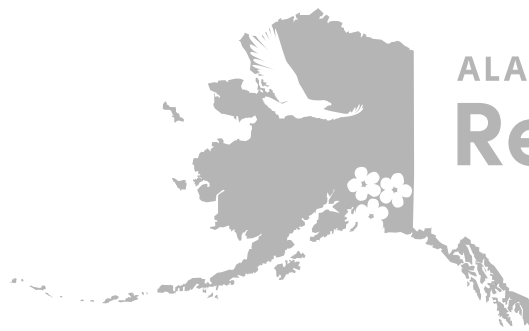




INTRODUCTORY SECTION



ALASKA DIVISION OF
**Retirement
and Benefits**



THE STATE
of **ALASKA**
GOVERNOR MIKE DUNLEAVY

Department of Administration

DIVISION OF RETIREMENT AND BENEFITS

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LETTER OF TRANSMITTAL

December 16, 2019

The Honorable Mike Dunleavy, 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, 2019. 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, 2019. 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, 2019. 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. The System continues to develop new employee videos for employers to use and make the plan information easy to access by members. The System has developed an Employer Tool Kit to assist employers in the every-day administration of plan benefit provisions under their responsibility. Video development continues to add to the library of information available to participants on a 24/7 basis on the Division's website. 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, and improving member education services. Additionally, the System is in the beginning phase of a 4-year system replacement for our current system software program. The System continues to tighten timeframes for issuance of audited financial statements as well as GASB reporting schedules for employers.

The System continues to identify opportunities to reduce the cost of healthcare while maintaining or improving benefits for retirees. Effective January 1, 2019, AlaskaCare transitioned to a new pharmacy benefit manager, OptumRx, resulting in advantaged drug pricing and savings on prescription drug costs for all AlaskaCare plans. At the same time, the System implemented a group Medicare Part D prescription drug plan known as an enhanced Employer Group Waiver Plan (EGWP) for all Medicare-eligible members covered under the AlaskaCare retiree health plan. The enhanced EGWP leverages increased federal subsidies to the retiree healthcare trusts for prescription drugs covered by Medicare Part D, while also providing coverage for medications not covered by Medicare Part D through a "wrap" of additional benefits. Moving to an enhanced EGWP has resulted in the retiree healthcare trusts receiving significantly higher subsidies, while simultaneously maintaining and in some cases expanding, the prescription drug coverage retirees had prior to implementation of the enhanced EGWP.

Introductory Section

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.

Funding Requirements

The System's consulting actuary, Buck Global, LLC (Buck), presented the results of the June 30, 2018, 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, 2018, 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 84.7%. The DB Plan's unfunded actuarial accrued liability (actuarial liability minus actuarial value of DB plan assets) totals approximately \$1.52 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, 2019, the DB Plan's investment portfolio was valued at \$8.3 billion and earned a 6.39% return for the fiscal year ended June 30, 2019. The DCR Plan's investment portfolio was valued at \$684.6 million for the fiscal year ended June 30, 2019. Over the past five years ending June 30, 2019, the DB Plan's investments earned an 6.35% 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, 2018. 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, 2019.

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 2020.

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,



Kelly Tshibaka
Commissioner



Ajay Desai
Division Director



Emily Ricci
Chief Healthcare Policy Administrator



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, 2018

Christopher P. Morill

Executive Director/CEO



Public Pension Coordinating Council

***Public Pension Standards Award
For Funding and Administration
2019***

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

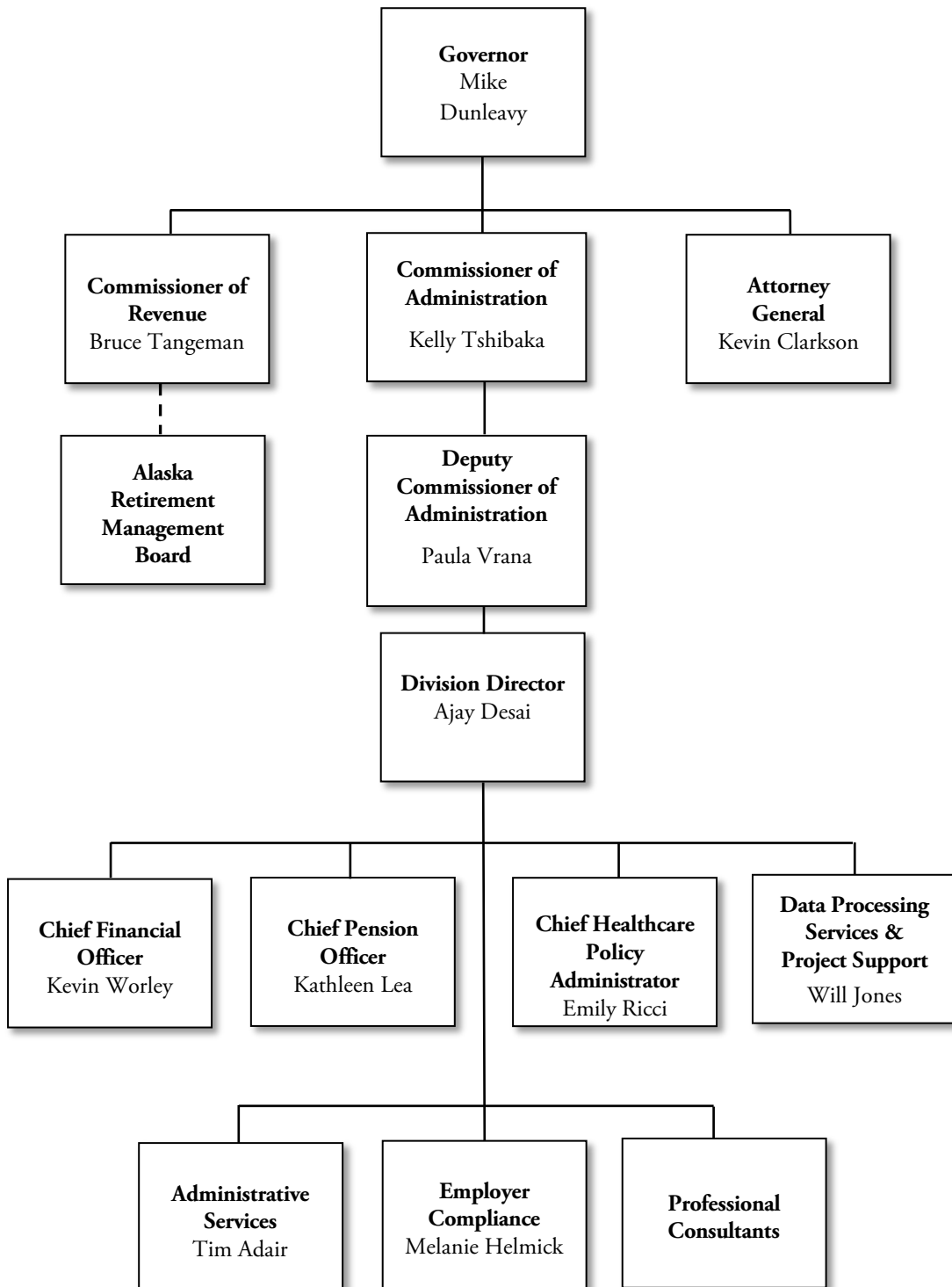
National Association of State Retirement Administrators (NASRA)
National Conference on Public Employee Retirement Systems (NCPERS)
National Council on Teacher Retirement (NCTR)

A handwritten signature in black ink that reads "Alan H. Winkle".

Alan H. Winkle
Program Administrator

ORGANIZATION CHART

As of June 30, 2019



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 Buck Global LLC <i>Denver, Colorado</i></p>	<p>Legal Counsel Kevin Dilg Kevin Higgins Jessica Leeah Bill Milks Rebecca Polizzotto Assistant Attorney Generals <i>Juneau, Alaska</i></p>	<p>Third-Party Healthcare Claim Administrators Aetna Life Insurance Company <i>Lexington, Kentucky</i> CHCS Services, Inc. <i>Pensacola, Florida</i> Moda Health / Delta Dental of Alaska <i>Portland, Oregon</i> PayFlex Systems USA, Inc. <i>Omaha, Nebraska</i></p>
<p>Reviewing Actuary Gabriel Roeder Smith <i>Denver, Colorado</i></p>	<p>Jessie Alloway Laura Fox Andrew Hodlofski Siobhan McIntyre Jeff Pickett Kate Vogel Margret Paton-Walsh Rachel Witty Laura Wolff <i>Anchorage, AK</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>Ice Miller LLP <i>Indianapolis, Indiana</i></p>	
<p>Benefits Consultants Buck Global LLC <i>Denver, Colorado</i> The Segal Company <i>Greenwood Village, Colorado</i></p>		
<p>IT Consultants Alaska IT Group <i>Juneau, Alaska</i> Applied Microsystems, Inc. Computer Task Group <i>Anchorage, Alaska</i></p>		

A list of investment consultants can be found in the Investment Section of this CAFR.

Alaska Retirement Management Board

As of June 30, 2019

Robert M. (“Rob”) Johnson, 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 B.A. in history from Claremont McKenna College.

Tom Brice, Vice Chair, retired as a Business Representative for the Alaska District Council of Laborers. Mr. Brice has extensive experience addressing human relations issues in the public sector from recruitment and retention problems to employee advocacy in dismissal cases. He sat on the Public Employees Local 71 negotiating team for state and municipal contracts for close to fourteen years. In Southeast Alaska, he administered the labor contracts for Laborers Local 942 and Public Employees Local 71. Prior to this position, Mr. Brice was the Apprenticeship Outreach Coordinator for the Alaska Works Partnership. Here he 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 B.A. from the University of Alaska Fairbanks. He is a member of Public Employees Local 71.

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.

Lorne Bretz was appointed by Governor Dunleavy in March 2019. Lorne immigrated to Alaska in 1992, and with its vast beauty, it quickly became home. Volunteering in the community, hiking and off-road adventuring are some of Lorne's favorite hobbies. Mr. Bretz is the Plan Administrator for the Municipality of Anchorage Retiree Medical Funding Program Trust for Police Officers and Firefighters. He has a Masters in Business Administration, a Retirement Plans Associate designation and is a Certified Financial Planner professional. He has a passion for finances and a desire to support the needs of retirees and future retirees of the state he calls home.

Allen Hippler was appointed by Governor Dunleavy in March 2019. Allen Hippler is a Vice President of Commercial Lending at Northrim Bank, where he specializes in underwriting loans for Alaskan businesses. He has almost two decades of experience working in finance throughout the state, most notably Wasilla, Bethel, and Anchorage. Mr. Hippler has chaired the City of Bethel finance committee; was elected to and served on the Bethel City Council, and was named one of Alaska’s ‘Top Forty under Forty’ in 2009. He is active with the Alaska Chamber of Commerce, and currently is Vice Chairman of that organization. Previous service to the State of Alaska includes working as a Commissioner of the Alaska Health Care Commission. Mr. Hippler holds a B.A. in Economics from the University of Dallas.

Introductory Section

Bruce Tangeman, Commissioner of the Department of Revenue, was appointed by Governor Dunleavy in December 2018. Previously his roles included Vice President and Chief Financial Officer of the Alaska Gasline Development Corporation and Deputy Commissioner for the Department of Revenue with a focus on AKLNG negotiations and unwinding the ACES tax regime. Bruce was also Chief Financial Officer for Doyon Utilities overseeing privatization of Alaska's army utility assets as well as project manager for the Anchorage Landfill Gas Project. He most recently served as the Policy Director for the Alaska State Senate Majority. Bruce met his wife Betty 32 years ago at Indiana University where he majored in Finance and minored in Economics and Management and followed her back to her hometown of Juneau in 1991.

Kelly Tshibaka, Commissioner of the Department of Administration, was appointed by Governor Dunleavy in January 2019. Kelly Tshibaka is a born and raised Alaskan, having graduated from Stellar Secondary School in Anchorage in 1995. She has over sixteen years of leadership experience in federal government and intelligence oversight roles, including in audits, investigations, complex reviews, data analytics, and executive management. Most recently she was the Chief Data Officer for the United States Postal Service Office of the Inspector General where she was part of the executive team responsible for oversight of the US Postal Service, an agency with more than \$70 billion in annual revenue, \$13 billion in contracts, and 620,000 employees. Prior to that, she was the Acting Inspector General of the Federal Trade Commission, served as legal counsel to the Inspector General of the Office of the Director of National Intelligence, and performed sensitive reviews at the Department of Justice Office of the Inspector General. Tshibaka has dedicated her public service career to improving government agencies' efficiency and effectiveness. Tshibaka has a J.D. from Harvard Law School and a B.A. from Texas A&M University.

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.