSA, were not consistent with industry standards, and were not sufficient to correctly process and disburse TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits.

317. Accenture and Alight breached their duties to use reasonable care in managing, maintaining, administering, and providing benefits and services for TSP accounts for Plaintiffs and the proposed Class by failing to, *inter alia*: (i) develop and implement the Converge program in accordance with the terms of the Contract, industry standards, and FERSA; (ii) ensure that they implemented sufficient systems and employed a sufficient number of trained employees to address the needs of TSP participants and beneficiaries; (iii) correctly process TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits; and (iv) disburse funds for TSP Loans, Hardship Withdrawals, Non-Hardship Active

Withdrawals, Out of Service Withdrawals, and Death Benefits for a prolonged period of time, causing hardship to Plaintiffs and the Class.

318. It was foreseeable that Accenture's and Alight's forgoing breaches of duty of care would cause Plaintiffs and the Class to suffer harm.

319. But for Accenture's and Alight's wrongful and negligent breaches of their duties of care, Plaintiffs and Class members would not have suffered the harm alleged herein, including untimely disbursements of funds for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits, or they would have mitigated their damages more effectively.

320. As a direct and proximate result of Accenture and Alight's negligence, Plaintiffs and the proposed Class were damaged in an amount to be proven at trial.

FOURTH CAUSE OF ACTION

Breach of Contract

(Against AFS)

(On Behalf of the Nationwide Class or, Alternatively, the State Subclasses)

321. Plaintiffs repeat, reallege, and incorporate by reference each of the foregoing allegations as though fully set forth herein.

322. Plaintiffs bring this claim against AFS on behalf of themselves and the Nationwide Class, or in the alternative, on behalf of state Subclasses.

323. Plaintiffs and each member of the proposed Class are third party beneficiaries of the Contract entered into between the FRTIB and AFS. Upon information and belief, the terms of the Contract included that AFS would exercise due and reasonable care in developing and implementing the Converge transition program, and thereafter, act with the utmost care when performing its duties as the TSP Recordkeeper, including processing TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death

Benefits. The services AFS agreed to perform under the Contract were made with the specific intent to benefit Plaintiffs and the Class by improving the benefits and services offered to TSP participants. Specifically, the Contract contains terms that expressly require AFS to improve the TSP platform and provide TSP Loan, Hardship Withdrawal, Non-Hardship Active Withdrawal, Out of Service Withdrawal, and Death Benefit services, among other benefits, for the benefit of TSP participants.

324. Based on the allegations of its conduct set forth herein, AFS breached the terms of the Contract, including but not limited to failing to adequately transition TSP's system, which has resulted in an array of problems and inconveniences for TSP participants—including but not limited to: inability to access accounts and investments, incorrect account balances or inability to view them, missing or incomplete information in their accounts, hours-long wait times to reach customer service, failure to timely (meaning, within three to five business days) and accurately process applications for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits, and TSP's failure to disburse TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits proceeds to participants who were approved for same.

325. As a result of AFS' breach of the Contract with the FRTIB, Plaintiffs and the proposed Class have been damaged in an amount to be proven at trial.

FIFTH CAUSE OF ACTION
Unjust Enrichment
(Against AFS and Alight)
(On Behalf of the Nationwide Class or, Alternatively, the State Subclasses)

326. Plaintiffs repeat, reallege, and incorporate by reference each of the foregoing allegations as though fully set forth herein.

327. Plaintiffs bring this claim against AFS and Alight on behalf of themselves and the Nationwide Class, or in the alternative, on behalf of state Subclasses.

328. Plaintiffs plead this claim in the alternative to their breach of contract claim.

329. Plaintiffs and the proposed Class have conferred a benefit upon AFS and Alight by paying investment fees, administrative fees, TSP Loan fees, and other fees in order to apply for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits.

330. As alleged above, AFS and Alight failed to completely and responsibly transition TSP's system, which has resulted in an array of problems and inconveniences for TSP participants—including but not limited to: inability to access accounts and investments, incorrect account balances or inability to view them, missing or incomplete information in their accounts, hours-long wait times to reach customer service, and TSP's failure to disburse proceeds for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits to participants who were approved for same.

331. By their negligent, reckless, and inadequate conduct alleged herein, AFS and Alight have unjustly received and retained the foregoing benefits at the expense of Plaintiffs and the proposed Class, including funds that AFS and Alight received for providing services for Plaintiffs and the proposed Class' TSP accounts.

332. Under principles of equity and good conscience, AFS and Alight should not be permitted to retain money belonging to Plaintiffs and the proposed Class that they unjustly received as a result of their negligent, reckless, and inadequate conduct alleged herein without providing compensation to Plaintiffs and the proposed Class.

333. Plaintiffs and the proposed Class have suffered financial loss as a direct result of AFS and Alight's conduct.

334. Plaintiffs and Class Members are entitled to restitution of, disgorgement of, and/or the imposition of a constructive trust upon all profits, benefits, and other compensation obtained by AFS and Alight, and for such other relief that this Court deems proper, as a result of AFS' and Alight's unfair, misleading, and unlawful conduct.

SIXTH CAUSE OF ACTION
Common Law Breach of Fiduciary Duty
(Against AFS and Alight)
(On Behalf of the Nationwide Class or, Alternatively, the State Subclasses)

335. Plaintiffs repeat, reallege, and incorporate by reference each of the foregoing allegations as though fully set forth herein.

336. AFS and Alight each owed a fiduciary duty to Plaintiffs and Class members to provide adequate benefits and services for the TSP accounts, including but not limited to, access to their accounts, access to their account balance, the timely and accurate processing of applications for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits, and the disbursement of proceeds for same.

337. As alleged herein, AFS and Alight breached those fiduciary duties by failing to adequately transition TSP's system, which has resulted in an array of problems and inconveniences for TSP participants—including but not limited to: inability to access accounts and investments, incorrect account balances or inability to view them, missing or incomplete information in their accounts, hours-long wait times to reach customer service, failure to timely and accurately process applications for TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits, and TSP's failure to disburse proceeds to participants who were approved for same.

338. As a result of AFS' and Alight's foregoing actions, Plaintiffs and the proposed Class have been damaged in an amount to be proven at trial.

VII. PRAYER FOR RELIEF

WHEREFORE, Plaintiffs, individually and on behalf of members of the Class defined above, respectfully request that the Court enter judgment against Defendants and award the following relief:

A. Certification of this action as a class action pursuant to Rule 23 of the Federal Rules of Civil Procedure, declaring Plaintiffs as the representatives of the Class, and Plaintiffs' counsel as counsel for the Class;

B. An order awarding declaratory relief, and temporarily and permanently enjoining Defendants from continuing the negligent, unlawful, and unfair business practices alleged in this Complaint;

C. Appropriate injunctive and/or declaratory relief, disgorgement, and/or restitution, including, without limitation, an order that requires Defendants to immediately disburse all proceeds for approved TSP Loans, Hardship Withdrawals, Non-Hardship Active Withdrawals, Out of Service Withdrawals, and Death Benefits, and disgorgement of all fees collected by AFS and Alight in connection with TSP services;

D. An award of appropriate damages, including punitive damages, for Plaintiffs' and Class members' losses;

E. A declaration that Defendants are financially responsible for all Class notice and the administration of Class relief;

F. An order awarding any applicable statutory and civil penalties;

G. An order requiring Defendants to pay both pre- and post-judgment interest on any amounts awarded;

- H. An award of costs, expenses, and attorneys' fees as permitted by law; and
- I. Such other or further relief as the Court may deem appropriate, just, and equitable.

VIII. DEMAND FOR JURY TRIAL

Plaintiffs respectfully demand a trial by jury on all issues so triable.

DATED: June 1, 2023

Respectfully submitted,

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