<u>**Michigan Judges' Retirement System**</u>

A Pension and Other Employee Benefit Trust Fund of the State of Michigan

Comprehensive Annual Financial Report for the Fiscal Year Ended September 30, 2013

M J R S

Prepared by:
Financial Services
for
Office of Retirement Services
P.O. Box 30171
Lansing, Michigan 48909-7671
517-322-5103
1-800-381-5111

Table of Contents

INTRODUCTORY SECTION

Introductory Section

Certificate of Achievement

Government Finance Officers Association

Certificate of
Achievement
for Excellence
in Financial
Reporting

Presented to

Michigan Judges'
Retirement System

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended

September 30, 2012

Jeffrey R. Emer

Executive Director/CEO

Public Pension Standards Award

Public Pension Coordinating Council

Public Pension Standards Award
For Funding and Administration
2013

Presented to

Michigan Office of Retirement Services

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

Presented by the Public Pension Coordinating Council, a confederation of

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

Alan H. Winkle
Program Administrator

INTRODUCTORY SECTION

Letter of Transmittal

Michigan Judges' Retirement System
P.O. Box 30171
Lansing, Michigan 48909-7671
Telephone 517-322-5103
Outside Lansing 1-800-381-5111

STATE OF MICHIGAN

RICK SYNDER, Governor

DEPARTMENT OF TECHNOLOGY, MANAGEMENT & BUDGET

December 19, 2013

The Honorable Rick Snyder
Governor, State of Michigan,

Members of the Legislature
State of Michigan,

Retirement Board Members
and
Members, Retirees and Beneficiaries

Ladies and Gentlemen:

We are pleased to present the comprehensive annual financial report of the Michigan Judges' Retirement System (System) for fiscal year 2013.

INTRODUCTION TO REPORT

The System was established by legislation under Public Act 234 of 1992 which consolidated the Judges' and former Probate Judges' retirement systems. The System is administered by the Office of Retirement Services (ORS). The number of active and retired members and beneficiaries of the System is presented in Note 1 of the financial statements in the Financial Section of this report. The purpose of the System is to provide benefits for all judges. The services performed by the ORS staff provide benefits to members.

Responsibility

Responsibility for both the accuracy of the data and the completeness and fairness of the presentation, including all disclosures, rests with the leadership team of the System. To the best of our knowledge and belief, the enclosed data is accurate in all material respects and is reported in a manner designed to present fairly the financial position and results of operations of the System.

Letter of Transmittal (continued)

Internal Control Structure

The leadership team of the System is responsible for maintaining adequate internal accounting controls designed to provide reasonable assurance that transactions are executed in accordance with management's general or specific authorization, and are recorded as necessary to maintain accountability for assets and to permit preparation of financial statements in accordance with accounting principles generally accepted in the United States of America. The internal control structure is designed to provide reasonable assurance regarding the safekeeping of assets and reliability of all financial records. The concept of reasonable assurance recognizes that the cost of a control should not exceed the benefits likely to be derived and that the valuation of costs and benefits requires estimates and judgments by management. This internal control structure includes maintaining written policies and procedures. Discussion and analysis of net position and related additions and deductions are presented in the Management Discussion and Analysis which can be found immediately following the Independent Auditor's Report.

Independent Auditors and Actuary

The Office of the Auditor General (OAG), independent auditors, conducted an annual audit of the System. The independent auditor's report on the System's financial statements is included in the Financial Section of this report.

Statute requires that an annual actuarial valuation be conducted. The purpose of the valuation is to evaluate the mortality, service, compensation and other financial experience of the System and to recommend employer-funding rates for the subsequent year. The annual actuarial valuation was completed by Gabriel Roeder Smith & Company for the fiscal year ended September 30, 2012. Actuarial certification and supporting statistics are included in the Actuarial Section of this report.

Management's Discussion and Analysis (MD&A)

Generally Accepted Accounting Principles (GAAP) require that management provide a narrative introduction, overview, and analysis to accompany the Basic Financial Statements in the form of MD&A. This letter of transmittal is intended to complement MD&A and should be read in conjunction with it. The MD&A can be found immediately following the Independent Auditor's Report.

PROFILE OF THE GOVERNMENT

Public Act 234 of 1992 authorized the merger of the Probate Judges' Retirement Fund into the Judges' Retirement Fund by requiring the consolidation of all assets, rights, and obligations under the former Judges' and Probate Judges' Retirement Funds. The Judges' Retirement Board, with the director of the Office of Retirement Services as the Executive Secretary, administers the consolidated fund. Financing comes from member contributions, court filing fees as provided under law, investment earnings, and legislative appropriations.

Public Act 523 of 1996, effective March 31, 1997, closed the plan to new entrants. Judges or state officials newly appointed or elected on or after March 31, 1997, become members of the State's defined contribution plan.

ECONOMIC CONDITIONS AND OUTLOOK

Despite challenging economic times, the System continues to show steady performance over the long term.

Investments

The State Treasurer is the investment fiduciary and custodian of all investments of the System pursuant to State law. The primary investment objective is to maximize the rate of return on the total investment portfolio, consistent with a high degree of prudence and sufficient diversity to eliminate inordinate risks and to meet the actuarial assumption for the investment return rate. The investment activity for the year produced a total rate of return on the portfolio of 12.1% for the Pension Plan and 11.1% for the Other Postemployment Benefits (OPEB) Plan. For the last five years, the System has experienced an annualized rate of return of 6.3% for the Pension Plan. A summary of asset allocation and rates of return can be found in the Investment Section of this report.

Letter of Transmittal (continued)

Accounting System

Transactions of the System are reported on the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when incurred. Participants' benefits are recorded when payable by law. We believe the accounting and administrative internal controls established by the System provide reasonable assurance the System is carrying out its responsibilities in safeguarding its assets, in maintaining the reliability of the financial records for preparing financial statements, and in maintaining accountability for its assets.

Funding

Funds are derived from the excess of additions to plan net position over deductions from plan net position. Funds are accumulated by the System to meet future benefit obligations to retirees and beneficiaries. The percentage computed by dividing the actuarial value of assets by the actuarial accrued liability is referred to as the "funded ratio." This ratio provides an indication of the funding status of the System and generally, the greater this percentage, the stronger the System. Effective in fiscal year 2013, the System uses the valuation from the previous fiscal year for this report in accordance with Governmental Accounting Standards Board (GASB) Statement No. 25. As of September 30, 2012, the actuarial value of the assets and actuarial accrued liability of the System were $245.8 million and $249.6 million, respectively, resulting in a funded ratio of 98.5%. An historical perspective of funding levels for the System is presented on the Schedule of Funding Progress in the Required Supplementary Information in the Financial Section of this report.

Postemployment Benefits

An actuarial valuation is completed annually to determine the actuarial accrued liability if the postemployment benefits were to be pre-funded. As of September 30, 2012 the actuarial accrued liability for postemployment benefits based on pay as you go is $8.5 million. If these benefits were pre-funded the actuarial accrued liability as of September 30, 2012 would be approximately $5.6 million.

MAJOR GOALS ACCOMPLISHED

The Michigan Department of Technology, Management & Budget, Office of Retirement Services (ORS) is an innovative retirement organization driven to empower our customers for a successful today and a secure tomorrow. During fiscal year 2013, we refreshed our strategic plan, using input from staff members of the organization across multiple processes. The diverse opinions offered a unique opportunity to capture goals and successes from all aspects of the business, so we can offer our members the highest level of customer service.

Additional accomplishments are highlighted below:

Social media presence for ORS begins

The Office of Retirement Services (ORS) completed an evaluation of social media as an additional way to communicate with customers. ORS determined that social media was a worthwhile communication channel and established five objectives: improve pre-retirement knowledge, improve post-retirement knowledge, increase online self-service, support existing processes, and share interesting news and resources from other sources. After developing an implementation and maintenance plan, ORS launched the official Facebook page in August 2013 and has documented early success with the number of engaged customers interacting with ORS and each other.

ORS continues innovative technology approach with User Experience Team

The Office of Retirement Services (ORS) joined forces with the State of Michigan User Experience (UX) team, a part of Department of Technology, Management & Budget Shared Services, to find out if our customers found miAccount and the ORS website easy to navigate. ORS has already improved the customer experience by creating a *What Happens Next* document that users receive when they apply for retirement in miAccount. The UX team also prepared miAccount prototypes for the processes that caused our customers the most confusion during user experience testing. ORS will use the prototypes to implement further changes in miAccount and the customer website.

Letter of Transmittal (continued)

ORS websites now mobile
To provide our customers with the best possible online experience, even on the go, the Office of Retirement Services' eight member websites are now mobile. These versions of our websites are different from the desktop sites in that they have fewer navigation options and are tailored specifically to the mobile user. The pages are designed with each site's most common tasks, like logging into miAccount or getting high-level plan information. Customers also have the option of visiting the full desktop site on their mobile device.

Employee engagement
The Office of Retirement Services (ORS) leaders are increasing its employee engagement and developing high performance teams with the Power of Perspectives and Forging Breakthroughs workshops. We offered this experience to every employee over the last three years, sustained with quarterly team exercises and monthly communication. These activities foster a work climate where open-mindedness is practiced, respect is demonstrated, diversity is valued, and creativity and innovation thrive. Fellow co-workers, instead of management, lead the workshops. ORS has also embraced the importance of individual and team recognition for high performance in various ways including simple notecards to show appreciation to staff who do great work, or short-term reserved parking for employees.

Direct deposit campaign
To ensure secure, timely pension payments, the Office of Retirement Services began delivering all pensions through direct deposit beginning in 2013. Before the end of 2012, 11,500 paper check recipients switched to direct deposit. All new pension inceptions are established as direct deposit.

ORS takes on new retirement system: MRS
On October 1, 2012, the Office of Retirement Services (ORS) welcomed nearly 4,000 retired members of the Michigan National Guard as the Military Retirement System (MRS) transitioned from the Department of Military & Veterans Affairs to ORS, becoming ORS's fifth retirement system. ORS is handling all aspects of the pension plan from initial eligibility and retirement applications to processing pension payments to the retiree and subsequent pension beneficiaries.

ORS surveys caller experience
The Office of Retirement Services (ORS) has developed a digital after call survey that is delivered via email after a customer speaks with a customer service representative. If the customer meets certain criteria and has an email address on file, the survey is sent. It consists of four questions and a comment field. ORS's customer service area then uses a reporting tool to pull various reports on overall customer satisfaction and individual agent scores.

Honors

Public Pension Standards Award: The Public Pension Coordinating Council awarded the retirement system with the 2013 Public Pension Standards Award for Funding and Administration.

Government Finance Officers Association award: The Government Finance Officers Association of the United States and Canada awarded the retirement system with the Certificate of Achievement for Excellence in Financial Reporting for its fiscal year 2012 Comprehensive Annual Financial Report. This marks the 22nd consecutive year ORS has received this prestigious award.

Acknowledgments

The preparation of this report was accomplished with the dedication and cooperation of many people. It is intended to provide complete and reliable information as a basis for making management decisions, as a means of determining compliance with legal provisions, and as a means for determining responsible stewardship of the funds of the System.

Letter of Transmittal (continued)

We would, therefore, like to express our appreciation for the assistance given by staff, advisors, and the many people who contributed to its preparation. We believe their combined efforts have produced a report that will enable employers and plan members to better evaluate and understand the Michigan Judges' Retirement System. Their cooperation contributes significantly to the success of the System.

Sincerely,

John E. Nixon, Director
Department of Technology, Management & Budget

Phillip J. Stoddard, Director
Office of Retirement Services

Administrative Organization

Retirement Board Members *

*Statute provides that board members may continue to serve after their term expires until they are either replaced or reappointed.

Administrative Organization

Department of Technology, Management & Budget
Office of Retirement Services
P.O. Box 30171
Lansing, Michigan 48909-7671
517-322-5103
1-800-381-5111

Advisors and Consultants

Actuary
Gabriel Roeder Smith & Co.
Mita D. Drazilov
Southfield, Michigan

Independent Auditors
Thomas H. McTavish, C.P.A.
Auditor General
State of Michigan

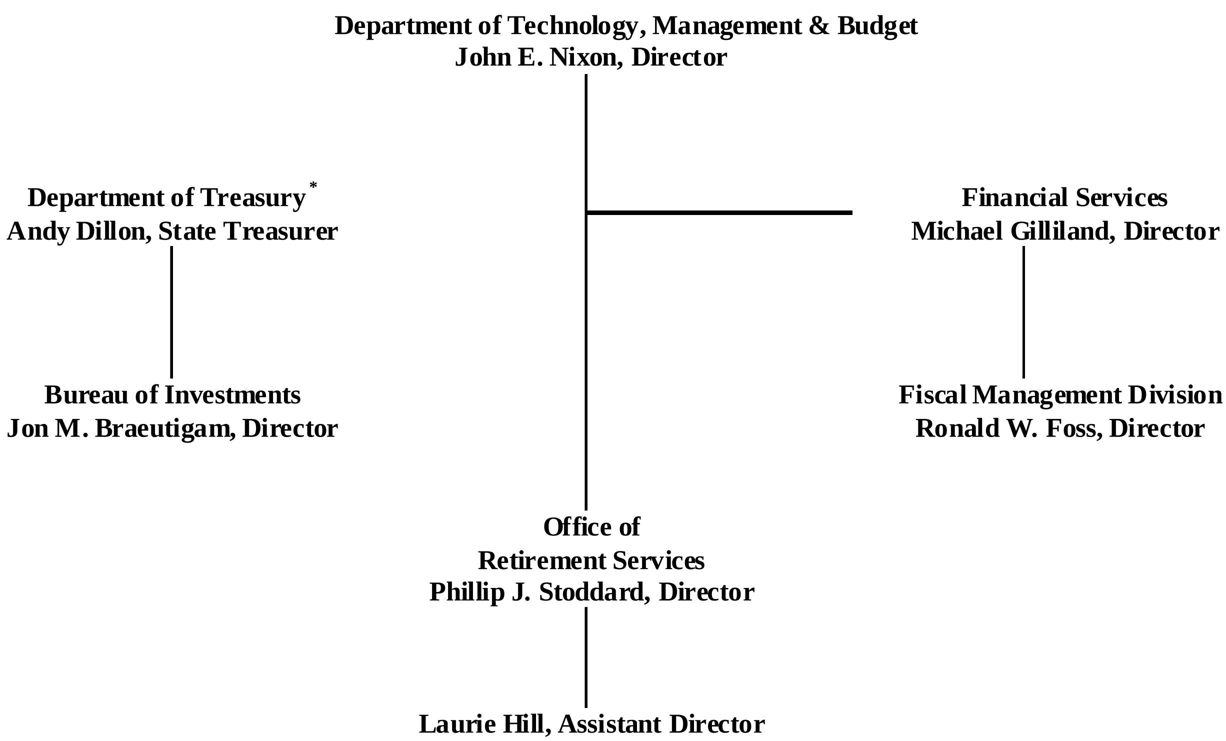
Investment Manager and Custodian
Andy Dillon
State Treasurer
State of Michigan

Legal Advisor
Bill Schuette
Attorney General
State of Michigan

Investment Performance Measurement
State Street Corporation
State Street Investment Analytics
Boston, MA

Administrative Organization (continued)

Organization Chart



***The investments of the System are managed by the Michigan Department of Treasury. Information on the investments and the fiduciary, Michigan Department of Treasury, can be found in the Investment Section, Introduction. In addition, see the Investment Section, Schedule of Investment Fees and Schedule of Investment Commissions, for information regarding the investment fees and commissions paid as well as investment professionals utilized by the system.**

FINANCIAL SECTION

Independent Auditor’s Report
Management’s Discussion and Analysis
Basic Financial Statements
Notes to Basic Financial Statements
Required Supplementary Information
Note to Required Supplementary Information
Supporting Schedules

STATE OF MICHIGAN
OFFICE OF THE AUDITOR GENERAL
201 N. WASHINGTON SQUARE
LANSING, MICHIGAN 48913
(517) 334-8050
FAX (517) 334-8079

THOMAS H. MCTAVISH, C.P.A.
AUDITOR GENERAL

Independent Auditor's Report on the Financial Statements
and Other Reporting Required by *Government Auditing Standards*

The Honorable Mark T. Boonstra, Chair
Michigan Judges' Retirement System Board
and
John E. Nixon, C.P.A., Director
Department of Technology, Management, and Budget
and
Mr. Phillip J. Stoddard, Director
Office of Retirement Services

Report on the Financial Statements
We have audited the accompanying financial statements of the Michigan Judges' Retirement System as of and for the fiscal year ended September 30, 2013 and the related notes to the financial statements, which collectively comprise the System's basic 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 in the first paragraph present fairly, in all material respects, the net position of the Michigan Judges' Retirement System as of September 30, 2013 and the changes in net position for the fiscal year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters
Required Supplementary Information
Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 16 through 19 and the schedules of funding progress and schedules of employer and other contributions on pages 40 through 42 be presented to supplement the basic financial statements. Such information,

STATE OF MICHIGAN
OFFICE OF THE AUDITOR GENERAL

THOMAS H. MCTAVISH, C.P.A.
AUDITOR GENERAL

The Honorable Mark T. Boonstra, Chair
John E. Nixon, C.P.A., Director
Mr. Phillip J. Stoddard, Director
Page 2

although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic 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 basic financial statements, and other knowledge we obtained during our audit of the basic 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 was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the System's basic financial statements. The supporting schedules on pages 43 through 45 are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The supporting schedules are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supporting schedules are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The introductory, investment, actuarial, and statistical sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on them.

Other Reporting Required by *Government Auditing Standards*
In accordance with *Government Auditing Standards*, we will also issue a report on our consideration of the System's internal control over financial reporting and on 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 compliance.

Sincerely,

Thomas H. McTavish

Thomas H. McTavish, C.P.A.
Auditor General
December 18, 2013

Management's Discussion and Analysis

Our discussion and analysis of the Michigan Judges' Retirement System's (System) financial performance provides an overview of the System's financial activities for the fiscal year ended September 30, 2013. Please read it in conjunction with the transmittal letter in the Introductory Section on page 6 and the basic financial statements, which follow this discussion.

FINANCIAL HIGHLIGHTS

- System assets exceeded liabilities at the close of fiscal year 2013 by $253.5 million (reported as *net position*). Net position is restricted for pension and other postemployment benefits (OPEB) to meet future benefit payments.
- The System's funding objective is to meet long-term benefit obligations through contributions and investment income. As of September 30, 2012, the funded ratio was approximately 98.5% for pension benefits and the funded ratio for OPEB was 0.0%.
- Additions for the year were $ 35.6 million, comprised primarily of member contributions of $1.6 million and investment earnings of $31.1 million.
- Deductions increased over the prior year from $21.6 million to $22.9 million or 6.3%. This increase can be mostly attributed to an increase in retirement and health care benefits paid.

THE STATEMENT OF PLAN NET POSITION AND THE STATEMENT OF CHANGES IN PLAN NET POSITION

This Comprehensive Annual Financial Report (CAFR) consists of two financial statements; *The Statement of Pension Plan and Other Postemployment Benefit Plan Net Position* (page 20) and *The Statement of Changes in Pension Plan and Other Postemployment Benefit Plan Net Position* (page 21*).* These financial statements report information about the System, as a whole, and about its financial condition that should help answer the question: Is the System, as a whole, better off or worse off as a result of this year's activities? These statements include all assets and liabilities using the economic resources measurement focus and the accrual basis of accounting. Under the accrual basis of accounting, all revenues and expenses are taken into account regardless of when cash is received or paid.

The Statement of Pension Plan and Other Postemployment Benefit Plan Net Position presents all of the System's assets and liabilities, with the difference between the two reported as net position. Over time, increases and decreases in net position measure whether the System's financial position is improving or deteriorating. *The Statement of Changes in Pension Plan and Other Postemployment Benefit Plan Net Position* presents how the System's net position changed during the most recent fiscal year. These two financial statements should be reviewed along with the Schedules of Funding Progress (page 40) and Schedules of Employer and Other Contributions (page 41) to determine whether the System is becoming financially stronger or weaker and to understand changes over time in the funded status of the System.

Management's Discussion and Analysis (continued)

FINANCIAL ANALYSIS

System total assets as of September 30, 2013, were $273.5 million and were mostly comprised of cash, investments, and contributions due from employers. Total assets increased $7.3 million or 2.7% between fiscal years 2012 and 2013 due primarily to net investment gains.

Total liabilities as of September 30, 2013, were $20 million and were comprised of warrants outstanding, accounts payable, and obligations under securities lending. Total liabilities decreased $5.4 million or (21.3)% between fiscal years 2012 and 2013 due primarily to decreased obligations under securities lending.

System assets exceeded its liabilities at the close of fiscal year 2013 by $253.5 million. Total net position restricted for pension and OPEB increased $12.7 million or 5.3% between fiscal years 2012 and 2013 due primarily to an increase in net investment income

Net Position
(in thousands)

	2013	2012	Increase (Decrease)
Assets			
Equity in common cash	$ 2,752	$ 2,715	1.4 %
Receivables	128	151	(15.5)
Investments	270,602	263,339	2.8
Total Assets	273,482	266,205	2.7
Liabilities			
Warrants outstanding	-	15	(100.0)
Accounts payable and other accrued liabilities	39	143	(72.9)
Obligations under securities lending	19,897	25,169	(20.9)
Total Liabilities	19,936	25,326	(21.3)
Total Net Position	$ 253,545	$ 240,879	5.3 %

Management's Discussion and Analysis (continued)

ADDITIONS TO PLAN NET POSITION

The reserves needed to finance pension and other postemployment benefits are accumulated through the collection of member contributions, earnings on investments, and court fees. Contributions, net investment income, and court fees for fiscal year 2013 totaled $35.6 million.

Total additions for fiscal year 2013 decreased approximately $2.3 million or (6.1)% from those of fiscal year 2012 due primarily to an decrease in investment income. Investment income decreased primarily due to a decrease of the fair value of investments. Court fees totaled $2.8 million in fiscal year 2013 as compared to $1.2 million in fiscal year 2012. The increase in court fees was needed to cover the Actual Required Contribution (ARC) for the pension plan. The Investment Section of this report reviews the results of investment activity for 2013.

DEDUCTIONS FROM PLAN NET POSITION

The primary deductions of the System include the payment of pension benefits to members and beneficiaries, payment for health, dental and vision benefits, and the cost of administering the System. Total deductions for fiscal year 2013 were $22.9 million, an increase of 6.3% from fiscal year 2012 deductions.

The health, dental and vision care expenses decreased during the year by $20.4 thousand or (3.7)% from $544.3 thousand to $523.9 thousand. The payment of pension benefits increased by $1.2 million or 5.7% between fiscal years 2012 and 2013. In fiscal year 2013, the increase in pension benefit expense resulted from the increase of the number of retirees from 541 in 2012 to 553 in 2013. In fiscal year 2013, the increase in pension benefit expense resulted from new retirees earning higher pension. Administrative and other expenses increased by $191.8 thousand or 79.1% from $242.4 thousand to $434.2 thousand between fiscal years 2012 and 2013.

Management's Discussion and Analysis (continued)

Changes in Plan Net Position
(in thousands)

	2013	2012	Increase (Decrease)
Additions			
Member contributions	$ 1,642	$ 1,876	(12.5) %
Other governmental contributions	55		
Net investment income (loss)	31,093	34,805	(10.7)
Court fees, transfers, and miscellaneous	2,805	1,212	131.4
Total Additions	35,594	37,893	(6.1)
Deductions			
Pension benefits	21,970	20,792	5.7
Health care benefits	524	544	(3.7)
Administrative and other expenses	434	242	79.1
Total Deductions	22,928	21,579	6.3
Net Increase (decrease)	12,666	16,314	(22.4)
Net Position - Beginning of Year	240,879	224,565	7.3
Net Position - End of Year	$ 253,545	$ 240,879	5.3 %

RETIREMENT SYSTEM AS A WHOLE

The System's combined Net Position experienced an increase in 2013 by $12.7 million. The System's rate of return on investment decreased an overall (1.8)% from a 13.9% return in fiscal year 2012 to a 12.1% return for the Pension Plan and decreased an overall (2.9)% from a 14.0% return in fiscal year 2012 to a 11.1% return for the OPEB Plan during fiscal year 2013. Management believes that the System remains financially sound and positioned to meet its ongoing benefit obligations due, in part, to a prudent investment program, cost controls, and strategic planning.

CONTACTING SYSTEM FINANCIAL MANAGEMENT

This financial report is designed to provide the Retirement Board, our membership, taxpayers, investors, and creditors with a general overview of the System's finances and to demonstrate the System's accountability for the money it receives. If you have any questions about this report or need additional financial information, contact the Office of Retirement Services, P.O. Box 30171, Lansing, MI 48909-7671.

Statement of Pension Plan and Other Postemployment Benefit Plan Net Position

As of September 30, 2013

	Pension Plan	OPEB Plan	Total
Assets:			
Equity in common cash	$ 2,700,843	$ 51,200	$ 2,752,043
Receivables:			
Amounts due from members	4,319		4,319
Amounts due from other		5,926	5,926
Amounts due from employers	61,521	4,870	66,391
Amounts due from federal agencies		17,515	17,515
Interest and dividends	33,548	99	33,647
Total receivables	99,388	28,410	127,798
Investments:			
Short term investment pools	8,958,735	26,371	8,985,106
Fixed income pools	41,527,168	122,181	41,649,349
Domestic equity pools	64,701,616	190,955	64,892,571
Real estate and infrastructure pools	30,689,882	91,020	30,780,902
Alternative investment pool	44,989,551	132,684	45,122,235
International equity pools	35,731,790	105,177	35,836,967
Absolute return pools	27,615,790	81,527	27,697,317
Securities lending collateral	15,591,398	45,984	15,637,382
Total investments	269,805,930	795,899	270,601,829
Total assets	272,606,161	875,509	273,481,670
Liabilities:			
Warrants outstanding		10	10
Accounts payable and other accrued liabilities	974	37,703	38,677
Obligations under securities lending	19,838,973	58,511	19,897,484
Total liabilities	19,839,947	96,224	19,936,171
Net Position Restricted for Pension Benefits and OPEB	$ 252,766,214	$ 779,285	$ 253,545,499

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

Statement of Changes in Pension Plan and Other Postemployment Benefit Plan Net Position

For Fiscal Year Ended September 30, 2013

	Pension Plan	OPEB Plan	Total
Additions:			
Contributions:			
Member contributions	$ 1,142,496	$ 499,254	$ 1,641,750
Other governmental contributions		54,834	$ 54,834
Total contributions	1,142,496	554,088	1,696,584
Investment income (loss):			
Net appreciation (depreciation)			
in fair value of investments	25,122,244	72,344	25,194,588
Interest, dividends, and other	6,146,848	17,881	6,164,729
Net investment income (loss)	31,269,092	90,225	31,359,317
Investment expenses:			
Real estate operating expenses	(6,896)	(20)	(6,916)
Other investment expenses	(680,011)	(1,744)	(681,755)
Securities lending activities:			
Securities lending income	481,714	1,413	483,127
Securities lending expenses	(60,764)	(179)	(60,943)
Net investment income (loss)	31,003,135	89,695	31,092,830
Court Fees	2,793,257		2,793,257
Miscellaneous income	11,427		11,427
Total additions	34,950,315	643,783	35,594,098
Deductions:			
Benefits paid to plan members			
and beneficiaries:			
Retirement benefits	21,969,650		21,969,650
Health benefits		379,741	379,741
Dental/vision benefits		144,202	144,202
Refund of contributions		10	10
Administrative and other expenses	359,028	75,180	434,208
Total deductions	22,328,678	599,133	22,927,811
Net Increase (decrease)	12,621,637	44,650	12,666,287
Net Position Retricted			
for Pension Benefits and OPEB:			
Beginning of Year	240,144,577	734,635	240,879,212
End of Year	$ 252,766,214	$ 779,285	$ 253,545,499

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

Notes to Basic Financial Statements
September 30, 2013

NOTE 1 - PLAN DESCRIPTION

ORGANIZATION

The Michigan Judges' Retirement System (System) is a cost sharing, multiple employer, state-wide, defined benefit public employee retirement plan governed by the State of Michigan (State), created under Public Act 234 of 1992, which consolidated the former Judges' and Probate Judges' Retirement Systems into one retirement system. Section 204 of this Act establishes the board's authority to promulgate or amend the provisions of the System. The System's pension plan was established to provide retirement, survivor and disability benefits to judges in the judicial branch of state government. In addition, the System's OPEB plan provides all retirees with the option of receiving health, dental, and vision coverage under the Michigan Judges' Retirement Act. There are 94 participating employers. The System also includes the Governor of the State of Michigan, Lieutenant Governor, Secretary of State, Attorney General, Legislative Auditor General, and the Constitutional Court Administrator if elected prior to March 31, 1997. (Those officials elected on or after March 31, 1997, are part of the Defined Contribution Retirement Plan). The System is a qualified pension trust fund under section 401(a) of the Internal Revenue Code.

The System's financial statements are included as a pension and other employee benefit trust fund in the combined financial statements of the State.

The System is administered by the Office of Retirement Services within the Michigan Department of Technology, Management & Budget (DTMB). The Department Director appoints the Office Director who serves as Executive Secretary to the System's Board, with whom the general oversight of the System resides. The State Treasurer serves as the investment officer and custodian for the System.

MEMBERSHIP

At September 30, 2013, the System's membership consisted of the following:

Retirees and beneficiaries currently receiving benefits:		**2013**
Regular benefits		370
Survivor benefits		177
Disability benefits		6
	Total	553
Current employees:		
Vested		166
Non-vested		0
	Total	166
Inactive employees entitled to benefits and not yet receiving them		8
	Total all members	727

Notes to Basic Financial Statements (continued)

Plan 1 or 2 members (Supreme Court Justice, Court of Appeals, or elected officials) may enroll in the State Health Plan when they retire and their premium rate is subsidized. All other member may enroll in the State Health Plan if they wish to, but they must pay the entire premium cost. At September 30, 2013, there were a total of 523 retirees who are eligible to participate in the health/dental/vision plans. The number of participants is as follows:

Health, Dental, and Vision Plan	2013
Eligible participants	523
Participants receiving benefits:	
Health	73
Dental	132
Vision	114
Defined Contribution participants receiving benefits:	
Health	2
Dental	7
Vision	7

BENEFIT PROVISIONS – PENSION

Introduction

Benefit provisions of the defined benefit pension plan are established by State statute, which may be amended. Public Act 234 of 1992, Michigan Judges' Retirement Act, as amended, establishes eligibility and benefit provisions for the defined benefit pension plan. Retirement benefits are determined by final compensation and years of service. Members are eligible to receive a monthly benefit when they meet certain age and service requirements. The System also provides disability and survivor benefits.

A member who leaves judicial service may request a refund of his or her member contribution account. A refund cancels a former member's rights to future benefits. Returning members who previously received a refund of their contributions may reinstate their service credit through repayment of the refund upon satisfaction of certain requirements. For salary, contribution and calculation of retirement benefit, the membership of the System is categorized into seven plans. The categories are based on the position to which the member was elected or appointed.

Public Act 523 of 1996, which was effective March 31, 1997, closed the plan to new entrants. Judges or State officials newly appointed or elected on or after March 31, 1997, become members of the defined contribution plan.

Regular Retirement

The retirement benefit or allowance is calculated in accordance with the formula of the plan, which applies to the member. The formula is based on a member's years of credited service (employment) and final compensation. The normal retirement benefit is payable monthly over the lifetime of a member.

A member may retire and receive a monthly benefit after attaining:

1. age 60 with 8 or more years of credited service; or
2. age 55 with 18 or more years of credited service (the last 6 years continuous); or
3. 25 or more years of service, the last 6 years continuous; no age requirement; or
4. age 60 with service of two full terms in the office of Governor, Lieutenant Governor, Secretary of State, or Attorney General, or one full term in the office of Legislative Auditor General.

Notes to Basic Financial Statements (continued)

Early Retirement

A member may retire early with a permanently reduced pension:

1. after completing at least 12 but less than 18 years of service, of which the last 6 years are continuous; and
2. after attaining age 55.

The early pension is computed in the same manner as a regular pension but is permanently reduced 0.5% for each full and partial month between the pension effective date and the date the member will attain age 60.

Deferred Retirement

A member with 8 or more years of credited service who terminates judicial service before meeting the age requirements to receive a retirement allowance and who does not withdraw his or her contributions, is entitled to receive a monthly allowance upon reaching age 60 or age 55 with 18 years of service, the last 6 of which were continuous.

Disability Benefit

A member with 8 or more years of credited service, who is totally disabled from physically or mentally performing his or her duties, is eligible for a disability pension. The disability benefit is computed in the same manner as an age and service allowance based upon service and final salary at the time of disability.

Pension Payment Options

A pension is payable monthly for the lifetime of a System retiree and equals 3% of final salary times years of service for up to 12 years of service; or 50% of salary with 12 years, increased 2.5% for each additional year up to a maximum of 60% of salary. A former retiree of the Probate Judges' Retirement System receives 3% of salary times years of service, to a maximum of the greater of 40% of salary or $15,000 but not to exceed 66 2/3% of final salary when added to a county pension; or 3.5% of salary times years of service with a maximum of two thirds of final salary, if elected.

Straight Life - This option provides the highest monthly retirement allowance. Surviving spouse receives a 50% survivor's benefit.

Option A - Under this option, after the retiree's death, the beneficiary will receive 100% of the pension for the remainder of the beneficiary's lifetime. If this option is elected, the normal retirement benefit is reduced by a factor based upon the ages of the retiree and of the beneficiary.

Option B - Under this option, after the retiree's death, the beneficiary will receive 50% of the pension for the remainder of the beneficiary's lifetime. If this option is elected, the normal retirement benefit is reduced by a factor based upon the ages of the retiree and of the beneficiary. The reduction factor is smaller than the factor used in Option A above.

Survivor Benefit

A survivor benefit may be paid if 1) a member who has 8 or more years of credited service dies while in office, 2) a vested former member dies before retirement, or 3) a retiree dies following retirement.

Notes to Basic Financial Statements (continued)

Contributions

Member Contributions - Members currently participate on a contributory basis. For contribution purposes, the membership of the System is categorized in seven plans, which are based on the position to which the member was elected or appointed. Under certain circumstances, members may contribute to the System for the purchase of creditable service, such as military service or other public service. If a member terminates covered employment before a retirement benefit is payable, the member's contribution and interest on deposit may be refunded. If the member dies before being vested, the member's contribution and interest are refunded to the designated beneficiaries.

Publicly Financed Contributions - There are two public sources which fund retirement benefits: Court fees and State appropriations. The State contributes annually the greater of 3.5% of the aggregate annual compensation of State paid base salaries, or the difference between the total actuarial requirement of current service and unfunded accrued liabilities minus the revenues from court filing fees and member contributions. If the court fees deposited in the reserve for employer contributions equal the amount needed in addition to other publicly financed contributions to sustain the required level of publicly financed contributions, Section 304(4) of Judges' Retirement Act requires court fees be deposited in the court fee fund. A chart showing the publicly financed contribution rates is included in the Schedules of Additions by Source in the Statistical Section.

Public Act 95 of 2002 authorizes the State Treasurer, if funds remain in the court fee fund after transfers, to transmit a portion of the money in the court fee fund and any earnings on those amounts to the reserve for health benefits. The purpose of this transfer is to pay expected health care costs for the subsequent fiscal year that are not covered as a result of employee contributions. For fiscal year 2013, this amount was $0.

BENEFIT PROVISIONS – OTHER POSTEMPLOYMENT

Introduction

Benefit provisions of the postemployment benefit plan are established by State statute, which may be amended. Public Act 234 of 1992, as amended, establishes eligibility and benefit provisions for the OPEB plan. Members are eligible to receive health, prescription drug, dental and vision coverage on the first day they start receiving pension benefits. There is no provision for ad hoc or automatic increases. The Judges' Retirement Act requires joint authorization by DTMB and the Civil Service Commission to make changes to retiree medical benefit plans.

Under the Michigan Judges' Retirement Act, Plan 1 or 2, members may enroll in the State Health Plan when they retire. Five percent of the health insurance premium is deducted from the monthly pension check until age 65, at which time Medicare provides primary health insurance coverage. All other members may enroll in the State Health Plan during an open enrollment period. The total premium is deducted from the monthly pension check. The active employee payroll contribution rate to fund health benefits for the Plan 1 or 2 members was 2.0% for 2013. There are no required employer contributions to fund health benefits.

All retirees may enroll in the state dental and/or vision plan during an open enrollment period. The total premium is deducted from the monthly pension check.

Retirees of Plan 1 and 2 are provided with life insurance coverage equal to 25% of the active life insurance coverage and $1,000 for each dependent. Premiums are fully paid by the State for Plan 1 and 2 members. All others must pay the full premium.

Notes to Basic Financial Statements (continued)

The number of participants and other relevant financial information are as follows:

Health, Dental, and Vision Plan	2013
Eligible participants	523
Participants receiving benefits:	
Health	73
Dental	132
Vision	114
Defined Contribution participants receiving benefits:	
Health	2
Dental	7
Vision	7
Expenses for the year	$ 599,134
Employer payroll contribution rate	0%

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting and Presentation

The System's financial statements are prepared using the accrual basis of accounting. Court filing fees are recognized as revenue in the period received. Contributions from the State are recognized as revenue when due and payable. Benefits and refunds are recognized when due and payable in accordance with the terms of the System.

Reserves

Public Act 234 of 1992, as amended, created several reserves. The reserves are described below and details are provided in the supporting schedules.

<u>Reserve for Employee Contributions</u> - This reserve represents active member contributions, payments for the purchase of service credit, repayment of previously refunded contributions and interest less amounts transferred to the Reserve for Retirement Benefit Payments for regular and disability retirement, amounts refunded to terminated members, and transferring inactive reserves. At September 30, 2013, the balance in this reserve was $46.0 million.

<u>Reserve for Employer Contributions</u> - This reserve represents court fees, late fees, interest payments, employer contributions, and State appropriations. Amounts are transferred annually from this reserve to the Reserve for Retired Benefit Payments to fund that reserve. At September 30, 2013, the balance in this reserve was $(28.5) million.

<u>Reserve for Retired Benefit Payments</u> - This reserve represents the reserves for payment of future retirement benefits to current retirees. At retirement, a member's accumulated contributions plus interest are transferred into this reserve from the Reserve for Employee Contributions and the Reserve for Employer Contributions. Monthly benefits, which are paid to the retiree, reduce the reserve. At the end of each fiscal year, an amount is transferred from the Reserve for Employer Contributions to bring the reserve into balance with the actuarial present value of retirement allowances. At September 30, 2013, the balance in this reserve was $172.4 million.

<u>Reserve for Undistributed Investment Income</u> - This reserve is credited with all investment earnings, changes in fair value, gifts to the System, and forfeited contributions. All administrative expenses are paid from this reserve and interest is transferred annually to the other reserves. At September 30, 2013, the balance in this reserve was $62.9 million.

Notes to Basic Financial Statements (continued)

Reserve for Health (OPEB) Related Benefits - This reserve is credited with member contributions for retirees' health, dental, and vision benefits. The required contribution is based on pay-as-you-go funding and represents a level of funding that, if paid on an ongoing bases, is projected to cover normal cost each year and amortize any unfunded actuarial liability (or funding excess) over a period not to exceed thirty years. The actual annual contributions have been less than the annual required contribution (ARC). In addition, in fiscal year 2013, this reserve includes revenue from the federal government for retiree drug subsidy payment (RDS) pursuant to the provisions of Medicare Part D and for the Employee Group Waiver Plan (EGWP). Premiums for health, dental and vision benefits are paid from this reserve. At September 30, 2013, the balance in this reserve was $779.3 thousand.

Reporting Entity

The System is a pension and other employee benefit trust fund of the State. As such, the System is considered part of the State and is included in the State's Comprehensive Annual Financial Report as a pension and other employee benefit trust fund. The System and its Board are not financially accountable for any other organizations. Accordingly, the System is the only entity included in this financial report.

Benefit Protection

Public Act 100 of 2002 was passed by the Michigan Legislature to protect pension benefits of public employees from alienation (being transferred). Alienation is attachment, garnishment, levy, execution, bankruptcy or other legal process except for divorce orders or eligible domestic relation orders. The statutes governing the System contained an "anti-alienation" clause to provide for this protection; however, many smaller public pension systems did not have the benefit of this protection. Therefore, Public Act 100 of 2002 was passed to establish legal protection of pension assets that encompasses all public employees.

Fair Value of Investments

Plan investments are reported at fair value. Securities traded on a national or international exchange are valued at the last reported sales price at current exchange rates. Corporate bonds not traded on a national or international exchange are based on equivalent values of comparable securities with similar yield and risk. The fair value of private investments is based on the net asset value reported in the financial statements of the respective investment entity. The net asset value is determined in accordance with governing documents of the investment entity, and is subject to an independent annual audit. Securities purchased with cash collateral under securities lending activities are recorded at estimated fair value. Other investments not having an established market are recorded at estimated fair value.

Investment Income

Dividend and interest income is recognized on the accrual basis. Fair value changes are recorded as investment income or loss. Purchases and sales of investments are recorded as of the trade date (the date upon which the transaction is initiated), except for purchase and sale of mortgages, real estate, and alternative investments, which are recorded as of the settlement date (the date upon which the transaction is ultimately completed). The effect of recording such transactions as of the settlement date does not materially affect the financial statements.

Costs of Administering the System

Each year a restricted general fund appropriation is requested to fund the on-going business operations of the System. These administrative costs are ultimately funded by the System through the regular transfer of funds from the System to the State's general fund based on either a direct cost or allocation basis depending on the nature of the expense. Costs of administering the System are financed by undistributed investment income of the System.

Property and Equipment

Office space is leased from the State on a year to year basis. Office equipment is capitalized if the value exceeds $5,000. These assets are recorded at cost and are reported net of depreciation in the Statement of Pension Plan and Other Postemployment Benefit Plan Net Position. Such assets are depreciated on a straight-line basis over 10 years. The System does not have equipment that falls within these parameters.

Notes to Basic Financial Statements (continued)

Related Party Transactions

Leases and Services - The System leases operating space and purchases certain administrative, data processing, legal and investment services from the State. The space and services are not otherwise available by competitive bid. The following summarizes costs incurred by the System for such services.

	2013
Building Rentals	$ 1,666
Technological Support	14,163
Attorney General	8,876
Investment Services	78,642
Personnel Services	282,035

Cash - On September 30, 2013, the System had $2.8 million in a common cash investment pool maintained for various State operating funds. The participating funds in the common cash pool earn interest at various rates depending upon prevailing short-term interest rates. Earnings from these activities amounted to $.7 thousand for the year ended September 30, 2013.

Excess Benefits

Internal Revenue Service (IRS) Code Section 415 requires that, for individuals who receive retirement benefits in excess of established limits, these benefits are recorded and reported outside of the pension plan in order to keep the qualified status of the plan. This includes coordination of benefit issues whereby a retiree participates in more than one qualified plan. In fiscal years 2013, the System provided excess benefits to one retiree.

NOTE 3 - CONTRIBUTIONS AND FUNDED STATUS

Contributions

Members' contributions range from 3.5% to 7% of their salary depending on the plan (described in statute). Contributions are tax deferred under Section 414(h)(2) of the Internal Revenue Code, except for probate judges whose contributions are tax deferred only if the local unit of government has adopted a resolution to do so. Contribution provisions are specified by State statute and may be amended only by action of the State Legislature.

The State contributes annually the greater of 3.5% of the aggregate annual compensation of State paid base salaries, or the difference between the total actuarial requirement of current service and unfunded actuarial liabilities minus the revenues from court filing fees and member contributions. Although contributions are expressed as a percentage of payroll, because the system is a closed plan, the actuarial valuation calculates a level dollar amount for funding purposes. For fiscal year 2013, an employer contribution in the amount of $2.8 million was paid from the court fee fund. If the court fees deposited in the reserve for employer contributions equal the amount needed in addition to other publicly financed contributions to sustain the required level of publicly financed contributions, Section 304(4) requires court fees to be deposited in the court fee fund in the State Treasury. The State Treasurer transmits the money in the court fee fund, not exceeding $2.2 million in any fiscal year, to the court equity fund for operational expenses of trial courts.

Employer contributions to the System are determined on an actuarial basis using the entry age normal actuarial cost method. Under this method, the actuarial present value of the projected benefits of each individual included in the actuarial valuation is allocated on a level basis over the service of the individual between entry age and assumed exit age. The portion of this cost allocated to the current valuation year is called the normal cost. The remainder is called the actuarial accrued liability. Normal cost is funded on a current basis. For retirement and OPEB benefits, the unfunded (overfunded) actuarial accrued liability will be amortized over a 24 year period for the 2012 fiscal year.

Notes to Basic Financial Statements (continued)

Actual contributions (court fees) for retirement benefits were $2.8 million for fiscal year 2013 representing 12.2% of annual covered payroll for the year ended September 30, 2012. The fiscal year 2013 annual covered payroll is not yet available. Required employer contributions based on previous year actuarial valuations for pensions included:

1. $2.4 million for fiscal year 2013 for the normal cost of pensions representing 10.5% (before reconciliation) of annual covered payroll for fiscal year 2012.

2. $.4 million for fiscal year 2013, for amortization of overfunded(underfunded) actuarial accrued liability representing 1.6% (before reconciliation) of annual covered payroll for fiscal year 2012.

Actual employer contributions (court fees) for other postemployment benefits (OPEB) were 0.00% of annual covered payroll for the year ended September 30, 2012. The fiscal year 2013 annual covered payroll is not yet available. Required employer contributions based on previous year actuarial valuations for OPEB included:

1. $317.1 thousand for fiscal year 2013, for the normal cost of OPEB representing 5.1% (before reconciliation) of annual covered payroll for fiscal year 2012.

2. $382.0 thousand for fiscal year 2013, for the amortization of unfunded actuarial accrued liability representing 6.2% (before reconciliation) of annual covered payroll for fiscal year 2012.

The system is required to reconcile with actuarial requirements annually. Any funding excess or deficiency for pension benefits is smoothed over 5 years. One fifth (20%) of the funding excess or deficiency is included in each of the subsequent years' contribution, and is not recognized as a payable or receivable in the accounting records.

Funded Status

Participating employers are required to contribute at an actuarially determined rate for both pension benefits and OPEB. For fiscal year 2012, the actuarial accrued liability (AAL) for pension benefits was $249.6 million, and the actuarial value of assets was $245.8 million, resulting in an unfunded actuarial accrued liability (UAAL) of $3.8 million and a funded ratio of 98.5%. The covered payroll (annual payroll of active employees covered by the plan) was $22.9 million and the ratio of the UAAL to the covered payroll was 16.4%.

For fiscal year 2012, the actuarial accrued liability (AAL) for OPEB benefits was $8.5 million, and the actuarial value of assets was $0, resulting in an unfunded actuarial accrued liability (UAAL) of $8.5 million and a funded ratio of 0.0%. The covered payroll (annual payroll of active employees covered by the plan) was $6.2 million, and the ratio of the UAAL to the covered payroll was 137.5%.

Actuarial Valuations and Assumptions

Actuarial valuations for both the pension and OPEB plans involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality and healthcare cost trend. Amounts determined regarding the funded status of the plan and the annual required contributions (ARC) are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The schedules of funding progress, presented as required supplementary information following the notes to the financial statements, present multi-year trend information about whether the actuarial value of plan assets for both pension and OPEB plans is increasing or decreasing over time relative to the actuarial accrued liabilities for benefits.

The accompanying schedules of employer contributions present trend information about the amounts contributed to the plan by employers in comparison to the ARC, an amount that is actuarially determined in accordance with the parameters of GASB Statement No. 25 for pension contributions and GASB Statement No. 43 for OPEB contributions.

Notes to Basic Financial Statements (continued)

Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the employer and plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the employer and plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

The information presented in the required supplementary information schedules was determined as part of the actuarial valuations at the dates indicated. Additional information as of the latest actuarial valuation follows:

Summary of Actuarial Assumptions

Valuation Date	9/30/2012
Actuarial Cost Method	Entry Age, Normal
Amortization Method - Pension	Level dollar, Closed
Amortization Method - OPEB	Level Percent of Payroll, Closed
Remaining Amortization Period - Pension	24 Years*
Remaining Amortization Period - OPEB	24 Years*
Asset Valuation Method - Pension	5-Year Smoothed Market
Asset Valuation Method - OPEB	Market
Actuarial Assumptions:	
Wage Inflation Rate	3.5%
Investment Rate of Return - Pension	8.0%
Investment Rate of Return - OPEB	4.0%
Projected Salary Increases	4.0%
Cost-of-Living Pension Adjustments	Assumed 4% Compounded for those eligible
Healthcare Cost Trend Rate	9.0% Year 1 graded to 3.5% Year 10
Other Assumptions OPEB only:	
Opt Out Assumption	0% of eligible participants are assumed to opt out of the retiree health plan
Survivor coverage	75% of male retirees and 60% of female retirees are assumed to have coverage continuing after the retiree's death
Coverage Election at retirement	75% of male and 60% of female future retirees are assumed to elect coverage for 1 or more dependents

*Based on the provisions of GASB Statement No. 25, 43 and 45 when the actuarial accrued liability for a defined benefit pension plan is underfunded or overfunded, the difference should be amortized over a period not to exceed thirty years for the fiscal periods beginning on or after June 15, 2006.

Notes to Basic Financial Statements (continued)

NOTE 4 - INVESTMENTS

Investment Authority

Under Public Act 380 of 1965, as amended, the authority for the purchase and the sale of investments resides with the State Treasurer. Investments are made subject to the Public Employee Retirement Investment Act, Public Act 314 of 1965, as amended. The Public Employee Retirement Investment Act authorizes, with certain restrictions, the investment of pension fund assets in stocks, corporate and government bonds and notes, mortgages, real estate, and certain short-term and alternative investments. Investments must be made for the exclusive purposes of providing benefits to active members, retired members and beneficiaries, and for defraying the expenses of investing the assets.

Derivatives

Derivatives
The State Treasurer employs the use of derivatives in the investment of the pension and other employee benefit trust funds (the trust funds).

Derivatives are used in managing the trust fund portfolios, but uses do not include speculation or leverage of investments. Less than 12% of the total trust funds' portfolio has been invested from time to time in future contracts, swap agreements, structured notes, option and forward contracts. State investment statutes limit total derivative exposure to 15% of a fund's total asset value, and restrict uses to replication of returns and hedging of assets. Swap agreements represent the largest category of derivative investments subject to this limitation. Option and Future contracts traded daily on an exchange and settling in cash daily or having a limited and fully defined risk profile at an identified, fixed cost are not subject to the derivative exposure limitation.

The derivative fair values are reported on the Statement of Pension Plan and Other Postemployment Benefit Plan Net Position as of September 30, 2013, in their respective investment pools market value. Derivative net appreciation and depreciation are reported on the Statement of Changes in Pension Plan and Other Postemployment Benefit Plan Net Position for fiscal year ended September 30, 2013, under "Investment income gain / (loss)", in "Net appreciation (depreciation) in fair value of investments". Bond interest, swap payments, and dividends are reported under "Investment Income", in "Interest, Dividends, and other".

Notes to Basic Financial Statements (continued)

Derivative Investment Table as of September 30, 2013 (In Thousands):

Investment and Investment Type	Percentage of Market Value	Notional Value	Investments At Fair Value	Net Appreciation (Depreciation) in Fair Value	Investment Income FY 2013	Fair Value Subject to Credit Risk
Structured Notes Absolute Return Investments	0.5%	1,368.5	1,224.0	(185.4)	-	1,224.0
US Treasury Bond Future Contracts Fixed Income Investments	0.0%	138.7	1.8	2.7	-	-
Option Contracts Equity Investments	0.0%	49.7	(.4)	17.6	-	-
Swap Agreements International Equity Investments	1.7%	5,224.9	4,416.1	1,051.6	12.8	634.0
Swap Agreements Equity Investments	0.0%	5,844.1	99.3	633.8	(15.9)	-
Swap Agreements Currency Forward Opportunistic Investments	0.0%	-	-	(1.5)	-	-

To diversify the trust funds' portfolio, the State Treasurer has entered into international swap agreements with investment grade counterparties, which are tied to stock market indices in forty foreign countries. Generally, one quarter or less of the notional amount tied to foreign stock market indices is usually hedged against foreign currency fluctuations. The swap agreements provide that the System will pay quarterly over the term of the swap agreements, interest indexed to the three month London Inter-Bank Offer Rate (LIBOR), adjusted for an interest rate spread, on the notional amount stated in the agreements. International equity swap agreement maturity dates range from October 2013 to 2014. The U.S. Domestic LIBOR based floating rate notes and other income investments are held to correspond with the notional amount of the international swap agreements. The value of the international synthetic equity structures is a combination of the value of the swap agreements and the value of the notes and other investments. The book value represents the cost of the notes and other investments. The current value represents the current value of the notes and other investments and the change in the value of the underlying indices from the inception of the swap agreements. The current value is used as a representation of the fair value based on the intention to hold all swap agreements until maturity. At the maturity of the swap agreements, the trust funds will either receive the increase in the value of the equity indices from the level at the inception of the agreements, or pay the decrease in the value of the indices. The combined swap structure generally realizes gains and losses on a rolling basis.

In May 2011, domestic equity swaps were added to the trust funds' portfolio for the Domestic Equity Pools. The swap agreements provide that the System will pay interest quarterly or annually over the term of the swap agreements, interest indexed to the LIBOR, adjusted for an interest rate spread, on the notional amount stated in the agreements. Domestic equity swap agreement maturity dates range from October 2013 to July 2014. Domestic equity swaps value is a combination of the value of the swap agreements and the value of short-term investments. Book value represents the cost of short-term and equity investments. Current value represents the fair value of the short-term investments and the change in the value of the underlying indices from the inception of the swap agreements. Domestic equity swaps' appreciation/(depreciation) primarily reflects the net changes in the domestic indices and short-term investments.

Notes to Basic Financial Statements (continued)

Counterparty credit risk is the maximum loss amount that would be incurred if the counterparties to the derivative instrument failed to perform according to the terms of the contract, without respect to any collateral or other security, or netting arrangement.

To get enhanced passive exposure to the Dow Jones UBS Commodity Total Return Index, the State Treasurer purchased structured notes from investment grade counterparties for the Absolute Return Pools. These notes are fully collateralized and pay cash rates on the underlying collateral, as well as, providing the enhanced index return. Similar to a swap agreement with prices changing with the underlying index fluctuations, the notes differ due to their daily put option which allows the structure to end and settle before it's the note's maturity. The maturity dates on the structured notes range from June 2014 to July 2019.

The State Treasurer traded U. S. Treasury bond future contracts to manage duration and yield curve exposure.

To provide downside protection and enhance current income, the State Treasurer traded covered equity options on single securities for the Absolute Return and Equity Investment pools. Put options are used to protect against large negative moves in single stocks, as well as, to express interest in a security that is trading well below its intrinsic value. Call options have been used to achieve current income on single equity securities that are trading near their intrinsic value.

Securities Lending

State statutes allow the System to participate in securities lending transactions, and the System has, by way of an Agreement, authorized Credit Suisse, the agent bank, to lend the System's securities to broker-dealers and banks pursuant to a form of loan agreement.

During the fiscal year, the agent bank lent, at the direction of the State Treasurer, the System's securities and received cash (United States) as collateral. The types of securities lent were equity, and fixed income, which includes government and corporate bonds and notes. Borrowers were required to deliver collateral for each loan equal to (i) in case of loaned securities denominated in United States dollars or whose primary trading market was located in the United States or sovereign debt issued by foreign governments, 102% of the market value of the loaned securities; and (ii) in the case of loaned securities not denominated in United States dollars or whose primary trading market was not located in the United States, 105% of the market value of the loaned securities.

The agent bank agreed to indemnify the System by purchasing replacement securities, or returning cash collateral in the event borrower failed to return the loaned security of pay distributions thereon, due to the borrower's insolvency.

Under Master Securities Lending Agreements between the System and each borrower, the System and the borrowers have the right to terminate all securities lending transactions on demand. The cash collateral received on each loan was invested in assets held in a collateral account dedicated to the System. As of September 30, 2013, such assets had an average weighted maturity to next reset of 3.6 years and an average weighted maturity of 13.4 years. Because the loans are terminable at will, their duration did not generally match the duration of the investments made with cash collateral. On September 30, 2013, the System had no credit risk exposure to borrowers. The cash received for securities on loan for the System as of September 30, 2013 was $19,897,484. The fair market value of assets held in the dedicated collateral account at the custodian for the System as of September 30, 2013 was $15,637,382. The carrying amount, which is the fair market value, of securities on loan for the System as of September 30, 2013 was $19,452,067.

Gross income, including capital gains/losses, from security lending for the fiscal years ended September 30, 2013 with Credit Suisse was $483,126. Expenses associated with this income were the borrower's rebate of $18,523 and fees paid to the agent bank of $42,420.

Notes to Basic Financial Statements (continued)

Risk

In accordance with GASB Statement No. 40, investments require certain disclosures regarding policies and practices, and the risks associated with them. The credit risk (including custodial credit risk and concentration of credit risk), the interest rate risk, and the foreign currency risk are discussed in the following paragraphs. Amounts represent the pro-rata share of the underlying investments as required by GASB Statement No. 40. These are held in internal investment pools and reported as such in the financial statements.

Credit Risk **-** Credit risk is the risk that an issuer will not fulfill its obligations.

- Short-Term Fixed Income Investments-Prime commercial paper investments must be rated A-1 or P-1 at the time of purchase as rated by the two major rating services Standard and Poor’s Corporations (S&P) and Moody’s Investor Service (Moody’s), respectively. Borrowers must have at least $400.0 million in commercial paper outstanding and the State Treasurer may not invest in more than 10% of the borrower’s outstanding debt. The investments are further limited to $200.0 million in any borrower, unless the borrower has an A-1+ rating in which case the investment is not to exceed $300.0 million.

- Long-Term Fixed Income Investments – Investment grade and noninvestment grade securities may be acquired in compliance with parameters set forth in Public Act 314 of 1965, as amended, and the State Treasurer’s investment policy . Law defines investment grade as investments in the top four major grades, rated by two national rating services, S&P(AAA, AA, A, BBB) and Moody’s (Aaa, Aa, A, Baa). At September 30, 2013, the System was in compliance with the policy in all material aspects.

Notes to Basic Financial Statements (continued)

Rated Debt Investments
(in thousands)
As of September 30, 2013

	2013			
Investment Type	**Fair Value**	**S&P**	**Fair Value**	**Moody's**
Short Term	$ 10,917	A-1	$ 10,917	P-1
Government Securities				
US Agencies - Sponsored	-	AAA	4,200	Aaa
	4,200	AA	-	Aa
Corporate Bonds & Notes				
	183	AAA	382	Aaa
	4,385	AA	2,477	Aa
	14,767	A	14,268	A
	8,760	BBB	9,572	Baa
	652	BB	1,211	Ba
	490	B	541	B
	7	CCC	59	Caa
	-	CC	4	Ca
	-	C	-	C
	7	D	-	D
	2,257	NR	2,994	NR
International [1]				
	1,636	AA	1,335	Aa
	553	A	1,515	A
	425	BBB	425	Baa
	1,065	NR	404	NR
Securities Lending Collateral				
Short Term	2,310	NR	2,310	NR
	-	AAA	1,693	Aaa
	1,693	AA	263	Aa
	277	A	14	A
	97	BB	9,983	Ba
	1,290	CCC	956	Caa
	-	CC	334	Ca
	9,886	NR	-	NR
Total	$ 65,857		$ 65,857	

NR - not rated

[1] International Investment types consist of domestic floating rate note used as part of a Swap strategy.

Notes to Basic Financial Statements (continued)

Custodial Credit Risk - Custodial credit risk for investments is the risk that, in the event of a failure of the counterparty, the State will not be able to recover the value of the investment or collateral securities that are in the possession of an outside party.

Investment securities are exposed to custodial credit risk if the securities are uninsured, are not registered in the name of the government and are held by either:

- The counterparty or

- The counterparty's trust department or agent but not in the government name.

The State Treasurer does not have a policy for custodial credit risk. However, the State's custodial bank had a credit rating of A+ at September 30, 2013. As of September 30, 2013, no securities were exposed to custodial credit risk.

Concentration of Credit Risk - Concentration of credit risk is the risk of loss attributed to the magnitude of a government's investment in a single issuer.

Other than obligations issued, assumed or guaranteed by the United States, its agencies or United States government sponsored enterprises, the System is prohibited by Public Act 314 of 1965, as amended, from investing in more than 5% of the outstanding obligations of any one issuer or investing more than 5% of a System's assets in the obligations of any one issuer.

At September 30, 2013, there were no investments in any single issuer that accounted for more than 5% of the System's assets. The System held one investment that exceeded the 5% cap in obligations of any one issuer. The System is aware of the breach and, in accordance with MCL 38.1133(3)(g), is developing a prudent plan for reallocating assets to comply with the prescribed limitation.

Interest Rate Risk - Fixed Income Investments - Interest rate risk is the risk that changes in interest rates of debt investments will adversely affect the fair value of an investment.

The State Treasurer's policy states that cash equivalents are invested in short-term fixed income securities with an average weighted maturity of less than one year to provide liquidity and safety of principal from capital market and default risk. At September 30, 2013, the fair value of the System's prime commercial paper was $10.9 million with the weighted average maturity of 19 days.

The State Treasurer does not have a policy regarding interest rate risk for long-term debt investments. However, the trust funds are invested with a long-term strategy. The goal is to balance higher returns while accepting minimum risk for the return. Analyzing the yield curve on individual securities as compared to U.S. Treasuries determines, in part, what is an acceptable risk for the return. Therefore, market conditions such as lower interest rates result in shorter duration and higher interest rates result in longer duration.

Notes to Basic Financial Statements (continued)

Debt Securities
(in thousands)
As of September 30, 2013

	2013	
	Fair Value	**Effective Duration in Years**
Government		
U. S. Treasury	2,554	2.2
U. S. Agencies - Backed	5,437	4.9
U. S. Agencies - Sponsored	4,200	6.8
Corporate	31,508	4.1
International*		
Corporate	3,679	0.3
Total	$ 47,378	

Debt securities are exclusive of securities lending collateral.

*International contains Corporate Debt Securities as a part of their derivative strategies. The interest rates reset on a quarterly basis for these securities.

Foreign Currency Risk - Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of an investment or deposit.

The System invests in various securities denominated in foreign currencies. Authorized global securities include equities, fixed income, mutual funds, real estate, and limited partnerships. These investments are limited to 30% of the total assets of the System with additional limits of not more than 5% of the outstanding global securities of any one issuer and no more than 5% of the system's assets in the global securities of any one issuer. In addition to these limits, the State Treasurer cannot acquire securities in companies that have active business operations in state sponsors of terror as identified by the United States Secretary of State. At September 30, 2013, the total amount of foreign investment subject to foreign currency risk was $43.4 million, which amounted to 16.8 % of total investments (exclusive of securities lending collateral) of the System.

Notes to Basic Financial Statements (continued)

Foreign Currency Risk
(in thousands)
As of September 30, 2013

Region	Country	Currency	Alt. Invest., Real Estate, and Infrastructure Pools Market Value in U.S. $	Equity Pools Market Value in U.S. $	Fixed Income Market Value in U.S. $	International Equity Pools Derivatives* Market Value in U.S. $
AMERICA						
	Canada	Dollar		$ 8		$ 1
	Mexico	Peso			$ 28	
EUROPE						
	European Union	Euro	$ 4,993	311	30	3
	Switzerland	Franc		161		8
	Sweden	Krona		52		6
	Denmark	Krone		12		
	Norway	Krone		4		1
	U.K.	Sterling	48	370		31
PACIFIC						
	Australia	Dollar				16
	China	Renminbi		3		
	Hong Kong	Dollar		29		3
	Japan	Yen		180		324
	New Zealand	Dollar				1
	Philippines	Peso			6	
	Singapore	Dollar		43		3
	South Korea	Won		248		5
MIDDLE EAST						
	Israel	Shekel		515		
VARIOUS			$ 6,055	29,926		(14)
	Total		$ 11,096	$ 31,862	$ 64	$ 388

*International derivatives' market value exposure to foreign currency risk is the net amount of unrealized gains and unrealized losses. Maturity dates on these investments range from October 2013 through June 2014, with an average maturity of .4 years.

Notes to Basic Financial Statements (continued)

NOTE 5 – ACCOUNTING CHANGES

GASB issued Statement No. 63, *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position*. The Statement provides financial reporting guidance for deferred outflows of resources and deferred inflows of resources and net position in a statement of financial position and also requires related disclosures. This statement was implemented in fiscal year 2013.

NOTE 6 – NEW ACCOUNTING PRONOUNCEMENTS

GASB issued Statement No. 65, *Items Previously Reported as Assets and Liabilities*. This Statement establishes accounting and financial reporting standards that reclassify, as deferred outflows of resources or deferred inflows of resources, certain items that were previously reported as assets and liabilities and recognizes, as outflows of resources or inflows of resources, certain items that were previously reported as assets and liabilities. The provisions of this Statement are effective for financial statements for periods beginning after December 15, 2012. This Statement will be implemented in fiscal year 2014.

GASB issued Statement No. 67, *Financial Reporting for Pension Plans – An Amendment of GASB Statement No. 25*. The Statement's objective is to improve financial reporting by state and local governmental pension plans. This Statement results from a comprehensive review of the effectiveness of existing standards of accounting and financial reporting for pensions with regard to providing decision-useful information, supporting assessments of accountability and interperiod equity, and creating additional transparency. This Statement replaces the requirements of Statements No. 25 *Financial Reporting for Defined Benefit Pension Plans and Note Disclosures for Defined Contribution Plans,* and No. 50 *Pension Disclosures,* as they relate to pension plans administered through trusts or equivalent arrangements. The requirements of Statements No. 25 and No. 50 remain applicable to pension plans that are not administered through trusts or equivalent arrangements. The provisions of this Statement are effective for financial statements for fiscal years beginning after June 15, 2013. This Statement will be implemented in fiscal year 2014.

NOTE 7 – COMMITMENTS AND CONTINGENCIES

Under the Administrative Procedures Act, members may appeal a decision by the Board. Once the administrative procedure has been exhausted, the decision may be appealed in Michigan’s court system. Various cases that have exhausted the administrative procedures have been appealed in the court system. These cases are in the normal course of business and the System does not anticipate any material loss as a result of the contingent liabilities.

Required Supplementary Information

Schedules of Funding Progress

Expressing the net position restricted for benefits as a percentage of the actuarial accrued liability provides one indication of the System's funding status. Analysis of this percentage over time indicates whether the System is becoming financially stronger or weaker. Generally, the greater this percentage, the stronger the System. Trends in unfunded actuarial accrued liability and annual covered payroll are both affected by inflation. Expressing the unfunded or over-funded actuarial accrued liability as a percentage of annual covered payroll approximately adjusts for the effects of inflation and aids analysis of progress made in accumulating sufficient assets to pay benefits when due. Generally, the smaller this percentage, the stronger the System.

Pension Benefits ($ in millions)

Valuation Date Sept 30	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) Entry Age (b)	Unfunded (Overfunded) Accrued Liability (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a % of Covered Payroll ((b-a)/c)
2003	$ 292.3	$ 235.2	$ (57.1)	124.3 %	$ 38.9	(146.6) %
2004 [1]	286.9	236.4	(50.5)	121.3	37.5	(134.6)
2005	278.4	243.4	(35.0)	114.4	34.9	(100.3)
2006	282.8	243.7	(39.1)	116.0	33.1	(118.1)
2007	301.0	247.1	(53.9)	121.8	29.7	(181.5)
2008	303.7	247.0	(56.7)	123.0	29.5	(192.2)
2009	295.6	245.2	(50.4)	120.6	27.0	(186.6)
2010	284.4	251.7	(32.7)	113.0	25.5	(128.4)
2011	266.8	251.7	(15.1)	106.0	23.6	(64.1)
2012 [2]	245.8	249.6	3.8	98.5	22.9	16.4

[1] Revised actuarial assumptions

[2] Restated based on more complete information.

Other Postemployment Benefits ($ in millions)

Valuation Date Sept 30	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) Entry Age (b)	Unfunded (Overfunded) Accrued Liability (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a % of Covered Payroll ((b-a)/c)
2006		$ 6.4	$ 6.4	0 %	$ 6.1	105.3 %
2007		6.6	6.6	0	6.1	107.5
2008		6.7	6.7	0	5.9	113.0
2009		6.6	6.6	0	6.1	108.2
2010		7.4	7.4	0	5.9	124.5
2011		7.9	7.9	0	5.4	145.3
2012		8.5	8.5	0	6.2	137.5

Required Supplementary Information (continued)

Schedules of Employer and Other Contributions

Pension Benefits

Fiscal Year Ended Sept. 30	Annual Required Contribution (ARC)	Actual Contribution	Percentage Contributed
2004	$ (85,580)		0.0 %
2005 [1]	(441,948)	$ 34,765	0.0
2006	607,883	653,587	108.0
2007	186,180	231,235	124.0
2008		44,406	N/A
2009		43,108	N/A
2010		43,181	N/A
2011		43,185	N/A
2012	1,068,484	1,111,026	104.0
2013	2,751,359	2,793,257	101.5

[1] Revised actuarial assumptions.

Other Postemployment Benefits

Fiscal Year Ended Sept. 30	Annual Required Contribution (ARC)	Actual Contribution	Other Governmental Contribution	Percentage Contributed
2007	$ 473,742	$ 115,000		24.3 %
2008	481,673	115,000		23.9
2009	514,850	335,000		65.1
2010	490,129	712,000		145.3
2011	605,112	310,000	$ 1,617	51.5
2012	596,965	100,000		16.8
2013	699,075		54,834	7.8

Note to Required Supplementary Information

NOTE A - DESCRIPTION

Ten year historical trend information designed to provide information about the System’s progress made in accumulating sufficient assets to pay benefits when due is presented in the preceding schedules. Other ten-year historical trend information related to the System is presented in the Statistical and Actuarial Sections of the report. This information is presented to enable the reader to assess the progress made by the System in accumulating sufficient assets to pay pension and other postemployment benefits as they become due. Because this is the seventh year the System is reporting other postemployment benefits in accordance with GASB Statement No. 43, only seven years of historical trend information is provided

The comparability of trend information is affected by changes in actuarial assumptions, benefit provisions, actuarial funding methods, accounting policies, and other changes. Those changes usually affect trends in contribution requirements and in ratios that use the pension and other postemployment benefit obligations as a factor.

The Schedules of Funding Progress and Schedules of Employer Contributions are reported as historical trend information. The Schedules of Funding Progress are presented to measure the progress being made to accumulate sufficient assets to pay benefits when due. The Schedules of Employer Contributions are presented to show the responsibility of the Employer in meeting the actuarial requirements to maintain the System on a sound financial basis.

Supporting Schedules

Summary Schedule of
Pension Plan Administrative and Other Expenses
For Fiscal Year Ended September 30, 2013

		2013
Personnel Services:		
Staff Salaries	$	227,868
Retirement and Social Security		6,224
Other Fringe Benefits		2,233
Total		236,325
Professional Services:		
Accounting		2,368
Actuarial		30,213
Attorney General		8,876
Audit		39,650
Consulting		19,833
Total		100,940
Building Equipment:		
Building Rentals		1,666
Equipment Purchase, Maintenance, and Rentals		108
Total		1,774
Miscellaneous:		
Travel and Board Meetings		220
Office Supplies		86
Postage, Telephone and Other		4,651
Printing		871
Technological Support		14,163
Total		19,989
Total Administrative and Other Expenses	$	359,028

Summary Schedule of
OPEB Plan Administrative and Other Expenses
For Fiscal Year Ended September 30, 2013

		2013
Health Fees	$	24,918
Dental Fees		3,496
Vision Fees		1,056
Staff Salaries		45,710
Total Administrative and Other Expenses	$	75,180

Supporting Schedules (continued)

Schedule of Investment Expenses
For Fiscal Year Ended September 30, 2013

		2013
Real Estate Operating Expenses	$	6,916
Securities Lending Expenses		60,943
Other Investment Expenses[1]		
ORS-Investment Expenses[2]		78,642
Custody Fees		4,810
Management Fees		584,651
Research Fees		13,653
Total Investment Expenses	$	749,615

[1] Refer to Investment Section for fees paid to investment professionals.
[2] Does not exclude Treasury Civil Service fees recorded as a pass-through in the Schedule of Investment Fees - State Treasurer.
As of September 30 2013, fees totaled $839.27.

Schedule of Payments for Professional Services
For Fiscal Year Ended September 30, 2013

		2013
Accounting	$	2,368
Actuary		30,213
Attorney General		8,876
Independent Auditors		39,650
Consulting		19,833
Total Payment for Professional Services	$	100,939

Supporting Schedules (continued)

Detail of Changes in Plan Net Position (Pension and Other Postemployment Benefits)
For the Fiscal Year Ended September 30, 2013

	Employee Contributions	Employer Contributions	Retired Benefit Payments	Undistributed Investment Income	OPEB	Total
Additions:						
Member contributions	$ 1,142,496				$ 499,254	$ 1,641,750
Other governmental contributions					54,834	54,834
Investment income (loss):						
Net appreciation (depreciation) of fair value of investments				$ 25,122,244	72,344	25,194,588
Interest, dividends, and other				6,146,848	17,881	6,164,729
Investment expenses:						
Real estate operating expenses				(6,896)	(20)	(6,916)
Other investment expenses				(680,011)	(1,744)	(681,755)
Securities lending activities:						
Securities lending income				481,714	1,413	483,127
Securities lending expenses				(60,764)	(179)	(60,943)
Net investment income (loss)				31,003,135	89,695	31,092,830
Court fees		$ 2,751,359	$ 41,898			2,793,257
Miscellaneous income			8,159	3,268		11,427
Total additions	1,142,496	2,751,359	50,057	31,006,403	643,783	35,594,098
Deductions:						
Benefits paid to plan members and beneficiaries:						
Retirement benefits			21,969,650			21,969,650
Health benefits					379,741	379,741
Dental/vision benefits					144,202	144,202
Refund of contributions					10	10
Administrative and other expenses				359,028	75,180	434,208
Total deductions			21,969,650	359,028	599,133	22,927,811
Net Increase (Decrease) Before Other Changes	1,142,496	2,751,359	(21,919,593)	30,647,375	44,650	12,666,287
Other Changes in Net Position:						
Interest allocation	3,700,776		21,550,460	(25,251,236)		
Transfers upon retirement	(9,951,611)		9,951,611			
Transfers of employer shares		(7,800,280)	7,800,280			
Total other changes in net position	(6,250,835)	(7,800,280)	39,302,351	(25,251,236)		
Net Increase (Decrease)	(5,108,339)	(5,048,921)	17,382,758	5,396,139	44,650	12,666,287
Net Position Restricted for Pension Benefits and OPEB:						
Beginning of Year	51,066,662	(23,496,131)	155,039,278	57,534,768	734,635	240,879,212
End of Year	$ 45,958,323	$ (28,545,052)	$ 172,422,036	$ 62,930,907	$ 779,285	$ 253,545,499

This page was intentionally left blank.

INVESTMENT SECTION

Prepared by Michigan Department of Treasury, Bureau of Investments

Jon M. Braeutigam, Director

INVESTMENT SECTION

Report on Investment Activity

INTRODUCTION

The State Treasurer reports investment activity quarterly to the Investment Advisory Committee (Committee), which reviews the investments, goals, and objectives of the retirement funds and may submit recommendations regarding them to the State Treasurer. The Investment Advisory Committee may also, by a majority vote, direct the State Treasurer to dispose of any holdings that, in the Committee's judgment, are not suitable for the funds involved, and may, by unanimous vote, direct the State Treasurer to make specific investments.

The Investment Advisory Committee was created by Act 380 of the Public Acts of 1965. The three public members of the five-member committee are appointed by the Governor with the advice and consent of the Senate for three-year terms. The Director of the Department of Licensing and Regulatory Affairs and the Director of the Department of Technology, Management and Budget are ex-officio members. As of September 30, 2013, members of the Committee were as follows: Naif A. Khouri (public member), James B. Nicholson (public member), L. Erik Lundberg, CFA (public member), Steve Arwood (ex-officio member), and John E. Nixon, CPA (ex-officio member). The public members serve without pay, but may be paid actual and necessary travel and other expenses.

INVESTMENT POLICY & GOALS

Investment policy states that the fiduciary will operate within standard investment practices of the prudent person and in accordance with Public Employee Retirement System Investment Act 314 of 1965. The fiduciary is authorized to invest in government obligations, corporate obligations, various short-term obligations, corporate (domestic and international) stocks, private equity interests, mutual funds, real estate interests, and other investments subject to specific parameters. Above all, trust fund assets are to be invested for the exclusive benefit of the members of the System, in a fiduciary capacity.

The System's Proxy Voting Policy sets forth directives on various issues including: Boards of Directors, corporate governance, social issues, corporate restructurings and defenses. All proxies are reviewed and voted in accordance with the System's policy.

The primary function of the System is to provide retirement, survivor and disability benefits along with health and other postemployment benefits to its members. The State Treasurer is the sole investment fiduciary and custodian of the System's investments pursuant to State law. The goals of the System are:

1. Maintain sufficient liquidity to pay benefits.
2. Meet or exceed the actuarial assumption over the long term.
3. Perform in the top half of the public plan universe over the long term
4. Diversify assets to preserve capital and avoid large losses.
5. Exceed individual asset class benchmarks over the long term.

Report on Investment Activity (Continued)

The strategy for achieving these goals is carried out by investing the assets of the System according to a five year asset allocation model. The System currently invests in seven different asset classes, which provides for a well-diversified portfolio.

Asset Allocation
(Excludes Collateral on Loaned Securities)

Investment Category	As of 9/30/13 Actual %	Five Year Target %
Domestic Equity Pools	25.2 %	29.0 %
International Equity Pools	13.9	15.0
Alternative Investment Pools	17.5	14.0
Real Estate and Infrastructure Pools	11.9	10.0
Fixed Income Pools	16.2	19.0
Absolute Return Pools	10.7	9.0
Short Term Investment Pools	4.6	4.0
TOTAL	**100.0** %	**100.0** %

INVESTMENT AUTHORITY

Pursuant to State Law (Section 91 of Act No. 380 of the Public Acts of 1965, as amended, and Section 12c of Act No. 314 of 1965, as amended), the State Treasurer, State of Michigan, is the investment fiduciary for the following four State sponsored retirement systems: Michigan Public School Employees' Retirement System, Michigan State Employees' Retirement System, Michigan State Police Retirement System, and Michigan Judges' Retirement System.

Act No. 314 of the Public Acts of 1965, as amended, authorizes the investment of assets of public employee retirement systems or plans created and established by the State or any political subdivision.

INVESTMENT RESULTS

Total Portfolio Results

For the fiscal year ended September 30, 2013, the total System's rate of return was 12.1% for the Pension Plan and 11.1% for the OPEB Plan as compiled by State Street Investment Analytics. Annualized rates of return for the three, five, and ten year periods ending September 30, 2013 were: 10.6%, 6.3%, and 7.0% for the Pension Plan.

There were several positive economic developments during the fiscal year 2013. To highlight a few; the U.S. stock market S&P 500 returned 19.3% over the year, the U.S. economy added 2.1 million jobs, and home prices were higher than the prior year.

Report on Investment Activity (Continued)

At times, though, it was not at all certain that the economy was doing well. In October 2012, hurricane Sandy hit the eastern seaboard causing an estimated damage of $68 billion, the second costliest hurricane on record. In late December 2012 and early January 2013, the U.S. Legislature finally addressed the “Fiscal Cliff”. The buildup to the December 31 deadline is believed to have slowed the economy somewhat due to the uncertainty of the resolution. Anticipating some economic fall-out of these events, the FOMC in December 2012 announced an increase in the amount of open-ended purchases (also known as Quantitative Easing or “QE”) from $40 billion to $85 billion per month.

By springtime 2013, it became evident that the policies adopted by the Federal Reserve Board were having a desirable effect on the economy as well as the financial markets. There was a feeling that given some growth in GDP, the jobs recovery, the housing recovery, strong corporate profits, etc., that conditions were getting back to normal, thus requiring normal Fed policy.

In his testimony to Congress in May 2013, Federal Reserve Chairman Ben Bernanke explained that if the economy continued to show improvements, and if the board became confident in the sustainability of the improvements, the rate of $85 billion per month bond purchases would be reduced or tapered. One consequence of this statement was an increase in long-term interest rates. Between the end of April 2013 and the end of September 2013, the 10-year Treasury rate increased by roughly 0.9% to end the fiscal year at a rate of 2.6%.

Many market prognosticators came to believe that the Fed would begin to taper in September 2013. However, in September the Fed surprised the markets by announcing that the current accommodations would continue because of risks that still exist in the economy. One such risk on the minds of the Federal Reserve Board could have been the possibility of the U.S. Government shutting down. By September 30, 2013, lawmakers were at an impasse on many issues, but the fight was particularly acute along the issues of raising the debt ceiling and the funding of the Patient Protection and Affordable Care Act, also known as Obamacare.

As the fiscal year draws to an end, the grumblings of the effectiveness and the consequences of the QE policies are becoming more audible. In 1998 Long Term Capital Management (LTCM) required a $3.6 billion bailout. At the time, it was believed that this action was necessary in order to save the financial system. This year, the Fed’s QE program is the size of over 70 LTCM bailouts per quarter. Regardless, the prognosticators are now predicting tapering will begin sometime in 2014. By then, at the current rates, the jobs lost during the financial crisis will likely be fully recovered and the unemployment rate close to the Fed’s target of 6.5%. By that time, the new Fed Chair, Janet Yellen, will be in control as Fed Chairman Ben Bernanke will end his term in January 2014.

Domestic Equity Pools

The objective for investments made in domestic equities is to meet or exceed the total return of the S&P 1500 Super Composite for one, three, and five-year periods and a market cycle.

For active management strategies, the objective is to earn returns that exceed the most relevant S&P Index (or the most relevant Russell Index), adjusting for market capitalization and style, for one, three, and five-year periods and a market cycle. Rank above median in a universe of managers possessing a similar market cap and style characteristics.

For index, or passive return strategies, the objective is to return within 20 basis points of the S&P 500 Index, 50 basis points for the S&P 400 mid-cap, and 60 basis points for the S&P 600 small-cap over one, three, and five-year periods and a market cycle.

The pools are invested primarily in equities or equity-related securities of U.S. companies through internal and externally managed strategies. The goal is to build a portfolio of strategies that will provide excess returns relative to the S&P 1500 while providing minimal tracking error to the index. At times a portion of the pools may be invested in exchange traded funds (ETFs) and fixed-income short-term securities with maturities of less than one year.

Report on Investment Activity (Continued)

The pools invest in equities and equity related securities that are listed on U.S. national securities exchanges, including American Depository Receipts (ADRs). It may also invest in stocks that are traded over-the-counter. The pools diversify their investments by allocating their equity strategies with consideration of the capitalization weightings of the S&P 1500 Index.

The following summarizes the weightings of the pools as of September 30, 2013:

Active	52.1 %
Passive	47.9
Total	**100.0 %**

Large Cap	76.4 %
Mid Cap	10.9
Multi Cap	9.8
Small Cap	2.9
Total	**100.0 %**

The System's Domestic Equity pools total rate of return was 21.7% for the Pension Plan and 21.6% for the OPEB Plan for fiscal year 2013. This compared with 20.4% for the S&P 1500 Index.

At the close of fiscal year 2013, the Domestic Equity pools represented 25.2% of total investments. The following summarizes the System's 0.5% ownership share of the Domestic Equity pools at September 30, 2013:

Domestic Equity Pools
(in thousands)

Short Term Pooled Investments	$ 684
Equities	64,319
Market Value of Equity Contracts	(112)
Long Term Obligations	4
Settlement Principal Payable	(291)
Settlement Proceeds Receivable	234
Accrued Dividends	55
Total	**$ 64,893**

Report on Investment Activity (Continued)

International Equity Pools

The objective for investments made in International Equity pools is to meet or exceed the total return of the MSCI ACWI Ex-US Gross for one, three, and five-year periods and a market cycle.

For active management strategies, the objective is to earn returns that exceed the most relevant S&P Index (or the most relevant Russell Index), adjusting for market capitalization, style and geography for one, three, and five-year periods and a market cycle. Rank above median in a universe of managers possessing a similar market capitalization, style and geography characteristics.

For index, or passive return strategies, the objective is to return within 250 basis points of the S&P/Citigroup BMI-EPAC Index with 25% of the currency hedged for one, three, and five-year periods and a market cycle. Return within 400 basis points of the MSCI Emerging Markets Index, for one, three, and five-year periods and a market cycle.

Active exposure is invested primarily in equities or equity-related securities of non-U.S. companies through externally managed strategies.

Passive exposure to international equity returns is achieved primarily by investing in a combination of fixed income LIBOR notes, short-term fixed income investments, and equity swap agreements on foreign stock indices in developed markets. Interest on the dedicated notes and short-term fixed income investments is exchanged for international stock returns, and the total notional amount of the swap agreements is invested in the approximate proportions of the S&P Broad Market Index (BMI) Europe and Pacific Composite (EPAC) country weightings in related indices. Use of swap agreements for a core position began in 1993, an American Depository Receipts (ADR) and index-related security portfolio was added in June of 1999 to increase portfolio management flexibility, and a multiple country fund portfolio with smaller capitalization stocks was added in September of 2002 to improve exposure to the smallest companies in the BMI index. Use of futures as an investment to hedge cash flows and balances began in December of 2008, and this use is expected to continue in the future. The combined Swap agreements, notes and short-term investments together continue to perform like a stock index fund that realizes all gains and losses on a rolling three year basis.

The pools diversify their investments by allocating their equity strategies with consideration of the economic development status weightings of the S&P/Citigroup BMI -World ex-US Index.

The following summarizes the weightings of the pools as of September 30, 2013:

Active	56.2 %
Passive	43.8
Total	**100.0 %**

Developed	76.5 %
Emerging	23.5
Total	**100.0 %**

The System's International Equity pools total rate of return was 16.2% for fiscal year 2013. This compared with 17.0% for the MSCI ACWI Ex US Gross.

Report on Investment Activity (Continued)

At the close of fiscal year 2013, the International Equity pools represented 13.9% of total investments. The following summarizes the System's 0.5% ownership share of the International Equity Pools at September 30, 2013:

International Equity Pools
(in thousands)

Short Term Pooled Investments	$	210
Equities		31,399
Fixed Income Securities		3,679
Market Value of Equity Contracts		616
Settlement Principal Payable		(75)
Accrued Dividends and Interest		8
Total	**$**	**35,837**

Alternative Investment Pools

The Alternative Investment pools objective is to meet or exceed the benchmark for all private equity investments over long time periods. The benchmark is a blend of the S&P 500 Index plus 300 basis points and the 10 Year Yield plus 300 basis points using ending weights of equity and fixed income holdings within the portfolio.

Alternative Investments are investments in the private equity market, primarily through limited partnerships. The following summarizes the weightings of the pools as of September 30, 2013:

Buyout Funds	57.4	%
Special Situation Funds	20.5	
Venture Capital Funds	10.0	
Fund of Funds	4.8	
Liquidation Portfolio	3.8	
Other	1.4	
Mezzanine Funds	2.1	
Total	**100.0**	**%**

The Alternative Investment pools had a return of 14.8% for the fiscal year ended September 30, 2013, versus the benchmark of 23.5%.

At the close of fiscal year 2013, the Alternative Investment pools represented 17.5% of total investments. The following summarizes the System's 0.7% ownership share of the Alternative Investment pools at September 30, 2013:

Report on Investment Activity (Continued)

Alternative Investment Pools
(in thousands)

Short Term Pooled Investments	$	641
Equities		44,450
Settlement Proceeds Receivable		31
Total	**$**	**45,122**

Real Estate and Infrastructure Pools

The objective of the Real Estate and Infrastructure pools is to provide diversification and favorable risk adjusted returns primarily through income and appreciation of investments. Investments are typically held through investment entities, such as limited partnerships or limited liability companies, established for the specific purpose of owning, leasing, managing, financing, or developing real estate and infrastructure related investments.

The Real Estate and Infrastructure pools diversify its holdings by:

- Geography - The pools are invested globally and are diversified geographically so that it is not concentrated in a limited number of markets or geographic areas.
- Size and Value - The pools diversify its holdings by size so that it is not concentrated in a limited number of large investments.
- Investment Type – The pools are diversified by investment type as summarized below.

Multi-family apartments	23.4 %
Commercial office buildings	13.6
Hotel	19.2
Retail shopping centers	16.9
Industrial warehouse buildings	7.2
For Sale Homes	4.2
For Rent Homes	5.1
Infrastructure	5.4
Land	2.4
Senior Living	1.0
Short Term Investments	1.6
Total	**100.0 %**

The Real Estate pool generated a return of 8.2% for fiscal year 2013. The two benchmark returns from the National Council of Real Estate Investment Fiduciaries: the National Property Blended Index (less 130 basis points) was 9.6% and the Open-End Diversified Core Equity Index was 12.0%.

The Infrastructure pool had a return of 13.9% for fiscal year 2013. The benchmark, CPI + 4% lagged 3 m, was 5.8%. At the close of fiscal year 2013, the Real Estate and Infrastructure pools represented 11.9% of total investments. The following summarizes the System's 0.5% ownership share of the Real Estate and Infrastructure pools at September 30, 2013:

Report on Investment Activity (Continued)

Real Estate and Infrastructure Pools
(in thousands)

Short Term Pooled Investments	$	496
Real Estate Equities	$	28,577
Infrastructure Equities		1,708
Total	**$**	**30,781**

Fixed Income Pools

The objective for investments made in the fixed income pools is to meet or exceed the Barclays Aggregate Bond Index over one, three, and five-year periods and market cycles. Rank above median in a nationally recognized universe of managers possessing a similar style.

For fixed income sub-strategies, the objective return is to meet or exceed the most relevant Barclays benchmark index.

The pools are invested primarily in fixed income securities of U.S. companies through internal and externally managed strategies. The goal is to build a portfolio of strategies that will provide excess returns relative to the blended benchmark while providing minimal tracking error to the index. At times a portion of the pools may be invested in exchange traded funds (ETFs) and fixed-income short-term securities with maturities of less than one year.

The pools invest in fixed income and related securities in a diversified portfolio of investment grade corporate issues, treasuries, agencies, government sponsored enterprises and government guaranteed mortgages. The pools diversify its investments by allocating its strategies with consideration of credit risk.

The System’s Fixed Income pools total rate of return was -0.3% for fiscal year 2013. This compared with -1.7% for the Barclays Aggregate Bond Index.

At the close of fiscal year 2013, the Fixed Income pools represented 16.2% of total investments. The following summarizes the System's 0.5% ownership share of the Fixed Income pools at September 30, 2013:

Fixed Income Pools
(in thousands)

Short Term Pooled Investments	$	1,079
Fixed Income Securities		40,319
Settlement Principal Payable		(47)
Accrued interest		298
Total	**$**	**41,649**

Report on Investment Activity (Continued)

Absolute Return Pools

The Absolute Return pools consist of Absolute Return Strategies pool and the Real Return and Opportunistic Investment pools.

The primary investment objective of the Absolute Return Strategies Pool is to generate a rate of return that meets or exceeds T-bills by 400 basis points net of fees over the one, three, and five-year periods and a market cycle. Also, exceed the appropriate HFN Fund of Funds median net of fees over one, three, and five-year periods and a market cycle.

The Absolute Return Strategies pool rate of return for the fiscal year was 10.2% versus the benchmark's 6.2%.

The primary investment objective of the Real Return and Opportunistic Pools is to generate a rate of return that meets or exceeds the increase in the CPI by at least five percent (5%) annually net of fees over one, three, and five-year periods and a market cycle. If a peer universe is available, rank above median in a nationally recognized universe of managers possessing a similar style.

For sub-strategies targeting a commodities index, the objective is to generate a rate of return that meets or exceeds the Dow Jones-AIG Total Return Commodities Index over one, three, and five year periods and a market cycle. Rank above median in a nationally recognized universe of managers possessing a similar style.

The Real Return and Opportunistic Investments pools rate of return for the fiscal year was 6.6% versus the benchmark's 7.1%.

At the close of fiscal year 2013, the Absolute Return pools represented 10.7% of total investments. The following summarizes the System's 0.5% ownership share of the Absolute Return pools at September 30, 2013:

Absolute Return Pools
(in thousands)

Short Term Pooled investments	$	1,620
Equities		24,949
Long Term Obligations		1,102
Accrued Interest and Dividends		26
Total	**$**	**27,697**

Report on Investment Activity (Continued)

Short Term Investment Pools

The objective of the Short Term Investment pools is to closely match the return performance of its benchmark, the 30 day Treasury bill. The Short Term Investment pools return for the fiscal year was 0.5% for the Pension Plan and 0.3% for the OPEB Plan versus the benchmark's 0.0%.

Potential areas of investment are:

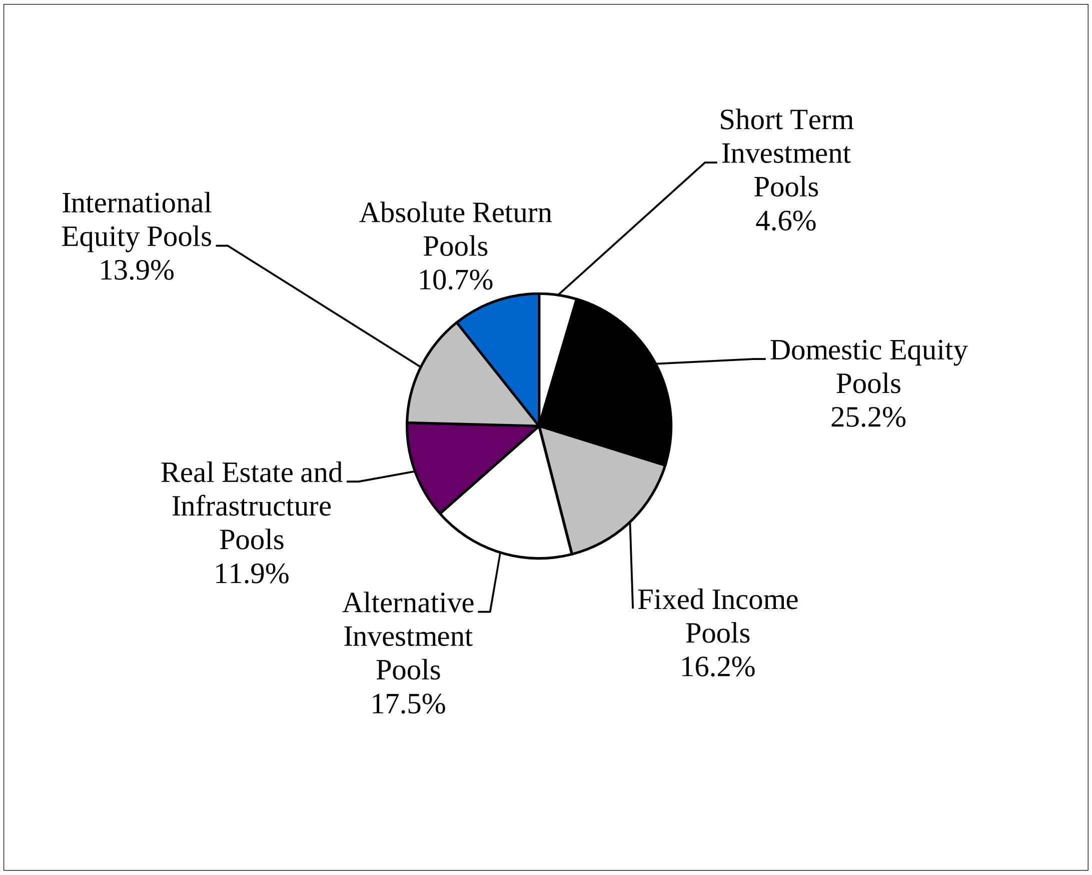
- Obligations of the United States or its agencies.
- Banker's acceptances, commercial accounts, certificates of deposit or depository receipts.
- Repurchase agreements for the purchase of securities issued by the US government or its agencies.
- Commercial paper rated at the time of purchase within the two highest classifications established by not less than two national rating services as determined by the State Treasurer.
- Short duration investment grade corporate issues.

At the close of fiscal year 2013, the Short Term Investment pools represented 4.6% of total investments. The following summarizes the System's 0.6% ownership share of the Short Term Investment pools at September 30, 2013:

Short Term Investment Pools
(in thousands)

Short Term Pooled Investments	$	8,985
Equity in Common Cash		2,752
Total	**$**	**11,737**

Asset Allocation – Security Type Only



Pension Plan Investment Results for the Period Ending September 30, 2013

		Annualized Rate of Return[1]		
Investment Category	**Current Year**	**3 Years**	**5 Years**	**10 Years**
Total Portfolio	12.1 %	10.6 %	6.3 %	7.0 %
Domestic Equity Pools	21.7	15.8	10.4	7.8
S&P 1500 Index	20.4	16.5	10.4	8.0
International Equity Pools	16.2	7.0	6.8	7.5
International Blended Benchmark [2]	17.0	6.4	5.4	7.2
Alternative Investment Pools	14.8	15.8	7.7	14.2
Alternative Blended Benchmark [3]	23.5	21.3	14.3	11.4
Real Estate and Infrastructure Pools				
Real Estate Pools	8.2	11.1	(2.5)	5.2
NCREIF Property Blended Index [4]	9.6	11.2	2.0	7.4
Infrastructure Pools	13.9			
CPI + 4% Lagged 3m	5.8			
Fixed Income Pools	(0.3)	3.5	6.6	5.3
Barclays Aggregate Bond	(1.7)	2.9	5.4	4.6
Absolute Return Pools				
Total Absolute Return	10.2	5.6	1.8	
HFRI Fund of Fund Cons 1 month lag	6.2	2.8	0.1	
Total Real Return and Opportunistic	6.6	6.5		
Real Return and Opportunistic Benchmark [5]	7.1	7.7		
Short Term Investment Pools	0.5	0.3	0.8	1.5
30 Day Treasury Bill	0.0	0.1	0.1	1.5

1 Calculations used a time-weighted rate of return based on the market rate of return in accordance with industry standards. Excludes income and investment gains and losses from securities lending.

2 As of 10/1/10, index is MSCI ACWI Ex US Gross. History prior to 1/1/10 is S&P Developed BMI EPAC Net 50/50. History 1/1/10 to 9/30/10 is S&P Developed BMI EPAC Net 75/25.

3 As of 1/1/07, index is blend of S&P 500 plus 300 bps and 10 year yield plus 300 bps based on ending weights. History prior to 1/1/07 is S&P500 plus 300 bps.

4 As of 10/1/05, index is NCREIF less 130 bp. History prior to 10/1/05 reflects NCREIF less 75 bp.

5 Benchmark is 50% (CPI + 5%) and 50% (actuarial rate 8%).

OPEB Investment Results for the Period Ending September 30, 2013

Investment Category	Current Year [1]
Total Portfolio	11.1 %
Domestic Equity Pools	21.6
S&P 1500 Index	20.4
International Equity Pools	16.2
International Blended Benchmark [2]	17.0
Alternative Investment Pools	14.8
Alternative Blended Benchmark [3]	23.5
Real Estate Pools	8.2
NCREIF Property Blended Index [4]	9.6
Fixed Income Pools	(0.3)
Barclays Aggregate Bond	(1.7)
Absolute Return Pools	
Total Absolute Return	10.2
HFRI Fund of Fund Cons 1 month lag	6.2
Total Real Return and Opportunistic	6.6
Real Return and Opportunistic Benchmark [5]	7.1
Short Term Investment Pools	0.3
30 Day Treasury Bill	0.0

1 Calculations used a time-weighted rate of return based on the market rate of return in accordance with industry standards. Excludes income and investment gains and losses from securities lending.

2 As of 10/1/10 index is MSCI ACWI Ex-US Gross. History 1/1/10 to 9/30/10 is S&P Developed BMI-EPAC Net 75/25. History prior to 1/1/10 is S&P Developed BMI-EPAC Net 50/50.

3 As of 1/1/07, index is blend of S&P 500 plus 300 bps and 10 year yield plus 300 bps based on ending weights. History prior to 1/1/07 is S&P500 plus 300 bps.

4 As of 10/1/05, index is NCREIF less 130 bp. History prior to 10/1/05 reflects NCREIF less 75 bp.

5 Benchmark is 50% (CPI + 5%) and 50% (actuarial rate 8%).

Largest Assets Held[1]

Largest Stock Holdings (By Market Value)
September 30, 2013

Rank	Shares	Stocks	Market Value
1	4,608	Apple Inc	$ 2,196,826
2	19,700	Johnson & Johnson	1,707,799
3	1,541	Google Inc	1,350,108
4	78,616	Bank of America Corp	1,084,905
5	9,781	Exxon Mobil Corporation	841,519
6	38,124	Schwab (Charles) Corp	805,937
7	24,148	Microsoft Corp	804,373
8	19,189	Wells Fargo & Co	792,894
9	6,156	Chevron Corp	747,978
10	9,313	Pepsico Inc	740,354

Largest Bond Holdings (By Market Value)[2]
September 30, 2013

Rank	Par Amount	Description	Market Value
1	$ 1,229,352	General Electric Cap Corp .4342% FRN Due 2-15-2017	$ 1,209,271
2	506,953	General Electric Cap Corp .5144% FRN Due 9-15-2014	508,379
3	406,686	Dow Chemical Co 5.7% Due 5-15-2018	469,425
4	424,994	Barclays Bank PLC 1.1291% FRN Due 1-13-2014	425,860
5	502,432	Barclays Bank PLC Due 11-1-2018	423,852
6	433,038	Barclays Bank PLC Due 7-24-2019	393,155
7	386,213	Wachovia Corp .5244% FRN Due 6-15-17	381,182
8	334,683	Target Corp 5.375% Due 5-1-2017	381,077
9	334,683	Private Export Funding 4.95% Due 11-15-2015	365,430
10	334,683	Merck Sharp & Dohme Corp 4.75% Due 3-1-2015	354,537

1 A complete list of holdings is available from the Michigan Department of Treasury.

2 Largest Bond Holdings are exclusive of securities lending collateral.

The System's investments are commingled in various pooled accounts. Amounts, par value and number of shares represents the System's pro-rata share based on its ownership of the investment pools.

Schedule of Investment Fees

The State Treasurer is the investment fiduciary and custodian of the System's funds pursuant to State law. Outside advisors are utilized to augment the State Treasurer's internal staff. 61.35% of the total investment portfolio is managed by fully discretionary outside advisors. The Michigan Department of Treasury's cost of operations applicable to the retirement system for the fiscal year end amounted to $ 79 thousand or seven and nine basis points (0.079%) of the market value of the Assets under Management by the State Treasurer.

Act 380 of the Public Acts of 1965 created an Investment Advisory Committee (Committee) comprised of the directors of the Department of Licensing and Regulatory Affairs and the Department of Technology, Management & Budget, or their duly authorized representatives, and three public members appointed by the Governor with the advice and consent of the Senate. The public members serve without pay, but may be paid actual and necessary travel and other expenses. The Committee meets quarterly to review investments, goals and objectives and may submit recommendations to the State Treasurer. The Committee may also, by a majority vote, direct the State Treasurer to dispose of any holding, which in the Committee's judgment, is not suitable for the fund involved, and may by unanimous vote direct the State Treasurer to make specific investments.

Schedule of Investment Fees

Investment Managers' Fees:

	Assets under Management (in thousands)	Fees (in thousands)	Basis Points*
State Treasurer	$ 99,601	$ 79	7.9
Outside Advisors for			
Fixed Income	8,872	14	15.8
Absolute Return	25,480	76	30.0
International Equity	29,875	57	19.1
Domestic Equity	17,985	92	51.2
Alternative	45,122	288	63.9
Real Estate and Infrastructure	30,781	58	18.8
Total	$ 257,716	$ 664	

Other Investment Services Fees:

Assets in Custody	$ 254,964	$ 18
Securities on Loan	19,452	42

* Alternative Investment partnership agreements that define the management fees, the asset management fees range from 75 basis points on remaining assets under management to 250 basis points of the committed capital. For Real Estate/Infrastructure, the asset management fees range from 40 to 200 basis points. For Absolute Return, the asset management fees range from 20 to 200 basis point. These fees, in most cases, are netted against income.

Schedule of Investment Commissions

	Fiscal Year Ended September 30, 2013						
	Actual Commissions Paid[1]	Actual Number of Shares Traded[1]	Average Commission Per Share	Estimated Trade Costs Per Share	Estimated Research Costs Per Share	Estimated Trade Costs	Estimated Research Costs
Investment Brokerage Firms:							
Baird, Robert W., & Co. Inc.	$ 11	319	$ 0.04	$ 0.01	$ 0.03	$ 3	$ 10
Banc Of America Securities LLC	1,095	34,091	0.03	0.01	0.02	341	682
Barclays Capital Inc.	1,315	43,803	0.03	0.01	0.02	439	877
BNY Convergex Execution Solutions LLC	168	8,378	0.02	0.01	0.01	84	84
BTIG LLC	2,246	198,273	0.01	0.01		1,983	
Cantor Fitzgerald & Co.	66	5,083	0.01	0.01		51	
Capital Institutional Services Inc.	792	23,058	0.03	0.01	0.02	231	461
Citigroup Global Markets Inc.	429	21,258	0.02	0.01	0.01	213	213
Cowen & Company LLC	699	23,265	0.03	0.01	0.02	233	465
Credit Suisse Securities LLC	1,963	72,453	0.03	0.01	0.02	725	1,449
Dahlman Rose & Company LLC	108	5,439	0.02	0.01	0.01	54	54
Deutsche Bank - Alex Brown	28	708	0.04	0.01	0.03	7	21
Deutsche Bank Securities Inc.	6	496	0.01	0.01		5	
Drexel Hamilton	363	12,112	0.03	0.01	0.02	121	243
Goldman, Sachs & Co.	2	214	0.01	0.01		2	
The Griswold Company Inc.	41	2,740	0.02	0.01	0.01	27	27
Guggenhiem Partners LLC	97	3,248	0.03	0.01	0.02	32	65
ISI Capital LLC	1,075	35,819	0.03	0.01	0.02	358	716
Investment Technology Group Inc.		15	0.01	0.01			
J. P. Morgan Securities Inc.	1,135	38,628	0.03	0.01	0.02	386	772
Keefe, Bruyette & Woods Inc.	31	768	0.04	0.01	0.03	8	23
Mischler Financial Group Inc.	334	11,133	0.03	0.01	0.02	111	223
Morgan Stanley & Co. Inc.	1,823	63,650	0.03	0.01	0.02	637	1,273
OTA LLC	304	10,139	0.03	0.01	0.02	101	203
Pershing LLC	1	105	0.01	0.01		1	
RBC Capital Markets	38	3,779	0.01	0.01		38	
Sanford C. Bernstein & Co. LLC	1,268	42,339	0.03	0.01	0.02	423	846
Stifel, Nicolaus & Co. Inc.	64	1,619	0.04	0.01	0.03	16	48
UBS Securities LLC	5	469	0.01	0.01		5	
Western International Securities Inc.	78	3,930	0.02	0.01	0.01	39	39
William Blair & Co. LLC	17	427	0.04	0.01	0.03	4	13
Total	$ 15,602	667,758	$ 0.02[2]	$ 0.01	$ 0.01	$ 6,678	$ 8,807

1 Commissions are included in purchase and sale prices of investments. The commissions and shares represent the System's pro-rata share based on ownership of commission and share transactions in the investment pools.

2 The average commission per share for all brokerage firms.

Investment Summary

Fiscal Year Ended September 30, 2013

	Market Value[1]	Percent of Total Market Value	Investment & Interest Income[2]	Percent of Total Investment & Interest Income
Fixed Income Pools	$ 41,649,349	16.2%	$ (238,434)	-0.8%
Domestic Equity Pools	64,892,571	25.2%	13,051,518	43.5%
Real Estate and Infrastructure Pools	30,780,902	11.9%	2,771,076	9.3%
Alternative Investment Pools	45,122,235	17.5%	6,816,253	22.7%
International Equity Pools	35,836,967	13.9%	5,785,789	19.3%
Absolute Return Pools	27,697,317	10.7%	1,774,045	5.9%
Short Term Investment Pools[3]	11,737,149	4.6%	26,499	0.1%
Total	$ 257,716,490	100.0%	$ 29,986,746	100.0%

1 Market value excludes $15,637,382 in securities lending collateral for fiscal year 2013.

2 Total Investment & Interest Income excludes net security lending income of $422,183 and gain of $1,372,564 for securities lending collateral.

3 Short term investment pools market value includes $2,752,043 of equity in common cash.

ACTUARIAL SECTION

Actuary's Certification

GRS Gabriel Roeder Smith & Company
Consultants & Actuaries
One Towne Square
Suite 800
Southfield, MI 48076-3723
248.799.9000 phone
248.799.9020 fax
www.gabrielroeder.com

October 23, 2013

Mr. John E. Nixon, Director
Department of Technology, Management and Budget
and
The Retirement Board
Michigan Judges' Retirement System
P.O. Box 30171
Lansing, Michigan 48909

Ladies and Gentlemen:

The basic financial objective of the Michigan Judges' Retirement System (JRS) is to establish and receive contributions which when combined with present assets and future investment return will be sufficient to meet the financial obligations of the System to present and future benefit recipients. The progress towards meeting those financial objectives is illustrated in the Schedules of Funding Progress and the Schedules of Employer Contributions.

We performed actuarial valuations and issued actuarial valuation reports for JRS as of September 30, 2012. The purpose of the September 30, 2012 annual actuarial valuations was to determine the contribution requirements for the fiscal year ending September 30, 2013, to measure the System's funding progress, and to provide actuarial information in connection with applicable Governmental Accounting Standards Board Statements. The valuations should not be relied upon for any other purpose. The valuation process develops employer contributions that are sufficient to fund the System's normal cost (i.e., the costs assigned by the valuation method to the year of service about to be rendered), as well as to fund any unfunded accrued liabilities over a reasonable period. The valuation was completed based upon population data, asset data and plan provisions in effect on September 30, 2012.

The valuation was based upon information provided by the System's administrative staff concerning System benefit provisions, financial transactions, and individual members, terminated members, retirees and beneficiaries. We checked the data for internal and year to year consistency, but did not otherwise audit the data. As a result, we do not assume responsibility for the accuracy or completeness of the data provided by the System's administrative staff. The actuary summarizes and tabulates population data in order to analyze long term trends. The System's external auditor audits the actuarial data annually.

Annual actuarial valuations are based upon assumptions regarding future activity in specific risk areas including the rate of investment return and payroll growth, eligibility for the various classes of benefits and longevity among retired lives. These assumptions are adopted by the Board and the Department after considering the advice of the actuary and other professionals. The assumptions and the methods comply with the disclosure requirements of GASB Statement Nos. 25 and 43. Each actuarial valuation takes into account all prior differences between actual and assumed experience in each risk area and adjusts the contribution requirements as needed.

Actuary's Certification (continued)

Mr. John E. Nixon
October 23, 2013
Page 2

Our firm provided the following supporting schedules for use in the Comprehensive Annual Financial Report:

Financial Section

- Note 1 - Table of System's Membership
- Note 3 - Summary of Actuarial Assumptions
- Schedules of Funding Progress
- Schedules of Employer Contributions (Annual Required Contribution)

Actuarial Section

- Summary of Actuarial Assumptions and Methods
- Percent of Eligible Active Members Retiring Within Next Year
- Separation from Active Employment Before Age and Service Retirement and Individual Pay Increase Assumptions
- Schedule of Active Member Pension Valuation Data
- Schedule of Changes in the Retirement Rolls
- Prioritized Solvency Tests
- Analysis of System Experience
- Schedule of Active Member OPEB Valuation Data
- Schedule of Changes in the OPEB Rolls

Statistical Section

- Schedule of Retired Members by Type of Pension Benefit
- Schedule of Retired Members by Type of Health Benefit
- Schedules of Average Benefit Payments – Pension, Medical, Dental, and Vision

Although our firm provided supporting schedules in connection with GASB Statement Nos. 43 and 45, we recommend consultation with legal counsel and the auditors to determine whether Statement No. 43 applies.

The September 30, 2012 valuations were based upon assumptions that were recommended in connection with a study of System experience covering the period from October 1, 2002 through September 30, 2007. Future actuarial measurements may differ significantly from those presented in the annual valuations due to such factors as experience differing from that anticipated by actuarial assumptions, or changes in plan provisions, actuarial assumption/methods or applicable law. Due to the limited scope of the assignment, we did not perform an analysis of the potential range of future measurements.

Gabriel Roeder Smith & Company

Actuary's Certification (continued)

Mr. John E. Nixon
October 23, 2013
Page 3

The signing actuaries are independent of the plan sponsor.

The actuarial valuations of JRS as of September 30, 2012 were performed by qualified actuaries in accordance with standards of practice prescribed by the Actuarial Standards Board and in compliance with applicable State statutes. Mita Drazilov and Curtis Powell are Members of the American Academy of Actuaries (MAAA) and meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion contained herein. It is our opinion that the calculated employer contribution meets the financial objective of the Retirement System.

Respectfully submitted,

Mita D. Drazilov, ASA, MAAA

Curtis L. Powell, EA, MAAA

MB:mrb

Gabriel Roeder Smith & Company

Summary of Actuarial Assumptions and Methods

1. The investment return rate used in the valuations was 8% per year net of expenses, compounded annually. This rate of return is not the assumed real rate of return. The real rate of return is the rate of investment return in excess of the inflation rate. Considering other financial assumptions, this 8% investment return rate translates to an assumed long-term real rate of return of 4.5%. Adopted 2004.

2. The healthy life mortality table used in evaluating allowances to be paid was 95% of the RP-2000 Male Combined Healthy Mortality Table, adjusted for mortality improvements to 2020 using projection scale AA, and 107% of the RP-2000 Female Combined Healthy Mortality Table, adjusted for mortality improvements to 2020 using projection scale AA. Adopted 2010.

3. Sample probabilities of retirement with an age and service allowance are shown in Schedule 1 on the next page. Adopted 2010.

4. Sample probabilities of withdrawal from service and disability, together with individual pay increase assumptions, are shown in Schedule 2 on the next page. Adopted 2010.

5. The active member population is closed to new hires. This will result in a gradual reduction in the total active member payroll over time. Adopted 1997.

6. An individual entry age actuarial cost method of valuation was used in determining age and service and deferred retirement actuarial liabilities and normal cost. Adopted 1975. Unfunded actuarial accrued liabilities, including actuarial gains and losses, are financed over a declining 40-year period beginning October 1, 1996. Adopted or re-adopted 1996.

7. The Department of Technology, Management & Budget approved the use of market value of assets as of September 30, 1997, for actuarial valuation purposes. For investment gains or losses that occur after that date, a 5-year smoothing technique will be used. Specifically, the excess (shortfall) of actual investment income (including interest, dividends, realized and unrealized gains or losses) over the imputed income at the valuation interest rate is considered the gain (loss), which is spread over five years. Adopted 1997.

8. The data about persons now covered and about present assets was furnished by the System’s administrative staff. Although examined for general reasonableness, the data was not audited by the actuary.

9. The actuarial valuation computations were made by or under the supervision of a Member of the American Academy of Actuaries (MAAA). The assumptions used in the actuarial valuations were adopted by the System’s Board and the Department of Technology, Management & Budget after consulting with the actuary.

10. A 5-year experience investigation, covering the period from September 30, 2002 through September 30, 2007 was completed in May 2010. The purpose of the study was to analyze the actual experience of the System versus that anticipated by actuarial assumptions then in use. Adopted 2010.

11. Gabriel, Roeder, Smith & Company was awarded the actuarial and consulting services contract beginning October 4, 2006.

Summary of Actuarial Assumptions and Methods (continued)

SCHEDULE 1

Percent of Eligible Active Members Retiring Within Next Year

Retirement Ages	
55-59	6 %
60	10
61	8
62	10
63	8
64	8
65	18
66-68	8
69	12
70	25
71	30
72	35
73	40
74	50
75	100

SCHEDULE 2

Separation From Active Employment Before
Age & Service Retirement & Individual Pay Increase Assumptions

Sample Ages	Percent of Active Members Withdrawing Within Next Year (Men and Women)	Percent of Active Members Becoming Disabled Within Next Year	Percent Increase In Pay During Next Year
20		0.00 %	4.0 %
25		0.00	4.0
30	2.25 %	0.00	4.0
35	2.25	0.02	4.0
40	2.25	0.06	4.0
45	2.25	0.12	4.0
50	2.25	0.18	4.0
55	2.25	0.24	4.0
60	2.25	0.36	4.0

Actuarial Valuation Data

Schedule of
Active Member Pension Valuation Data

Valuation Date Sept. 30	Inactive Number	Active: Number	Active: Reported Annual Payroll*	Active: Average Annual Pay	Active: % Increase Decrease	Active: Average Age	Active: Average Service
2003	13	337	$ 38,900,163	$ 115,431	(0.2) %	55.4	13.2
2004	11	325	37,453,179	115,241	(0.2)	56.1	13.6
2005	18	302	34,935,846	115,682	0.4	57.0	14.8
2006	16	291	33,066,573	113,631	(1.8)	57.8	15.9
2007	16	260	29,716,615	114,295	0.6	58.4	16.5
2008	13	257	29,475,726	114,692	0.3	59.4	17.5
2009	9	234	27,027,185	115,501	0.7	59.9	18.3
2010	11	221	25,504,058	115,403	(0.1)	60.7	19.1
2011	11	205	23,565,252	114,952	(0.4)	61.5	20.1
2012	6	199	22,922,327	115,188	0.2	62.5	21.1

* Prior to 2006, reported annual payroll in this schedule is 2% higher than the actual data reported to the actuary.

Schedule of
Active Member OPEB Valuation Data

Valuation Date Sept. 30	Active: Number	Active: Reported Annual Payroll	Active: Average Annual Pay	Active: % Increase Decrease	Active: Average Age	Active: Average Service
2012	41	$ 61,189,628	$ 150,967		59	16.2

Schedule of Changes in the Retirement Rolls

Year Ended Sept. 30	Added to Rolls No.	Added to Rolls Annual Allowances	Removed from Rolls No.	Removed from Rolls Annual Allowances	Rolls--End of Year No.	Rolls--End of Year Annual Allowances	% Increase in Annual Allowances	Average Annual Allowances
2003	27	$ 1,099,372	11	$ 520,658	551	$ 17,144,956	9.4 %	$ 31,116
2004	13	836,992	15	562,582	549	17,572,770	2.5	32,009
2005	16	816,849	13	387,731	552	18,001,888	2.4	32,612
2006	19	827,419	38	877,683	533	17,951,624	(0.3)	33,680
2007	38	1,797,377	29	657,528	542	19,091,473	6.3	35,224
2008	25	879,299	27	927,730	540	19,043,042	(0.3)	35,265
2009*	44	1,987,777	42	1,316,828	542	19,713,991	3.5	36,373
2010	23	1,104,282	24	722,169	541	20,096,104	1.9	37,146
2011	24	1,305,312	26	815,215	539	20,586,201	2.4	38,193
2012	27	1,043,822	25	970,308	541	20,659,715	0.4	38,188

* Restated based on more complete information.

Schedule of Changes in the OPEB Rolls

Year Ended Sept. 30	Added to Rolls No.	Added to Rolls Annual Allowances	Removed from Rolls No.	Removed from Rolls Annual Allowances	Rolls--End of Year No.	Rolls--End of Year Annual Allowances	% Increase in Annual Allowances	Average Annual Allowances
2011					31	$ 218,743		
2012				$ 2,429	31	216,314	(1.1) %	$ 6,978

Notes:
The schedule above include retiree health plan members with State paid benefits.
No. refers to the number of retiree health contracts.
Annual allowances added to rolls includes increases due to medical inflation and contract changes.
Annual allowances removed from rolls includes decreases due to contract changes.

Prioritized Solvency Test

The System's funding objective is to meet long-term benefit promises through contributions that remain approximately level from year to year as a percent of member payroll. If the contributions to the System are level in concept and soundly executed, the System will pay all promised benefits when due, the ultimate test of financial soundness. Testing for level contribution rates is the long-term solvency test.

A prioritized solvency test is another means of checking a system's progress under its funding program. In a short condition test, the System's present assets (cash and investments) are compared with: (1) active member contributions on deposit; (2) the liabilities for future benefits to present retired lives; and (3) the liabilities for service already rendered by active and inactive members. In a system that has been following the discipline of level percent of payroll financing, the liabilities for active member contributions on deposit (liability 1) and the liabilities for future benefits to present retired lives (liability 2) will be fully covered by present assets (except in rare circumstances). In addition, the liabilities for service already rendered by active members (liability 3) are normally partially covered by the remainder of present assets. Generally, if the System has been using level-cost financing, the funded portion of liability 3 will increase over time. Liability 3 being fully funded is not necessarily a by-product of level percent of payroll funding methods.

The schedules that follow illustrate the history of the liabilities of the System and are indicative of the System's policy of following the discipline of level percent of payroll financing.

Pension Benefits
($ in thousands)

	Actuarial Accrued Liability (AAL)							
	(1)	(2)	(3)					
Valuation Date Sept. 30	Active Member Contributions	Retirants and Beneficiaries	Active and Inactive Members (Employer Financed Portion)	Valuation Assets	Portion of AAL Covered by Assets (1)	(2)	(3)	(4) [1]
2003	$ 34,355	$ 131,719	$ 69,167	$ 292,258	100	100	182.4	124.2
2004 [2]	37,089	138,141	61,219	286,873	100	100	182.4	121.3 %
2005	38,695	142,689	61,987	278,423	100	100	156.5	114.4
2006	43,094	142,384	58,230	282,822	100	100	167.2	116.0
2007	42,250	151,691	53,142	301,047	100	100	201.5	121.8
2008	48,109	149,608	49,293	303,746	100	100	215.1	123.0
2009	46,561	154,758	43,879	295,625	100	100	214.9	120.6
2010	48,853	159,481	43,361	284,439	100	100	175.5	113.0
2011 [3]	50,099	163,522	38,071	266,804	100	100	139.7	106.0
2012 [3]	53,660	162,840	33,056	245,787	100	100	88.6	98.5

[1] Percents funded on a total valuation asset and total actuarial accrued liability basis.

[2] Revised actuarial assumptions.

[3] Restated based on more complete information.

Prioritized Solvency Test (continued)

Other Postemployment Benefits
($ in thousands)

Valuation Date Sept. 30	Actuarial Accrued Liability (AAL) (1) Active Member Contributions	(2) Retirants and Beneficiaries	(3) Active and Inactive Members (Employer Financed Portion)	Valuation Assets	Portion of AAL Covered by Assets (1)	(2)	(3)	(4)[1]
2007	$ -	$ 3,082	$ 3,633	$ -	0%	0%	0%	0%
2008	-	3,082	3,633	-	0	0	0	0
2009	-	2,974	3,619	-	0	0	0	0
2010	-	3,207	4,186	-	0	0	0	0
2011	-	2,799	5,068	-	0	0	0	0
2012	-	2,945	5,565	-	0	0	0	0

[1] Percents funded on a total valuation asset and total actuarial accrued liability basis.

Analysis of System Experience

Gains/(Losses) in Accrued Liabilities During Year Ended September 30, 2012
Resulting from Differences Between Assumed Experience & Actual Experience

	Type of Activity	Gain/(Loss)
1.	**Retirements (including Disability Retirement).** If members retire at older ages or with lower final average pay than assumed, there is a gain. If younger ages or higher average pays, a loss.	$ 2,775,350
2.	**Withdrawal From Employment** (including death-in-service). If more liabilities are released by withdrawals and deaths than assumed, there is a gain. If smaller releases, a loss.	(160,215)
3.	**Pay Increases.** If there are smaller pay increases than assumed, there is a gain. If greater increases, a loss.	3,095,820
4.	**Investment Income.** If there is greater investment income than assumed, there is a gain. If less income, a loss.	(23,301,077) [1]
5.	**Death After Retirement.** If retirants live longer than assumed, there is a loss. If not as long, a gain.	(1,520,905)
6.	**Rehires.** Rehires into the System will generally result in an actuarial loss.	-
7.	**Other.** Miscellaneous gains and losses resulting from data adjustments, timing of financial transactions, etc.	402,309 [1]
8.	**Composite Gain (or Loss) During Year**	$ (18,708,718) [1]

[1] Restated based on more complete information.

Summary of Plan Provisions

Our actuarial valuation of the System as of September 30, 2012, is based on the present provisions of the Judges' Retirement Act (Public Act No. 234 of 1992, as amended).

Regular Retirement

Eligibility - Age 60 with 8 years credited service; or age 55 with 18 years credited service, or 25 years with no age requirement.

Annual Amount - If less than 12 years of credited service, 3% of final annual compensation times years of credited service; for 12 or more years of credited service, 50% of final annual compensation plus 2.5% of such compensation for each year of credited service in excess of 12 years to a maximum of 60%. Former System members receive 3% of final annual compensation times years of credited service to a maximum of the greater of 40% of final annual compensation or $15,000, but not to exceed 66.67% of final annual compensation when added to a local retirement system benefit; or 3.5% of final annual compensation times years of credited service to a maximum of 66.67% of final annual compensation if elected.

Final Annual Compensation - Annual state salary at time of retirement plus state salary standardization, if any. For former Probate System members, final annual compensation is member's certified salary at time of retirement. For 36th District Court judges, final annual compensation is total state and district control unit salary at time of retirement. For Probate Court judges serving in a single county of less than 15,000 population, final annual compensation is total judicial salary at the time of retirement.

Early Retirement (age reduction factor used)

Eligibility - Age 55 with 12 but less than 18 years credited service.

Annual Amount - Regular retirement benefit, reduced by 0.5% for each month by which the commencement age is less than 60.

Deferred Retirement (vested benefit)

Eligibility - 8 years of credited service.

Annual Amount - Regular retirement benefit. If less than 12 years of credited service, payable at age 60; if 18 or more years of credited service payable at age 55; if more than 12 but less than 18 years of credited service reduced amount payable at age 55.

Disability Retirement

Eligibility - 8 years of credited service.

Annual Amount - Regular retirement benefit, based upon member's credited service and final salary at time of disability.

Death Before or After Retirement (Spouse or Dependent Children)

Eligibility - 8 years of credited service.

Annual Amount - 50% of the member's accrued pension.

Summary of Plan Provisions (continued)

Post Retirement Cost-of-Living Adjustments

None, except that judges who were active judges prior to September 8, 1961, (and their survivors) have their benefits adjusted as active judges' salaries change.

Member Contributions

Non-Trial Judges - 5% of salary (2% for health benefits).

Trial Judges with Full Standardization - 7% of salary.

Trial Judges without Full Standardization - 3.5% of salary.

Probate Judges under 3% Formula - 7% of salary to maximum of $980.

Probate Judges under 3.5% Formula - 7% of salary (no maximum).

District Court Judges of the Thirty-sixth District - 3.5% of salary.

Defined Contribution Legislation - (Public Act 523 of 1996)

New employees hired on or after March 31, 1997, become participants in Tier 2 (i.e. a defined contribution plan) rather than Tier 1 (i.e., the above described defined benefit plan).

Active members on March 30, 1997, had an opportunity to irrevocably elect to terminate membership in Tier 1 and become participants in Tier 2. Elections were in writing and submitted between January 2, 1998, and April 30, 1998. Such members became Tier 2 participants on June 1, 1998, and had the actuarial present value of their Tier 1 accrued benefit transferred into Tier 2 by September 30, 1998.

This page was intentionally left blank.

STATISTICAL SECTION

STATISTICAL SECTION

This part of the System's comprehensive annual financial report presents detailed information as a context for understanding what the information in the financial statements, note disclosures, and required supplementary information says about the System's overall financial health.

Contents

Financial Trends

These schedules contain trend information to help the reader understand how the System's financial performance and fiscal health has changed over time. The schedules are presented for the last ten fiscal years. Schedules included are:

- Schedule of Pension Plan Additions by Source
- Schedule of OPEB Plan Additions by Source
- Schedule of Pension Plan Deductions by Type
- Schedule of OPEB Plan Deductions by Type
- Schedule of Changes in Net Position – Pension Plan
- Schedule of Changes in Net Position – OPEB Plan
- Schedule of Pension Benefits and Refunds by Type
- Schedule of OPEB Benefits by Type

Operating Information

These schedules contain contextual information to assist the reader's understanding of how the System's financial information relates to the combination of participating members and the benefits it provides. Schedules are presented for the last ten fiscal years, except where noted. Schedules included are:

- Schedule of Retired Members by Type of Pension Benefit
- Schedule of Retired Members by Type of Other Postemployment Benefit
- Schedule of Other Postemployment Benefits
- Schedule of Average Benefit Payments - Pension
- Schedule of Average Benefit Payments - OPEB
- Schedule of Principal Participating Employers
- Ten Year History of Membership
- Schedule of Participating Employers

Schedule of Pension Plan Additions by Source
Last Ten Years

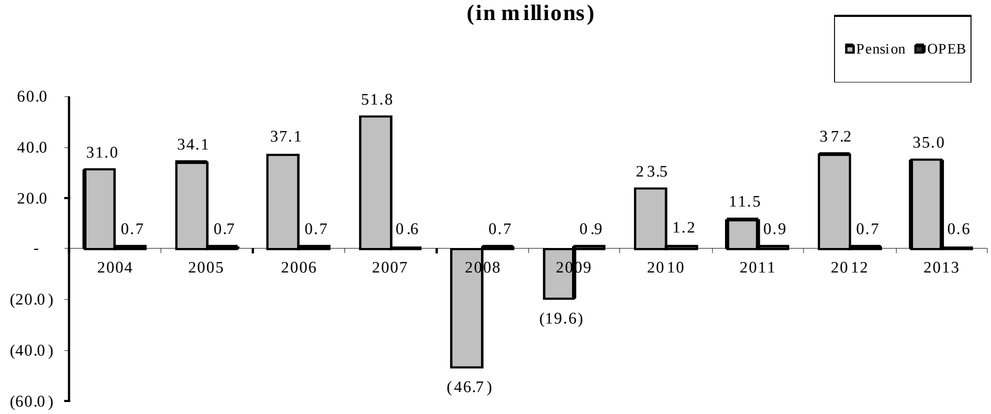
Fiscal Year Ended Sept. 30	Member Contributions	Net Investment & Other Income	Total
2004	$ 2,143,714	$ 28,818,651	$ 30,962,365
2005	2,077,550	32,011,495	34,089,045
2006	2,017,943	35,106,967	37,124,910
2007	1,845,878	49,974,396	51,820,274
2008	1,738,459	(48,472,838)	(46,734,379)
2009	1,644,585	(21,294,298)	(19,649,713)
2010	1,539,822	21,966,046	23,505,868
2011	1,468,068	10,024,331	11,492,399
2012	1,353,949	35,823,251	37,177,201
2013	1,142,496	33,807,819	34,950,315

Since System is fully funded, no employer contributions are required.

Schedule of OPEB Plan Additions by Source
Last Ten Years

Fiscal Year Ended Sept. 30	Member Contributions	Net Investment & Other Income	Total
2004	$ 483,966	$ 215,000	$ 698,966
2005	450,657	215,000	665,657
2006	518,057	215,000	733,057
2007	530,336	115,535	645,871
2008	539,440	145,130	684,570
2009	528,402	336,280	864,682
2010	520,707	726,109	1,246,816
2011	551,783	348,517	900,300
2012	522,042	194,045	716,087
2013	499,254	144,529	643,783

Total Additions
Year Ended September 30
(in millions)



Schedule of Pension Plan Deductions by Type

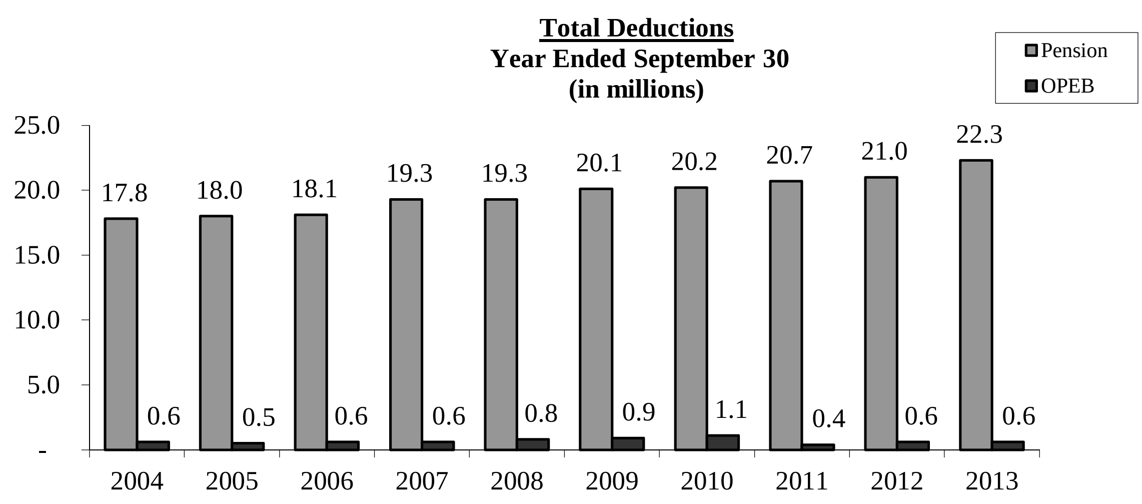
Last Ten Years

Fiscal Year Ended Sept. 30	Benefit Payments	Refunds and Transfers	Administrative and Other Expenses	Total
2004	$ 17,540,889	$ 67,792	$ 210,178	$ 17,818,859
2005	17,797,840		167,993	17,965,833
2006	17,952,735		170,023	18,122,758
2007	18,919,433	247,941	181,848	19,349,222
2008	19,180,381		144,188	19,324,569
2009	19,897,368		158,909	20,056,277
2010	20,079,292		143,470	20,222,762
2011	20,580,971		141,155	20,722,126
2012	20,792,225		207,439	20,999,664
2013	21,969,650		359,028	22,328,678

Schedule of OPEB Plan Deductions by Type

Last Ten Years

Fiscal Year Ended Sept. 30	Benefit Payments	Refunds and Transfers	Administrative and Other Expenses	Total
2004	$ 576,043			$ 576,043
2005	510,152			510,152
2006	596,769			596,769
2007	611,246			611,246
2008	789,975		$ 41,978	831,953
2009	820,694		45,133	865,827
2010	1,078,915		35,212	1,114,127
2011	401,027		35,539	436,566
2012	544,349	$ 90	34,959	579,399
2013	523,943	10	75,180	599,133



Schedule of Changes in Net Position - Pension Plan

Last Ten Years

(in thousands)

	Fiscal Year									
	2004	**2005**	**2006**	**2007**	**2008**	**2009**	**2010**	**2011**	**2012**	**2013**
Member contributions	$ 2,144	$ 2,078	$ 2,018	$ 1,846	$ 1,738	$ 1,645	$ 1,540	$ 1,468	$ 1,354	$ 1,143
Employer contributions										
Net investment income	28,818	31,977	34,452	49,716	(48,525)	(21,344)	21,918	9,972	34,711	31,003
Court fees		34	654	231	44	43	43	43	1,111	2,793
Miscellaneous income			1	27	8	7	5	9	1	11
Total Additions	30,962	34,089	37,125	51,820	(46,735)	(19,650)	23,506	11,492	37,177	34,950
Pension benefits	17,541	17,798	17,953	18,919	19,180	19,897	20,079	20,581	20,792	21,970
Refunds of member contributions	67			248						
Administrative and other expenses	210	168	170	182	144	159	143	141	207	359
Total Deductions	17,818	17,966	18,123	19,349	19,324	20,056	20,222	20,722	20,999	22,329
Changes in net position	$ 13,144	$ 16,123	$ 19,002	$ 32,471	$ (66,059)	$ (39,706)	$ 3,283	$ (9,230)	$ 16,178	$ 12,621

Schedule of Changes in Net Position - OPEB Plan

Last Ten Years

(in thousands)

	Fiscal Year									
	2004	**2005**	**2006**	**2007**	**2008**	**2009**	**2010**	**2011**	**2012**	**2013**
Member contributions	$ 484	$ 451	$ 518	$ 530	$ 539	$ 528	$ 521	$ 552	$ 522	$ 499
Other govt. contributions								$ 1		$ 55
Net investment income					8	1	13	37	94	90
Court fees	215	215	215	115	115	335	712	310	100	
Tranfer from other systems					15					
Miscellaneous income				1	7	1	1			
Total Additions	699	666	733	646	684	865	1,247	900	716	644
Health care benefits	576	510	597	611	790	821	1,079	401	544	524
Refund of contributions										
Administrative and other expenses					42	45	35	36	35	75
Total Deductions	576	510	597	611	832	866	1,114	437	579	599
Changes in net position	$ 123	$ 156	$ 136	$ 35	$ (148)	$ (1)	$ 133	$ 464	$ 137	$ 45

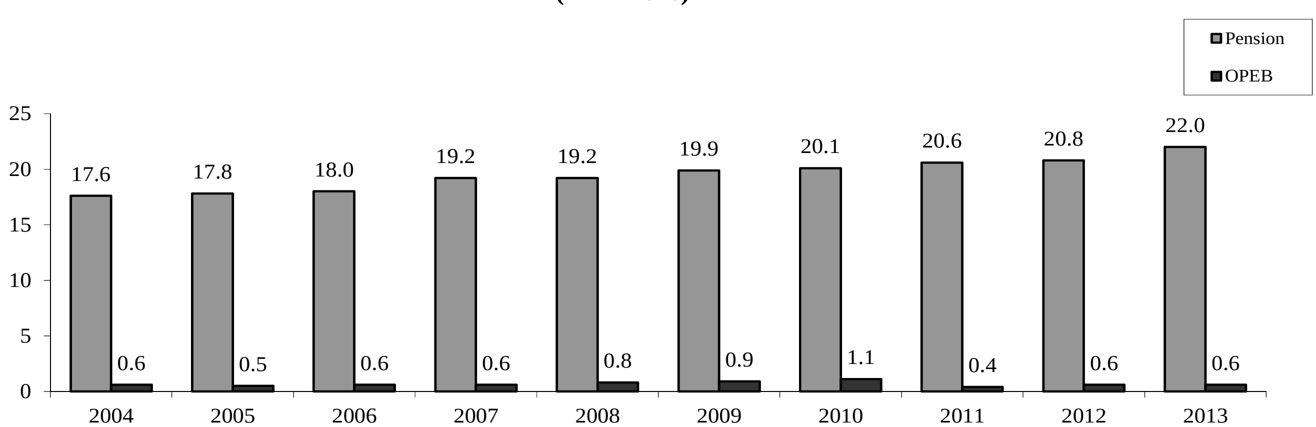
Schedule of Pension Benefits and Refunds by Type
Last Ten Years

Fiscal Year Ended Sept. 30	Regular Benefits	Disability Benefits	Survivor Benefits	Refunds Employee Contribution	Refunds Retired Benefit	Total
2004	$ 17,011,125	$ 529,764		$ 67,792		$ 17,608,681
2005	17,269,422	528,418				17,797,840
2006	14,611,531	297,408	$ 3,043,796			17,952,735
2007	14,996,160	260,585	3,662,688	246,389	$ 1,552	19,167,374
2008	15,231,453	233,700	3,715,228			19,180,381
2009	15,741,513	211,077	3,944,778			19,897,368
2010	15,694,797	211,078	4,173,417			20,079,292
2011	16,134,758	211,078	4,235,135			20,580,971
2012	16,209,640	210,948	4,371,637			20,792,225
2013	17,426,985	211,078	4,331,588			21,969,650

Schedule of OPEB Benefits by Type
Last Ten Years

Fiscal Year Ended Sept. 30	Health Benefits	Dental Benefits	Vision Benefits	Health Refunds	Administrative Expenses	Total
2004	$ 489,225	$ 77,691	$ 9,127			$ 576,043
2005	422,261	78,495	9,396			510,152
2006	486,112	98,652	12,005			596,769
2007	500,954	98,160	12,132			611,246
2008	720,335	62,770	6,870		$ 41,978	831,953
2009	747,808	65,013	7,873		45,133	865,827
2010	859,602	167,845	51,468		35,212	1,114,127
2011	265,202	136,341	(516)		35,539	436,566
2012	425,647	118,185	517	$ 90	34,959	579,399
2013	379,741	113,137	31,065	10	75,180	599,133

Total Benefit Expenses
Year Ended September 30
(in millions)



Schedule of Retired Members by Type of Pension Benefit

September 30, 2012

Amount of Monthly Pension Benefit	Number of Retirees	Type of Retirement * 1	2	3	4	5	Selected Option** Opt 1	Opt 2	Opt 3
$ 1 - 400	3	1	1	1			3		
401 - 800	32	9	19	4			27	5	
801 - 1,200	40	22	13	2	2	1	33	6	1
1,201 - 1,600	37	12	19	6			30	6	1
1,601 - 2,000	70	21	40	6	1	2	62	8	
2,001 - 2,400	41	17	20	2	1	1	27	14	
2,401 - 2,800	35	19	15			1	28	7	
2,801 - 3,200	22	15	5			2	12	10	
3,201 - 3,600	32	25	6	1			19	13	
3,601 - 4,000	55	45	6	3		1	41	13	1
Over 4,000	174	166	2	3	2	1	149	23	2
Totals	541	352	146	28	6	9	431	105	5

* Type of Retirement
1 - Normal retirement for age & service
2 - Survivor payment - normal retirement or early retirement
3 - Survivor payment - death in service
4 - Non-duty disability retirement (incl. survivors)
5 - Survivor payment - disability retirement

**Selected Option
Opt 1 - Straight life allowance
Opt 2 - 100% Survivor option
Opt 3 - 50% Survivor option

Source: Gabriel Roeder Smith & Co.

Schedule of Retired Members by Type of Other Postemployment Benefit
September 30, 2012

Amount of Monthly Pension Benefit	Number of Retirees	Type of Other Postemployment Benefits		
		Health	Dental	Vision
$ 1 – 400	3	1		1
401 – 800	32	4	6	5
801 – 1,200	40	6	11	6
1,201 – 1,600	37	2	5	3
1,601 – 2,000	70	10	10	7
2,001 - 2,400	41	7	12	12
2,401 - 2,800	35	3	12	8
2,801 - 3,200	22	3	3	2
3,201 - 3,600	32	3	8	6
3,601 - 4,000	55	10	20	18
Over 4,000	174	28	48	45
Totals	541	77	135	113

Source: Gabriel Roeder Smith & Co.

Schedule of Other Postemployement Benefits
For Year Ended September 30, 2013

		2013
Claims		
Health insurance	$	353,400
Vision insurance		28,672
Dental insurance		110,213
Total Claims		492,285
Estimated Claims Liability		
Health insurance		26,340
Vision insurance		2,392
Dental insurance		2,925
Total Estimated Claims Liability		31,658
Administrative Fees		
Health insurance		24,918
Vision insurance		1,056
Dental insurance		3,496
Staff Salaries		45,710
Total Administrative Fees		75,180
Refunds		10
Grand Total	$	599,133

Schedule of Average Benefit Payments - Pension
Last Ten Years

Payment Periods	Credited Service (Years) as of September 30							
	0 - 5	5 - 10	10 - 15	15 - 20	20 - 25	25 - 30	30 +	Total
Period 10/1/02 to 9/30/03:								
Average Monthly Benefit	$ 1,026	$ 1,251	$ 1,978	$ 2,771	$ 3,217	$ 2,722	$ 4,197	$ 2,593
Average Final Average Salary	813	49,406	48,531	56,406	61,051	58,177	59,739	53,211
Number of Active Retirants	24	31	118	188	121	46	23	551
Period 10/1/03 to 9/30/04:								
Average Monthly Benefit	$ 1,026	$ 1,247	$ 2,016	$ 2,917	$ 3,317	$ 2,940	$ 3,871	$ 2,667
Average Final Average Salary	813	49,810	48,982	55,299	61,840	59,355	59,739	53,149
Number of Active Retirants	24	33	118	188	117	46	23	549
Period 10/1/04 to 9/30/05:								
Average Monthly Benefit	$ 1,057	$ 1,263	$ 2,074	$ 2,984	$ 3,382	$ 2,986	$ 3,850	$ 2,718
Average Final Average Salary	780	51,605	48,782	53,902	62,131	58,827	59,739	52,634
Number of Active Retirants	25	34	117	193	116	44	23	552
Period 10/1/05 to 9/30/06:								
Average Monthly Benefit	$ 1,023	$ 1,411	$ 2,098	$ 3,013	$ 3,364	$ 2,953	$ 3,569	$ 2,807
Average Final Average Salary	3,250	71,249	61,140	69,683	76,983	75,353	92,016	70,441
Number of Active Retirants	6	30	112	193	117	49	26	533
Period 10/1/06 to 9/30/07:								
Average Monthly Benefit	$ 888	$ 1,467	$ 2,126	$ 3,228	$ 3,440	$ 3,064	$ 3,569	$ 2,935
Average Final Average Salary	3,900	70,222	63,067	72,137	80,455	81,286	93,887	73,280
Number of Active Retirants	5	31	109	202	124	45	26	542
Period 10/1/07 to 9/30/08:								
Average Monthly Benefit	$ 888	$ 1,467	$ 2,164	$ 3,265	$ 3,323	$ 3,074	$ 3,704	$ 2,939
Average Final Average Salary	3,900	70,222	64,589	72,403	81,027	80,861	97,424	73,861
Number of Active Retirants	5	31	107	206	123	44	24	540
Period 10/1/08 to 9/30/09:								
Average Monthly Benefit	$ 888	$ 1,421	$ 2,303	$ 3,377	$ 3,401	$ 3,211	$ 3,793	$ 3,031
Average Final Average Salary	37,149	74,389	67,177	78,416	83,236	81,197	90,472	77,308
Number of Active Retirants	5	32	109	210	126	40	20	542
Period 10/1/09 to 9/30/10:								
Average Monthly Benefit	$ 888	$ 1,421	$ 2,389	$ 3,459	$ 3,429	$ 3,257	$ 4,004	$ 3,096
Average Final Average Salary	37,149	74,389	69,084	79,411	84,463	82,687	94,002	78,630
Number of Active Retirants	5	32	110	204	127	42	21	541
Period 10/1/10 to 9/30/11:								
Average Monthly Benefit	$ 888	$ 1,398	$ 2,423	$ 3,597	$ 3,449	$ 3,539	$ 3,879	$ 3,183
Average Final Average Salary	37,149	74,389	70,443	81,961	84,631	86,761	94,002	80,306
Number of Active Retirants	5	32	106	207	124	44	21	539
Period 10/1/11 to 9/30/12:								
Average Monthly Benefit	$ 1,094	$ 1,356	$ 2,454	$ 3,617	$ 3,420	$ 3,520	$ 3,914	$ 3,182
Average Final Average Salary	30,958	74,718	71,197	81,578	85,701	88,202	93,952	80,555
Number of Active Retirants	6	34	103	208	126	45	19	541

Source: Gabriel Roeder Smith & Co.

Schedule of Average Benefit Payments - Health

Last Six Years

Payment Periods	Credited Service (Years) as of September 30							
	0 - 5	5 - 10	10 - 15	15 - 20	20 - 25	25 - 30	30 +	Total
Period 10/1/06 to 9/30/07								
Average Monthly Benefit	$ 17	$ 2,102	$ 2,235	$ 3,544	$ 3,791	$ 4,426	$ 5,859	$ 3,351
Average Final Average Salary	19,500	84,638	63,913	79,862	88,876	105,084	131,721	81,436
Number of Active Retirants	1	3	20	33	19	9	2	87
Period 10/1/07 to 9/30/08								
Average Monthly Benefit	$ 17	$ 2,102	$ 2,264	$ 3,456	$ 3,488	$ 4,648	$ 5,859	$ 3,287
Average Final Average Salary	19,500	84,638	66,144	78,843	88,876	105,720	131,721	81,745
Number of Active Retirants	1	3	18	32	19	8	2	83
Period 10/1/08 to 9/30/09								
Average Monthly Benefit	$ 17	$ 2,102	$ 2,264	$ 3,699	$ 3,337	$ 5,392	$ 5,859	$ 3,361
Average Final Average Salary	19,500	84,638	66,144	85,685	89,254	125,557	131,721	85,455
Number of Active Retirants	1	3	18	30	20	6	2	80
Period 10/1/09 to 9/30/10								
Average Monthly Benefit	$ 17	$ 2,102	$ 2,264	$ 3,804	$ 3,367	$ 5,392	$ 5,859	$ 3,378
Average Final Average Salary	19,500	84,638	65,338	79,121	90,360	125,557	131,721	82,664
Number of Active Retirants	1	3	20	32	21	6	2	85
Period 10/1/10 to 9/30/11								
Average Monthly Benefit	$ 17	$ 2,102	$ 2,146	$ 3,864	$ 3,418	$ 5,798	$ 5,859	$ 3,465
Average Final Average Salary	19,500	84,638	63,592	84,583	92,892	131,136	131,721	85,891
Number of Active Retirants	1	3	19	31	18	7	2	81
Period 10/1/11 to 9/30/12								
Average Monthly Benefit	$ 17	$ 2,102	$ 2,139	$ 3,796	$ 3,418	$ 5,781	$ 5,859	$ 3,482
Average Final Average Salary	19,500	84,638	66,599	83,460	92,892	131,136	131,721	86,964
Number of Active Retirants	1	3	16	30	18	7	2	77

Source: Gabriel Roeder Smith & Co.

Schedule of Average Benefit Payments - Dental

Last Six Years

Payment Periods	Credited Service (Years) as of September 30							
	0 - 5	5 - 10	10 - 15	15 - 20	20 - 25	25 - 30	30 +	Total
Period 10/1/06 to 9/30/07								
Average Monthly Benefit	$ -	$ 1,923	$ 2,408	$ 3,471	$ 3,599	$ 4,088	$ 4,017	$ 3,349
Average Final Average Salary	-	84,070	65,954	76,790	79,234	95,142	88,821	78,270
Number of Active Retirants	-	5	28	55	38	17	7	150
Period 10/1/07 to 9/30/08								
Average Monthly Benefit	-	$ 1,923	$ 2,510	$ 3,447	$ 3,513	$ 4,178	$ 3,990	$ 3,354
Average Final Average Salary	-	84,070	68,761	77,730	81,887	94,839	88,958	79,829
Number of Active Retirants	-	5	25	56	38	16	6	146
Period 10/1/08 to 9/30/09								
Average Monthly Benefit	-	$ 1,923	$ 2,616	$ 3,510	$ 3,505	$ 4,429	$ 4,054	$ 3,394
Average Final Average Salary	-	84,070	70,379	81,063	83,005	101,786	99,613	82,293
Number of Active Retirants	-	5	26	55	37	14	4	141
Period 10/1/09 to 9/30/10								
Average Monthly Benefit	-	$ 1,923	$ 2,631	$ 3,639	$ 3,503	$ 4,447	$ 4,054	$ 3,456
Average Final Average Salary	-	84,070	72,415	78,988	84,063	102,499	99,613	82,374
Number of Active Retirants	-	5	26	55	39	15	4	144
Period 10/1/10 to 9/30/11								
Average Monthly Benefit	-	$ 1,923	$ 2,658	$ 3,769	$ 3,526	$ 4,250	$ 4,054	$ 3,541
Average Final Average Salary	-	84,070	73,097	83,097	83,661	106,381	99,613	84,703
Number of Active Retirants	-	5	24	53	38	16	4	140
Period 10/1/11 to 9/30/12								
Average Monthly Benefit	-	$ 1,923	$ 2,647	$ 3,731	$ 3,447	$ 4,309	$ 4,054	$ 3,481
Average Final Average Salary	-	84,070	75,085	82,627	84,757	103,377	99,613	84,860
Number of Active Retirants	-	5	22	51	38	15	4	135

Schedule of Average Benefit Payments - Vision

Last Six Years

Payment Periods	Credited Service (Years) as of September 30							
	0 - 5	5 - 10	10 - 15	15 - 20	20 - 25	25 - 30	30 +	Total
Period 10/1/06 to 9/30/07								
Average Monthly Benefit	$ 17	$ 2,186	$ 2,526	$ 3,795	$ 4,003	$ 4,377	$ 4,065	$ 3,651
Average Final Average Salary	19,500	96,442	67,760	80,314	86,286	102,028	99,110	83,177
Number of Active Retirants	1	3	20	42	35	14	5	120
Period 10/1/07 to 9/30/08								
Average Monthly Benefit	$ 17	$ 2,186	$ 2,588	$ 3,801	$ 3,775	$ 4,510	$ 4,038	$ 3,618
Average Final Average Salary	19,500	96,442	70,418	81,753	86,286	102,184	101,887	84,189
Number of Active Retirants	1	3	18	42	35	13	4	116
Period 10/1/08 to 9/30/09								
Average Monthly Benefit	$ 17	$ 2,186	$ 2,728	$ 3,916	$ 3,719	$ 4,624	$ 4,317	$ 3,667
Average Final Average Salary	19,500	96,442	72,545	85,688	87,123	106,348	111,045	86,469
Number of Active Retirants	1	3	19	43	35	12	3	116
Period 10/1/09 to 9/30/10								
Average Monthly Benefit	$ 17	$ 2,186	$ 2,749	$ 3,955	$ 3,753	$ 4,624	$ 5,372	$ 3,707
Average Final Average Salary	19,500	96,442	75,332	83,630	88,016	106,348	137,252	86,723
Number of Active Retirants	1	3	19	42	37	12	2	116
Period 10/1/10 to 9/30/11								
Average Monthly Benefit	17	2,186	2,706	4,052	3,785	4,700	5,372	3,773
Average Final Average Salary	19,500	96,442	74,044	88,977	87,701	110,830	137,252	89,139
Number of Active Retirants	1	3	18	43	36	13	2	116
Period 10/1/11 to 9/30/12								
Average Monthly Benefit	17	2,186	2,647	4,088	3,666	4,452	5,372	3,682
Average Final Average Salary	19,500	96,442	76,442	88,175	88,146	107,446	137,252	88,147
Number of Active Retirants	1	3	17	42	36	12	2	113

-

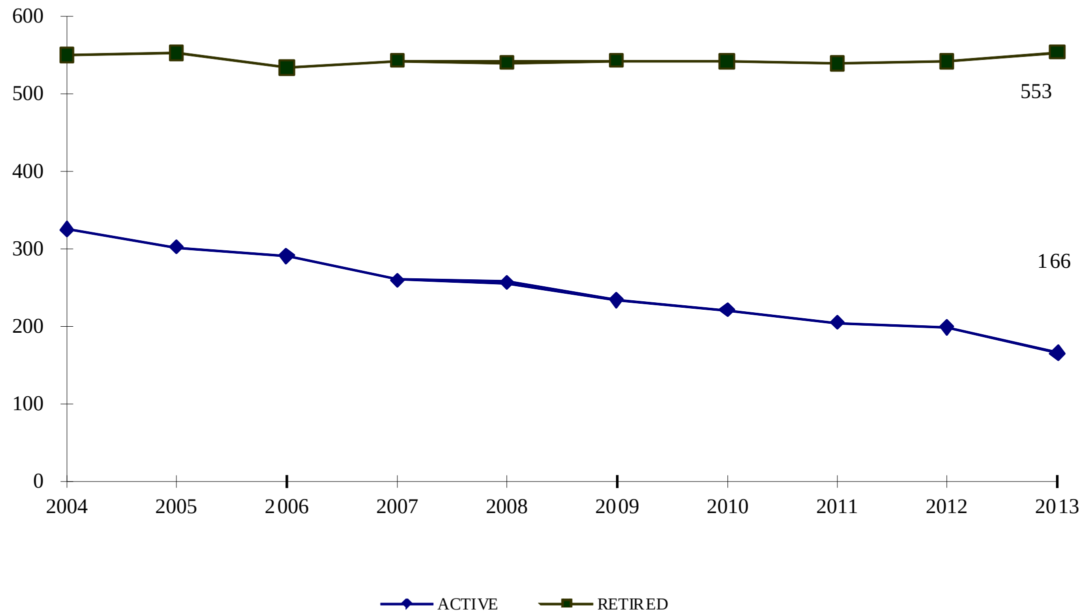
Source: Gabriel Roeder Smith & Co.

Schedule of Principal Participating Employers
For Fiscal Years Ending September 30, 2013 and 2003

	2013		2003	
Participating Employers	Employees	Percentage of Total System	Employees	Percentage of Total System
03rd Circuit	18	10.5 %	27	8.4 %
Court of Appeals	14	8.2	19	5.9
36th District	8	4.7	17	5.3
06th Circuit	7	4.1	8	2.5
07th Circuit	4	2.3	4	1.2
16th Circuit	4	2.3	4	1.2
61st District	4	2.3	5	1.6
08th District	3	1.8	5	1.6
17th Circuit	3	1.8	4	1.2
22nd Circuit	3	1.8	4	1.2
All other	103	60.2	224	69.8
Total	171	100.0 %	321	100.0 %

STATISTICAL SECTION

<u>Ten Year History of Membership</u>
Fiscal Year Ended September 30



Source: Gabriel Roeder Smith & Co.

Schedule of Participating Employers through 9/30/13

Elected Offices
Supreme Court
Court Of Appeals
03rd Circuit Court
06th Circuit Court
07th Circuit Court
08th Circuit Court
09th Circuit Court
10th Circuit Court
13th Circuit Court
14th Circuit Court
16th Circuit Court
17th Circuit Court
18th Circuit Court
20th Circuit Court
21st Circuit Court
22nd Circuit Court
23rd Circuit Court
24th Circuit Court
27th Circuit Court
30th Circuit Court
32nd Circuit Court
34th Circuit Court
35th Circuit Court
36th Circuit Court
37th Circuit Court
38th Circuit Court
39th Circuit Court
40th Circuit Court
41st Circuit Court
57th Circuit Court
05th District Court
07th District Court
08th District Court
10th District Court
14th District Court
15th District Court
16th District Court
17th District Court
19th District Court
21st District Court
26th District Court
28th District Court
31st District Court
33rd District Court
36th District Court
39th District Court
40A District Court
41B District Court
44th District Court
48th District Court
52nd District Court
56A District Court
58th District Court
60th District Court
61st District Court
63rd District Court
64th District Court
65th District Court
66th District Court
67th District Court
68th District Court
70th District Court
71st District Court
76th District Court
77th District Court
78th District Court
81st District Court
82nd District Court
86th District Court
87th District Court
88th District Court
95th District Court
98th District Court
Bay County Probate Court
Berrien County Probate Court
Cass County Probate Court
Emmet County Probate Court
Gogebic County Probate Court
Huron County Probate Court
Iron County Probate Court
Isabella County Probate Court
Kalamazoo County Probate Court
Kent County Probate Court
Lake County Probate Court
Macomb County Probate Court
Monroe County Probate Court
Muskegon County Probate Court
Oscoda County Probate Court
Ottawa County Probate Court
Recorders Court
Washtenaw County Probate Court
Wayne County Probate Court
Wexford County Probate Court

ACKNOWLEDGMENTS

The *Michigan Judges' Retirement System Comprehensive Annual Financial Report* is prepared by Financial Services, Fiscal Management Division. Staff of the division for the fiscal year 2012-2013 report included:

Management:

Ronald W. Foss, Director
Cindy Peters, Accounting Manager
Julie Salman, Accounting Manager

Accountants:

Dan Harry
Erik Simmer
Carol Wheaton
Paula Webb

Technical and Support Staff:

Cecilia Anderson
Cristine Berns
Thomas Reese
Jamin Schroeder

Special thanks are also extended to the Office of Retirement Services personnel, accounting and support personnel throughout Financial Services, Investments Division of Treasury, Department of Community Health cashiering personnel, Office of the Auditor General, Gabriel Roeder Smith & Company and the staff at the Office of Financial Management. Preparation of this report would not have been possible without the efforts of these individuals.

The report may be viewed on-line at: www.michigan.gov/ors