Independent Auditor's Report and Financial Statements

December 31, 2019 and 2018



## December 31, 2019 and 2018

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### **Independent Auditor's Report**

Board of Trustees, Pension and Disability Committee and Plan Administrator Harris County Hospital District, d/b/a Harris Health System Houston, Texas

We have audited the accompanying financial statements of Harris County Hospital District Pension Plan (the Plan), which comprise the statements of fiduciary net position as of December 31, 2019 and 2018, and the related statements of changes in fiduciary net position for the years then ended, and the related notes to the financial statements.

### 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 audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. 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.



Board of Trustees, Pension and Disability Committee and Plan Administrator Harris County Hospital District, d/b/a Harris Health System Page 2

### **Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the fiduciary net position of the Plan as of December 31, 2019 and 2018, and the changes in fiduciary net position for the years then ended in accordance with accounting principles generally accepted in the United States of America.

#### Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and pension information as listed in the table of contents be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by 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.

BKD, LLP

Houston, Texas June 25, 2020

# Management's Discussion and Analysis (Unaudited) December 31, 2019, 2018 and 2017

As management of the Harris County Hospital District, d/b/a Harris Health System (the System), we offer readers of the financial statements of Harris County Hospital District Pension Plan (the Plan), this narrative overview and analysis of the financial activities of the Plan for the years ended December 31, 2019, 2018 and 2017.

### **Financial Highlights**

- Net position of the Plan as of December 31, 2019, 2018 and 2017, was \$737,321,640, \$634,715,986 and \$686,312,249, respectively. The net position is restricted for use for the payment of future employee pension benefits.
- The Plan's net position restricted for pensions increased \$102,605,654 for the year ended December 31, 2019, decreased \$51,596,263 for the year ended December 31, 2018, and increased \$91,911,076 for the year ended December 31, 2017.
- Contributions to the Plan are made solely by the employer, the System, as determined by the Plan's actuaries based on future obligations and required funding to meet those obligations. These contributions totaled \$33,620,964, \$30,984,159 and \$29,432,523 for the years ended December 31, 2019, 2018 and 2017, respectively.
- The Plan's total investment income (loss) in 2019, 2018 and 2017 was \$119,361,809, (\$35,426,000) and \$107,519,240, yielding a total return on investment of 17.4 percent, (5.4) percent and 17.9 percent, respectively. Investment income (loss) consists of interest, dividend income and net appreciation (depreciation) in the fair value of investments. In 2019 and 2017, the U.S. economic activity firmed and strengthened. In 2018, the Plan's fund performance reflected waning equity market momentum and a rise in volatility. A detail of the asset allocation for the years ended December 31, 2019, 2018 and 2017, was as follows:

<u>-</u>	2019	2018	2017
Domestic equities (common stocks)	31 %	28 %	33 %
International equities (common collective trust and mutual funds)	28	25	28
Fixed income investment (fixed income securities and mutual funds)	31	37	31
Hedge funds (common collective trusts)	5	5	4
REIT (common collective trusts)	5	5	4
Total =	100 %	100 %	100 %

- Benefit payments are the primary expense of the Plan. Such payments totaled \$47,367,499, \$44,712,323 and \$42,562,562 for the years ended December 31, 2019, 2018 and 2017, respectively.
- Other expenses of the Plan include administrative and investment management expenses, which totaled \$3,009,620, \$2,442,099 and \$2,478,125 for the years ended December 31, 2019, 2018 and 2017, respectively.

Management's Discussion and Analysis (Unaudited)
December 31, 2019, 2018 and 2017

### **Overview of the Financial Statements**

Our discussion and analysis is intended to serve as an introduction to the Plan's basic financial statements. The Plan's financial statements are composed of financial statements and notes to the financial statements. The financial statements consist of two statements: (1) statement of fiduciary net position and (2) statement of changes in fiduciary net position. These statements present information on all the Plan's assets and liabilities with the difference between the two reported as net position restricted for pensions. Over time, increases or decreases in net position restricted for pensions may serve as a useful indicator of whether the financial position of the Plan is improving or deteriorating. The statement of changes in fiduciary net position presents information showing how the Plan's net position restricted for pensions changed during the year. The notes provide additional information that is essential to a full understanding of the data provided in the financial statements.

### **Investment Policy**

The Plan's investment policy requires the Plan to maintain target asset allocation and ranges for the total fund. The asset allocation and ranges are as follows:

	Target	Range
Domestic equity	30 %	23-47 %
International equity	25	18-32
Fixed income	35	23-47
Hedge funds	5	3-7
Real estate funds	5	3-7
Total	100 %	

The Plan's investment policy was adhered to during the years ended December 31, 2019, 2018 and 2017.

#### **Fiduciary Net Position**

	 2019	2018	2017
Cash	\$ 71,020,176	\$ 2,315	\$ 9,003,172
Common stocks	228,649,993	176,272,421	220,057,617
Mutual funds	234,019,433	223,011,179	233,015,240
Collective investment trusts	156,794,368	131,091,693	131,279,029
Fixed income securities	102,093,614	95,178,961	84,034,860
Short-term investments	-	13,521,686	19,876,084
Receivables from accrued income and other	8,764,183	709,585	 708,488
	801,341,767	639,787,840	697,974,490
Liabilities from accrued expenses and other	 (64,020,127)	 (5,071,854)	 (11,662,241)
Net pension restricted for pensions	\$ 737,321,640	\$ 634,715,986	\$ 686,312,249

# Management's Discussion and Analysis (Unaudited) December 31, 2019, 2018 and 2017

### **Changes in Fiduciary Net Position**

	 2019	2018	2017
Beginning balance	\$ 634,715,986	\$ 686,312,249	\$ 594,401,173
Contributions	33,620,964	30,984,159	29,432,523
Investment income (loss)	119,361,809	(35,426,000)	107,519,240
Deductions	 (50,377,119)	 (47,154,422)	 (45,040,687)
	\$ 737,321,640	\$ 634,715,986	\$ 686,312,249

### **Economic Factors**

As a result of the spread of the COVID-19 coronavirus, there has been significant volatility in the investment markets both nationally and globally since February 29, 2020, resulting in an overall market decline in certain market segments which has resulted in a substantial decline in the Plan's investment portfolio. While the disruption is currently expected to be temporary, there is considerable uncertainty around the duration. The Plan expects this matter to negatively impact its financial condition and operating results. However, the related financial impact and duration cannot be reasonably estimated at this time.

#### **Request for Information**

This financial report is designed to provide a general overview of the Plan's finances. Questions about this report and requests for additional financial information should be directed to the Harris County Hospital District, d/b/a Harris Health System, Attention: Benefits Department, 2525 Holly Hall, Houston, Texas 77054.

# Statements of Fiduciary Net Position December 31, 2019 and 2018

	2019	2018		
Assets				
Cash	\$ 71,020,176	\$ 2,315		
Investments, At Fair Value				
Fixed income securities Mutual funds:	102,093,614	95,178,961		
Fixed income	124,486,412	130,204,507		
International equity	109,533,021	92,806,672		
Common stocks	228,649,993	176,272,421		
Collective investment trusts:				
International equity	90,603,729	68,636,786		
Multistrategy	33,197,534	30,964,730		
Real estate	32,993,105	31,490,177		
Short-term investments	<u>-</u>	13,521,686		
Total investments	721,557,408	639,075,940		
Receivables				
Due from broker for securities sold	7,806,496	-		
Accrued interest and dividends	957,687	709,585		
Total receivables	8,764,183	709,585		
Total assets	801,341,767	639,787,840		
Liabilities				
Accrued administrative expenses	897,726	557,821		
Due to broker for securities purchased	63,122,401	4,514,033		
Total liabilities	64,020,127	5,071,854		
Net position restricted for pensions	\$ 737,321,640	\$ 634,715,986		

## Statements of Changes in Fiduciary Net Position Years Ended December 31, 2019 and 2018

	2019	2018
<b>Employer Contributions</b>	\$ 33,620,964	\$ 30,984,159
Investment Income (Loss)		
Net appreciation (depreciation) in fair value of investments	102,791,387	(48,598,496)
Interest	4,544,167	2,822,727
Dividends	11,691,657	10,340,954
Other income	334,598	8,815
Total investment income (loss)	119,361,809	(35,426,000)
Total additions (loss)	152,982,773	(4,441,841)
Deductions		
Benefits paid to participants and beneficiaries	47,367,499	44,712,323
Administrative expenses	3,009,620	2,442,099
1	, ,	, ,
Total deductions	50,377,119	47,154,422
Net Increase (Decrease) in Net Position Restricted		
for Pensions	102,605,654	(51,596,263)
Net Position Restricted for Pensions, Beginning of Year	634,715,986	686,312,249
Net Position Restricted for Pensions, End of Year	\$ 737,321,640	\$ 634,715,986

# Notes to Financial Statements December 31, 2019 and 2018

### Note 1: Description of the Plan

The following description of Harris County Hospital District Pension Plan (the Plan) provides only general information. Participants should refer to the *Summary Plan Description* for more complete information, a copy of which is available from the Harris County Hospital District, d/b/a Harris Health System (the System).

#### General

The Plan is a noncontributory, single-employer defined-benefit pension plan covering all full-time employees of the System who meet the Plan's service requirements. As a governmental plan, it is exempt from the reporting and disclosure requirements of the *Employee Retirement Income Security Act of 1974* and follows the reporting requirements as dictated by the Governmental Accounting Standards Board.

In October 2006, the System Board of Trustees (Board) amended the Plan to close enrollment to new hires effective January 1, 2007. The amended plan offers employees hired prior to January 1, 2007, a choice to either (1) continue with their current pension plan or (2) elect to participate in the System's enhanced 401(k) retirement savings plan with a match, effective July 2007, of up to 5 percent of participant's compensation provided by the System. All new hires and rehires after December 31, 2006, are only eligible for the System's 401(k) retirement savings plan with a match up to 5 percent.

The Plan is administered by an administrative committee (the Committee) appointed by the Board of the System. The Committee comprises nine members who are responsible for administering the Plan under the terms that are established. The Board, as authorized in the *Plan Document*, approves amendments to the Plan. State Street (the Trustee) serves as trustee and custodian for the Plan.

#### **Contributions**

Contributions to provide benefits under the Plan are made solely by the System. The System makes annual contributions based on an actuarial valuation of the Plan. The actuarial recommended contribution includes normal cost, plus amortization of the expected unfunded liability, if any.

### **Pension Benefits**

Active employees with one or more years of service, who meet eligibility requirements are entitled to a monthly pension payment beginning at normal retirement age (65) equal to the benefit accrued based on compensation and years of service. The Plan permits early retirement at ages 55 to 64, provided 10 years of service has been completed. If employees terminate after

## Notes to Financial Statements December 31, 2019 and 2018

five years of service, they retain the right to vested benefits. Participants become 100 percent vested in their accrued benefits after five years of service. Each participant shall have a monthly benefit payable for life that is equal to the greater of (a) the number of years of service multiplied by 1.5 percent of the average monthly compensation (average base compensation received in the five highest consecutive calendar years out of the 10 complete calendar years prior to retirement) or (b) the accrued monthly retirement benefit determined as of January 1, 1989, plus the number of years of future service earned after January 1, 1989, multiplied by 1.5 percent of the average monthly compensation, subject to a minimum equal to the benefit earned under the Plan prior to the adoption of the sixth amendment as of September 30, 1991 (applies to non-highly compensated employees only). Monthly benefit payments are subject to a minimum based on the number of years of service multiplied by \$6 and a maximum provision permitted to be paid under Section 415 of the Internal Revenue Code (the IRC). Participants may also elect to receive their benefits in other optional forms.

If the present value of a terminating participant's vested benefit is \$1,000 or less, the benefit will automatically be paid in a lump sum. In 2019 and 2018, there were no lump-sum payments made to terminated participants.

### Death and Disability Benefits

If an active employee dies, a benefit equal to one-half of the normal pension benefit will be due to the spouse of the participant if the participant has attained 10 years of service. The beneficiary of a deceased retired participant is entitled to a lump-sum payment of \$5,000. If a participant becomes disabled, the participant will be paid 55 percent of his/her average monthly compensation, less 64 percent of the monthly primary social security benefit at the time of disability. Disability benefits will be paid during the participant's disability or until retirement age is reached, whichever is shorter.

### Plan Membership

Membership of the Plan consisted of the following as of January 1, 2019 and 2018, respectively:

	2019	2018
Inactive Plan members or beneficiaries currently		
receiving benefits	3,108	3,047
Inactive Plan members entitled to but not yet		
receiving benefits	1,349	1,344
Active Plan members	2,335	2,469
Total Plan members	6,792	6,860

# Notes to Financial Statements December 31, 2019 and 2018

## Note 2: Summary of Significant Accounting Policies

### Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting. The Plan applies the Governmental Accounting Standards Board pronouncements applicable to benefit plan accounting and reporting.

#### Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, disclosure of contingent assets and liabilities and the actuarial present value of accumulated Plan benefits at the date of the financial statements and changes therein. Actual results could differ from those estimates.

#### Risks and Uncertainties

The Plan utilizes various investment securities, including U.S. Government securities, corporate debt instruments, mutual funds, common stocks, collective investment trusts and real estate investment trusts. Investment securities, in general, are exposed to various risks, such as interest rate, credit risk, and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

The actuarial present value of accumulated Plan benefits is calculated based on economic and demographic assumptions, including investment return rates, inflation rates, salary increases, retirement ages and mortality rates. Due to uncertainties inherent in the estimations and assumptions processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

### Valuation of Investments and Income Recognition

Investments are reported at fair value. Quoted market prices, if available, are used to value investments. Mutual funds, including short-term investments, are valued at the net asset value (NAV) of shares held by the Plan at year-end. Common stocks are valued at the closing price reported on the active market on which the individual securities are traded. Fixed income securities are valued on the basis of yields currently available on comparable securities of issuers with similar credit ratings. Units of collective investment trusts are stated at fair value as determined by the fund manager based on the fair value of the underlying investments

## Notes to Financial Statements December 31, 2019 and 2018

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) in fair value of investments includes the Plan's gains and losses on investments bought and sold, as well as held during the year.

Certain management fees and operating expenses charged to the Plan for investments in mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a reduction of investment return for such investments.

### Administrative Expenses

All administrative expenses incurred in the operation of the Plan are paid by the Plan as provided in the *Plan Document*. The System provides accounting and certain other administrative services to the Plan at no charge.

### Payment of Benefits

Benefit payments to participants are recorded upon distribution.

#### Note 3: Investments

The fair value of investments as of December 31, 2019 and 2018, is presented in the following table:

	2019	2018
Common stocks	\$ 228,649,993	\$ 176,272,421
Mutual funds	234,019,433	223,011,179
Collective investment trusts	156,794,368	131,091,693
Fixed income securities	102,093,614	95,178,961
Short-term investments	 <u> </u>	 13,521,686
Total	\$ 721,557,408	\$ 639,075,940

The Plan categorizes its fair value measurements within the fair value hierarchy established by GAAP. The hierarchy is based on the valuation inputs used to measure fair value of the assets. Level 1 are quoted prices in an active market for identical assets, Level 2 are significant other observable inputs and Level 3 are significant unobservable inputs.

# Notes to Financial Statements December 31, 2019 and 2018

The mutual funds held by the Plan are actively traded and valued at the daily closing price as reported by the fund and are disclosed as investments in Registered Investment Companies. The collective investment trusts held by the Plan are valued at NAV of the respective investments as a practical expedient to estimate fair value. This practical expedient would not be used if it is determined to be probable that the investment will be sold for an amount different from the reported NAV.

The following is a summary of the hierarchy of the fair value of investments of the Plan as of December 31, 2019 (in thousands):

	Fair Value Measurement Using						
	ir Ma Ic	Quoted Prices  Active  Irkets for  Identical  Assets  Level 1)	rices Active Significan kets for Other entical Observable ssets Inputs				
Debt securities:							
U.S. Treasury securities	\$	-	\$	56,123	\$	56,123	
Asset backed		-		5,203		5,203	
Agencies		-		8,987		8,987	
Commercial mortgage-backed securities		-		5,143		5,143	
Corporate bonds		-		21,747		21,747	
Mortgages Municipals		-		3,833 1,058		3,833 1,058	
Fixed income mutual funds		124,486		1,036		124,486	
Total debt securities		124,486		102,094		226,580	
Equity securities:							
Domestic		228,650		_		228,650	
International		109,533				109,533	
Total equity securities		338,183		0		338,183	
Short-term investment funds		0		0		0	
Total investments by fair value level	\$	462,669	\$	102,094		564,763	
Collective investment trusts measured at the NAV practical expedient:							
International equity						90,604	
Hedge funds - multistrategy						33,197	
Real estate						32,993	
Total investments at NAV					-	156,794	
Total investments measured at fair value					\$	721,557	

# Notes to Financial Statements December 31, 2019 and 2018

The following is a summary of the hierarchy of the fair value of investments of the Plan as of December 31, 2018 (in thousands):

	Fair Value Measurement Using						
	ir Ma Io	Quoted Prices n Active arkets for dentical Assets Level 1)	Significant r Other Observable Inputs (Level 2)			December 31, 2019, Total	
Debt securities:							
U.S. Treasury securities	\$	-	\$	47,138	\$	47,138	
Asset backed		-		4,315		4,315	
Agencies		-		5,021		5,021	
Commercial mortgage-backed securities Corporate bonds		-		4,353 27,966		4,353 27,966	
Mortgages		-		5,502		5,502	
Municipals		_		883		883	
Fixed income mutual funds		130,205				130,205	
Total debt securities		130,205		95,178		225,383	
Equity securities:							
Domestic		176,272		-		176,272	
International		92,807		-		92,807	
Total equity securities		269,079		0		269,079	
Short-term investment funds		13,522		0		13,522	
Total investments by fair value level	\$	412,806	\$	95,178		507,984	
Collective investment trusts measured at the NAV practical expedient: International equity Hedge funds - multistrategy						68,637 30,965	
Real estate						31,490	
Total investments at NAV						131,092	
Total investments measured at fair value					\$	639,076	

### Investments Measured Using the NAV per Share Practical Expedient

The following table summarizes investments for which fair value is measured using the NAV per share practical expedient as of December 31, 2019 and 2018. There are no participant redemption restrictions for these investments; the redemption notice period is applicable only to the Plan.

## Notes to Financial Statements December 31, 2019 and 2018

	Fa	air Value	Unfunded Commitments	Redemption Frequency (If Currently Eligible)	Redemption Notice Period
December 31, 2019 (in thousands):					
International equity	\$	90,604	None	Daily	None
Hedge funds - multistrategy		33,197	None	Monthly	95 days
Real estate		32,993	None	Quarterly	45 days
Total investments at NAV	\$	156,794			
December 31, 2018 (in thousands):					
International equity	\$	68,637	None	Daily	None
Hedge funds - multistrategy		30,965	None	Monthly	95 days
Real estate		31,490	None	Quarterly	45 days
Total investments at NAV	\$	131,092			

For collective investment trusts that are measured at NAV per share, the valuation provided by the fund manager is used. All partnerships provide audited financial statements, along with unaudited quarterly reports.

International equity - The trust's investment is an international equity and the investment objective is to seek long-term capital appreciation above the MSCI All Country World Ex-U.S. Investable Market Index (net), by investing at least 80 percent of its total assets in a diversified portfolio of common stocks and in securities convertible into, exchangeable for or having the right to buy such common stocks that issued by companies of all sizes domiciled outside the United States.

Hedge funds - multistrategy - This type invests in hedge funds that pursue multiple strategies to diversify risks and reduce volatility, primarily through limited partnerships. The fund is organized by investing substantially all assets through a master feeder structure and may use a wide range of investment strategies.

Real estate - This type invests in institutional quality real estate private equity funds to provide income, low-correlation to other investments and a hedge against inflation.

During the Plan years ended December 31, 2019 and 2018, the Plan's investments (including investments bought, sold and held during the Plan year) appreciated and depreciated in value by \$102,791,387 and (\$48,598,496), respectively, as follows.

# Notes to Financial Statements December 31, 2019 and 2018

	2019			2018		
Common stocks	\$	49,585,942	\$	(8,416,571)		
Mutual funds		28,913,900		(29,365,821)		
Collective investment trusts		24,291,545		(10,816,104)		
Total	\$	102,791,387	\$	(48,598,496)		

### Note 4: Investment Risk Disclosures

### Investment Policy

Substantially all of the Plan's investments are held by the Trustee. The Committee authorizes various portfolio managers to manage investments within the guidelines of the Plan's statement of investment policy (the Policy) set forth by the Committee. The Policy mandates a diversified portfolio, which includes investments in collective investment trusts, fixed income securities and equity securities. The GAAP requires disclosure of common deposit and investment risks, including credit risk, concentration of credit risk, custodial credit risk, interest rate risk and foreign currency risk of investments.

The Policy in regard to the allocation of invested assets is established and may be amended by the System's Board of Trustees by a majority vote of its members. It is the policy of the Plan Board to pursue an investment strategy that reduces risk through the prudent diversification of the portfolio across a broad selection of distinct asset classes. The Policy discourages the use of cash equivalents, except for liquidity purposes and aims to refrain from dramatically shifting asset class allocations over short time spans. The following was the Board of Trustee's adopted asset allocation as of December 31, 2019 and 2018:

Asset Class	2019 Target Allocation	2018 Target Allocation
International equity	25 %	25 %
Fixed income	35	35
Domestic equity	30	30
Hedge funds	5	5
Real estate funds		5_
	%	100 %

# Notes to Financial Statements December 31, 2019 and 2018

### Money-weighted Rate of Return

For the years ended December 31, 2019 and 2018, the annual money-weighted rate of return on pension plan investments, net of pension investment expenses, was 18.71 percent and (5.56) percent, respectively. The money-weighted rate of return expresses investment performance, net of investment expense, adjusted for the changing amounts actually invested.

#### Credit Risk and Concentration of Credit Risk

Credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. The Policy establishes minimum acceptable credit ratings for certain investment instruments. Fixed income investment managers are expected to invest in a well-diversified mix of debt instruments, including U.S. Treasury, agency, mortgage-backed, asset-backed, corporate, Eurodollar and Yankee issue. The Core Plus Fixed Income Investment manager may also invest in derivative instruments such as options, future contracts or swap agreements. With the exception of the U.S. Treasury and its agencies, no more than 5 percent of the market value of the portfolio should be invested in the securities of a single issuer. No more than 15 percent of the Fixed Income Investment Manager's portion of the Plan or one hundred 20 percent of the benchmark's allocation, whichever is greater, shall be rated less than "A" quality. Bonds of foreign issuers are permitted to comprise up to 30 percent of a Fixed Income Investment Manager's portfolio. The duration of the portfolio is expected to be within 50 percent of the index's duration. Guidelines for diversification and risk tolerance are detailed within the Policy. Additionally, the Policy includes specific investment strategies for fund groups that address each group's investment options and describes the priorities for suitable investments. The GAAP does not require disclosure of U.S. Government obligations explicitly guaranteed. As of December 31, 2019 and 2018 below are the Plan's fixed income investments, excluding U.S. Government obligations, at fair value:

		2019	)	2018			
Security Type	Fair Value		Quality	Fair Value		Quality	
Fixed income securities:							
Asset backed	\$	5,202,610	AA+	\$	4,315,331	AA+	
Agencies		8,987,084	AAA		5,021,363	AAA	
Commercial mortgage-backed							
securities		5,143,276	AAA		4,353,286	AAA	
Mortgages		3,832,896	A+		5,501,737	A+	
Corporate		21,746,975	A-		27,966,411	A-	
Municipal		1,057,798	AA+		882,420	AA+	
Mutual funds		124,486,412	A-		130,204,507	A-	
Total	\$	170,457,051		\$	178,245,055		

## Notes to Financial Statements December 31, 2019 and 2018

Concentration of credit risk is the risk of loss attributed to the magnitude of an investment in a single issuer. The System mitigates these risks by emphasizing the importance of a diversified portfolio. All funds must be sufficiently diversified to eliminate the risk of loss resulting from overconcentration of assets in a specific maturity, a specific issuer or a specific class of securities. In particular, no more than 5 percent of an equity portfolio may be invested in a single company without consent of the Committee. Holdings in any one industry or sector are not to exceed 30 percent of the portfolio market value. No more than 20 percent of the portfolio may be invested in cash equivalents and fixed income securities with fixed income securities not exceeding 15 percent. Concentration by issuer for other investment instruments is limited to 5 percent. The Policy does specify that acceptable investment instruments must have high-quality credit ratings and, consequently, risk is minimal.

As of December 31, 2019 and 2018, the Plan did not hold more than 5 percent of assets in any single issuer other than mutual funds, U.S. Government obligations, collective investment trusts or obligations of U.S. Government chartered entities.

The Plan maintained no investments in derivatives as of December 31, 2019 and 2018.

#### Custodial Credit Risk

Custodial credit risk for deposits is the risk that, in the event of failure of a depository financial institution, the Plan will not be able to recover its deposits or will not be able to recover collateral securities that are in possession of an outside party. The custodial credit risk for investments is the risk that, in the event of the failure of the counterparty to a transaction, the Plan will not be able to recover the value of its investment or collateral securities that are in possession of another party.

The Plan does not have a formal policy for custodial credit risk. As of December 31, 2019 and 2018, all investments are held in a nominee name of the custodian for the benefit of the Plan.

#### Interest Rate Risk

All investments carry the risk that changes in market interest rates will adversely affect the fair value of an investment. Generally, the longer the maturity of an investment, the greater is the sensitivity of its fair market value to changes in market interest rates. The Plan does not have a formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from changing interest rates. Interest rate risk is limited by the short-term nature of the investments.

As of December 31, 2019 and 2018, the Plan had the following investments in its fixed income accounts.

# Notes to Financial Statements December 31, 2019 and 2018

		201	19	2018				
Security Type	Fair Value		Weighted- average Maturity in Years		Fair Value	Weighted- average Maturity in Years		
Fixed income securities:								
Asset backed	\$	5,202,610	5.8	\$	4,315,331	6.45		
Agencies		8,987,084	4.63		5,021,363	4.97		
Commercial mortgage-backed								
securities		5,143,276	8.28		4,353,285	7.32		
Mortgages		3,832,896	2.4		5,501,737	3.25		
Corporate		21,746,975	4.7		27,966,411	4.53		
Municipal		1,057,798	8.06		882,420	7.3		
U.S. Treasury		56,122,975	4.74		47,138,414	5.68		
Mutual funds		124,486,412	6.82		130,204,507	7.24		
Total	\$	226,580,026		\$	225,383,468			

### Foreign Currency Risk

Foreign currency risk is the risk that fluctuations in the exchange rate will adversely affect the value of investments denominated in a currency other than the U.S. dollar.

The Plan holds investments in collective investment trusts and mutual funds that are invested in international equities. These investments are denominated in U.S. dollars and accounted for at fair value. The Plan has no exposure to foreign currency fluctuations.

## Note 5: Net Pension Liability of the System

The components of the net pension liability of the System as of December 31, 2019 and 2018, were as follows (in thousands):

	 2019	2018		
Total pension liability Plan net position restricted for pensions	\$ 962,260 737,322	\$	914,616 634,716	
System net pension liability	\$ 224,938	\$	279,900	
Plan net position restricted for pensions as a percentage of the total pension liability	76.62%		69.40%	

# Notes to Financial Statements December 31, 2019 and 2018

### Actuarial Assumptions

The total pension liability was determined by an actuarial valuation as of December 31, 2019 and 2018, using the following actuarial assumptions:

	2019	2018
Actuarial cost method	Entry age normal	Entry age normal
Inflation	2.5%	2.5%
Postretirement benefit increase		
Investment rate of return - net of expenses	6.75%	7.0%
Projected salary increases (ultimate rate)	3.0%	3.0%
Assumed retirement age	Various retirement age rates were	Various retirement age rates were
	assumed for ages 55 through 70	assumed for ages 55 through 70
Mortality rate:	Healthy:	Healthy:
·	Pri-2012 Total Dataset Mortality Table, with generational mortality improvement projected after year 2012 using Scale MP-2019	RP-2014 Total Dataset Mortality Table adjusted to 2006, with generational mortality improvement projected after year 2006 using Scale MP-2018
	Disabled:	Disabled:
	Pri-2012 Disability Mortality Table, with generational mortality improvement projected after year 2012 using Scale MP-2019	RP-2014 Disability Mortality Table adjusted to 2006, with generational mortality improvement projected after year 2006 using Scale MP-2018
	Mortality improvement: The mortality tables include fully generational mortality improvement projected after year 2012 using Scale MP-2019	Mortality improvement: The mortality tables include fully generational mortality improvement projected after year 2006 using Scale MP-2018

The long-term expected rate of return on pension plan investments was determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. Best estimates of arithmetic real rates of return for each major asset class included in the Plan's target asset allocation as of December 31, 2019 and 2018(see the discussion of the Plan's investment policy), are summarized in the following table:

	2019	2018
Asset class:		
Domestic equity - large cap	8.08 %	8.30 %
Domestic equity - small cap	8.85	9.20
International equity	8.66	8.71
Fixed income	5.30	5.72
Hedge funds	7.45	7.48
Real estate	7.06	7.01

# Notes to Financial Statements December 31, 2019 and 2018

#### **Discount Rate**

The discount rate used to measure the total pension liability was 6.75 percent and 7.0 percent for 2019 and 2018, respectively. The projection of cash flows used to determine the discount rate assumed that employer contributions will be made at rates equal to the actuarially determined contribution rates. Based on those assumptions, the Plan's net position restricted for pensions was projected to be available to make all projected future benefit payments of current Plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability. The foregoing actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated Plan benefits.

### Sensitivity of the Net Pension Liability to Changes in the Discount Rate

The following represents the net pension liability calculated using the stated discount rate, as well as what the net pension liability would be if it were calculated using a discount rate that is one percentage point lower or one percentage point higher than the current rate:

System Net Pension Liability	1% Decrease (5.75%)			nt Discount te (6.75%)	1% Increase (7.75%)	
			(In	Thousands)		
December 31, 2019	\$	336,862	\$	224,938	\$	129,720
Contain Nat Banaian Liability	19/ Da	orosso (6º/)		nt Discount	1%	Increase (8%)
System Net Pension Liability	1% DE	ecrease (6%)	K	ate (7%)		(0 70)
			(In	Thousands)		
December 31, 2018	\$	386,811	\$	279,900	\$	188,999

#### Note 6: Tax Status

The Plan has received a determination letter from the Internal Revenue Service dated June 10, 2014, stating that the Plan and related trust, as then designed, were in compliance with the applicable requirements of the IRC and therefore not subject to tax. The Plan Administrator believes that the Plan and related trust are currently designed and being operated in compliance with the applicable requirements of the IRC.

## Notes to Financial Statements December 31, 2019 and 2018

### Note 7: Related-party Transactions

Certain Plan investments are managed by State Street, which is the trustee and custodian as defined by the Plan. Fees incurred by the Plan for the investment management services are included in net appreciation (depreciation) in fair value of the investment, as they are paid through revenue sharing, rather than a direct payment. Actuarial fees paid by the Plan were \$111,631 and \$78,575 for the years ended December 31, 2019 and 2018, respectively. The System provides certain administrative services at no cost to the Plan.

#### Note 8: Plan Termination

Although it has not expressed any intention to do so, the System has the right under the Plan, in certain circumstances, to discontinue contributions to the Plan and to terminate the Plan. In the event that the Plan is terminated, the net position of the Plan will be allocated generally to provide the following benefits in the order indicated:

- Benefits due to participants who have reached the age of 65 and to beneficiaries of deceased participants
- Benefits due to participants qualified for early retirement, as defined by the Plan
- Benefits due to other participants in proportion to the actuarial value of their accumulated benefits

In the event the assets are not sufficient to carry out any of the foregoing purposes in full, the allocations to the accounts of individuals thereunder shall be made in the proportion that the assets available bear to the assets required to carry out the purpose in full.

### **Note 9: Subsequent Events**

As a result of the spread of the COVID-19 coronavirus, there has been significant volatility in the investment markets both nationally and globally since February 29, 2020, resulting in an overall market decline in certain market segments which has resulted in a substantial decline in the Plan's investment portfolio. While the disruption is currently expected to be temporary, there is considerable uncertainty around the duration. The Plan expects this matter to negatively impact its financial condition and operating results. However, the related financial impact and duration cannot be reasonably estimated at this time.

Required Supplementary Information (Unaudited)

## Schedule of Changes in Net Pension Liability and Related Ratios – Unaudited Last 10 Fiscal Years (For Which Information is Available)

## Years Ended December 31, 2019 Through 2015

(Dollar Amounts in Thousands)

	2019	2018	2017	2016	2015
Total pension liability:					
Service cost	\$ 8,057	\$ 8,280	\$ 6,803	\$ 7,232	\$ 7,795
Interest	63,183	60,495	61,427	59,397	57,482
Changes of benefit terms: Difference between expected and actual					
experience	243	8,000	1,718	(4,063)	4,637
Changes of assumptions	23,528	15,748	10,709	-	-
Benefit payments	 (47,367)	 (44,712)	 (42,563)	 (40,178)	 (44,023)
Net change in total pension liability	47,644	47,811	38,094	22,388	25,891
Total pension liability - beginning	 914,616	 866,805	 828,711	 806,323	 780,432
Total pension liability - ending	 962,260	 914,616	 866,805	 828,711	 806,323
Plan net position restricted for pensions:					
Contributions - employer	33,621	30,984	29,433	32,693	31,759
Net investment income (loss)	119,362	(35,426)	107,519	39,529	(4,891)
Benefit payments	(47,367)	(44,712)	(42,563)	(40,178)	(44,023)
Administrative expenses	 (3,010)	 (2,442)	 (2,478)	 (2,360)	 (2,389)
Net change in plan net position					
restricted for pensions	102,606	(51,596)	91,911	29,684	(19,544)
Plan net position restricted for pensions - beginning	 634,716	 686,312	 594,401	 564,717	 584,261
Plan net position restricted for pensions - ending	 737,322	 634,716	 686,312	 594,401	 564,717
System net pension liability - ending	\$ 224,938	\$ 279,900	\$ 180,493	\$ 234,310	\$ 241,606
Plan net position restricted for pensions as a percentage of the total pension liability	76.62%	69.40%	79.18%	71.73%	70.04%
Covered payroll	\$ 163,835	\$ 169,885	\$ 173,272	\$ 182,060	\$ 197,360
System net pension liability as a percentage of covered payroll	137.30%	164.76%	104.17%	128.70%	122.42%

#### Notes to schedule:

Changes of assumptions - In 2014, amounts reported as changes of assumptions resulted primarily from adjustments to assumed life expectancies as a result of adopting the RP-2014 Bottom Quartile Mortality Tables with generational mortality improvement projected after 2014 with 50 percent of Scale MP-2014 for purposes of developing mortality rates. In 2017 and 2018, amounts reported as changes of assumptions resulted from adjustments to the discount rate or investment rate of return. In 2019, amounts reports as changes of assumptions resulted from adopting the Pri-2012 Total Dataset Mortality Tables and adjustments to investment rate of return.

Schedule of Investment Returns – Unaudited
Last 10 Fiscal Years (For Which Information is Available)
Years Ended December 31, 2019 Through 2015

	2019	2018	2017	2016	2015
Annual money-weighted rate of return, net of	18.71%	(5.56)%	17.93%	6.65%	(1.19)%
investment expense					

## Schedule of Employer Contributions – Unaudited Last 10 Fiscal Years Years Ended December 31, 2019 Through 2010 (Dollar Amounts in Thousands)

	Det	tuarially ermined tribution	Actual Annual ontribution	Actual Annual Contribution as a Percentage of Actuarially Determined Contribution		Contributions as a Percent of Covered Payroll	
Plan year ended:							
December 31, 2019	\$	33,621	\$ 33,621	100 %	\$	163,835	21 %
December 31, 2018		30,984	30,984	100		169,885	18
December 31, 2017		29,433	29,433	100		173,272	17
December 31, 2016		32,693	32,693	100		182,060	18
December 31, 2015		31,759	31,759	100		197,360	16
December 31, 2014		31,292	31,292	100		210,728	15
December 31, 2013		33,959	33,959	100		220,398	15
December 31, 2012		27,486	27,486	100		229,056	12
December 31, 2011		23,657	23,657	100		241,076	10
December 31, 2010		25,219	25,219	100		250,454	10

# Notes to Required Supplementary Information - Unaudited Year Ended December 31, 2019

(Dollar Amounts in Thousands)

The information on the required supplementary information was computed as part of the actuarial valuations at the dates indicated.

Additional information as of the latest actuarial valuation is as follows:

Valuation date December 31, 2019 Actuarial cost method Entry age normal

Amortization method Level dollar amortization of unfunded liabilities

Asset valuation method Market value Inflation 2.50% Salary increase (ultimate rate) 3.00%

Investment rate of return

Mortality

Healthy:

6.75%

Pri-2012 Total Dataset Mortality Table, with generational mortality improvement projected after year 2012 using

Scale MP-2019

Disabled:

Pri-2012 Disability Mortality Table, with generational mortality improvement projected after year 2012 using Scale MP-2019

Mortality Improvement:

The mortality tables include fully generational mortality improvement projected after year 2012 using Scale MP-2019