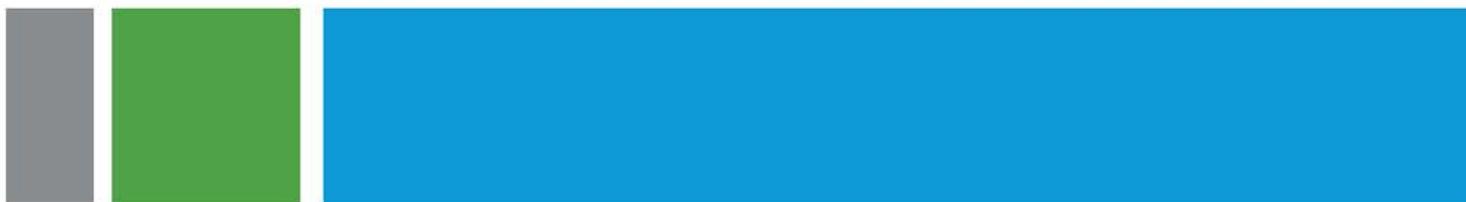


**STATE OF ILLINOIS
STATE UNIVERSITIES RETIREMENT SYSTEM**

FINANCIAL REPORT
YEAR ENDED JUNE 30, 2015

PERFORMED AS SPECIAL ASSISTANT AUDITORS
FOR THE AUDITOR GENERAL, STATE OF ILLINOIS



**State of Illinois
State Universities Retirement System**

Financial Audit

For the Year Ended June 30, 2015

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We will issue under a separate cover the Compliance Examination Report for the year ended June 30, 2015.

**State of Illinois
State Universities Retirement System**

**Financial Statement Report
June 30, 2015**

Summary

The audit of the accompanying financial statements of the State of Illinois, State Universities Retirement System (System) was performed by RSM US LLP.

Based on their audit, the auditors expressed an unmodified opinion on the System's financial statements.

Summary of Findings

The auditors identified a matter involving the System's internal control over financial reporting that they considered to be a significant deficiency. The significant deficiency is described in the accompanying Schedule of Findings on pages 38-39 of this report as item 2015-001 (Controls over Census Data).

Exit Conference

The finding and recommendation appearing in this report were discussed with System personnel at an exit conference on December 7, 2015. Attending were:

State Universities Retirement System

W. Bryan Lewis	Executive Director
Steven Hayward	Director of Internal Audit
John Engstrom	Audit Committee Chair
Andrew Matthews	Chief Operating Officer
Phyllis Walker	Chief Financial Officer
Angela Lieb	Director of Member Services
Doug Taylor	Internal Auditor

RSM US LLP

Joseph Evans	Partner
William Sarb	Manager
Joseph Cardona	Senior Associate

Office of the Auditor General

Thomas Kizziah	Audit Manager
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The response to the recommendation was provided by Steven Hayward, Director of Internal Audit, in correspondence dated December 8, 2015.



Independent Auditor's Report

Honorable William G. Holland, Auditor General – State of Illinois
Board of Trustees, State Universities Retirement System of Illinois

RSM US LLP

Report on the Financial Statements

As Special Assistant Auditors for the Auditor General, we have audited the accompanying Statement of Plan Net Position of the State Universities Retirement System of Illinois (System), a component unit of the State of Illinois, as of and for the year ended June 30, 2015, and the related Statement of Changes in Plan Net Position for the year then ended, and the related notes to the financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the plan net position of the State Universities Retirement System of Illinois as of June 30, 2015, and the changes in plan net position for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Emphasis of Matter

The actuarially determined pension liability, calculated as required by GASB Statement No. 67, is dependent on several assumptions including the assumption that future required contributions from all sources are made based on statutory requirements in existence as of the date of this report. These assumptions are discussed in Note V of the financial statements on pages 25 and 26. Our opinion is not modified with respect to this matter.

Other Matters

Prior-Year Comparative Information:

We have previously audited the System's 2014, financial statements, and we expressed an unmodified audit opinion in our report dated January 7, 2015. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2014, is consistent, in all material respects, with the audited financial statements from which it has been derived

Required Supplementary Information:

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 4 through 7 and the schedule of changes in the employer net pension liability and related ratios, the schedule of net pension liability, the schedule of contributions from employers and other contributing entities, the schedule of investment returns, and the notes to the required supplementary information on pages 29 through 31 be presented to supplement the financial statements. Such information, although not a part of the financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the financial statements, and other knowledge we obtained during our audit of the financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information:

Our audit for the year ended June 30, 2015 was conducted for the purpose of forming an opinion on the System's financial statements. The other supplementary information as listed in the table of contents are presented for purposes of additional analysis and are not a required part of the financial statements.

The other supplementary information for the year ended June 30, 2015 is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The supplementary information has been subjected to the auditing procedures applied in the audit of the financial statements for the year ended June 30, 2015 and certain additional procedures, including comparing and reconciling such information directly to underlying accounting and other records used to prepare the financial statements, or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated in all material respects, in relation to the financial statements as a whole for the year ended June 30, 2015.

We have also previously audited, in accordance with auditing standards generally accepted in the United States of America, the System's financial statements as of and for the year ended June 30, 2014 (not presented herein), and have issued our report thereon dated January 7, 2015, which contained an unmodified opinion on those financial statements. The accompanying supplementary information which consisted of supporting schedules, for the year ended June 30, 2014 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the 2014 financial statements. The supplementary information has been subjected to the auditing procedures applied in the audit of the 2014 financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare those financial statements or to those financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the financial statements as a whole for the year ended June 30, 2014.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated December 21, 2015 on our consideration of the System's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the System's internal control over financial reporting and its compliance.

RSM US LLP

Schaumburg, Illinois
December 21, 2015

MANAGEMENT'S DISCUSSION AND ANALYSIS

This section presents management's discussion and analysis of the State Universities Retirement System's (SURS or the System) financial statements and the major factors affecting the operations and investment performance of the System during the year ended June 30, 2015, with comparative reporting entity totals for the year ended June 30, 2014.

Financial Highlights

- Contributions from the state and employers were \$1,590.9 million, an increase of \$30.8 million, or 2.0% from the previous fiscal year 2014.
- The System's benefit payments increased by \$139.6 million or 6.9% for fiscal year 2015.
- The System's return on investment, net of investment management fees, was 2.9% for fiscal year 2015.
- The System's net position increased by \$240.5 million or 1.3% for fiscal year 2015.

Overview of Financial Statements and Accompanying Information

This financial document is comprised of four components: (1) Financial Statements, (2) Notes to the Financial Statements, (3) Required Supplementary Information and, (4) Other Supplementary Information.

- The financial statements presented in this report are the Statement of Plan Net Position as of June 30, 2015 and the Statement of Changes in Plan Net Position for the year ended June 30, 2015. The System's assets and liabilities are defined as Plan Net Position. These statements present separate totals for the defined benefit plan and the self-managed plan.
 - The Statement of Plan Net Position details the net position (assets less liabilities equals net position). The Statement of Plan Net Position reports the funds available to pay benefits.
 - The Statement of Changes to Plan Net Position presents the additions and deductions from the plan net position. Over time the increase or decrease in net position is a useful indicator of the health of SURS' financial position.
- The notes to the financial statements are an integral part of the financial statements and provide facts and detailed information to assist the reader in understanding the statements. Disclosures include the description of the plan, summary of significant accounting policies, and detailed presentations of major assets and liabilities.
- Required supplementary information presents schedules related to employer net pension liability, employer contributions, and investment returns.
- Other supplementary schedules consist of detailed information supporting administrative and investment expenses, and fees paid to consultants.

General Market Risk

SURS is exposed to general market risk. This general market risk is reflected in asset valuations fluctuating with market volatility. Any impact from market volatility on SURS investment portfolios depends in large measure on how deep the market downturn is, how long it lasts, and how it fits within fiscal year reporting periods. The resulting market risk and associated realized and unrealized gains and losses could significantly impact SURS' financial condition.

Financial Analysis of the System

The State Universities Retirement System serves 207,385 members in its defined benefit plan and 20,836 members in its self-managed plan. The funds needed to finance the benefits provided by SURS are accumulated through the collection of member and employer contributions and through income on investments. The total net position of the System increased from \$19.0 billion as of June 30, 2014 to \$19.2 billion as of June 30, 2015. This \$0.2 billion change was chiefly due to an increase in investments offset by a decrease in securities lending collateral of \$0.1 billion.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Plan Net Position

The summary of plan net position for the System is presented below:

Condensed Statement of Plan Net Position

Reporting Entity Total (\$ in millions)	2015	2014	Change	
			Amount	%
Cash and short-term investments	\$ 749.2	\$ 792.3	\$ (43.1)	(5.4)
Receivables and prepaid expenses	242.0	163.3	78.7	48.2
Pending investment sales	422.7	444.2	(21.5)	(4.8)
Investments and securities lending collateral	19,179.7	18,900.5	279.2	1.5
Capital assets, net	6.2	6.1	0.1	1.6
Total assets	<u>20,599.8</u>	<u>20,306.4</u>	<u>293.4</u>	<u>1.4</u>
Payable to brokers-unsettled trades	600.8	635.2	(34.4)	(5.4)
Securities lending collateral	752.4	664.3	88.1	13.3
Other liabilities	30.1	30.9	(0.8)	(2.6)
Total liabilities	<u>1,383.3</u>	<u>1,330.4</u>	<u>52.9</u>	<u>4.0</u>
Total plan net position	<u>\$ 19,216.5</u>	<u>\$ 18,976.0</u>	<u>\$ 240.5</u>	<u>1.3</u>

Overall, net position increased by \$240.5 million, or 1.3%, mainly due to the increase in investments attributable to the positive return on defined benefit plan investments of 2.9%. The increase in receivables and prepaid expenses is largely due to the increase in the receivable from brokers for unsettled trades at fiscal year-end as a result of a larger number of trades outstanding for fiscal year 2015 compared to 2014.

The investment allocation strategy for the plans making up the reporting entity as of June 30, 2015, and 2014 is as follows:

Investment Allocation Strategy

	2015	2014
Defined Benefit Plan		
Equities	50.0%	60.0%
Fixed income	19.0	19.0
Real Estate Investment Trusts	4.0	4.0
Real estate	6.0	6.0
Private equity	6.0	6.0
Hedged strategies	5.0	0.0
Emerging market debt	3.0	0.0
Treasury Inflation Protected Securities	4.0	4.0
Overlay/Commodities	2.0	0.0
Opportunity Fund	1.0	1.0
Total	<u>100.0%</u>	<u>100.0%</u>
Self-Managed Plan		
Equities	55.4%	55.5%
Fixed income	43.0	43.1
Real estate	1.6	1.4
Total	<u>100.0%</u>	<u>100.0%</u>

Proper implementation of the investment policy requires that a periodic adjustment, or rebalancing of assets be made to ensure conformance with policy target levels. Such rebalancing is necessary to reflect sizable cash flows and performance imbalances among investment managers who are hired to manage assets with a specified strategy. SURS' rebalancing policy calls for rebalancing, as soon as practical, if a strategy exceeds or falls below its target allocation by 3%. Ongoing rebalancing of the investment portfolio occurred as needed during the year with the assistance of System cash flows. The allocation of assets within the self-managed plan is totally determined by the individual members, and also reflects gains or losses over the past year.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Changes in Plan Net Position

The summary of changes in plan net position for the System is presented below:

Condensed Statement of Changes in Plan Net Position

Reporting Entity (\$ in millions)	2015	2014	Change	
			Amount	%
Employer contributions	\$ 46.7	\$ 50.2	\$ (3.5)	(7.0)
Non-employer contributing entity contributions	1,544.2	1,509.8	34.4	2.3
Member contributions	340.0	348.6	(8.6)	(2.5)
Net investment income	593.6	2,914.2	(2,320.6)	(79.6)
Total additions	2,524.5	4,822.8	(2,298.3)	(49.7)
Benefits	2,160.9	2,021.2	139.7	6.9
Refunds	108.6	107.7	0.9	0.8
Administrative expense	14.5	14.3	0.2	1.4
Total deductions	2,284.0	2,143.2	140.8	6.2
Net increase in plan net position	<u>\$ 240.5</u>	<u>\$ 2,679.6</u>	<u>\$(2,439.1)</u>	<u>(91.0)</u>

Additions

Additions to plan net position are in the form of employer and member contributions and returns on investment funds. For fiscal year 2015, non-employer contributing entity contributions increased by \$34.4 million due to higher employer contributions from the State of Illinois as required by Public Act 88-0593. Employer contributions decreased by \$3.5 million or 7%. Member contributions decreased by \$8.6 million or 2.5%. The investment net income for fiscal year 2015 was \$593.6 million for the System, representing a \$2.3 billion decrease from the prior year. For the defined benefit plan, the overall rate of return was 2.9% (net of all investment management fees).

Given the long-term orientation of the SURS defined benefit investment program, it is important to track investment returns over several time periods to correctly assess performance, especially given recent market volatility. The defined benefit plan returns are as follows:

Time Period	1-year	3-year	5-year	10-year	20-year	30-year
Annualized Return	2.9%	11.0%	11.2%	7.1%	8.2%	9.2%

The total rate of return over a 30-year period of 9.2% was higher compared to the actuarial rate of return assumption of 7.25% in effect for fiscal year 2015. Under the direction of the Illinois Auditor General, the State Actuary recommends that the Board annually review the interest rates, payroll growth, and inflation assumption should changes in market conditions or plan demographics call for such an adjustment. Public Act 99-0232 signed August 2015 will require SURS to have an experience study performed by the System actuaries every three years.

Deductions

The expenses of the Retirement System relate to the provision of retirement annuities and other benefits, refunds to terminated employees, and the cost of administering the System. These expenses for fiscal year 2015 totaled \$2.3 billion, an increase of \$140.8 million or 6.6% over expenses for 2014. This increase is primarily due to the \$139.7 million increase in defined benefit plan and defined contribution plan retirement and survivor annuity payments. Portable lump sum distributions and refunds increased by \$0.9 million or 0.8%. Administrative expenses increased by \$0.2 million or 1.4% from fiscal year 2014 to 2015.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Future Outlook

The experience review for the years June 30, 2010 to June 30, 2014, was performed February 2015 and the assumptions adopted as of June 30, 2015. Public Act 96-0889 caps Tier 2 members' earnings at \$111,572 in 2015 and future cost of living adjustments at the lesser of 3% or 0.5% of the increase in the Consumer Price Index. This modification of Tier 2 members' earnings decreases the anticipated amount of future payroll and contributions.

The employer contributions for fiscal year 2016, mainly provided by the State of Illinois, will increase by approximately \$57.3 million or 3.7%. Public Act 98-0599 was signed December 5, 2013. This legislation included pension reform that will provide for additional state funding and reduce future actuarial accrued liabilities. On May 14, 2014, the Illinois Circuit Court granted a temporary restraining order and a preliminary injunction stopping implementation of Public Act 98-0599. On May 8, 2015, the Illinois Supreme Court issued a unanimous decision affirming the Sangamon County Circuit Court's decision that Public Act 98-0599 is unconstitutional.

Benefit payments are projected to continue to grow at a rate of approximately 7 - 8% annually as a result of increasing numbers of retirees, the 3% annual increase, and the impact of salary increases at the participating agencies. SURS will continue to structure its portfolio with the objective of maximizing returns over the long term to help offset the shortage in employer contributions.

Requests for Information

This financial report is designed to provide a general overview of the System's finances. For questions concerning the information in this report or for additional information, contact State Universities Retirement System, 1901 Fox Drive, Champaign, Illinois 61820.

FINANCIAL STATEMENTS

Statement of Plan Net Position as of June 30, 2015 With Comparative Reporting Entity Totals as of June 30, 2014

	2015			2014
	Defined Benefit Plan	Self-Managed Plan	Total	Total
Assets				
Cash and short-term investments	\$ 749,161,649	\$ -	\$ 749,161,649	\$ 792,286,594
Receivables				
Members	10,756,647	3,368,018	14,124,665	11,992,250
Non-employer contributing entity	181,777,558	1,910,439	183,687,997	109,298,051
Federal, trust funds, and other	1,772,530	43,160	1,815,690	1,751,978
Pending investment sales	422,748,331	-	422,748,331	444,237,505
Interest and dividends	42,333,100	-	42,333,100	40,106,288
Total receivables	659,388,166	5,321,617	664,709,783	607,386,072
Prepaid expenses	158,059	-	158,059	124,042
Investments, at fair value				
Equity investments	11,243,565,767	63,957,331	11,307,523,098	12,010,571,148
Fixed income investments	4,562,385,463	28,475,297	4,590,860,760	4,097,642,745
Real estate investments	872,952,573	1,652,988	874,605,561	637,361,774
Mutual fund and variable annuities	-	1,654,146,781	1,654,146,781	1,490,380,389
Total investments	16,678,903,803	1,748,232,397	18,427,136,200	18,235,956,056
Securities lending collateral	752,561,440	-	752,561,440	664,501,026
Capital assets, at cost, net of accumulated depreciation \$18,627,220 and \$18,437,341 respectively	6,169,023	-	6,169,023	6,143,069
Total assets	18,846,342,140	1,753,554,014	20,599,896,154	20,306,396,859
Liabilities				
Benefits payable	8,689,007	-	8,689,007	9,869,469
Refunds payable	4,639,366	-	4,639,366	5,319,941
Securities lending collateral	752,410,673	-	752,410,673	664,335,138
Payable to brokers for unsettled trades	600,790,779	-	600,790,779	635,098,360
Administrative expenses payable	16,844,459	-	16,844,459	15,759,454
Total liabilities	1,383,374,284	-	1,383,374,284	1,330,382,362
Net Position				
Restricted for Pensions	\$17,462,967,856	\$1,753,554,014	\$ 19,216,521,870	\$18,976,014,497

The accompanying notes are an integral part of the financial statements.

FINANCIAL STATEMENTS

Statement of Changes in Plan Net Position for the Year Ended June 30, 2015 With Comparative Reporting Entity Totals for the Year Ended June 30, 2014

	2015			2014
	Defined Benefit Plan	Self-Managed Plan	Total	Total
Additions				
Contributions				
Employer	\$ 39,933,909	\$ 6,724,980	\$ 46,658,889	\$ 50,259,406
Non-employer contributing entity	1,488,591,489	55,608,511	1,544,200,000	1,509,766,000
Member	267,682,083	72,328,361	340,010,444	348,612,466
Total Contributions	<u>1,796,207,481</u>	<u>134,661,852</u>	<u>1,930,869,333</u>	<u>1,908,637,872</u>
Investment Income				
Net appreciation in fair value of investments	225,279,830	90,461,460	315,741,290	2,650,003,387
Interest	111,077,945	-	111,077,945	97,719,525
Dividends	218,278,974	-	218,278,974	214,220,387
Securities lending	4,690,554	-	4,690,554	4,147,244
	<u>559,327,303</u>	<u>90,461,460</u>	<u>649,788,763</u>	<u>2,966,090,543</u>
Less investment expense				
Asset management expense	55,705,026	-	55,705,026	51,526,391
Securities lending expense	422,320	-	422,320	375,242
	<u>503,199,957</u>	<u>90,461,460</u>	<u>593,661,417</u>	<u>2,914,188,910</u>
Net investment income				
	<u>503,199,957</u>	<u>90,461,460</u>	<u>593,661,417</u>	<u>2,914,188,910</u>
Total additions	2,299,407,438	225,123,312	2,524,530,750	4,822,826,782
Deductions				
Benefits	2,129,977,721	30,865,879	2,160,843,600	2,021,245,873
Refunds of contributions	83,715,720	24,928,401	108,644,121	107,710,940
Administrative expense	14,069,273	466,383	14,535,656	14,297,630
	<u>2,227,762,714</u>	<u>56,260,663</u>	<u>2,284,023,377</u>	<u>2,143,254,443</u>
Total deductions	2,227,762,714	56,260,663	2,284,023,377	2,143,254,443
Net increase	71,644,724	168,862,649	240,507,373	2,679,572,339
Plan Net Position beginning of year	17,391,323,132	1,584,691,365	18,976,014,497	16,296,442,158
Plan Net Position end of Year	\$ 17,462,967,856	\$ 1,753,554,014	\$ 19,216,521,870	\$ 18,976,014,497

The accompanying notes are an integral part of the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

I. Description of SURS

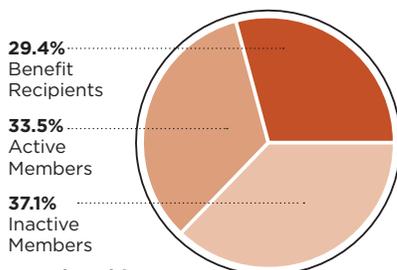
The State Universities Retirement System (SURS or the System) is the administrator of a cost-sharing, multiple-employer defined benefit plan and a multiple-employer defined contribution plan. The SURS Board of Trustees consists of six elected and five appointed board members. Legislation effective January 1, 1998, required SURS to introduce a portable benefit package to the existing defined benefit plan and to offer a defined contribution plan. The portable benefit package and the defined contribution plan are available to all members whose employers elect to make the options available. As of June 30, 2015, the two options available in the defined benefit plan are the traditional benefit package and the portable benefit package. The defined contribution plan is known as the self-managed plan. The membership, contributions, and benefit provisions related to these plans are presented in the following summary of the provisions of SURS in effect as of June 30, 2015, as defined in the Illinois Compiled Statutes. Interested parties should refer to the SURS Member Guide or the statutes for more complete information.

A. Defined Benefit Plan

SURS was established on July 12, 1941, to provide retirement annuities and other benefits for employees of the state universities, certain affiliated organizations and certain other state educational and scientific agencies and for survivors, dependents, and other beneficiaries of such employees.

SURS is included in the State of Illinois' comprehensive annual financial report as a component unit. SURS is governed by Chapter 40, Act 5, Article 15, of the Illinois Compiled Statutes. These statutes assign the authority to establish and amend the benefit provisions of the plan to the State Legislature. Operation of the System and the direction of its policies are the responsibility of the Board of Trustees of the System. It is also these statutes that define the scope of SURS' reporting entity. There are no statutory provisions for termination of the System. The Illinois Constitution provides that the pension obligation of the state shall be an enforceable contractual relationship, the benefits of which shall not be diminished or impaired.

Defined Benefit Plan



1. Membership

Participation is required as a condition of employment. Employees are ineligible to participate if (a) employed less than full-time and attending classes with an employer; (b) receiving a retirement annuity from SURS; or (c) excluded by subdivision (a)(7)(f) or (a)(19) of Section 210 of the Federal Social Security Act from the definition of employment given in that Section.

At June 30, 2015 and 2014, the number of participating employers was:

	2015	2014
Universities	9	9
Community Colleges	39	39
Allied Agencies	11	15
State Agencies	2	2
	61	65

Note: Excluded from the employer totals above is the State of Illinois, a non-employer contributing entity.

At June 30, 2015 and 2014, defined benefit plan membership consisted of:

	2015	2014
Benefit Recipients	61,020	59,406
Active Members	69,381	69,436
Inactive Members	76,984	75,492
	207,385	204,334

2. Benefit Provisions

A traditional benefit plan was established in 1941. Public Act 90-0448 was enacted effective January 1, 1998, which established an alternative defined benefit program known as the portable benefit package. This option is offered in addition to the traditional benefit option. The traditional and portable plan Tier 1 refers to members that began participation prior to January 1, 2011. Public Act 96-0889 revised the traditional and portable benefit plans for members who begin participation on or after January 1, 2011, and who do not have other eligible Illinois reciprocal system services. The revised plan is referred to as Tier 2. New employees are allowed 6 months after their date of hire to make an irrevocable election. The following is a summary of the benefit provisions as of June 30, 2015.

NOTES TO THE FINANCIAL STATEMENTS

	Traditional Plan - Tier 1	Traditional Plan - Tier 2	Portable Plan
Retirement Vesting	5 years of service	10 years of service	5 years of service (Tier 1) and 10 years of service (Tier 2)
Retirement Age Requirement	Age 62, with at least 5 years Age 60, with at least 8 years At any age with at least 30 years	Age 67, with at least 10 years of service	<ul style="list-style-type: none"> • Tier 1-Same as Traditional Plan Tier 1 Age Requirement • Tier 2-Same as Traditional Plan Tier 2 Age Requirement
Final Rate of Earnings (FRE)	<ul style="list-style-type: none"> • Average earnings during 4 high consecutive academic years; or • Average of the last 48 months prior to termination. 	<ul style="list-style-type: none"> • Average earnings during 8 high consecutive academic years of the last 10; or • Average of the high 96 consecutive months of last 120 months (if applicable). 	<ul style="list-style-type: none"> • Tier 1-Same as Traditional Plan Tier 1 FRE • Tier 2-Same as Traditional Plan Tier 2 FRE
Retirement Benefit AAI (Automatic Annual Increase)	The AAI is 3% compounded annually.	The AAI is calculated using the lesser of 3% or one-half of the consumer price index. The increase will not be compounded.	<ul style="list-style-type: none"> • Tier 1-Same as Traditional Plan Tier 1 AAI • Tier 2-Same as Traditional Plan Tier 2 AAI
Survivor Benefits	An eligible survivor receives a minimum of 50% of the member's earned retirement annuity.	An eligible survivor receives 66 2/3% of the member's earned retirement annuity.	Based upon selection at retirement of 50%, 75% or 100% of the member's earned retirement annuity.
Survivor AAI (Automatic Annual Increase)	The AAI is 3%, compounded annually.	The AAI is calculated using the lesser of 3% or one-half of the consumer price index. The increase will not be compounded.	<ul style="list-style-type: none"> • Tier 1-Same as Traditional Plan Tier 1 Survivor AAI • Tier 2-Same as Traditional Plan Tier 2 Survivor AAI

SURS also provides disability, death, and refund benefits as authorized in Chapter 40, Act 5, Article 15, of the *Illinois Compiled Statutes*.

Disability benefits are payable to all members with at least 2 years of service credit if they are unable to reasonably perform the duties of their assigned position due to a physical or mental impairment as certified by a physician. The benefit becomes payable when sick leave payments are exhausted or after 60 days of the disability, whichever is later. The benefit is payable at a rate of 50% of the monthly rate of compensation on the date the disability began. Disability benefits are reduced by any payments received under the Workers' Compensation or the Occupational Diseases Act. If a member remains disabled after receiving the maximum benefits due, they may be eligible for a disability retirement annuity equal to 35% of the monthly rate of compensation on the date the disability began.

Death benefits are payable to named beneficiaries upon the death of any member of this System. Under the traditional benefit package, monthly survivor benefits may be paid to eligible survivors if the member established a minimum of 1.5 years of service credit prior to the date of death. If no qualified survivor exists at the date of retirement, the member is paid a refund of all survivor contributions plus interest. Under the portable benefit package, survivor benefits are available through a reduction of the retirement annuity calculated as described above. No refund of survivor contributions is available if there is no qualified survivor at the time of retirement. These provisions are designed to allow the impact of the portable benefit package's enhanced refund opportunity to be cost neutral.

Upon the death of an annuitant, SURS will pay either a death benefit to a non-survivor beneficiary or a monthly survivor benefit to an eligible survivor. The amount of the monthly survivor benefit will differ depending upon whether the annuitant had selected the traditional benefit package or the portable benefit package.

Upon termination of service, a lump sum refund is available to all members. Under the traditional benefit package, this refund consists of all member contributions and interest at 4-1/2%. Under the portable benefit package, this refund consists of all member contributions and total interest credited, plus for those members with greater than or equal to 5 years of service credit, an equal amount of employer contributions. Under both defined benefit plan options, a member with 5 or more years of service credit who does not apply for a refund may apply for a normal retirement benefit payable at age 62.

NOTES TO THE FINANCIAL STATEMENTS

B. Self-Managed Plan

SURS is the plan sponsor and administrator of a defined contribution plan established as of January 1, 1998, by the Illinois General Assembly as an amendment to the Illinois Pension Code through Illinois Public Act 90-0448. This plan is referred to as the self-managed plan (SMP) and is offered to employees of all SURS employers who elect to participate. This plan is a qualified money purchase pension plan under Section 401(a) of the Internal Revenue Code. The assets of the SMP are maintained under a trust administered by the SURS Board of Trustees in accordance with the Illinois Pension Code, and are made up of the account balances of individual members.

At June 30, 2015 and 2014, the number of SMP participating employers was:

	2015	2014
Universities	9	9
Community Colleges	39	39
Allied Agencies	8	13
State Agencies	2	1
	58	62

At June 30, 2015 and 2014, the SMP membership consisted of:

	2015	2014
Benefit Recipients	432	381
Active Members	11,928	11,409
Inactive Members	8,476	7,992
	20,836	19,782

Note: Excluded from the employer totals above is the State of Illinois, a non-employer contributing entity.

1. Membership

A member may elect participation in the SMP if (a) all participation criteria for the defined benefit plan are met; (b) the employer has elected through Board action to offer the self-managed plan; (c) the employee is on active status at the plan offering date; and (d) the employee is not eligible to retire as of the employer plan offering date. The member election is irrevocable. New employees are allowed 6 months from the date of hire in which to make their election. If no election is received, members are considered to be part of the defined benefit plan, under the traditional benefit option.

2. Benefit Provisions

The SMP provides retirement, disability, death, and survivor benefits as authorized in Chapter 40, Act 5, Article 15, of the *Illinois Compiled Statutes*, and amended by Public Act 90-0448.

Retirement benefits are payable to members meeting minimum vesting requirements of 5 years of service credit at age 62, 8 years of service credit at age 55, or 30 years of service credit regardless of age. The distribution options available upon reaching retirement eligibility are the following: a lump sum distribution consisting of all employee and employer contributions and related investment earnings; a single life annuity; a 50% or 100% joint and survivor annuity; a single life annuity with a guaranteed period of 10, 15, or 20 years as elected by the member; and a 50% or 100% joint and survivor annuity with a guaranteed period of 10, 15, or 20 years as elected by the member.

Disability benefits are payable to all members with at least 2 years of service credit if they are unable to reasonably perform the duties of their assigned position due to physical impairment as certified by a physician. The benefit becomes payable when sick leave payments are exhausted or after 60 days of the disability, whichever is later. The benefit is payable at a rate of 50% of the monthly rate of compensation on the date the disability began. Disability benefits are reduced by any payments under Workers Compensation or the Occupational Diseases Act.

Upon termination of service with less than 5 years of service credit, a lump sum distribution is available which consists of employee contributions and related investment earnings. The employer contributions and related investment earnings are forfeited. Upon termination of service with greater than 5 years of service credit but where the member is not yet eligible for retirement, a lump sum distribution is available which consists of employee and employer contributions and related investment earnings.

Death benefits are payable to named beneficiaries upon the death of any member of this plan. If the member has less than 1.5 years of service credit, the death benefit payable is the employee contributions and related investment earnings. If the member has 1.5 or more years of service credit, the death benefit payable is the employee and employer contributions and related investment earnings.

NOTES TO THE FINANCIAL STATEMENTS

II. Summary of Significant Accounting Policies

A. Reporting Entity

The System is a component unit of the State of Illinois. As defined by accounting principles generally accepted in the United States of America established by the Governmental Accounting Standards Board (GASB), the financial reporting entity consists of a primary government, as well as its component units, which are legally separate organizations for which the elected officials of the primary government are financially accountable, or for which the nature and significance to the primary government are such that exclusion would cause the reporting entity's financial statements to be misleading or otherwise incomplete. Financial accountability is defined as:

1. Appointment of a voting majority of the organization's board and either (a) the ability to impose will by the primary government or (b) the possibility that the organization will provide a financial benefit to or impose a financial burden on the primary government; or
2. Fiscal dependency on the primary government and there is a potential for the organization to provide specific financial benefits to, or impose specific financial burdens on, the primary government. Based upon the required criteria, the System has no component units.

B. Measurement Focus and Basis of Accounting

For both the defined benefit plan and the self-managed plan (SMP), the financial transactions are recorded using the economic resources measurement focus and accrual basis of accounting. Member and employer contributions are recognized as revenue when due pursuant to statutory or contractual requirements. Benefits and refunds are recognized as expenses when due and payable in accordance with the terms of the plans.

C. Use of Estimates

The preparation of the System's financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates and those differences could be material. The System uses an actuary to determine the actuarial accrued liability for the defined benefit plan and to determine the actuarially determined contribution.

D. Risks and Uncertainties

The System invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risk. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near-term and those such changes could materially affect the amounts reported in the Statement of Plan Net Position.

E. Cash and Short-Term Investments

Included in the \$749,161,649 of cash and short-term investments presented in the Statement of Plan Net Position is \$190,127,869 of short-term investments with original maturities less than 90 days. For purposes of the various data tables presented in Note IV, this group of short-term investments is included as part of fixed income investments. Short-term investments are generally reported at cost, which approximates fair value.

F. Investments

Investments are governed by Chapter 40, Act 5, Articles 1 and 15, of the *Illinois Compiled Statutes*. The most important aspect of the statutes is the prudent expert rule, which establishes a standard of care for all fiduciaries. (A fiduciary is any person who has authority or control with respect to the management or administration of plan assets.) The prudent expert rule states that fiduciaries must discharge their duties with the care, skill, prudence, and diligence that a prudent person acting in a like capacity and familiar with such matters would use under conditions prevailing at the time. Purchases and sales of securities are recorded on a trade-date basis. Interest income is reported on the accrual basis. Dividends are recorded on the ex-dividend date.

NOTES TO THE FINANCIAL STATEMENTS

For the defined benefit plan, investments are generally reported at fair value. Marketable securities (stocks, bonds, warrants, and options) are traded on public exchanges. The Northern Trust Company, SURS' custodial bank, establishes these prices using third-party pricing services. Generally, these values are reported at the last reported sales price. Certain investments that do not have an established market value are reported at estimated fair value obtained from a custodial bank or investment management firm. These investments include commingled investment pools, where the underlying assets are individually marked to market (i.e., estimated fair value) on a daily basis and individually traded on publicly recognized exchanges. The investment manager, using methods approved by the Chartered Financial Analyst (CFA) Institute (formerly known as the Association for Investment Management Research) or other industry standards, values non-marketable securities (real estate and venture capital). These methods generally include detailed property level appraisals and discounted cash flow analysis.

For the SMP, investments are reported at fair value by the service providers. These investments include both mutual and variable annuity funds where the underlying assets are marked to market (i.e., estimated fair value) on a daily basis and individually traded on publicly recognized exchanges. Generally, the values on the underlying investments are reported at the last reported sales price.

G. Capital Assets

Capital assets are recorded at historical cost and depreciated over the estimated useful life of each asset. Annual depreciation is computed using the straight-line method.

H. Administrative Expenses

System administrative expenses (which include amounts for both the defined benefit and defined contribution (self-managed) plans are budgeted and approved by the System's Board of Trustees. Funding for these expenses is included in the non-employer contribution as determined by the annual actuarial valuation and appropriated by the State of Illinois.

I. Prior Year Comparative Information

The financial statements include certain prior-year summarized comparative information in total, but not at the level of detail required for a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the System's financial statements as of and for the year ended June 30, 2014, from which the summarized comparative information was derived.

J. New Accounting Pronouncements

GASB Statement No. 68, *Accounting and Financial Reporting for Pensions*, is effective for the non-contributing entity and SURS employers beginning with their year ended June 30, 2015. This Statement requires governments providing defined benefit pensions to recognize their long-term obligation for pension benefits as a liability for the first time, and to more comprehensively and comparably measure the annual costs of pension benefits. This Statement also enhances accountability and transparency through revised and new note disclosures and required supplementary information (RSI).

GASB Statement No. 71, *Pension Transition for Contributions Made Subsequent to the Measurement Date - an amendment of GASB Statement No. 68*. This Statement is to improve accounting and financial reporting by addressing an issue in Statement No. 68, *Accounting and Financial Reporting for Pensions*, concerning transition provisions related to certain pension contributions made to defined benefit pension plans prior to implementation of that Statement by employers and non-employer contributing entities. The provisions of this Statement should be applied simultaneously with the provisions of GASB Statement No. 68.

GASB Statement No. 72, *Fair Value Measurement and Application*, will be effective beginning with the System's year ended June 30, 2016. This Statement addresses accounting and financial reporting issues related to fair value measurements. The definition of fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. This Statement provides guidance for determining a fair value measurement for financial reporting purposes. This Statement also provides guidance for applying fair value to certain investments and disclosures related to all fair value measurements. Management is currently evaluating GASB Statement No. 72 and will implement it in the financial statements.

GASB issued Statement No. 73, *Accounting and Financial Reporting for Pensions and Related Assets That Are Not within the Scope of GASB Statement 68, and Amendments to Certain Provisions of GASB Statements 67 and 68*. This Statement establishes requirements for defined benefit pensions that are not within the scope of Statement No. 68, as well as for the assets accumulated for purposes of providing those pensions. In addition, it establishes requirements for defined contribution pensions that are not within the scope of Statement No. 68. It also amends certain provisions of Statement No. 67,

NOTES TO THE FINANCIAL STATEMENTS

Financial Reporting for Pension Plans, and Statement No. 68 for pension plans and pensions that are within their respective scopes. If the pension is not within the scope of Statement 68, the requirements are effective for financial reporting periods beginning after June 15, 2016. All other pension plans are required to use an effective financial reporting period beginning after June 15, 2015. Management is currently evaluating GASB Statement No. 73 and, if applicable, will implement it in the financial statements.

GASB Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans*, will be effective for financial reporting periods beginning after June 15, 2016. This Statement will establish rules on reporting OPEB plans administered as trusts that provide benefits on behalf of governmental entities. This Statement is not considered to have a material impact on the System's financial statements.

GASB Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*, will be effective for financial reporting periods beginning after June 15, 2017. This statement outlines reporting by governments that provide OPEB to their employees and for governments that finance OPEB for employees of other governments. Management is currently evaluating GASB Statement No. 75 and, if applicable, will implement it in the financial statements.

GASB Statement No. 76, *The Hierarchy of Generally Accepted Accounting Principles for State and Local Governments*, will be effective for financial reporting periods beginning after June 15, 2015. This statement establishes the hierarchy of generally accepted accounting principles (GAAP) for state and local governments and the framework for selecting those principles. Management is currently evaluating GASB Statement No. 75 and will implement it in the financial statements.

GASB Statement No. 77, *Tax Abatement Disclosures*, will improve financial reporting by giving users of financial statements essential information that is not consistently or comprehensively reported to the public at present. The requirements of this Statement are effective for financial reporting periods beginning after December 15, 2015. Management is currently evaluating GASB Statement No. 77 and, if applicable, will implement it in the financial statements.

III. Contributions and Plan Net Position Designations

A. Defined Benefit Plan

1. Membership Contributions

In accordance with Chapter 40, Act 5, Article 15, of the Illinois Compiled Statutes, members of the traditional benefit package contribute 8% of their gross earnings; 6-1/2% of those are designated for retirement annuities, 1/2% for post-retirement increases, and 1% for survivor benefits. Police officers and fire fighters contribute 9-1/2% of earnings; the additional 1-1/2% is a normal retirement contribution.

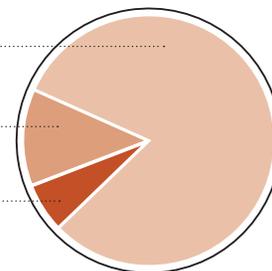
Members of the portable benefit package contribute 8% of their gross earnings; 6-1/2% of those are designated for retirement annuities, 1/2% for post-retirement increases, and 1% for enhanced refund benefits. Police officers and fire fighters contribute 9-1/2% of earnings; the additional 1-1/2% is a normal retirement contribution. These Statutes assign the authority to establish and amend the contribution provisions of the plan to the State Legislature. The member contributions are picked up by the employer and treated as employer contributions for income tax purposes. Retirement contributions are based on the gross earnings before the employer pick-up and are included in earnings. All contributions on pre-1981 earnings and service credit payments, plus future other public employment, prior service, refund repayments, leave payments, military service payments, and the employee portion of Early Retirement Option payments are considered as previously taxed, unless qualifying funds are rolled over to SURS to make these purchases, or unless the payments are made in installments through employer deductions from payroll. Previously taxed contributions will be recovered tax-free when distributed to the employee in the form of benefits or payments or to his or her beneficiary as a death and/or survivor benefit.

Member Contributions

81.3% Retirement Benefits

12.5% Survivor Benefits

6.2% Cost of Living Increases



NOTES TO THE FINANCIAL STATEMENTS

2. Interest Credited on Member Contributions

For the traditional and portable benefit packages, the interest rate credited is fixed by the Board of Trustees and is 7.0% for the year ended June 30, 2015. For purposes of lump sum refunds to former members, the traditional benefit package offers an interest rate of 4.5%, compounded annually, and the portable benefit package offers an interest rate equal to the credited rate, compounded annually. A change brought forth by the enactment of Public Act 94-0004 and effective July 1, 2005, calls for the Comptroller of the State of Illinois to set the interest rate credited to member contribution balances for purposes of the calculation of retirement annuities under the money purchase formula. That rate is 6.75% for the year ended June 30, 2015 and 7.0% for the year ended June 30, 2016.

Members certified after July 1, 2005 will not be eligible for the money purchase formula calculation. Rather, their retirement annuity will be calculated using the general formula.

3. Employer Contributions

On an annual basis, an actuarial valuation is performed in order to determine the amount of statutorily required contributions from the State of Illinois (non-employer contributing entity) and the normal cost for employers. Public Act 99-0232 requires an actuarial experience study is performed every 3 years to determine the assumptions to be used in the annual valuation. The last actuarial experience study was performed in February 2015. To determine the funding method, Public Act 88-0593 was passed by the Illinois General Assembly in 1994. This Act, which took effect on July 1, 1995, provides a 50-year schedule of State contributions to the System designed to achieve a 90% funded ratio by fiscal year 2045. This plan requires the State as the non-employer contributing entity to make continuing appropriations to meet the normal actuarially-determined cost of the System, plus amortize the unfunded accrued liability. The fiscal year 2015 State contributions were \$1,488,591,489. The employer normal cost calculation is based on the same actuarial results, assumptions and methods used to calculate the State contribution. This is the employer contribution rate that is to be applied to all earnings paid from federal, grant and trust funds. The Board of Trustees of the State Universities Retirement system has adopted 11.71% of covered earnings as the employer normal cost for fiscal year 2015. The fiscal year 2015 employer contributions were \$39,933,909.

4. Net Position Accounts

The System maintains two designated accounts that reflect the assignment of net position to employee and benefit accounts:

- a. The Employee Contribution Account records the pension assets contributed by each employee and the interest income earned by those contributions.
- b. The Benefits from Employee and Employer Contributions Account records the net position available for annuities in force and available for future retirement, death and disability benefits, the undistributed investment income, the unexpended administrative expense allocation, and the variations in actuarial assumptions.

Balances in these designated accounts as of June 30, 2015 are as follows:

Employee contributions	\$ 6,196,585,027
Benefits from employee and employer contributions	<u>11,266,382,829</u>
Total net position	<u>\$ 17,462,967,856</u>

5. Ownership of Greater than 5 Percent of Net Position Available for Benefits

There are no significant investments in any one organization that represent 5% or more of plan net position available for benefits.

B. Self-Managed Plan

1. Membership Contributions

In accordance with Chapter 40, Act 5, Article 15, of the Illinois Compiled Statutes, members contribute 8% of their gross earnings. These statutes assign the authority to establish and amend the contribution provisions of the plan to the State Legislature.

The member contributions are picked up by the employer and treated as employer contributions for income tax purposes. Retirement contributions are based on the gross earnings before the employer pick-up and are included in earnings.

Service credit purchase payments are considered as previously taxed, unless qualifying funds are rolled over to SURS to make these purchases. Previously taxed contributions will be recovered tax-free when distributed to the employee in the form of benefits or refunds, or to his or her beneficiary as a death and/or survivor benefit.

NOTES TO THE FINANCIAL STATEMENTS

2. Employer Contributions

The State of Illinois (non-employer contributing entity) shall make the employer contribution to SURS on behalf of SMP employers on a monthly basis in accordance with the applicable provisions of the Illinois Pension Code. The fiscal year 2015 state contributions were \$55,608,511 and employer contributions were \$6,724,980. In accordance with Chapter 40, Act 5, Article 15, of the Illinois Compiled Statutes, employer contributions credited to the SMP participant are at a rate of 7.6% of the member's gross earnings, less the amount retained by SURS to provide disability benefits. Periodically, the SMP disability rate is reviewed. The Board authorized a change in the percentage from 0.4% to 0.3% effective July 1, 2015. The amounts credited are paid into the member's account.

3. Net Position Accounts

The SMP maintains three designated accounts that reflect the assignment of net position to employee contributions, disability benefits, and employer forfeiture accounts:

- a. The Employee Contribution Account records the pension assets contributed by each employee and the corresponding employer contribution, and the investment income earned by those contributions.
- b. The Disability Benefits Account reflects the pension assets contributed by the employer and held to fund member disability benefits.
- c. The Employer Forfeiture Account reflects the pension assets contributed by the employer but forfeited from member accounts due to termination prior to reaching 5 years of service. Future employer contributions are reduced by the total forfeitures held by the defined contribution plan.

The assets related to disability benefits and employer forfeitures are commingled with the investment assets of the defined benefit plan. Investment income or loss is credited to these balances based upon the annual investment return or loss of the commingled assets. For fiscal year 2015, the investment income credited to these balances was \$2,436,322.

Balances in these designated accounts as of June 30, 2015 are as follows:

Employee contributions	\$ 1,659,468,398
Disability benefits	86,399,199
Employer forfeitures	7,686,417
Total net position	<u>\$ 1,753,554,014</u>

4. Ownership of Greater than 5 Percent of Net Position Available for Benefits

There are no significant investments in any one organization that represent 5% or more of plan net position available for benefits.

IV. Deposits and Investments

Custodial Credit Risk for Deposits

Custodial credit risk for deposits is the risk that in the event of a financial institution failure, State Universities Retirement System deposits may not be returned. Cash held in the investment related bank account in excess of \$250,000 is uninsured. SURS has a formal policy to address custodial credit risk. Deposits are under the custody of The Northern Trust Company which has an AA- Long Term Deposit/Debt rating by Standard & Poor's, an A1 rating by Moody's, and an AA rating by Fitch. At June 30, 2015, the carrying amount of cash was \$559,033,779 and the bank balance was \$566,649,608 of which \$5,632,651 was foreign currency deposits and was exposed to custodial credit risk. The remaining \$190,127,869 was made up of short-term invested funds which are considered to be investments for the purpose of assessing custodial credit risk.

Investment Policies

Investments are governed by Chapter 40, Act 5, Articles 1 and 15, of the *Illinois Compiled Statutes*. The most important aspect of the statutes is the prudent expert rule, which establishes a standard of care for all fiduciaries. (A fiduciary is any person who has authority or control with respect to the management or administration of plan assets.) The prudent expert rule states that fiduciaries must discharge their duties with the care, skill, prudence, and diligence that a prudent person acting in a like capacity and familiar with such matters would use under conditions prevailing at the time. The SURS Board of Trustees has adopted an Investment Policy that contains general policies for investments. Revisions to Investment Policy sections on asset allocation and rebalancing strategy, selection and retention, performance measurement and reporting, securities litigation policy, and emerging investment managers and broker/dealers were approved on September 19, 2014. Within the prudent expert framework, the SURS Board of Trustees establishes specific investment guidelines in the investment management agreement of each individual investment management firm, and monitors the firms accordingly.

NOTES TO THE FINANCIAL STATEMENTS

Investment Commitments

Alternative investment portfolios consist of passive interests in limited partnerships. The System had outstanding commitments to private equity limited partnerships of approximately \$567.6 million as of June 30, 2015. The System had outstanding commitments to real estate partnerships of approximately \$108.1 million and to infrastructure partnerships of approximately \$51.0 million at June 30, 2015.

Investments

The carrying values of investments by type at June 30, 2015 are summarized below:

Equity investments	
U.S. equities	\$ 7,795,135,919
Non-U.S. equities	2,395,735,917
U.S. private equity	944,109,861
Non-U.S. private equity	135,150,927
Equity derivatives	37,390,476
Fixed income investments	
U.S. government obligations	1,562,992,344
U.S. agency obligations	581,517,577
U.S. corporate fixed income	1,543,840,613
U.S. fixed income, other	203,994,534
Non-U.S. fixed income securities	664,568,455
U.S. short term investments	458,231,506
Non-U.S. short term investments	(232,975,511)
U.S. fixed income derivatives	(19,264,249)
Non-U.S. fixed income derivatives	18,083,360
Real estate investments	
Real estate	874,605,560
Mutual fund and variable annuities	
Self-managed plan mutual funds and variable annuity funds	1,654,146,781
Total investments	\$ 18,617,264,070

- (a) Fixed income investments presented in this table include \$190,127,869 of short-term investments with maturities of less than 90 days, which are included in the cash and short-term investments total on the financial statements.
- (b) U.S. short-term investments principally consist of money market funds and options.
- (c) Fixed income investments presented in this table include \$9,083,971 of short-term bills and notes with maturities greater than 90 days.
- (d) Fixed income investments presented in this table include commingled funds, derivatives, cash, and cash equivalent holdings.

Custodial Credit Risk

Custodial credit risk for investments is the risk that, in the event of a failure of the counterparty to a transaction, the System will not be able to recover the value of its investment or collateral securities that are in the possession of an outside party. SURS has adopted a formal policy specific to custodial credit risk. To minimize custodial credit risk, SURS performs due diligence on service providers, provides investment parameters for investment vehicles, monitors the financial condition of the custodian, endeavors to have all investments held in custodial accounts through specific sources, and requires the custodian to meet certain requirements. At June 30, 2015, no investments were uninsured and unregistered, with securities held by the counterparty or by its trust department or agent but not in the System's name.

Concentration of Credit Risk

Concentration of credit risk is the risk of loss that may be attributed to the magnitude of the System's investment in a single issue. SURS has not adopted a formal policy specific to concentration of credit risk. However, this area is addressed with each of the relevant investment managers in the Investment Management Agreement between the parties. The System's investment portfolios are managed by professional investment management firms. These firms must maintain diversified portfolios and must comply with risk management guidelines specific to each of their investment management agreements. Excluding U.S. government and agency issues, the portfolios are limited to a 5% allocation in any single investment grade U.S. issuer. Allocation limits also apply to international issuers. At June 30, 2015, SURS had no investments in any one issuer that represented 5% or more of the System's total investments.

Credit Risk of Debt Securities

Credit risk is the risk that the issuer or other counterparty to an investment will not fulfill obligations. SURS has not adopted a formal policy specific to credit risk of debt securities. However, this area is addressed with each of the relevant investment managers in the Investment Management Agreement between the parties. The quality ratings of investments in fixed income securities of the System as described by Standard & Poor's rating agency at June 30, 2015 are as follows:

NOTES TO THE FINANCIAL STATEMENTS

Quality Rating: Standard & Poor's	Domestic**	International	Total
AAA	\$ 121,978,538	\$ 58,532,187	\$ 180,510,725
AA+	794,095,778	15,577,976	809,673,754
AA	34,469,433	4,995,895	39,465,328
AA-	18,395,116	42,606,582	61,001,698
A+	61,713,728	22,304,414	84,018,142
A	83,705,432	18,103,414	101,808,846
A-	131,908,212	42,038,260	173,946,472
BBB+	137,999,169	29,107,394	167,106,563
BBB	76,792,836	72,904,073	149,696,909
BBB-	85,996,712	63,725,707	149,722,419
BB+	58,198,406	19,947,394	78,145,800
BB	22,441,412	27,652,336	50,093,748
BB-	22,495,560	13,085,095	35,580,655
B+	5,464,600	9,558,949	15,023,549
B	2,093,790	6,858,867	8,952,657
B-	11,302,014	2,971,625	14,273,639
CCC+	-	728,293	728,293
CCC	26,438,442	91,147	26,529,589
CCC-	-	480,000	480,000
CC	1,426,166	102,000	1,528,166
D	3,877,395	624,375	4,501,770
Not Rated **	199,599,223	72,392,006	271,991,229
Total Credit Risk: Debt Securities	\$ 1,900,391,962	\$ 524,387,989	\$ 2,424,779,951
U.S. Government & Agencies *	1,564,281,344	-	1,564,281,344
Total debt securities investments***	\$ 3,464,673,306	\$ 524,387,989	\$ 3,989,061,295

* Obligations of the U.S. government or obligations explicitly guaranteed by the U.S. government are not considered to have credit risk.

** Domestic includes \$156,639,365 from self-managed plan variable annuities and mutual funds.

*** The credit risk by quality ratings does not include commingled funds, derivatives, cash, and cash equivalent holdings for which there is no quality rating.

Interest Rate Risk

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The State Universities Retirement System manages its exposure to fair value loss arising from increasing interest rates by diversifying the debt securities portfolio. The System has not adopted a formal policy specific to interest rate risk. However, this area is addressed with each of the relevant investment managers in the Investment Management Agreement between the parties.

At June 30, 2015, the segmented time distribution of the various investment types of debt securities of the System are as follows:

Type	2015 Fair Value	Maturities in Years				
		Less than 1 year	1 to 5 years	6 to 10 years	10 to 20 years	More than 20 years
U.S. Gov't & Agency Fixed Income*	\$ 2,358,351,010	\$ 217,715,700	\$ 475,732,835	\$ 692,956,607	\$ 298,166,154	\$ 673,779,714
U.S. Corporate Fixed Income **	1,106,322,295	97,508,369	308,702,889	299,784,735	88,259,801	312,066,501
Non-U.S. Fixed Income	524,387,990	88,191,332	169,119,553	164,298,581	35,271,174	67,507,350
Total***	\$ 3,989,061,295	\$ 403,415,401	\$ 953,555,277	\$ 1,157,039,923	\$ 421,697,129	\$ 1,053,353,565

* Includes \$22,205,625 from self-managed plan mutual fund.

** Includes \$134,433,740 from self-managed plan variable annuities and mutual funds.

*** The segmented time distribution of debt securities does not include commingled funds, derivatives, cash, and cash equivalent holdings for which there is no maturity date.

NOTES TO THE FINANCIAL STATEMENTS

Foreign Currency Risk

Foreign currency risk is the risk that changes in currency exchange rates will adversely affect the fair value of an investment or a deposit. SURS has not adopted a formal policy specific to foreign currency risk. However, this area is addressed with each of the relevant investment managers in the Investment Management Agreement between the parties. International investment management firms maintain portfolios with diversified foreign currency risk for SURS. The System's exposure to foreign currency risk derives from its positions in foreign currency and foreign currency-denominated equity and fixed income investments. At June 30, 2015 the System's exposure to foreign currency risk is as follows:

Currency	Equity	Fixed Income*	Total
Australian dollar	\$ 74,994,545	\$ (4,059,487)	\$ 70,935,058
Brazilian real	11,755,497	51,930	11,807,427
British pound sterling	320,953,021	6,042,588	326,995,609
Canadian dollar	75,654,142	(622,782)	75,031,360
Colombian peso	-	13,581	13,581
Danish krone	42,407,598	(249,525)	42,158,073
Euro	516,196,990	6,254,395	522,451,385
Hong Kong dollar	122,895,172	99,665	122,994,837
Indian rupee	-	4,390,791	4,390,791
Indonesian rupiah	728,495	-	728,495
Japanese yen	318,229,202	(19,903,522)	298,325,680
Malaysian ringgit	9,194,539	-	9,194,539
Mexican peso	2,837,083	10,813,716	13,650,799
New Israeli shekel	11,743,350	-	11,743,350
New Taiwan dollar	28,552,205	10	28,552,215
New Zealand dollar	3,194,154	137,393	3,331,547
Norwegian krone	22,628,349	613	22,628,962
Philippine peso	1,592,677	-	1,592,677
Polish zloty	3,336,751	1	3,336,752
Russian ruble (new)	-	(4,367,941)	(4,367,941)
Singapore dollar	37,648,846	(2,221,184)	35,427,662
South African rand	26,634,065	205	26,634,270
South Korean won	17,142,891	(8,659,774)	8,483,117
Swedish krona	50,812,135	32,787	50,844,922
Swiss franc	104,615,277	(220,591)	104,394,686
Thai baht	3,779,739	-	3,779,739
Turkish lira	1,978,066	263	1,978,329
United Arab Emirates dirham	202,923	-	202,923
Total securities subject to foreign currency risk	\$ 1,809,707,712	\$ (12,466,868)	\$ 1,797,240,844
Foreign investments denominated in U.S. dollars	793,472,813	462,143,172	1,255,615,985
Total foreign investment securities	\$ 2,603,180,525	\$ 449,676,304	\$ 3,052,856,829

* Includes swaps, options and short-term investments

NOTES TO THE FINANCIAL STATEMENTS

Derivative Securities

The System invests in derivative securities through its investment managers. A derivative security is an investment whose value is derived from other financial instruments such as commodity prices, bond and stock prices, or a market index. The System's derivatives are considered investments. The fair value of all derivative financial instruments is reported in the Statement of Plan Net Position, and the change in the fair value is recorded in the Statement of Changes in Plan Net Position as net appreciation (depreciation) in fair value of investments.

In the case of an obligation to purchase (long a financial future or a call option), the full value of the obligation is held in cash or cash equivalents. For obligations to sell (short a financial future or a put option), the reference security is held in the portfolio. Derivative transactions involve, to varying degrees, credit risk and market risk. Credit risk is the possibility that a loss may occur because a party to a transaction fails to perform according to terms. Market risk is the possibility that a change in interest rate risk or foreign currency risk will cause the value of a financial instrument to decrease or become more costly to settle. The market risk associated with derivatives, the prices of which are constantly fluctuating, is regulated by imposing strict limits as to the types, amounts and degree of risk that investment managers may undertake. These limits are approved by the Board of Trustees and senior management, and the risk positions of the investment managers are reviewed on a periodic basis to monitor compliance with the limits. The System has not adopted a formal policy specific to master netting arrangements. As of June 30, 2015, SURS' derivative investments included foreign currency forward contracts, rights and warrants, futures, options, swaps and swaptions. At June 30, 2015, SURS' investments in derivatives had the following balances:

	Notional Value 2015	Fair Value 2015	Change in Fair Value
Forwards	\$ -	\$ 10,294,550	\$ 11,717,883
Rights and warrants	\$ 483,368	\$ 17,689	\$ (25,861)
Futures			
Equity			
Long	\$ 237,455,750	\$ 970,017	\$ 525,472
Short	(274,846,226)	(480,598)	(480,598)
Fixed Income			
Long	778,662,136	(121,234)	(348,940)
Short	(763,148,293)	(18,887)	1,604
Commodity			
Long	351,718,544	6,645,129	6,645,129
Foreign exchange			
Long	16,113,605	(801)	(801)
Short	(9,798,490)	114,107	114,107
Total futures	<u>\$ 336,157,026</u>	<u>\$ 7,107,733</u>	<u>\$ 6,455,973</u>
Options			
Equity			
Put	\$ (4,000,000)	\$ (2,927)	\$ (2,927)
Fixed income			
Call	(270,421,204)	(887,449)	(492,076)
Put	8,776,179	(45,355)	(7,585)
Cash and cash equivalent			
Call	(31,649,636)	(247,332)	338,931
Put	(37,866,472)	(763,322)	(1,001,336)
Swaptions			
Call	93,668,250	(244,289)	(28,530)
Put	(212,755,242)	(284,528)	(224,627)
Total options	<u>\$ (454,248,124)</u>	<u>\$ (2,475,202)</u>	<u>\$ (1,418,150)</u>
Swaps			
Credit default			
Buying protection	\$ -	\$ -	\$ 1,116,811
Selling protection	114,033,385	115,053	(3,219,897)
Currency	17,715,781	521,600	521,600
Inflation-linked			
Pay fixed	83,583,701	(842,365)	(951,406)
Receive fixed	22,664,179	(509,855)	(735,381)
Interest rate			
Pay fixed	-	-	-
Receive fixed	169,523,799	2,666,226	4,730,737
Total return	<u>6,306</u>	<u>(659,273)</u>	<u>(7,389,661)</u>
Total swaps	<u>\$ 407,527,151</u>	<u>\$ 1,291,386</u>	<u>\$ (5,927,197)</u>

NOTES TO THE FINANCIAL STATEMENTS

Foreign currency forward contracts are used to protect against the currency risk in SURS' foreign stock and fixed income security portfolios. A foreign currency forward contract is an agreement to buy or sell a specific amount of a foreign currency at a specified delivery or maturity date for an agreed-upon price. Fluctuations in the market value of foreign currency forward contracts are marked to market on a daily basis. The gain or loss arising from the difference between the original contracts and the closing of such contracts is included in the investment income in the Statement of Changes in Plan Net Position. At June 30, 2015, SURS' investments in foreign currency forward contracts are as follows:

Currency	Pending Foreign Exchange Purchases	Pending Foreign Exchange Sales	Fair Value 2015	Change in Fair Value
Australian dollar	\$ 4,328	\$ (4,251)	\$ 77	\$ 166,677
Brazilian real	317,274	(123,032)	194,242	229,874
British pound sterling	12,927	(492,158)	(479,231)	(44,292)
Canadian dollar	-	(1,033)	(1,033)	215,029
Chinese yuan renminbi	3,349	(207,909)	(204,560)	(104,593)
Colombia peso	-	-	-	3,742
Danish krone	-	-	-	(2,732)
Euro	153,096	(579,478)	(426,382)	194,492
Hong Kong dollar	-	-	-	(61)
Indian rupee	21,946	(3,442)	18,504	18,504
Japanese yen	492,949	(968,909)	(475,960)	(436,870)
Mexican peso	-	(10,115)	(10,115)	201,637
New Zealand dollar	-	-	-	114,713
Polish zloty	-	-	-	10,529
Russian ruble (new)	-	(63,108)	(63,108)	(63,108)
South Korean won	-	-	-	(668,152)
Swedish krona	-	-	-	(1,549)
Swiss franc	-	(44)	(44)	(2,169)
Turkish lira	-	-	-	81,918
Total securities subject to foreign currency risk	\$ 1,005,869	\$ (2,453,479)	\$ (1,447,610)	\$ (86,411)
Foreign investments denominated in U.S. dollars	13,754,415	(2,012,255)	11,742,160	11,804,292
Total foreign investment securities	\$ 14,760,284	\$ (4,465,734)	\$10,294,550	\$11,717,881

Rights and warrants provide SURS investment managers the right, but not the obligation, to purchase or sell a company's stock at a fixed price until a specified expiration date. Rights normally are issued with common stock and expire after two to four weeks. Warrants typically are issued together with a bond or preferred stock and may not expire for several years. The fair value of rights and warrants is reported in the investments in the Statement of Plan Net Position. The gain or loss from rights and warrants is included in the investment income in the Statement of Changes in Plan Net Position.

SURS investment managers use financial futures to replicate an underlying security they wish to hold (sell) in the portfolio. In certain instances, it may be beneficial to own a futures contract rather than the underlying security (arbitrage). Additionally, SURS investment managers use futures contracts to improve the yield or adjust the duration of the fixed income portfolio. A financial futures contract is an agreement to buy or sell a specific amount at a specified delivery or maturity date for an agreed-upon price. Futures contracts are traded on organized exchanges, thereby minimizing the System's credit risk. The net change in the futures contracts value is settled daily in cash with the exchanges. The cash or securities to fulfill these obligations are held in the investment portfolio. As the market value of the futures contract varies from the original contract price, a gain or loss is paid to or received from the clearinghouse and recognized in the Statement of Changes in Plan Net Position.

SURS investment managers use options in an attempt to add value to the portfolio (collect premiums) or protect (hedge) a position in the portfolio. Financial options are an agreement that gives one party the right, but not the obligation, to buy or sell a specific amount of an asset for a specified price, called the strike price, on or before a specified expiration date. As a writer of financial options, the System receives a premium at the outset of the agreement and bears the risk of an unfavorable change in the price of the financial instrument underlying the option. All written financial options are recognized as a liability on the System's financial statements. As a purchaser of financial options, the System pays a premium at the outset of the agreement and the counterparty bears the risk of an unfavorable change in the price of the financial instrument underlying the option.

SURS fixed income managers invest in swaps and swaptions to manage exposure to credit, currency, inflation and interest rate risks. Swaptions are options on swaps that give the purchaser the right, but not the obligation, to enter into a swap at a specific date in the future. Swap agreements are privately negotiated agreements with a counterparty to exchange or swap investment cash flows, assets, foreign

NOTES TO THE FINANCIAL STATEMENTS

currencies or market-linked returns at specified, future intervals. In connection with swap agreements, securities or cash may be identified as collateral in accordance with the terms of the respective swap agreements to provide assets of value and recourse in the event of default, bankruptcy or insolvency. Swaps are marked to market daily based upon values from third party vendors or quotations from market makers to the extent available and any change in value is recorded as an unrealized gain or loss. SURS investment managers have entered into credit default, inflation-linked, total return and interest rate swap agreements.

	Maturities in Years							Change in Fair Value
	Notional Value 2015	Fair Value 2015	Less than 1 year	1 to 5 years	6 to 10 years	10 to 20 years	More than 20 years	
Swaps								
Credit Default	\$ 400,000	\$ (484)	\$ -	\$ (484)	\$ -	\$ -	\$ -	\$ (38,754)
Credit Default	67,453,965	(961,943)	(126,871)	603,897	16,384	-	(1,455,353)	(2,516,729)
Credit Default	46,079,420	1,076,883	-	1,058,254	18,629	-	-	1,076,883
Credit Default	100,000	597	597	-	-	-	-	(624,486)
Total Credit Default	114,033,385	115,053	(126,274)	1,661,667	35,013	-	(1,455,353)	(2,103,086)
Currency	17,715,781	521,600	-	-	-	521,600	-	521,600
Inflation-Linked	69,459,300	(382,262)	(96,802)	224,395	-	(684,658)	174,803	(716,829)
Inflation-Linked	36,900,000	(969,958)	(163,652)	(738,672)	(67,634)	-	-	(969,958)
Inflation-Linked	(111,420)	-	-	-	-	-	-	-
Total Inflation-Linked	106,247,880	(1,352,220)	(260,454)	(514,277)	(67,634)	(684,658)	174,803	(1,686,787)
Interest Rate	6,668,071	(74,749)	-	(45,104)	(29,645)	-	-	(384,088)
Interest Rate	424,162,361	2,200,027	(9,701)	(280,785)	661,825	121,883	1,706,805	2,401,297
Interest Rate	(261,306,633)	540,948	(494)	(2,824,793)	(569,347)	2,108,554	1,827,028	540,948
Interest Rate	-	-	-	-	-	-	-	2,172,580
Total Interest Rate	169,523,799	2,666,226	(10,195)	(3,150,682)	62,833	2,230,437	3,533,833	4,730,737
Total Return	6,306	(659,273)	(659,273)	-	-	-	-	(7,389,661)
Total Swaps	<u>\$ 407,527,151</u>	<u>\$ 1,291,386</u>	<u>\$ (1,056,196)</u>	<u>\$ (2,003,292)</u>	<u>\$ 30,212</u>	<u>\$ 2,067,379</u>	<u>\$ 2,253,283</u>	<u>\$ (5,927,197)</u>
Swaptions								
	\$ -	\$ 125,252	\$ 125,252	\$ -	\$ -	\$ -	\$ -	\$ 125,252
	(144,686,992)	(1,005,909)	(633,019)	(372,890)	-	-	-	(746,810)
	25,600,000	351,840	(17,639)	369,479	-	-	-	351,840
	-	-	-	-	-	-	-	16,561
	<u>\$ (119,086,992)</u>	<u>\$ (528,817)</u>	<u>\$ (525,406)</u>	<u>\$ (3,411)</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>(253,157)</u>
Forwards								
	\$ -	\$ 10,294,550	\$ 9,915,346	\$ 379,204	\$ -	\$ -	\$ -	\$ 11,717,883

	Fair Value 2015	Counterparty Credit Rating
Swaps		
Credit Default	\$ (484)	AA
Credit Default	(961,943)	A
Credit Default	1,076,883	BBB
Credit Default	597	No Rating
Total Credit Default	115,053	
Currency	521,600	A
Inflation-Linked	(382,262)	A
Inflation-Linked	(969,958)	BBB
Inflation-Linked	-	No Rating
Total Inflation-Linked	(1,352,220)	
Interest Rate	(74,749)	AA
Interest Rate	2,200,027	A
Interest Rate	540,948	BBB
Interest Rate	-	No Rating
Total Interest Rate	\$ 2,666,226	
Total Return	(659,273)	A
Total Swaps	<u>\$ 1,291,386</u>	
Swaptions		
	\$ 125,252	AA
	(1,005,909)	A
	351,840	BBB
	-	No Rating
	<u>\$ (528,817)</u>	
Forwards		
	<u>\$10,294,550</u>	No Rating

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Credit default swap agreements involve one party making a stream of payments (the buyer of protection) to another party (the seller of protection) in exchange for the right to receive a specified return in the event of a default or other credit event for the referenced entity, obligation or index. The seller of protection generally receives from the buyer of protection a fixed rate of income throughout the term of the swap provided there is no credit event. The seller effectively adds leverage to its portfolio as it is subject to investment exposure on the notional amount of the swap.

Total return swap agreements involve a stream of payments based on a set rate, either fixed or variable, by one party while the other party makes payments based on the return of an underlying asset, which includes both the income it generates and any capital gains. In total return swaps, the underlying asset (reference asset), usually an equity index, loans, or bonds, is owned by the party receiving the set rate payments. These swaps allow the party receiving the total return to gain exposure and benefit from a reference asset without owning it.

Inflation-linked swap agreements involve a stream of fixed payments in exchange for variable payments linked to an inflation index. These swaps can protect against unfavorable changes in inflation expectations and are utilized to transfer inflation risk from one counterparty to another.

Interest rate swap agreements involve the exchange of a set of variable and fixed-rate interest payments linked to a referenced interest rate without an exchange of the underlying principal amount. These agreements are used to limit or manage exposure to fluctuations in interest rates or to obtain a marginally lower interest rate than would be available without the swap. Gains and losses on swaps are determined based on market values and are recorded in the Statement of Changes in Plan Net Position.

Currency rate swap agreements involve the exchange of principal and interest in one currency for the same in another currency. The terms of the currency rate swaps are expressed as a spread versus Libor rather than as explicit exchange rates. Each agreement comprises both a long and a short (non-base) currency exposure based on the reference legs of the swap.

SURS Rate	Counterparty Rate	Notional Value 2015	Fair Value 2015	Pay Fixed / Receive Fixed
0.07% to 2.415%	US CPI Urban Consumers NSA ¹	\$ 57,400,000	\$ (1,657,156)	pay fixed
0.66% to 0.9925%	Eurostat Eurozone HICP Ex Tob ²	<u>26,183,701</u>	<u>814,791</u>	pay fixed
		<u>\$ 83,583,701</u>	<u>\$ (842,365)</u>	
6MEUR-EURIBOR-Act/360-Bloomberg ³	0.55% to 1.5%	\$ 64,066,503	\$ 1,595,171	receive fixed
Brazil Cetip Interbank Deposit ⁴	11.0% to 13.03%	48,813,651	(885,761)	receive fixed
Federal Fund Effective Rate US ⁵	0.25%	(8,900,000)	(9,701)	receive fixed
JPY-LIBOR-BBA-Bloomberg 6M ⁶	0.75% to 1.5%	31,381,522	(13,756)	receive fixed
MEXICO INTERBANK TIIE 28 DAY ⁷	4.04% to 7.64%	78,103,839	(160,177)	receive fixed
USD-LIBOR-BBA-Bloomberg 3M ⁸	1.25% to 3.0%	(22,380,000)	1,747,438	receive fixed
UK RPI All Items NSA ⁹	3.14% to 3.55%	22,664,179	(509,855)	receive fixed
GBP-LIBOR-BBA-Bloomberg 6M ¹⁰	1.25% to 2.75%	(21,561,716)	393,012	receive fixed
		<u>\$ 192,187,978</u>	<u>\$ 2,156,371</u>	
CCY SWP EUR 3M LIBOR/3M EURIB ¹¹	US LIBOR for Euribor	<u>\$ 17,715,781</u>	<u>\$ 521,600</u>	pay USD
		<u>\$ 17,715,781</u>	<u>\$ 521,600</u>	

1 Consumer Price Index All Urban Consumers Not Seasonally Adjusted (CPI NSA)

2 Eurozone Harmonised Index of Consumer Prices

3 Euro Interbank Offered Rate (EURIBOR)

4 Brazil Cetip Interbank Deposit (CDI)

5 U.S. Federal Funds Rate

6 Yen London Interbank Offered Rate (LIBOR)

7 Mexico Interbank Tasa de Interest Interbancaria de Equilibrio (TIIE)

8 London Interbank Offered Rate (LIBOR)

9 UK Retail Price Index All Items France Consumer Price Index excluding Tobacco

10 Pound London Interbank Offered Rate (LIBOR)

11 Currency Swap USD for Euro

Derivatives which are exchange traded are not subject to credit risk. No derivatives held are subject to custodial credit risk. The maximum loss that would be recognized at June 30, 2015, if all counterparties fail to perform as contracted is \$29.9 million. This maximum exposure is reduced by \$12.3 million in collateral held and approximately \$20.8 million in liabilities, resulting in approximately \$(3.2) million net exposure to credit risk.

NOTES TO THE FINANCIAL STATEMENTS

Securities Lending

The SURS Board of Trustees policies permit the System to lend its securities to broker-dealers and other entities with a simultaneous agreement to return the collateral for the same securities in the future. Deutsche Bank AG New York, the System's third party agent lender in fiscal year 2015, loaned securities in exchange for cash collateral at 102% for U.S. securities and 105% for international securities. Cash collateral is shown on the System's financial statements. Securities lent are included in the Statement of Plan Net Position. Types of securities on loan include agency and government bonds, domestic equity, and international equity. At year end, the System had no credit risk as a result of its securities lending program as the collateral received exceeded the fair value of the securities loaned. The contract with the System's third party agent lender requires it to indemnify the System if the borrowers fail to return the securities (and if the collateral is inadequate to replace the securities lent) or fail to pay the System for income distributions by the securities' issuers while the securities are out on loan. All securities loans can be terminated on demand by either the System or the borrower, although the average term of the loans was 1.09 days. Cash collateral is invested in the indemnified repurchase agreements, which at year end had a weighted average final maturity of 25.62 days, a weighted average reset of 5.29 days, and a fair value of \$752.6 million.

Collateral as of June 30, 2015 (\$ millions)

Securities on loan as of June 30, 2015	\$ <u>732.0</u>
Fair value of cash collateral invested	\$ 752.6
Fair value of collateral received	\$ <u>752.4</u>
Change in fair value*	\$ <u>0.2</u>

*Included in net appreciation in fair value of investments in Statement of Changes in Plan Net Position.

Self-Managed Plan

The SMP members have the ability to invest their account balances in 31 mutual and variable annuity funds. These funds are offered by two providers: Fidelity Investments and Teachers Insurance and Annuity Association - College Retirement Equities Fund (TIAA-CREF). As of June 30, 2015, the SMP had investments of \$1,748,232,397. A detailed schedule (unaudited) of the funds and balances at June 30, 2015 is located in The Comprehensive Annual Financial Report.

V. Net Pension Liability

The net pension liability for the SURS defined benefit plan as of June 30, 2015 is as follows:

Employer Net Pension Liability (\$ millions)

Fiscal Year	Total Pension Liability	Plan Net Position	Net Pension Liability	Plan Net Position as a % of Total Pension Liability
2015	<u>\$41,219.3</u>	<u>\$17,463.0</u>	<u>\$23,756.3</u>	<u>42.37%</u>

The net pension liability represents the defined benefit plan's total pension liability determined in accordance with GASB Statement No. 67, less the plan net position. Amounts determined regarding the net pension liability are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The last experience study was performed in February 2015. An economic assumption study was performed June 2014. The total pension liability as of June 30, 2015 is based on the results of an actuarial valuation date of June 30, 2014 and rolled forward using generally accepted actuarial procedures. A summary of the actuarial methods and assumptions used in the latest actuarial valuation are presented below.

Summary of Actuarial Assumptions

Valuation date	June 30, 2014
Actuarial cost method	Individual entry age
Actuarial Assumptions	
Single discount rate	7.12%
Expected rate of return*	7.25%
Municipal bond rate	3.80% (based on the weekly rate closest to but not later than the measurement of the "state & local bonds" rate from Federal Reserve statistical release (H.15))
Inflation	2.75%
Projected salary increases	3.75% to 15.0% including inflation
Post-retirement cost of living adjustments	3.0%
Mortality table	RP2014 White Collar, gender distinct. Projected using MP-2014 two dimensional mortality improvement scale, set forward one year for male and female annuitants.

*Assumed investment rate of return changed from 7.75% in fiscal year 2013 to 7.25% in fiscal year 2014 by action of the System Board of Trustees.

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Single Discount Rate

A single discount rate of 7.12% was used to measure the total pension liability as of June 30, 2015. This single discount rate was based on an expected return on pension plan investments of 7.25% and a municipal bond rate of 3.80%. The projection of cash flows used to determine this single discount rate assumed that plan member contributions will be made at the current contribution rate and that employer contributions will be made at rates equal to the difference between the statutory contribution rates and the member rate. Estimated contributions of which the majority of the contributions (approximately 97% in 2016) is provided by the State of Illinois, are projected to be \$1.6 billion in 2016 and growing to \$3.7 billion in 2045 based on current statutory requirements for current members. Based on these assumptions, the pension plan's net position and future contributions were sufficient to finance the benefit payments through the year 2072. As a result, the long-term expected rate of return on pension plan investments was applied to projected benefit payments through the year 2072, and the municipal bond rate was applied to all benefit payments after that date.

Regarding the sensitivity of the net pension liability to changes in the single discount rate, the following presents the net pension liability calculated using a single discount rate of 7.12%, as well as impact on the net pension liability of increasing the single discount rate by 1% and decreasing the single discount rate by 1%.

Sensitivity of Net Pension Liability to the Single Discount Rate Assumption as of June 30, 2015 (\$ millions)

	1% Decrease 6.12%	Current Discount Rate 7.12%	1% Increase 8.12%
Net Pension Liability	\$ 28,929.3	\$ 23,756.3	\$ 19,471.0

Long-Term Expected Rate of Return

The asset allocation of investments within the Defined Benefit portfolio is approved by the Board of Trustees in accordance with SURS Investment Policy. Plan assets are managed on a total return basis with a long-term objective of achieving and maintaining a fully-funded status for the benefits provided through the defined benefit pension plan. The table displayed below is the Board-approved asset allocation policy for fiscal year 2015 and the long-term expected real rates of return.

The long-term expected rate of return on defined benefit investment assets was determined using a building-block method in accordance with the Actuarial Standards of Practices (ASOP) 27 Section 3.6.2(a) in which best estimate ranges of expected future real rates of return are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage, adjusted for inflation.

Asset Class	Strategic Policy Allocation	Weighted Average Long-Term Expected Real Rate of Return (Arithmetic)
U.S. equity	23.0%	5.77%
Private equity	6.0	9.23
Non-U.S. equity	19.0	6.69
Global equity	8.0	6.51
Fixed income	19.0	1.12
Treasury-Inflation-Protected Securities (TIPS)	4.0	1.22
Emerging market debt (EMD)	3.0	4.61
Real estate		
REITs	4.0	5.85
Direct real estate	6.0	4.37
Commodities	2.0	4.06
Hedged strategies	5.0	3.99
Opportunity Fund	1.0	6.80
Total	100.0%	5.02%
Inflation		3.00
Expected arithmetic return*		8.02%

*The geometric expected rate of return includes volatility and correlation estimates while the expected arithmetic return does not.

For the year ended June 30, 2015 the annual money-weighted rate of return on defined benefit plan investments, net of fees was 2.9%. The money weighted rate of return expresses investment performance, net of fees, adjusted for the changing amounts actually invested.

NOTES TO THE FINANCIAL STATEMENTS

VI. Capital Assets

Capital assets activity for the year ended June 30, 2015 was as follows:

	Beginning Balance	Additions/ Transfers In	Disposals/ Transfers Out	Ending Balance
Land	\$ 531,834	\$ -	\$ -	\$ 531,834
Office building	7,344,054	282,549	-	7,626,603
Information system equipment & software	15,886,027	183,201	258,300	15,810,928
Furniture and fixtures	818,495	13,804	5,421	826,878
	<u>24,580,410</u>	<u>479,554</u>	<u>263,721</u>	<u>24,796,243</u>
Less accumulated depreciation:				
Office building	2,894,469	213,957	-	3,108,426
Information system equipment & software	14,776,533	234,844	258,300	14,753,077
Furniture and fixtures	766,339	4,799	5,421	765,717
	<u>18,437,341</u>	<u>453,600</u>	<u>263,721</u>	<u>18,627,220</u>
	<u>\$ 6,143,069</u>	<u>\$ 29,654</u>	<u>\$ -</u>	<u>\$ 6,169,023</u>

The average estimated useful lives for depreciable capital assets are as follows:

Office building	40 years	Information systems equipment	3 years
Information systems software	10 years	Furniture and fixtures	3 years

VII. Compensated Absences

The System is obligated to pay employees at termination for unused vacation and sick time. The maximum time for which any individual may be paid is 448 hours of vacation and one-half of unused sick time earned between January 1, 1984 and December 31, 1997. No sick time earned after December 31, 1997 will be compensable at termination.

At June 30, 2015, the System had a liability of \$1,222,578 for compensated absences, based upon the vesting method used for calculation of sick leave payable. The liability is included in the administrative expenses payable on the Statement of Plan Net Position, and the annual increase or decrease in liability is reflected in the financial statements as an increase or decrease in salary expense.

Compensated absences payable for the year ended June 30, 2015 was as follows:

	Beginning Balance	Additions	Reductions	Ending Balance	Estimate Amount Due Within One Year
Compensated absences payable	<u>\$1,185,897</u>	<u>\$ 717,310</u>	<u>\$ 680,629</u>	<u>\$ 1,222,578</u>	<u>\$ 108,000</u>

NOTES TO THE FINANCIAL STATEMENTS

VIII. Insurance Coverage

The System is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. The employee health claims are administered through State of Illinois Central Management Services. The System has minimized the risk of loss through private insurance carriers for commercial, business owners, and automobile policies. The deductible for this insurance coverage ranges from \$250 to \$500 per occurrence. There has been no significant reduction of insurance coverage from the prior year. The System has not had any insurance claims filed or paid in the past five fiscal years.

IX. Post-Employment Benefits

The State provides health, dental, vision, and life insurance benefits for retirees and their dependents in a program administered by the Department of Healthcare and Family Services, along with the Department of Central Management Services. Substantially all State employees become eligible for post-employment benefits if they eventually become annuitants of one of the State sponsored pension plans. Health, dental, and vision benefits include basic benefits for annuitants and dependents under the State's self-insurance plan and insurance contracts currently in force. Annuitants may be required to contribute toward health, dental, and vision benefits with the amount based on factors such as date of retirement, years of credited service with the State, whether the annuitant is covered by Medicare, and whether the annuitant has chosen a managed health care plan. Annuitants who retired prior to January 1, 1998, and who are vested in the State Universities Retirement System do not contribute toward health, dental, and vision benefits. For annuitants who retired on or after January 1, 1998, the annuitant's contribution amount is reduced five percent for each year of credited service with the State; therefore, those annuitants with 20 or more years of credited service do not have to contribute toward health, dental, and vision benefits. Annuitants also receive life insurance coverage equal to the annual salary of the last day of employment until age 60, at which time the benefit becomes \$5,000.

The State pays the State Universities Retirement System's portion of employer costs for the benefits provided. The total cost of the State's portion of health, dental, vision, and life insurance benefits of all members, including post-employment health, dental, vision, and life insurance benefits, is recognized as an expenditure by the State in the Illinois Comprehensive Annual Financial Report. The State finances the costs on a pay-as-you-go basis. The total costs incurred for health, dental, vision, and life insurance benefits are not separated by department or component unit for annuitants and their dependents nor active employees and their dependents.

A summary of post-employment benefit provisions, changes in benefit provisions, employee eligibility requirements including eligibility for vesting, and the authority under which benefit provisions are established are included as an integral part of the financial statements of the Department of Health and Family Services. A copy of the financial statements of the Department of Healthcare and Family Services may be obtained by writing to the Department of Healthcare and Family Services, 201 South Grand Avenue, Springfield, Illinois 62763.

X. Lease Agreements

The System leases office space in Naperville for its Northern Counseling Center. The commitment for this lease is \$22,836 for fiscal year 2015 and \$12,690 for fiscal year 2016. In addition, the System began leasing office space in Springfield for its legislative staff. The fiscal year 2016 commitment for this lease is \$7,200.

REQUIRED SUPPLEMENTARY INFORMATION

Schedule of Changes in Employer Net Pension Liability and Related Ratios

Total pension liability	2015	2014
Service cost	\$ 654,968,438	\$ 675,257,078
Interest on total pension liability	2,723,714,885	2,643,353,237
Changes in benefit terms	-	-
Differences between expected and actual experience	40,408,204	130,585,622
Changes in assumptions	831,624,586	-
Benefit payments	(2,129,977,721)	(2,002,869,428)
Refunds of member accounts	(83,715,720)	(82,897,092)
Net change in pension liability	<u>(2,037,022,672)</u>	<u>1,363,429,417</u>
Total pension liability - beginning	<u>39,182,306,271</u>	<u>37,818,876,854</u>
Total pension liability - ending	<u>\$41,219,328,943</u>	<u>\$39,182,306,271</u>
Plan net position		
Member contributions	\$ 267,682,083	\$ 283,081,326
Employer contributions	39,933,909	43,898,604
Non-employer contributing entity contributions	1,488,591,489	1,458,965,014
Net investment income	503,199,957	2,667,900,403
Benefit payments	(2,129,977,721)	(2,002,869,428)
Refunds of member accounts	(83,715,720)	(82,897,092)
Non investment administrative expenses	<u>(14,069,273)</u>	<u>(13,857,522)</u>
Net change in plan net position	71,644,724	2,354,221,305
Plan net position - beginning	<u>17,391,323,132</u>	<u>15,037,101,827</u>
Plan net position - ending	<u>\$17,462,967,856</u>	<u>\$17,391,323,132</u>
Net pension liability - ending	<u>\$23,756,361,087</u>	<u>\$21,790,983,139</u>

Schedule of Net Pension Liability (\$ millions)

Fiscal Year	Total Pension Liability	Plan Net Position	Net Pension Liability	Plan Net Position as a % of Total Pension Liability	Covered Payroll	Net Pension Liability as a % of Covered Payroll
2014	\$ 39,182.3	\$ 17,391.3	\$ 21,791.0	44.39%	\$ 3,522.2	618.67%
2015	\$ 41,219.3	\$ 17,463.0	\$ 23,756.3	42.37%	\$ 3,606.5	658.71%

Note: The System implemented GASB statement No. 67 in fiscal year 2014. The information above is presented for as many years as available. The Schedules are intended to show information for 10 years.

REQUIRED SUPPLEMENTARY INFORMATION

Schedule of Contributions from Employers and Other Contributing Entities (\$ thousands)

Fiscal Year	Actuarially Determined Contribution	Actual Contribution		Contribution Deficiency (Excess)	Covered Payroll	Actual Contribution as a % of Covered Payroll
		Employers	Other Contributing Entities			
2006	\$ 662,041	\$ 37,822	142,196	\$ 482,023	\$3,054,100	5.89%
2007	705,900	37,079	224,064	444,757	3,180,985	8.21%
2008	707,537	38,031	306,914	362,592	3,303,220	10.44%
2009	874,032	34,360	417,257	422,415	3,463,922	13.04%
2010	1,003,331	34,166	662,429	306,736	3,491,071	19.95%
2011	1,259,048	36,547	737,048	485,453	3,460,838	22.35%
2012	1,443,348	45,596	940,219	457,533	3,477,166	28.35%
2013	1,549,287	41,874	1,359,607	147,806	3,533,858	39.66%
2014	1,560,524	43,899	1,458,965	57,660	3,522,246	42.67%
2015	1,622,656	39,934	1,488,591	94,130	3,606,536	42.38%

Schedule of Investment Returns (A)

2014	18.15%
2015	2.90%

(A) Annual money-weighted rate of return, net of investment fees

Note: The System implemented GASB statement No. 67 in fiscal year 2014. The information above is presented for as many years as available. The Schedule is intended to show information for 10 years.

NOTES TO REQUIRED SUPPLEMENTARY INFORMATION

Schedule of Changes in Net Pension Liability

The covered employee payroll is equal to the defined benefit payroll from June 30, 2014 valuation rolled forward with one year of wage inflation at 3.75%. The beginning of the year total pension liability uses a single discount rate of 7.09% and the end of the year total pension liability uses a single discount rate of 7.12%. The difference between the actual and expected experience includes the impact of this change in the single discount rate based on the long-term municipal bond rate of 4.29% as of June 26, 2014 and 3.80% as of June 25, 2015.

Actuarial Assumptions and Methods Used in Determining Fiscal Year 2015 Contributions

Valuation Date	June 30, 2013
Valuation Method	Projected unit credit
Amortization Method	The statutory contribution is equal to the level percentage of pay contributions determined so that the Plan attains a 90% funded ratio by the end of 2045.
Remaining Amortization Period	Not applicable. While an amortization payment is not directly calculated, it represents the difference between the total statutory contribution and the employer normal cost contribution.
Asset Valuation Method	5 year smoothed market
Inflation	2.75%
Salary Increases	3.75% to 12.0% including inflation
Investment Rate of Return	7.75% beginning with the actuarial valuation as of June 30, 2010.
Real Rate of Return	5.0%
Retirement Age	Experience-based table of rates. Last updated for the 2011 valuation pursuant to an experience study of the period 2006 - 2010.
Mortality	RP2000 Combined Mortality table, projected with Scale AA to 2017, sex-distinct, with rates multiplied by 0.80 for males and 0.85 for females
Other Notes	None

OTHER SUPPLEMENTARY INFORMATION

Summary Schedule of Administrative Expenses For the Years Ended June 30, 2015 and 2014

	2015	2014
Defined benefit plan		
Personnel services		
Salary and wages	\$ 7,510,708	\$ 7,262,675
Retirement contributions	863,175	837,909
Insurance and payroll taxes	2,298,988	2,423,171
	<u>10,672,871</u>	<u>10,523,755</u>
Professional services		
Computer services	600,079	511,421
Medical consultation	7,054	10,435
Technical and actuarial	591,630	693,143
Legal services	261,198	208,625
	<u>1,459,961</u>	<u>1,423,624</u>
Communications		
Postage	376,696	284,673
Printing and copying	61,237	64,143
Telephone	100,915	119,238
	<u>538,848</u>	<u>468,054</u>
Other services		
Equipment repairs, rental and maintenance	82,637	84,534
Building operations, maintenance, office rental	253,723	247,786
Surety bonds and insurance	261,744	264,438
Memberships and subscriptions	51,333	51,815
Transportation, travel and conferences	119,362	147,426
Education	35,936	34,915
EDP supplies and equipment	86,220	105,068
Office supplies	53,038	54,363
	<u>943,993</u>	<u>990,345</u>
Depreciation and amortization	<u>453,600</u>	<u>451,744</u>
Total administrative expenses - DB Plan	<u>\$ 14,069,273</u>	<u>\$ 13,857,522</u>
Self-managed plan		
Salary and wages	282,496	274,701
Retirement contributions	83,786	89,265
Insurance and payroll taxes	36,466	36,700
Technical and actuarial	54,375	24,086
Postage	5,638	11,766
Memberships and subscriptions	600	600
Transportation, travel and conferences	1,354	1,847
Printing and copying	1,668	1,144
	<u>466,383</u>	<u>440,108</u>
Total administrative expenses - SMP	<u>\$ 466,383</u>	<u>\$ 440,108</u>
Total administrative expenses	<u>\$ 14,535,656</u>	<u>\$ 14,297,630</u>

OTHER SUPPLEMENTARY INFORMATION

Summary Schedule of Consultant Payments For the Years Ended June 30, 2015 and 2014

	2015	2014
Defined benefit plan		
Technical and actuarial services		
Alpha Controls & Services	\$ -	\$ 3,152
Aurico	4,205	3,103
Berns Clancy & Associates	12,880	4,620
Berwyn Group	4,200	4,200
Carle Clinic & Hospital	-	1,160
CEM Benchmarking	-	40,000
Clifton Larson Allen	-	29,000
Gabriel, Roeder, Smith & Co.	228,180	345,364
Governmental Consulting Solutions	40,000	60,000
Henneman Engineering	12,325	15,169
Hoemann Photography	-	50
ICS/Merrill	4,282	245
INFRE	-	125
Janet Jones & Associates	42,000	42,000
Miscellaneous	7,859	688
Open position advertising/Recruitment	80,753	460
Payscale	5,000	5,000
Propio Language Services	428	480
Ratio Architects	14,850	4,938
Segal	-	9,571
Segal Waters Consulting	-	26,027
Sikich, LLP	15,500	-
The Northern Trust	76,668	78,965
Thompson McClellan Photography	-	340
Woolard Marketing Consultants	22,500	18,486
Zahn Governmental Solutions	20,000	-
	591,630	693,143
Legal services		
Areawide Reporting Services	1,797	1,401
Burke, Burns & Pinelli	122,896	114,170
Internal Revenue Service	24,625	5,375
Investors Responsibility Support Services	25,000	25,000
Katten Muchin Rosenman	66,324	21,613
Mayer Brown LLP	6,593	1,431
Thomas, Mamer & Haughey	-	21,049
Winters, Featherstun, et al	13,963	18,586
	261,198	208,625
Self-managed plan		
Technical and actuarial services		
Callan Associates	-	6,000
NEPC	54,375	18,086
	54,375	24,086
Total consultant payments	\$ 907,203	\$ 925,854

OTHER SUPPLEMENTARY INFORMATION

Defined Benefit Plan Summary Schedule of Investment Fees and Administrative Expenses For the Years Ended June 30, 2015 and 2014

	2015	2014
Investment Manager		
Adams Street Partners	\$ 5,411,981	\$ 5,106,182
Alinda Capital Partners	436,645	427,254
Ativo Capital Management	462,953	420,083
BlackRock Institutional Trust Company	4,343,951	4,888,196
Calamos Advisors	1,485,743	1,423,084
CastleArk Management	735,102	678,964
CBRE Clarion Real Estate Securities	1,304,166	1,157,619
Channing Capital Management	617,624	617,841
Chicago Equity Partners	542,656	500,910
Colchester Global Investors Limited	46,211	-
Dune Capital Management	1,329,571	1,464,416
EARNEST Partners	235,826	267,364
Fairview Capital Partners	47,660	-
Fiduciary Management Associates	623,466	579,405
Franklin Templeton Real Estate Advisors	584,117	835,563
Garcia Hamilton & Associates	167,735	129,697
GlobeFlex Capital, L.P.	1,664,329	2,055,723
Heitman	708,408	-
Herndon Capital Management	540,159	536,938
Holland Capital Management	283,042	253,843
Jacobs Levy Equity Management	1,215,702	1,200,963
JPMorgan Chase Bank, N.A.	809,725	-
LM Capital Group	265,496	216,953
Lombardia Capital Partners	234,727	577,227
Longfellow Investment Management	81,182	76,667
Macquarie Capital	915,323	695,864
Martin Currie, Inc.	271,298	811,114
Mesirow Financial Investment Management	330,000	330,000
Mondrian Investment Partners	794,346	754,132
Muller and Monroe Asset Management	209,359	267,519
Neuberger Berman	482,512	451,046
New Century Advisors	220,801	204,015
Northern Trust Asset Management	193,371	184,367
Pacific Investment Management Company	4,296,984	4,209,319
Pantheon Ventures	3,412,840	2,046,052
Parametric Clifton	337,529	-
Piedmont Investment Advisors	653,582	572,174
Profit Investment Management	-	163,671
Progress Investment Management Company	3,254,317	2,955,159
Pugh Capital Management	238,191	205,704
Pyramis Global Advisors Trust Company	1,941,611	1,655,039
RhumbLine Advisers	146,460	170,496
RREEF	185,417	117,936
Smith Graham & Company	164,916	129,260
State Street Global Advisors	60,658	58,851
Strategic Global Advisors	607,576	467,546
T. Rowe Price	2,662,443	2,667,107
Taplin, Canida & Habacht	206,968	189,850
TCW Metropolitan West Asset Management	780,615	701,648
UBS Realty Investors	2,888,434	2,690,072
Wellington Management Company	2,636,159	2,067,323
Total investment management fees	<u>52,069,887</u>	<u>48,180,156</u>

OTHER SUPPLEMENTARY INFORMATION

**Defined Benefit Plan
Summary Schedule of Investment Fees and Administrative Expenses (continued)
For the Years Ended June 30, 2015 and 2014**

	2015	2014
Master Trustee & Custodian		
The Northern Trust Company	<u>1,518,211</u>	<u>1,513,732</u>
Investment Consultant, Measurement & Counsel		
Callan Associates Inc.	-	160,500
Chapman and Cutler LLP	77,917	-
Jackson Walker L.L.P.	82,080	-
Katten Muchin Rosenman	-	2,398
Mayer, Brown, Rowe & Maw	75,917	79,805
NEPC, LLC	443,125	284,020
Proskauer	<u>66,611</u>	-
Total investment fees	<u>745,650</u>	<u>526,723</u>
Investment Administrative Expenses		
Personnel	1,109,363	1,080,096
Resources and travel	182,989	178,808
Performance measurement and database	<u>78,926</u>	<u>46,876</u>
Total administrative expenses	<u>1,371,278</u>	<u>1,305,780</u>
Total investment expenses	<u>\$ 55,705,026</u>	<u>\$ 51,526,391</u>



RSM US LLP

Independent Auditor's Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance With Government Auditing Standards

Honorable William G. Holland
Auditor General, State of Illinois
Springfield, Illinois

Board of Trustees
State Universities Retirement System
Champaign, Illinois

As Special Assistant Auditors for the Auditor General, we have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the Statement of Plan Net Position and Statement of Changes in Plan Net Position of the State Universities Retirement System of Illinois (System), as of and for the year ended June 30, 2015 and the related notes to the financial statements, and have issued our report thereon dated December 21, 2015.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the System's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the System's internal control. Accordingly, we do not express an opinion on the effectiveness of the System's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. *A material weakness* is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. *A significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies, and therefore, material weaknesses or significant deficiencies may exist that were not identified. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified. We did identify a certain deficiency in internal control, described in the accompanying schedule of findings as item 2015-001 that we consider to be a significant deficiency.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the System's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Response to Findings

The System's response to the finding identified in our audit is described in the accompanying schedule of findings. The System's response was not subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on the response.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the System's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the System's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

RSM US LLP

Schaumburg, Illinois
December 21, 2015

State Universities Retirement System of Illinois

Schedule of Findings

Year Ended June 30, 2015

Government Auditing Standards

Finding No. 2015-001 Controls over Census Data

The State Universities Retirement System (System) has weaknesses in controls over creditable earnings and member census data reported by its employers.

During testing of System's internal controls over creditable earnings and member census data, it was noted that creditable earnings and member census data for the System is accumulated from multiple participating employers which increases the likelihood of errors within the data. During fiscal year 2015, the System's processes and controls for verifying the data relied heavily on the reporting of the information by the participating employers with limited controls in place by the System to verify the creditable earnings and member census information.

This issue was initially identified and reported to the System during fiscal year 2014. During fiscal year 2015 the System developed an action plan to address the weaknesses. The System began implementation of certain details of the action plan during fiscal year 2015 with the expectation to implement additional controls in fiscal year 2016. A key control established as part of the action plan includes the System performing on-site employer visits at participating employers in order for the System to substantiate that the creditable wages as well as key elements of census data reported to the System's actuary are free of material misstatement.

System management is responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to error or fraud. System controls should encompass effective management processes and controls to sufficiently address the appropriate risks and verify the underlying payroll records of participating employer census data which would include completeness and accuracy of census data. This includes processes and controls over significant elements of census data which originates in multiple locations across the System's participating employers.

The Fiscal Control and Internal Auditing Act (30 ILCS 10/3001) requires all State agencies, including the System, to establish and maintain a system or systems, of internal fiscal administrative controls, such that information is properly recorded and accounted for to permit the preparation of reliable financial and statistical reports.

Previously, the System had relied primarily on data submitted by employers to provide census data for actuarial calculations for active members. When a covered member applies for retirement benefits, the new retiree goes through a retirement process which includes verification of the data utilized in the retirement calculation. Prior to fiscal year 2014 and the issuance of new accounting standards by the Government Accounting Standards Board (GASB) and new guidance by the AICPA for census data in relation to the guidance, the System did not believe it was necessary to perform on-site employer visits to verify census data for active members. During fiscal year 2015, the System developed an employer audit program and contracted for a sample of employer audits to be conducted every year. The contracted auditors are currently wrapping up the employer audits started in fiscal year 2015.

State Universities Retirement System of Illinois

Schedule of Findings

Year Ended June 30, 2015

Government Auditing Standards

Finding No. 2015-001 Controls over Census Data (Continued)

Certain financial statement assertions relating to cost-sharing plans (that is, the Total Pension Liability (TPL) and revenues and receivables relating to contributions) are dependent on the completeness and accuracy of census data. Weaknesses in controls over the significant elements of census data could lead to a misstatement in the valuation of the TPL, a required disclosure to the System's financial statements. In addition, a misstatement could lead to a misstatement in contributions which directly impacts valuation of Plan Net Position and the financial statements of the System directly. A misstatement within the financial statements will impact the calculation of the Net Pension Liability (NPL) as required under GASB Statement No. 67, *Financial Reporting for Pension Plans - An Amendment to GASB Statement No. 25*. A misstatement of the NPL will also impact the allocation of the NPL and related pension activity to participating employers under GASB Statement No. 68, *Accounting and Financial Reporting for Pensions - An Amendment of GASB Statement No. 27*. The auditors consider the weaknesses to be significant deficiencies in the System's internal control over financial and fiscal operations. (Finding Code No. 2015-001, 2014-001)

Recommendation:

We recommend the System continue updating and implementing processes and controls to include the verification of significant elements of census data.

System Response:

SURS concurs with this finding. SURS will fully implement its employer audit services program this year to test control systems and verify census data including creditable earnings. In addition, SURS will continue to examine current processes and procedures with the goal of adding additional census data verification procedures for the active and inactive member populations.