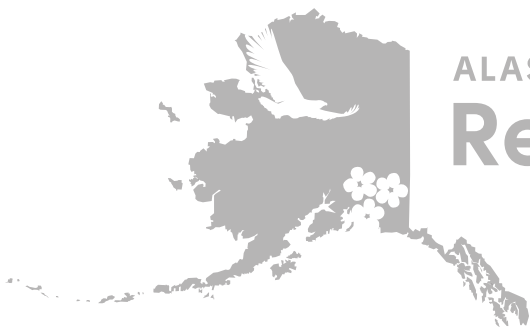




INTRODUCTORY SECTION



ALASKA DIVISION OF
**Retirement
and Benefits**



THE STATE
of **ALASKA**
GOVERNOR BILL WALKER

Department of Administration

DIVISION OF RETIREMENT AND BENEFITS

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333 Willoughby Avenue
P.O. Box 110203
Juneau, AK 99811-0203
FAX: (907) 465-3086
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LETTER OF TRANSMITTAL

December 15, 2017

The Honorable Bill Walker, Governor
Members of the Alaska State Legislature
Alaska Retirement Management Board
Employers and Plan Members

We are pleased to present the Comprehensive Annual Financial Report (CAFR) of the Teachers' Retirement System (TRS) (System) for the fiscal year ended June 30, 2017. The CAFR is intended to fulfill the legal requirements of Alaska Statute (AS) 14.25.004(a)(8).

The CAFR provides comprehensive information on the financial operations of the System for the fiscal year. Responsibility for the accuracy, completeness and fairness of the information presented rests with the management of the System. To the best of our knowledge and belief, the enclosed information is accurate in all material respects and is reported in a manner designed to fairly present the financial position and results of operations of the System for the year ended June 30, 2017. All disclosures necessary to enable the reader to gain an understanding of the System's activities have been included.

KPMG LLP, Certified Public Accountants, has issued an unmodified opinion on the System's basic financial statements for the year ended June 30, 2017. The independent auditor's report is located at the beginning of the Financial Section of this report.

The management's discussion and analysis (MD&A) is also located in the Financial Section of this report. The MD&A provides an analytical overview of the financial statements. This letter of transmittal is designed to complement the MD&A and should be read in conjunction with it.

Introductory Section

The CAFR is divided into five sections:

- **Introductory Section**, which contains the letter of transmittal, the organizational chart of the Division, and a list of the members serving on the Alaska Retirement Management Board (Board);
- **Financial Section**, which contains the Independent Auditor's Report, MD&A, basic financial statements, required supplementary information, and additional information;
- **Investment Section**, which contains a report prepared by the investment consultant, a report on investment activity, investment results, and various investment schedules;
- **Actuarial Section**, which contains the Actuarial Certification letter and the results of the most current annual actuarial valuation; and
- **Statistical Section**, which includes additional information related to financial trends, demographic and economic information, and operating information.

Profile of the System

The System was established in 1955 to provide pension benefits to teachers and other eligible participants. Post-employment health care benefits were added July 1, 1975. Senate Bill 141, signed into law on July 27, 2005, closed the Defined Benefit (DB) Plan effective July 1, 2006, to new members and created a Defined Contribution Retirement (DCR) Plan for members first hired on or after July 1, 2006. Beginning in fiscal year 2007, the System consists of: (1) the DB Plan and (2) the DCR Plan. This report includes both plans. The DB Plan includes the pension plan and the Alaska Retiree Health Care Trust (Tiers I and II). The DCR Plan includes the defined contribution retirement trust, occupational death and disability plan, retiree major medical plan, and the health reimbursement arrangement plan (Tier III).

Reporting Entity

The System is considered a component unit of the State of Alaska (State) for financial reporting purposes. Due to the closeness of the System's relationship to the State, it is included in the State CAFR as a fiduciary fund.

The Commissioner of the Department of Administration, appointed by the Governor, is responsible for administering the System. In order to meet the statutory requirements of administering the System, the Commissioner appoints the Plan Administrator of the Division of Retirement and Benefits (Division). The Plan Administrator is responsible for the daily operations of the System.

The Board, constituted effective October 1, 2005, replaced the Teachers' Retirement Board (effective July 1, 2005) and the Alaska State Pension Investment Board (effective October 1, 2005).

The Board is responsible for:

- adopting investment policies and developing investment objectives;
- providing a range of investment options and establishing the rules by which participants can direct their investments among those options, when applicable;
- establishing crediting rates for members' individual contribution accounts, when applicable;
- assisting in prescribing policies for the proper operation of the System;
- coordinating with the System Administrator to have actuarial valuations performed;
- reviewing actuarial assumptions and conducting experience analyses;
- contracting for an independent audit of actuarial valuations and external performance calculations; and
- reporting the financial condition of the Systems to the Governor, Legislature, and individual employers participating in the System.

Major Initiatives / Changes

The System continues to make progress on several on-going projects. Most of these efforts are focused on improving customer service, technology, methods for employers to submit information, methods for members to obtain information, and continued compliance with accounting requirements of the Governmental Accounting Standards Board (GASB) and the Financial Accounting Standards Board (FASB), as applicable.

The System continues to assess and retool its communication efforts, which include printed handbooks, newsletters, and website content. This year, the System has developed new employee videos for employers to use and make the plan information easy to access by members. The System strives to ensure that all communication material is clear, accurate, and user-friendly.

The System strives to provide the highest degree of customer service to all members. The Division continues to enhance and develop the central Member Services Section with the goals of improving phone service, provide faster processing of all customer requests, improving member education services.

The System continues to offer a broad array of fairs and seminars directed toward both active members and employers, with the goal to assist employers with successful marketing of the plans, educating members about all benefits available from early career through to retirement, encouraging healthy living, and how to best use the health plan.

Introductory Section

Funding Requirements

The System's consulting actuary, Conduent Human Resource Services, presented the results of the June 30, 2016, actuarial valuation report to the Plan Administrator, Division, and the Board. The assumptions and benefits are explained in the Actuarial Section of this report.

Based on the most recent valuation report dated June 30, 2016, the System's DB Plan has a funding ratio (actuarial value of DB Plan assets divided by actuarial liabilities for pension and postemployment healthcare benefits) of 82.8%. The DB Plan's unfunded actuarial accrued liability (actuarial liability minus actuarial value of DB plan assets) totals approximately \$1.7 billion. The unfunded liability continues to be addressed at all levels of the State. The Governor's budget proposes to provide funding to System's employers in order to maintain an appropriate level of employer contributions while also paying the actuarially determined contribution rate adopted by the Board.

Investments

On June 30, 2017, the DB Plan's investment portfolio was valued at \$7.9 billion and earned a 13.36% return for the fiscal year ended June 30, 2017. The DCR Plan's investment portfolio was valued at \$486.9 million for the fiscal year ended June 30, 2017. Over the past five years ending June 30, 2017, the DB Plan's investments earned a 9.27% return. The Board has statutory oversight of the System's investments and the Department of Revenue, Treasury Division, provides staff for the Board. Actual investing is performed by investment officers in the Treasury Division or by contracted external investment managers. The Board reviews and updates investment policies and strategies and is responsible for safeguarding invested assets.

Accounting System

This CAFR has been prepared to conform to the principles of accounting and reporting established by the GASB. Specific accounting treatments are detailed in the Notes to Financial Statements found in the Financial Section of this report.

Internal Controls

Division management is responsible for establishing and maintaining a system of internal controls to protect System assets from loss, theft, or misuse and to ensure adequate accounting data is compiled for the preparation of financial statements in conformity with generally accepted accounting principles. The cost of internal control should not exceed anticipated benefits; the objective is to provide reasonable, rather than absolute, assurance that the financial statements are free of any material misstatements.

Awards

The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the System for its CAFR for the fiscal year ended June 30, 2016. The Certificate of Achievement is a prestigious national award that recognizes conformance with the highest standards of preparation of state and local government financial reports.

In order to be awarded a Certificate of Achievement, a government entity must publish an easily readable and efficiently organized CAFR. This report must satisfy both U.S. generally accepted accounting principles and applicable legal requirements.

A Certificate of Achievement is valid for a period of one year. The Division is confident our current CAFR continues to meet the Certificate of Achievement Program's requirements and are submitting it to the GFOA for consideration.

Additionally, the Public Pension Coordinating Council (PPCC) awarded the Public Pension Standards Award for Funding and Administration certificate to the Division for the fiscal year ended June 30, 2017.

The Public Pension Standards Award for Funding and Administration certificate is valid for a period of one year. The Division is confident the System will continue to meet the standards award requirements and will apply to the PPCC for consideration in 2018.

Acknowledgements

The preparation of this report is made possible by the dedicated services of the staff of the Department of Administration, Division of Retirement and Benefits and Division of Finance; Department of Law; and the Department of Revenue, Treasury Division. This report is intended to provide complete and reliable information as a basis for making management decisions, as a means of determining compliance with legal provisions, and as a means of determining responsible stewardship of the System's financial resources.

The report is available on the web at <http://doa.alaska.gov/drb/trs/employee/resources/cafr.html> and mailed to those who submit a formal request. This report forms the link between the System and the membership. The cooperation of the membership contributes significantly to the success of the System. We hope the employers and plan members find this report informative.

Introductory Section

We are grateful to the Alaska Retirement Management Board, staff, advisors, and to the many people who have diligently worked to assure the successful operation of the System.

Respectfully submitted,



Leslie Ridle
Commissioner



Ajay Desai
Division Director



Michele Michaud
Chief Health Official



Kathy Lea
Chief Pension Officer



Kevin Worley
Chief Financial Officer



Government Finance Officers Association

Certificate of
Achievement
for Excellence
in Financial
Reporting

Presented to

Alaska Teachers' Retirement System

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended

June 30, 2016

Christopher P. Morill

Executive Director/CEO



Public Pension Coordinating Council

***Public Pension Standards Award
For Funding and Administration
2017***

Presented to

Alaska Teachers' Retirement System

In recognition of meeting professional standards for
plan funding and administration as
set forth in the Public Pension Standards.

Presented by the Public Pension Coordinating Council, a confederation of

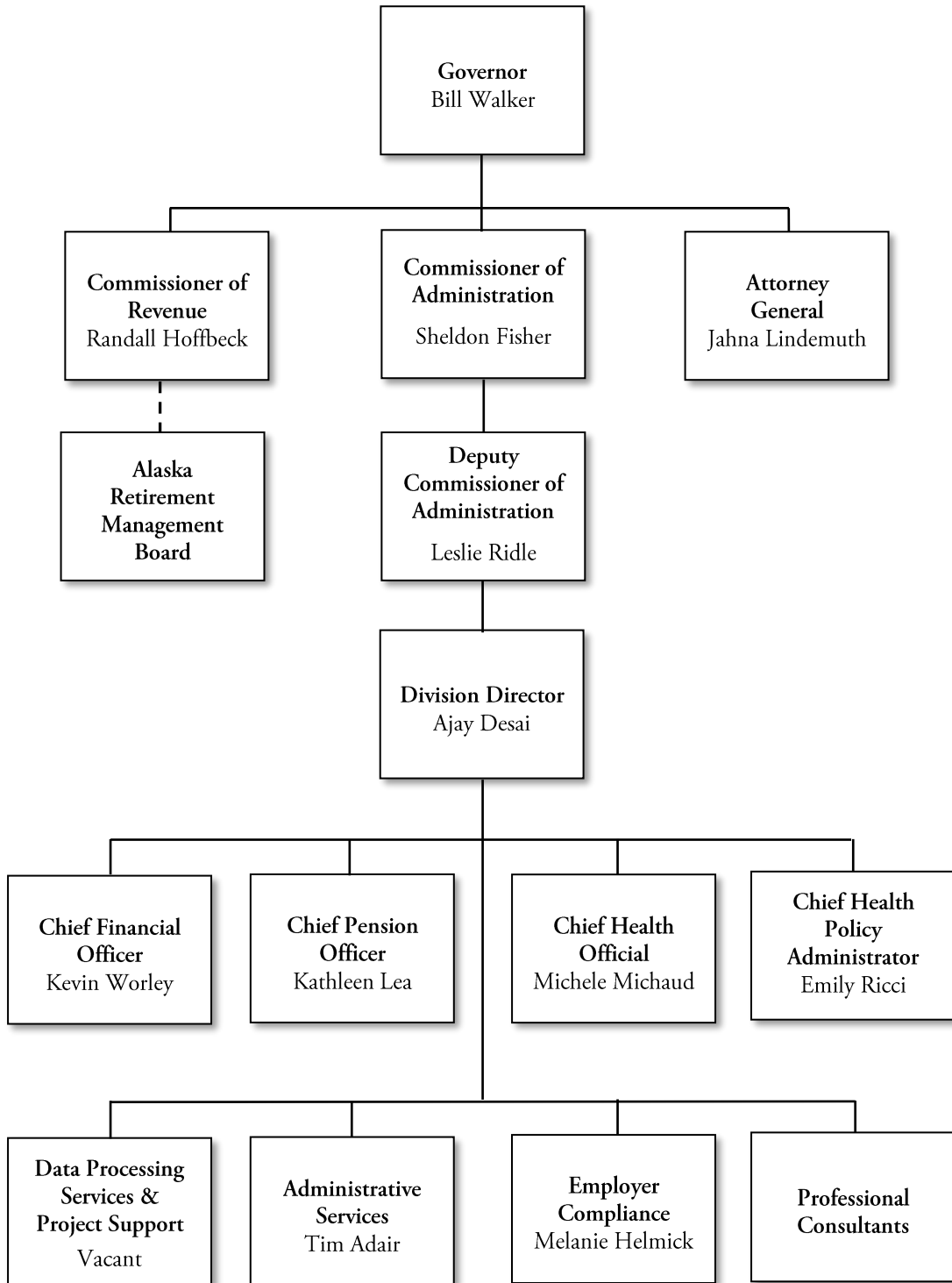
National Association of State Retirement Administrators (NASRA)
National Conference on Public Employee Retirement Systems (NCPERS)
National Council on Teacher Retirement (NCTR)

A handwritten signature in cursive script that reads "Alan H. Winkle".

Alan H. Winkle
Program Administrator

ORGANIZATION CHART

As of June 30, 2017



Introductory Section

Section Responsibilities

The **Member Services Section** is responsible for providing comprehensive retirement counseling to the participating members and employers in the plan. This section appoints members to retirement and maintains benefit payment information.

The **Health Plan Administration Section** is responsible for the administration of health, disability, and life insurance. This section provides benefits counseling and plan change information to the membership.

The **Financial Services Section** is responsible for maintaining the employee and employer records and accounts in each of the plans administered by the Division, producing financial statements and reports, and assuring compliance with Internal Revenue Service requirements.

The **Data Processing Services and Project Support Section** supports the information systems the System uses. Responsibilities include planning, development, data base design, programming, and operational support of the data processing systems, including the Local Area Network.

The **Administrative Services Section** is responsible for budget preparation, fiscal management of appropriations, procuring professional services, supplies, and equipment. The section manages the System's record center containing the member's physical records and performs other administrative functions such as legislative tracking and personnel management.

Professional Consultants		
<p>Consulting Actuary Conduent HR Services <i>Denver, Colorado</i> Gabriel Roeder Smith <i>Denver, Colorado</i></p>	<p>Third-Party Healthcare Claim Administrator Aetna Life Insurance Company <i>Lexington, Kentucky</i> Moda Health / Delta Dental of Alaska <i>Portland, Oregon</i> PayFlex Systems USA, Inc. <i>Omaha, Nebraska</i> CHCS Services, Inc. <i>Pensacola, Florida</i></p>	<p>Consulting Physicians Managed Medical Review Organization <i>Novi, Michigan</i></p>
<p>Independent Auditors KPMG LLP <i>Anchorage, Alaska</i></p>	<p>Legal Counsel Joan Wilkerson Siobhan McIntyre Kevin Dilg Assistant Attorney Generals <i>Juneau, Alaska</i> Ice Miller LLP <i>Indianapolis, Indiana</i></p>	
<p>Benefits Consultants Conduent HR Services <i>Denver, Colorado</i> The Segal Company <i>Greenwood Village, Colorado</i></p>		
<p>IT Consultants Computer Task Group Applied Microsystems, Inc. <i>Anchorage, Alaska</i> Alaska IT Group <i>Juneau, Alaska</i></p>		

A list of investment consultants can be found on pages 77-79 and on the Schedule of Investment Management Fees on pages 87-88.

Alaska Retirement Management Board

As of June 30, 2017

Gail Anagick Schubert, Chair, serves as the President and CEO of the Bering Straits Native Corp. (BSNC), one of the twelve Alaska Native regional corporations formed under the Alaska Native Claims Settlement Act. She is Treasurer of the Alaska Federation of Natives, Vice Chair of the Akeela Treatment Services Board, Vice Chair of the Alaska Native Justice Center, and Vice Chair of the ANCSA Regional Association. Ms. Schubert is the immediate past chair of the Alaska Native Heritage Center, which she served on for nearly 15 years. She is a member of the Anchorage Chamber of Commerce ATHENA Society, a program that recognizes women's leadership. She has served on the BSNC Board of Directors since 1992. Ms. Schubert is the 2014 recipient of the Northwest Indian Bar Association's Unsung Hero Award. The annual award honors an attorney for his or her outstanding contributions toward improving the legal and political landscape of Pacific Northwest Indian Country. Prior to joining BSNC, Ms. Schubert practiced law in Anchorage after a successful career on Wall Street, where she worked at the Federal Reserve Bank of New York and two Wall Street law firms. She earned an undergraduate degree from Stanford University, a MBA from Cornell University's Johnson School of Management with an emphasis in accounting and finance, and a JD from the Cornell University School of Law. Ms. Schubert was born and raised in Unalakleet, Alaska.

Robert M. ("Rob") Johnson, Vice Chair, has been an attorney in Alaska for over 40 years. In private practice, Mr. Johnson was outside counsel for ARMB since its inception in 2005 until he recently retired from full-time practice. He also was sole outside counsel for ARMB's predecessor entities, the Alaska State Pension Investment Board and the PERS and TRS board. Mr. Johnson's law practice included many matters of state-wide importance including Exxon Valdez litigation, public sector labor disputes under the Public Employees Relations Act, and multi-year controversies involving valuation of the Trans-Alaska Pipeline System. His public employment included tenures as an assistant attorney general and director of petroleum revenue. Mr. Johnson received his law degree from Stanford and a BA in history from Claremont McKenna College.

Gayle W. Harbo, Secretary, retired after teaching mathematics in Fairbanks for 25 years. She also served as math department chair, as advanced placement coordinator, on the district curriculum, evaluation and budget committees, and twice as chair of the Lathrop Self-Evaluation for Accreditation Committee. Ms. Harbo is a member of Alpha Delta Kappa, AARP, National Retired Teachers of Alaska, Fairbanks Retired Teachers Association, National Council of Teacher Retirement Systems, NCTR Education Committee, and the Alaska Teachers' Retirement Board. She is also a co-manager of a family trust. Ms. Harbo was named Alaska Teacher of the Year in 1989. She holds a BS in Mathematics from North Carolina State University, and a Masters in Teaching from the University of Alaska, Fairbanks, and has completed an additional 40 hours in mathematics, counseling, law and finance.

Tom Brice is the Business Representative for the Alaska District Council of Laborers administering the contracts in Southeast Alaska for Laborers Local 942 and Public Employees Local 71. He was elected to the position of Vice President of Laborers Local 942 in 2011, and has sat on the negotiating team for the state contract with Public Employees Local 71 for the past three contracts. Prior to this position, Mr. Brice was the Apprenticeship Outreach Coordinator for the Alaska Works Partnership. Here he developed and managed a statewide program focused on assisting qualified rural Alaskans to gain entrance to the various registered Alaskan Building Trade apprenticeships. Mr. Brice also served in the Alaska State House of Representatives between the 18th and 21st legislatures. He has a BA from the University of Alaska Fairbanks.

Kristin Erchinger is currently finance director for the city of Seward, having worked for the city in finance positions since 1994 including a year serving simultaneously as finance director and acting city manager. She became the finance director in 2000. Ms. Erchinger is past president of the Alaska Government Finance Officer's Association and represents that

Introductory Section

organization in the Alaska Municipal League. She also served on the Providence Alaska Region Board, the Graduate Medical Education Committee, the Alaska Municipal League Board, and the Board of the American Society for Public Administration, Alaska Chapter. Ms. Erchinger earned bachelor's degrees in international studies and Japanese language and literature, both from the University of Washington, and a master's degree in public administration from the University of Alaska Anchorage.

Sheldon Fisher, Commissioner of the Department of Administration, was appointed by Governor Walker in December 2014. Mr. Fisher was born and raised in Ashland, Oregon, and attended Brigham Young University (BYU), where he graduated with honors with a degree in economics. After BYU, Mr. Fisher went on to receive a law degree from Yale Law School and worked for a time for the law firm of Latham & Watkins. In 1994, Mr. Fisher left Latham & Watkins to pursue a career in telecommunications, working first for Hughes Electronics, and later, as the General Manager of Sprint's Broadband Wireless business. Mr. Fisher came to Alaska in 2004 taking a position as Senior Vice President of Sales and Product Marketing for Alaska Communications Systems, where he was responsible for all customer facing organizations, including all revenue generation. In 2010, Mr. Fisher resigned from ACS in order to run for Congress. In 2011, Mr. Fisher joined McKinley Capital Management, LLC, as the Chief Operating Officer, where he was responsible for the day to day administrative and general business operations of McKinley Capital. Mr. Fisher brings 20 years of management experience focusing on operations, technology infrastructure and marketing. Mr. Fisher has been married to his wife, Christine, for 26 years, and they are the parents of 7 children.

Randall Hoffbeck, Commissioner of the Department of Revenue, was appointed by Governor Walker in December 2014. Mr. Hoffbeck has 30+ years of experience in tax administration, valuation, and appraisal of real estate, as a contractor to the Tax Division from 1999-2001, and then as Petroleum Property Assessor for the State of Alaska from 2001-2006. In that capacity, he was the lead appraiser in the valuation and administration of tax assessments on all oil and gas properties in the State of Alaska. From 2006-2011 Mr. Hoffbeck served as the Director of Administration and Finance and CFO for the North Slope Borough before being appointed Chief of Staff in 2012. In late 2012 he retired from government service to focus on the completion of a Master of Divinity Degree which was completed in October 2014. Mr. Hoffbeck and his wife Cindy have just returned from serving with a short term Christian medical mission team in Kenya.

Norman West, CPA, is the Chief Financial Officer at Alaska USA Federal Credit Union with over 30 years of experience with employee benefit plans and management of large fixed income securities portfolios of \$200 million to \$1 billion. Mr. West is responsible for the investment of the Credit Union's fixed income portfolio as well as accounting and related activities. He served on the boards of the Credit Union subsidiaries, including Alaska USA Mortgage, Alaska USA Trust Company, Alaska USA Insurance Brokers, and served as a trustee on the Alaska USA Federal Credit Union's defined benefit plan. Prior to his Alaska USA employment, Mr. West was the Trust Controller and Chief Investment Officer for the Alaska Teamsters Employer Service Corp., the administrator for the union's benefit plans. He previously practiced as a CPA in Alaska, Arizona and Texas, and received training as an ERISA specialist in 1977. He has been active for many years in professional organizations as a member, officer and presenter, and served as a volunteer in church and Boy Scouts most of his adult life. Mr. West is a graduate of Brigham Young University with a B.S. in Accounting. He resides in Palmer and is the father of eleven children.

Bob Williams began his teaching career as a Peace Corps teacher in Gambia, Africa. He is a nationally board certified teacher, (NBCT, Math – AYA) and currently teaches Calculus and Geometry at Colony High School in Palmer. Mr. Williams is the Alaska 2009 Teacher of the Year, served as the president of the Alaska Council of Teachers of Mathematics from 2011-2013, and is the recipient of the Presidential Award for Excellence in Mathematics Teaching. He was one of five national recipients of the 2010 Horace Mann Teaching Excellence award and is a 2012 Aspen Teacher Leader Fellow. Mr. Williams has a B.S. in Petroleum Engineering from the University of Alaska, Fairbanks, an M.A. in Mathematics Education from Columbia University, and an M.Ed. in Educational Leadership from the University of Alaska, Anchorage.