

Employees' Retirement System of Baltimore County, Maryland

COMPREHENSIVE ANNUAL FINANCIAL REPORT

A Pension Trust Fund of Baltimore County

For the Fiscal Years Ended June 30, 2013 and 2012



**COMPREHENSIVE ANNUAL
FINANCIAL REPORT OF THE
EMPLOYEES' RETIREMENT SYSTEM
OF BALTIMORE COUNTY**

**FOR THE YEARS ENDED
JUNE 30, 2013 AND 2012**

**A PENSION
TRUST FUND OF
BALTIMORE COUNTY
MARYLAND**

Prepared By:
Office of Budget and Finance

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***INTRODUCTORY
SECTION***



Government Finance Officers Association

**Certificate of
Achievement
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Presented to

**Baltimore County
Maryland**

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended

June 30, 2012

Executive Director/CEO

INTRODUCTORY SECTION

EMPLOYEES' RETIREMENT SYSTEM OF BALTIMORE COUNTY



Letter of Transmittal

The Board of Trustees
Employees' Retirement System of Baltimore County
Towson, Maryland 21204

December 16, 2013

The Comprehensive Annual Financial Report of the Employees' Retirement System of Baltimore County, Maryland (the "System") for the year ended June 30, 2013 (FY 2013), is submitted herewith. The System is a Pension Trust Fund included in the financial statements of Baltimore County, Maryland. The System administration is responsible for the accuracy and fairness of the information contained in this report. To the best of our knowledge and belief, the enclosed data are accurate in all material respects and are reported in a manner designed to present fairly the plan net position and changes in plan net position of the System in conformity with accounting principles generally accepted in the United States of America.

Generally accepted accounting principles require management to provide a narrative introduction, overview, and analysis to accompany the basic financial statements in the form of Management's Discussion and Analysis (MD&A). This letter of transmittal is designed to complement the MD&A and should be read in conjunction with it. The MD&A may be found immediately following the report of the independent auditors.

Plan History. The System, a defined benefit plan, was established January 1, 1945 by County ordinance. The authority to establish and maintain the System is specified in Section 5-1-101 of the Baltimore County Code. Membership in the System is open to employees in both the classified and unclassified service of Baltimore County, and employees of the Baltimore County Revenue Authority, the Baltimore County Board of Education, the Baltimore County Board of Library Trustees and the Community College of Baltimore County who are not eligible to participate in the Maryland State Retirement and Pension Systems. Direct appointees of the Governor of Maryland, temporary employees and employees for whom there are existing pension provisions are excluded. System membership is compulsory for general County classified employees after two years of service. Immediate membership is mandatory for police officers and firefighters as a condition of employment. Membership is optional for part-time employees.

Benefits and Services Provided. The System provides normal service retirement and discontinued service retirement benefits for members who attain the age and service requirements. Coverage for occupational disability benefits is immediate upon entry into the System. Disability benefits for non-occupational related injury or illness are provided to vested members. Members hired prior to July 1, 2007 are vested after five years of creditable service. Members hired on or after July 1, 2007 are vested after ten years of creditable service. Ordinary Disability benefits are provided to Police Officers and Firefighters after five years of creditable service if hired prior to July 1, 2007, and after ten years of creditable service for all other members. Occupational death benefits are provided upon membership for any member whose death results from an injury occurring in the actual performance of their job.

— INTRODUCTORY SECTION —

Letter of Transmittal, continued

Post-Retirement Cost-of-Living Adjustments (COLAs) are granted annually to members who have been retired for more than 60 months, provided sufficient excess investment earnings exist in the Post Retirement Increase Fund. For active members who select the DROP program, the eligibility period to receive COLAs in the DROP remains a minimum of 12 months. Once the member actually retires, the eligibility period for a post-retirement COLA is a minimum of 48 months. Beginning July 1, 2010, a member hired prior to July 1, 2007 must have 20 years of creditable service to qualify for COLAs. A member hired on or after July 1, 2007 must have 25 years of creditable service to qualify for COLAs.

The staff makes benefit presentations at new employee orientations.

INVESTMENT PERFORMANCE

The System investment portfolio, net of fee return was 10.5% in FY 2013 and 1.1% in FY 2012. The Comparative Balanced Index was 9.4% and 0.8% respectively, for the same periods.

FUNDING STATUS

For actuarial valuation purposes, returns were smoothed over a ten-year period. The actuarially determined target investment return is a long-term target and significant deviations from this target can be expected. The actuarial cost method applied is projected unit credit. The funded status for FY 2012 and FY 2011 was 78.7%, and 77.3%, respectively, based on the latest available actuarial reports. The increase is primarily due to the contribution of the net proceeds from the Pension Obligation Bonds, which was partially offset by experience losses.

INVESTMENT STRATEGIES

Under the experienced direction of its Board of Trustees, the System plans to continue maximizing investment returns while maintaining an acceptable level of risk. The System will continue to invest assets domestically as well as internationally in an effort to maintain an appropriate balance.

During FY 2013, the Trustees conducted an annual asset allocation review. The review confirmed that the existing investment allocation remained appropriate and no changes were made to the target allocations. Three new private equity commitments were made. The Board implemented these changes to better meet the System's long-term risk and return objectives.

MAJOR ISSUES AND INITIATIVES

LEGISLATIVE AND ADMINISTRATIVE CHANGES

Separate Plans:

On October 15, 2012, the County Council passed Bill No. 65-12 that formally closed the System for members hired prior to July 1, 2007, now known as members of "Plan A". Members hired on or after July 1, 2007 are considered members of "Plan B". Plan A and Plan B are unitized plans of the Employees' Retirement System, "The System."

Reduction in Valuation Rate and Pension Obligation Bond Issuance Effective July 10, 2012:

On July 10, 2012, the Board of Trustees of the Employee Retirement System reduced the valuation rate from 7.875% to 7.25%, which increased the present value of the liabilities of the System by approximately \$275 million as calculated by the County's actuary. Under Maryland State law, the County has the authority to issue pension obligation bonds for a closed plan. Of the \$275 million increase, the actuary attributed \$255 million of this increase to the closed plan (Plan A). On December 13, 2012, the County issued \$256,290,000, including issuance costs and underwriters discount, of taxable general obligation bonds at a true interest cost of 3.43% to pay for the increased liabilities of the closed plan and deposited the bond proceeds into the County's retirement system to be invested alongside other funds in the System. The annual County contribution to the System plus debt service on the Bonds is expected to be less than what the annual County contribution would have been in the absence of the Bonds.

— INTRODUCTORY SECTION —

Letter of Transmittal, continued

MAJOR ISSUES AND INITIATIVES, continued

Contributions:

On October 15, 2012, the County Council passed Bill No. 65-12 that increased the rate of regular contribution for Correctional Officers hired on or after July 1, 2011 from 8% to 10% of earnable compensation, retroactive to July 1, 2011.

On May 13, 2013, the County Council passed Bill No. 28-13 that increased the rate of regular contribution for Police Supervisory Management and Confidential (SMC) employees, hired before July 1, 2012 by an additional 1% of earnable compensation, applied retroactively to July 1, 2012. For Police SMC hired on or after July 1, 2012, the contribution rate will be 10% of earnable compensation applied retroactively to July 1, 2012. Beginning January 1, 2013, Police SMC earned sick leave at the rate of 11 days per year instead of 15 days. Beginning January 1, 2015, Police SMC will earn 1 month of membership service for 16 days of unused sick leave instead of the current 22 days.

Data Processing:

The System entered into a contract with CPAS Systems, Inc. to replace the current pension administration software system with a system that is highly configurable and provides full support for the County's defined benefit plan. The scope of this project includes a comprehensive retirement and pension administration software application that is web based for self-service access. Implementation took place on August 1, 2013.

Governmental Accounting Standards Board (GASB) Statement No. 63— New Implementation:

For the year ended June 30, 2013, the System adopted Statement No. 63 of the Governmental Accounting Standards Board "Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position." This Statement amends the net asset reporting requirements in Statement No. 34, *Basic Financial Statements—and Management's Discussion and Analysis—for State and Local Governments*, and other pronouncements by incorporating deferred outflows of resources and deferred inflows of resources into the definitions of the required components of the residual measure and by renaming that measure as net position, rather than net assets. The System implemented these changes by replacing "net assets" with "net position" in its financial statements and applicable schedules.

FINANCIAL INFORMATION

Accounting System. The System's financial statements have been prepared using the economic resources measurement focus and the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. Accordingly, contributions and investment income are recorded when earned regardless of the date of collection and benefits and other expenses are recorded when liabilities are incurred regardless of when payment is made.

Internal Control. In developing and evaluating the accounting system, consideration is given to the adequacy of internal accounting controls. Internal accounting controls are designed to provide reasonable, but not absolute, assurance regarding the safeguarding of assets against loss from unauthorized use or disposition and the reliability of financial records for preparing financial statements and maintaining accountability for assets. The concept of reasonable assurance recognizes that the cost of a control should not exceed the benefits likely to be derived; and the evaluation of cost and benefits requires estimates and judgments by management. All internal control evaluations occur within this framework. Management believes the System's internal accounting controls adequately safeguard assets and provide reasonable assurance of proper recording of financial transactions.

— INTRODUCTORY SECTION —

Letter of Transmittal, continued

Investments. As provided in Article 5, Title 1 of the Baltimore County Code, the Board of Trustees is empowered to invest the System's assets utilizing the "prudent person" standard and to take appropriate action regarding the investment, management and custodianship of plan assets. The investment responsibilities include establishing reasonable investment objectives, developing investment policy guidelines, selecting investment managers and evaluating performance results to ensure adherence to guidelines and the achievement of objectives.

The Board of Trustees has carefully exercised these responsibilities by diversifying the assets into stocks (domestic and foreign), fixed income securities, private equity funds, real estate funds, global asset allocation funds, hedge fund of funds and real assets (i.e. commodities). The Board of Trustees recognizes that the objective of a sound and prudent policy is to produce investment results which will preserve the System's assets and to maximize the earnings of the System consistent with its long-term needs.

A pension investment consultant has been appointed to advise and consult with the Board of Trustees and the System staff, prepare recommendations on investment policies, investment management structure and asset allocation, and to monitor and evaluate the performance of the investment managers and the asset custodian. For the fiscal year ended June 30, 2013, the System portfolio rate of return was 10.7% gross of fees. The System had an annualized rate of return of 11.0% over the past three years, and an annualized rate of return of 5.6% over the past five years.

Administration. As provided in Section 5-1-238 of the Baltimore County Code, the general administration of the System is vested in the Director of Budget and Finance of Baltimore County. The Director has the responsibility to implement policies of the Board of Trustees as they pertain to the System and to ensure the System operates within the guidelines as set forth in those policies.

Funding. A pension plan is considered adequately funded when sufficient assets are available to meet all expected future obligations to participants. The System funding objective is to meet long-term benefits through annual employer contributions that remain approximately level as a percentage of covered payrolls. The greater the level of funding, the larger the ratio of assets accumulated to the actuarial accrued liability and the greater the level of investment potential. The advantage of a well-funded plan is that participants are confident that sufficient assets are available for the payment of current and future member benefits. The County's commitment to provide a financially sound retirement System for its members is illustrated on two schedules contained in the required supplementary information of the Financial Section of this report.

OTHER INFORMATION

Independent Audit. The County has contracted with a firm of independent certified public accountants to audit the System's financial statements. The independent auditors' report is contained herein.

Professional Services. The Board of Trustees has appointed an actuary, a pension investment consultant, an asset custodian, a medical board and numerous investment managers to provide services to the System. The list of professionals which provide services to the System is found on Pages 8 through 10.

Certificate of Achievement. The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the Employees' Retirement System of Baltimore County for its comprehensive annual financial report for the fiscal year ended June 30, 2012. This was the nineteenth consecutive year that the System has achieved this prestigious award. In order to be awarded a Certificate of Achievement, a government must publish an easily readable and efficiently organized comprehensive annual financial report. This report must satisfy both generally accepted accounting principles and applicable legal requirements.

A Certificate of Achievement is valid for a period of one year only. We believe our current comprehensive annual financial report continues to meet the Certificate of Achievement Program's requirements and we are submitting it to GFOA to determine its eligibility for another certificate.

— INTRODUCTORY SECTION —

Letter of Transmittal, continued

ACKNOWLEDGMENTS

The preparation of this report on a timely basis reflects the combined effort and dedication of the System's staff. On behalf of the Board of Trustees, I would like to take this opportunity to express my gratitude to the staff who have worked so diligently to assure the successful operation of the System. This report is intended to provide complete and reliable information as a basis for making management decisions, as a means of determining compliance with legal provisions and for determining responsible stewardship for the assets of the System.

Respectfully submitted,



Keith Dorsey
Director of Budget and Finance and
Secretary to the Board of Trustees
Employees' Retirement System of Baltimore County

— INTRODUCTORY SECTION —

Board of Trustees

Joseph H. Zerhusen, Chairman Retiree	Elected by retired membership Four-year term expires November 30, 2016
Fred Homan County Administrative Officer	County Executive Designee
Keith Dorsey Director of Budget and Finance	Ex-officio Trustee
George Gay Director of Human Resources	Ex-officio Trustee
James W. Johnson Chief of Police	Ex-officio Trustee
Edward C. Adams, Jr. Director of Public Works	Ex-officio Trustee
David Rose Vice President, F.O.P. Lodge #4	Elected by active membership Four-year term expires November 30, 2016
Michael K. Day President, IAFF Local 1311	Elected by active membership Four-year term expires November 30, 2016

The Ex-officio trustees serve by virtue of their position with Baltimore County.

— INTRODUCTORY SECTION —

Consultants and Professional Services

Actuary
Buck Consultants, a Xerox Company
Chicago, Illinois

Auditors
CliftonLarsonAllen, LLP
Baltimore, Maryland

Pension Investment Consultant
NEPC, LLC
Cambridge, Massachusetts

EDP Consultant
CPAS Systems, Inc.
Toronto, Ontario, Canada

Asset Custodian
BNY Mellon
Pittsburgh, Pennsylvania

Medical Board
Rubin Reider, M.D.
Jose Morelos, M.D.

Operational Banking
M & T Bank
Buffalo, New York

Investment Managers

Domestic Equity

Brown Advisory
Baltimore, Maryland

BlackRock
San Francisco, California

Apex Capital Management
Dayton, Ohio

Brown Capital Management
Baltimore, Maryland

Earnest Partners
Atlanta, Georgia

Channing Capital Management
Atlanta, Georgia

Benchmark Plus Management
Tacoma, Washington

Nicholas Asset Management
Boston, Massachusetts

Profit Investment Management
Silver Spring, Maryland

Herndon Capital Management
Atlanta, Georgia

Decatur Capital Management
Decatur, Georgia

International Equity

Gryphon International Investment Corporation
Toronto, Ontario, Canada

LSV Asset Management
Chicago, Illinois

BlackRock
San Francisco, California

Mondrian Investment Partners
Wilmington, Delaware

— INTRODUCTORY SECTION —

Investment Managers, continued

Fixed Income

Pacific Investment Management Co.
Newport Beach, California

Earnest Partners
Atlanta, Georgia

Seix Advisors
Upper Saddle River, New Jersey

Stone Harbor Investment Partners
New York, New York

Reams Asset Management
Columbus, Indiana

Western Asset Management
Pasadena, California

Loomis, Sayles & Company, L.P.
Boston, Massachusetts

Garcia Hamilton & Associates
Houston, Texas

Private Equity

HarbourVest Partners, Inc.
Boston, Massachusetts

Edison Venture Fund
Lawrenceville, New Jersey

Mesirow Financial
Chicago, Illinois

Crescent Mezzanine Partners
Los Angeles, California

Energy Spectrum Partners
Dallas, Texas

Landmark Equity Partners
Simsbury, Connecticut

Vista Equity
San Francisco, California

Siguler Guff
New York, New York

Grotech Capital Group
Timonium, Maryland

Newstone Capital Partners
Los Angeles, California

Paul Capital Partners
San Francisco, California

EIG Global Energy Partners
Washington, District of Columbia

Lexington Capital Partners
New York, New York

Sterling Capital
Baltimore, Maryland

Private Advisors
Richmond, Virginia

— INTRODUCTORY SECTION —

Investment Managers, continued

Real Estate

ING Clarion
New York, New York

Aslan Realty Partners
Chicago, Illinois

UBS Global Asset Management
Hartford, Connecticut

JP Morgan
New York, New York

Hedge Fund of Funds

EIM Management
New York, New York

Federal Street Partners
Stamford, Connecticut

Global Asset Allocation

Bridgewater
Westport, Connecticut

Mellon Capital Management
San Francisco, California

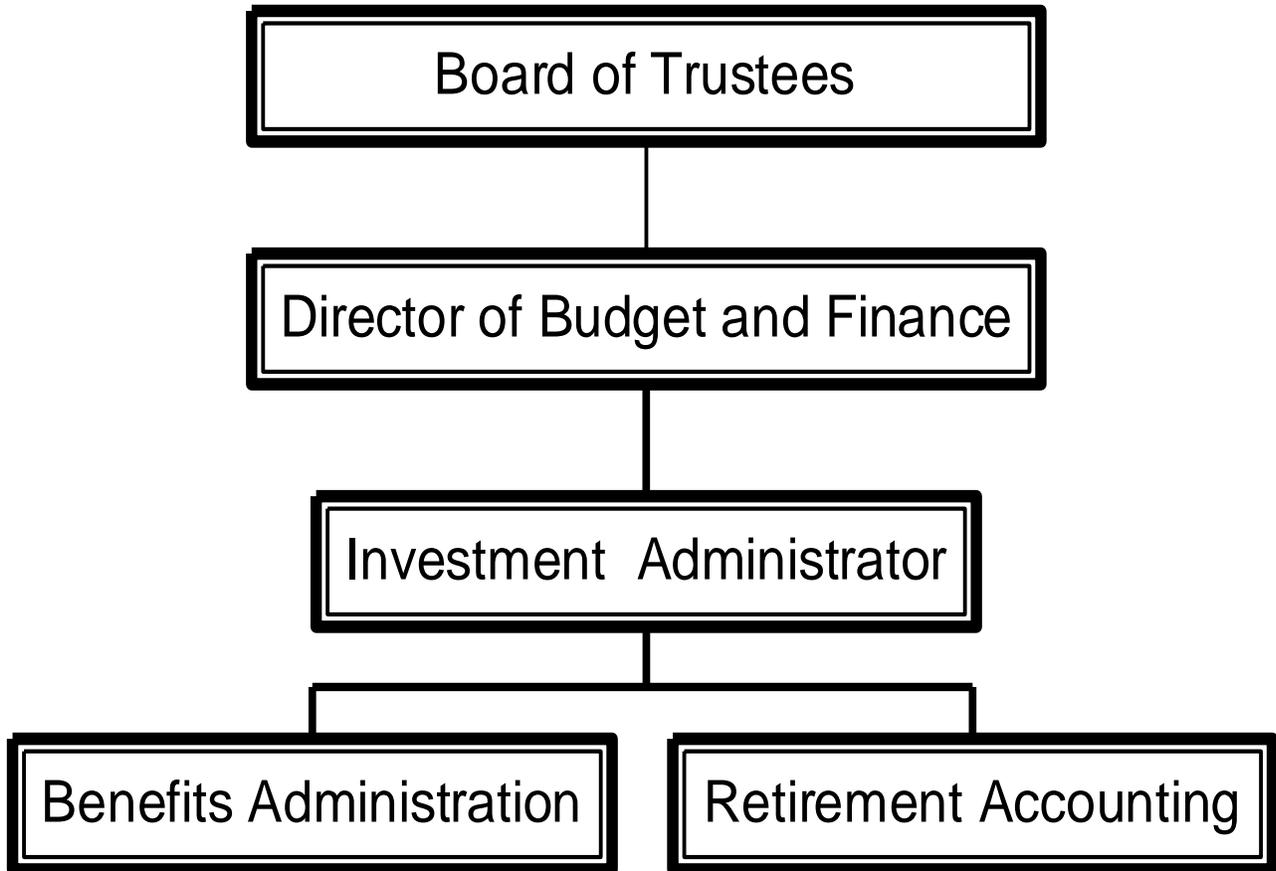
Wellington Trust Company, NA
Boston, Massachusetts

Real Assets

Gresham Investment Management
New York, New York

Wellington Trust Company, NA
Boston, Massachusetts

Administrative Organizational Chart



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***FINANCIAL
SECTION***



INDEPENDENT AUDITORS' REPORT

The Honorable County Executive and
Members of County Council
Baltimore County, Maryland

Report on the Financial Statements

We have audited the accompanying financial statements of plan net position of each of the plans and the entirety of the Employees' Retirement System of Baltimore County, Maryland (the System), as of and for the years ended June 30, 2013 and 2012, and the related changes in plan net position for the years then ended and the related notes to the financial statements, as listed in the table of contents, which collectively comprise the System's basic 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.

Auditors' Responsibility

Our responsibility is to express opinions 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 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 auditors' 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 opinions.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the plan net position of each of the Plans and the entirety of the System as of June 30, 2013 and 2012, and the respective changes in financial position thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

FINANCIAL SECTION

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, and the schedules of funding progress and employer contributions, 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 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

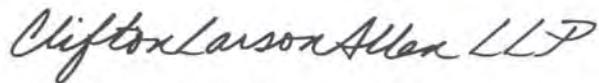
Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the System's basic financial statements. The introduction section, supplementary information and supporting schedules, investment section, actuarial section, and statistical section, as listed in the table of contents, are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The schedules of investment expenses and administrative expenses 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 schedules of investment expenses and administrative expenses are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The information in the introductory, investment, actuarial, and statistical sections has 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 it.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated December 16, 2013 on our consideration of the Systems' 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.



CliftonLarsonAllen LLP

Baltimore, Maryland
December 16, 2013

FINANCIAL SECTION

Management's Discussion and Analysis

Our discussion and analysis of the financial performance of the Employees' Retirement System of Baltimore County (the "System") provides an overview of financial activities for the fiscal years ended June 30, 2013 (FY 2013) and June 30, 2012 (FY 2012). Please read it in conjunction with the transmittal letter in the Introductory Section beginning on Page 2 and the basic financial statements, which follow this discussion.

FINANCIAL HIGHLIGHTS

- The System's net position held in trust at the close of FY 2013 and FY 2012 were \$2.3 billion and \$2.0 billion, respectively. This increase was due to improved investment performance and the \$255 million contribution from the issuance of Pension Obligation Bonds.
- Contributions (excluding the Pension Obligation Bonds) for FY 2013 and FY 2012 were \$111.0 million and \$104.6 million, respectively, an increase of 6.1%. This increase was a result of higher employer contributions primarily due to asset experience, scheduled increase in unfunded accrued liability contributions and experience losses.
- Net investment income of \$198.9 million resulted in a net of fee return of 10.5% for FY 2013 vs. \$23.3 million for FY 2012 with net of fee returns of 1.1%. The Comparative Balanced Index was 9.4% and 0.8% respectively, for the same periods.
- Total deductions increased from \$215.6 million in FY 2012 to \$237.8 million in FY 2013, an increase of 10.3%. The increase was primarily due to increased number of retirees and increased DROP payments.
- The System's funding objective is to meet long-term benefit obligations through contributions and investment income. Based on the latest actuarial valuations, as of June 30, 2012 and 2011, the funded ratio was 78.7% and 77.3%, respectively. The increase was primarily due to the contribution of \$255 million from the Pension Obligation Bonds, which was partially offset by experience losses.

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 Plan Net Position (Page 21) and the Statement of Changes in Plan Net Position (Page 22). 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 or worse off as a result of this year's activities? These statements include all assets and liabilities that are due and payable 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 Plan Net Position presents all of the System's assets and liabilities, with the difference between the two reported as the net position. Over time, increases and decreases in the net position measure whether the System's assets available for benefits is improving or deteriorating. The Statement of Changes in 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 Schedule of Funding Progress and Schedule of Employers' Contributions to determine whether the System is becoming financially stronger or weaker and to understand changes over time in the funded status of the System.

FINANCIAL ANALYSIS

The System's overall funding objective is to accumulate sufficient assets over time to meet its long-term benefit obligations as they become due. In FY 2013, the net position held in trust for pension benefits increased 16.4% over FY 2012.

FINANCIAL SECTION

Management's Discussion and Analysis, continued

Total liabilities that are due and payable as of June 30, 2013 and 2012 were \$105.4 million and \$60.6 million respectively, an increase of 73.8% over FY 2012, and were comprised of payables for investment purchases, investment expenses, refunds payable and securities lending obligations. Total liabilities that were due and payable as of June 30, 2012 and 2011 were \$60.6 million and \$250.2 million respectively, a decrease of 75.8% over FY 2011, and were comprised of payables for investment purchases, investment expenses, refunds payable and securities lending obligations.

System assets exceeded its due and payable liabilities at the close of fiscal year 2013 and 2012 by \$2.3 billion and \$2.0 billion, respectively. In FY 2013, the total net position held in trust for pension benefits increased 16.4% or \$327 million from the previous year. This increase was due to the County contribution resulting from their issuance of Pension Obligation Bonds of \$255 million and the favorable net investment gains of \$198.9 million, which was partially offset by an increase in benefit payments. In FY 2012, the total net position held in trust for pension benefits decreased 4.2% or \$87.7 million from the previous year. This decrease was attributable to the increase in benefit payments due to the increased number of retirees due to the retirement incentive program, increased DROP payments and the relatively lower investments returns. Below are the statements of Plan Net Position and Changes in Plan Net Position for The System, Plan A and Plan B.

BALTIMORE COUNTY EMPLOYEES' RETIREMENT SYSTEM PLAN NET POSITION AS OF JUNE 30, 2013, 2012 AND 2011 (IN THOUSANDS)

THE SYSTEM					
	FY 2013	FY 2012	FY 2011	2013-2012 % Change	2012-2011 % Change
ASSETS					
Cash and Short Term Investments	\$ 75,121	\$ 42,460	\$ 96,815	76.9%	(56.1)%
Collateral for Loaned Securities	28,482	22,676	117,672	25.6	(80.7)
Receivables	48,015	17,166	47,452	179.7	(63.8)
Investments	2,277,153	1,974,605	2,072,240	15.3	(4.7)
Total Assets	<u>2,428,771</u>	<u>2,056,907</u>	<u>2,334,179</u>	<u>18.1</u>	<u>(11.9)</u>
LIABILITIES					
Accounts Payable and Other Accrued Liabilities	75,387	35,871	131,810	110.2	(72.8)
Obligations Under Securities Lending	30,004	24,778	118,398	21.1	(79.1)
Total Liabilities	<u>105,391</u>	<u>60,649</u>	<u>250,208</u>	<u>73.8</u>	<u>(75.8)</u>
Total Net Position	<u>\$ 2,323,380</u>	<u>\$ 1,996,258</u>	<u>\$ 2,083,971</u>	<u>16.4%</u>	<u>(4.2)%</u>
PLAN A					
	FY 2013	FY 2012	FY 2011	2013-2012 % Change	2012-2011 % Change
ASSETS					
Cash and Short Term Investments	\$ 73,499	\$ 38,963	\$ 96,323	88.6%	(59.5)%
Collateral for Loaned Securities	28,195	22,528	117,075	25.2	(80.8)
Receivables	47,362	17,054	47,210	177.7	(63.9)
Investments	2,254,208	1,961,731	2,061,725	14.9	(4.9)
Total Assets	<u>2,403,264</u>	<u>2,040,276</u>	<u>2,322,333</u>	<u>17.8</u>	<u>(12.1)</u>
LIABILITIES					
Accounts Payable and Other Accrued Liabilities	74,225	35,428	131,141	109.5	(73.0)
Obligations Under Securities Lending	29,702	24,616	117,797	20.7	(79.1)
Total Liabilities	<u>103,927</u>	<u>60,044</u>	<u>248,938</u>	<u>73.1</u>	<u>(75.9)</u>
Total Net Position	<u>\$ 2,299,337</u>	<u>\$ 1,980,232</u>	<u>\$ 2,073,395</u>	<u>16.1%</u>	<u>(4.5)%</u>

FINANCIAL SECTION

Management's Discussion and Analysis, continued

BALTIMORE COUNTY EMPLOYEES' RETIREMENT SYSTEM

PLAN NET POSITION

AS OF JUNE 30, 2013, AND 2012

(IN THOUSANDS)

	<u>PLAN B</u>				
	<u>FY 2013</u>	<u>FY 2012</u>	<u>FY 2011</u>	<u>2013-2012</u>	<u>2012-2011</u>
				<u>% Change</u>	<u>% Change</u>
ASSETS					
Cash and Short Term Investments	\$ 1,622	\$ 3,497	\$ 492	(53.6)%	610.8%
Collateral for Loaned Securities	287	148	597	93.9	(75.2)
Receivables	653	112	242	483.0	(53.7)
Investments	22,945	12,874	10,515	78.2	22.4
Total Assets	<u>25,507</u>	<u>16,631</u>	<u>11,846</u>	<u>53.4</u>	<u>40.4</u>
LIABILITIES					
Accounts Payable and					
Other Accrued Liabilities	1,162	443	669	162.3	(33.8)
Obligations Under Securities Lending	302	162	601	86.4	(73.0)
Total Liabilities	<u>1,464</u>	<u>605</u>	<u>1,270</u>	<u>142.0</u>	<u>(52.4)</u>
Total Net Position	<u>\$ 24,043</u>	<u>\$ 16,026</u>	<u>\$ 10,576</u>	<u>50.0%</u>	<u>51.5%</u>

FINANCIAL SECTION

Management's Discussion and Analysis, continued

BALTIMORE COUNTY EMPLOYEES' RETIREMENT SYSTEM CHANGES IN PLAN NET POSITION FOR THE FISCAL YEARS ENDED JUNE 30, 2013, 2012 AND 2011 (IN THOUSANDS)

	<u>THE SYSTEM</u>			<u>2013-2012 % Change</u>	<u>2012-2011 % Change</u>
	<u>FY 2013</u>	<u>FY 2012</u>	<u>FY 2011</u>		
ADDITIONS					
Contributions	\$ 366,044	\$ 104,608	\$ 94,907	249.9%	10.2%
Investment Income	200,058	24,868	373,132	704.5	(93.3)
Net Loss from Security Lending	(1,166)	(1,547)	(417)	24.6	(271.0)
Total Net Investment Income	<u>198,892</u>	<u>23,321</u>	<u>372,715</u>	<u>752.8</u>	<u>(93.7)</u>
Total Additions	<u>564,936</u>	<u>127,929</u>	<u>467,622</u>	<u>341.6</u>	<u>(72.6)</u>
DEDUCTIONS					
Benefits	232,410	209,673	164,655	10.8	27.3
Refunds of Contributions	3,110	3,640	2,726	(14.6)	33.5
Administrative Expenses	2,294	2,329	2,541	(1.5)	(8.3)
Total Deductions	<u>237,814</u>	<u>215,642</u>	<u>169,922</u>	<u>10.3</u>	<u>26.9</u>
Net Increase (Decrease)	327,122	(87,713)	297,700	472.9	(129.5)
Net Position Held in Trust for Pension Benefits					
Beginning of Year	1,996,258	2,083,971	1,786,271	(4.2)	16.7
End of Year	<u>\$ 2,323,380</u>	<u>\$ 1,996,258</u>	<u>\$ 2,083,971</u>	<u>16.4%</u>	<u>(4.2)%</u>
PLAN A					
	<u>FY 2013</u>	<u>FY 2012</u>	<u>FY 2011</u>	<u>2013-2012 % Change</u>	<u>2012-2011 % Change</u>
ADDITIONS					
Contributions	\$ 358,537	\$ 98,628	\$ 90,479	263.5%	9.0%
Investment Income	198,496	24,706	371,633	703.4	(93.4)
Net Loss from Security Lending	(1,155)	(1,537)	(415)	24.9	(270.4)
Total Net Investment Income	<u>197,341</u>	<u>23,169</u>	<u>371,218</u>	<u>751.7</u>	<u>(93.8)</u>
Total Additions	<u>555,878</u>	<u>121,797</u>	<u>461,697</u>	<u>356.4</u>	<u>(73.6)</u>
DEDUCTIONS					
Benefits	232,410	209,673	164,655	10.8	27.3
Refunds of Contributions	2,085	2,967	2,411	(29.7)	23.1
Administrative Expenses	2,278	2,320	2,537	(1.8)	(8.6)
Total Deductions	<u>236,773</u>	<u>214,960</u>	<u>169,603</u>	<u>10.1</u>	<u>26.7</u>
Net Increase (Decrease)	319,105	(93,163)	292,094	442.5	(131.9)
Net Position Held in Trust for Pension Benefits					
Beginning of Year	1,980,232	2,073,395	1,781,301	(4.5)	16.4
End of Year	<u>\$ 2,299,337</u>	<u>\$ 1,980,232</u>	<u>\$ 2,073,395</u>	<u>16.1%</u>	<u>(4.5)%</u>

FINANCIAL SECTION

Management's Discussion and Analysis, continued

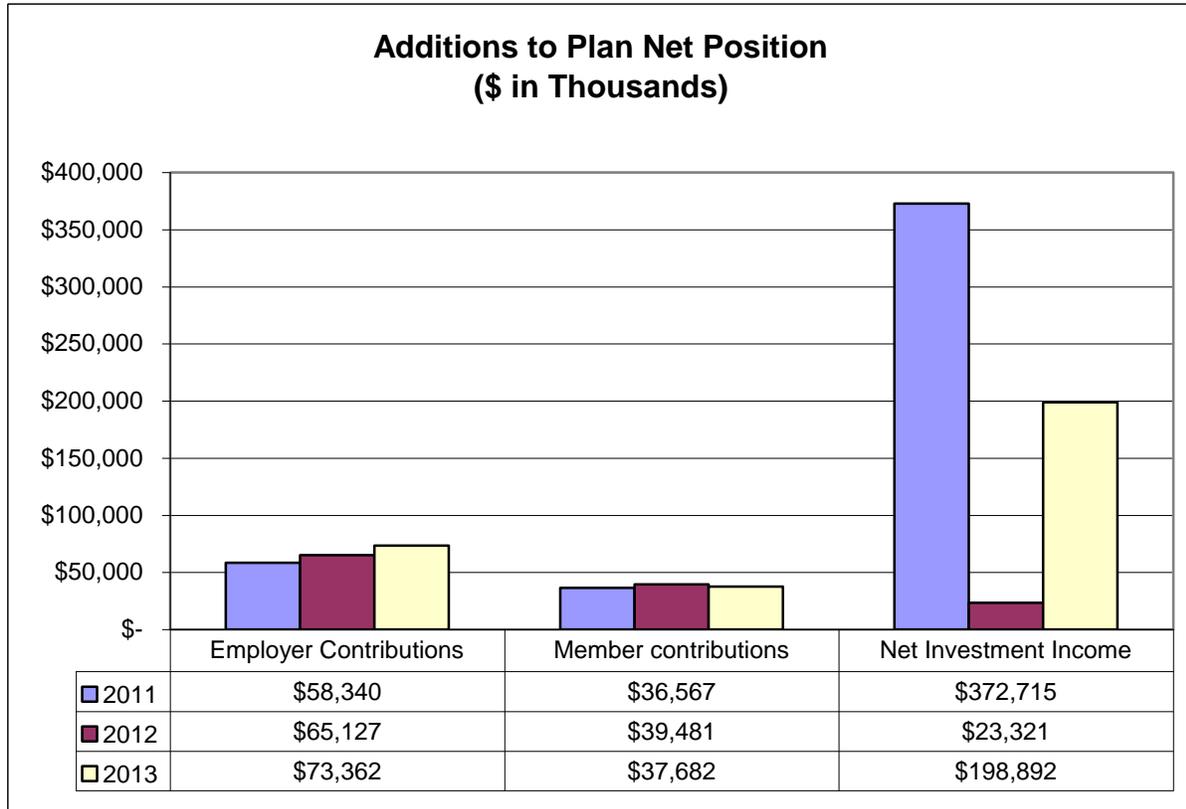
BALTIMORE COUNTY EMPLOYEES' RETIREMENT SYSTEM CHANGES IN PLAN NET POSITION FOR THE FISCAL YEARS ENDED JUNE 30, 2013, 2012 AND 2011 (IN THOUSANDS)

	<u>PLAN B</u>			<u>2013-2012</u>	<u>2012-2011</u>
	<u>FY 2013</u>	<u>FY 2012</u>	<u>FY 2011</u>	<u>% Change</u>	<u>% Change</u>
ADDITIONS					
Contributions	\$ 7,507	\$ 5,980	\$ 4,428	25.5%	35.0%
Investment Income	1,562	162	1,499	864.2	(89.2)
Net Loss from Security Lending	(11)	(10)	(2)	(10.0)	(400.0)
Total Net Investment Income	<u>1,551</u>	<u>152</u>	<u>1,497</u>	<u>920.4</u>	<u>(89.8)</u>
Total Additions	<u>9,058</u>	<u>6,132</u>	<u>5,925</u>	<u>47.7</u>	<u>3.5</u>
DEDUCTIONS					
Benefits	-	-	-	-	-
Refunds of Contributions	1,025	673	315	52.3	113.7
Administrative Expenses	16	9	4	77.8	125.0
Total Deductions	<u>1,041</u>	<u>682</u>	<u>319</u>	<u>52.6</u>	<u>113.8</u>
Net Increase	8,017	5,450	5,606	47.1	(2.8)
Net Position Held in Trust for Pension Benefits					
Beginning of Year	<u>16,026</u>	<u>10,576</u>	<u>4,970</u>	<u>51.5</u>	<u>112.8</u>
End of Year	<u>\$ 24,043</u>	<u>\$ 16,026</u>	<u>\$ 10,576</u>	<u>50.0%</u>	<u>51.5%</u>

FINANCIAL SECTION

Management's Discussion and Analysis, continued

THE SYSTEM



REVENUES – ADDITIONS TO PLAN NET POSITION

The reserves needed to finance retirement benefits are accumulated through the collection of employer and employee contributions and earnings on investments. Contributions and net investment income for fiscal years 2013 and 2012 were \$564.9 million and \$127.9 million, respectively.

Additions for FY 2013 increased by \$437 million over FY 2012, due primarily to the contribution from Pension Obligation Bonds of \$255 million, and gains in investments of \$198.9 million. Employer contributions (excluding the contribution from Pension Obligation Bonds) for FY 2013 increased over FY 2012 by \$6.4 million or 6.2%. Based on the latest available actuarial valuation, the fiscal years ended 2012 and 2011, rates of return were 5.8% and 4.3% respectively.

The overall System portfolio returned 10.7% for FY 2013. Contributing to these favorable returns were gains from the US Equity portfolio of 24.8%, the non-US Equity Portfolio of 13.1%, the Hedge Fund of Funds portfolio of 12.3%, and the Real Estate portfolio of 11.0%.

Additions decreased for FY 2012 by \$339.7 million or 72.6% over FY 2011, due primarily to a decrease in investment income. Total employer contributions for FY 2012 increased over FY 2011 by \$6.8 million or 11.6%, while member contributions increased by \$2.9 million or 7.9%. The increase in employee contributions was primarily due to higher contribution rates for all active members. Based on the latest available actuarial valuation, the fiscal years ended 2011 and 2010, rates of return were 4.3% and 0.9% respectively.

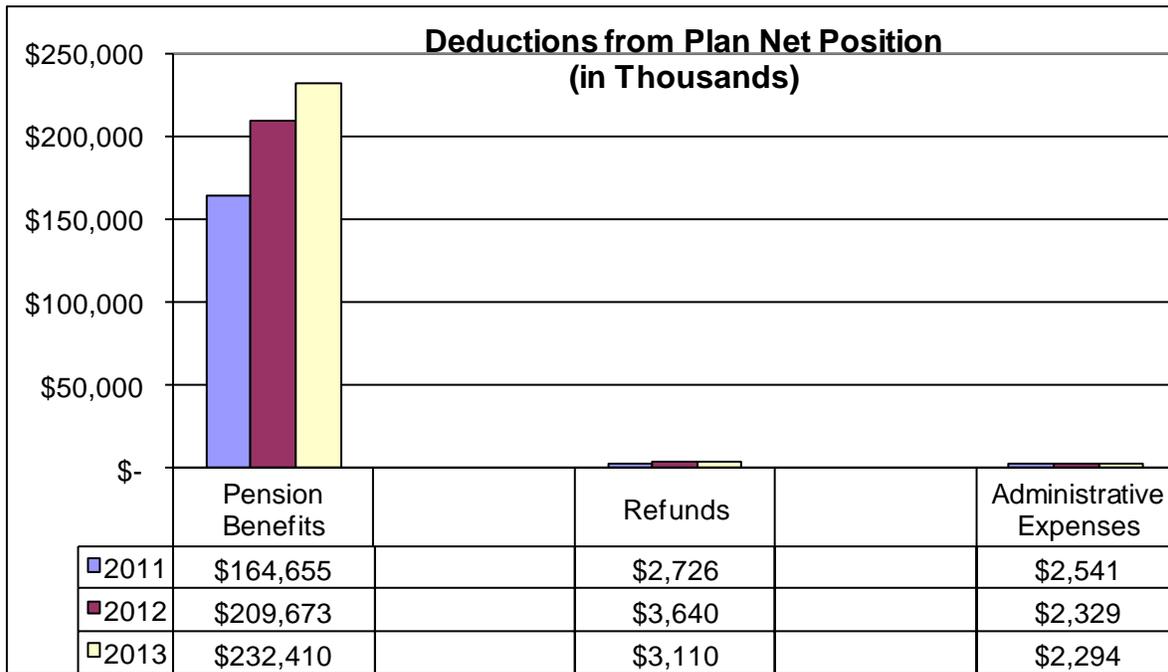
FINANCIAL SECTION

Management's Discussion and Analysis, continued

EXPENSES – DEDUCTIONS FROM PLAN NET POSITION

The expenses of the System include pension payments to members and beneficiaries, refunds of contributions to former members, and the cost of administering the System. Total deductions for FY 2013 increased by 10.3% or \$22.2 million over FY 2012 due to an increase in benefit payments. Total deductions for FY 2012 increased by 26.9% or \$45.7 million over FY 2011 also due to an increase in benefit payments which was primarily related to an increase in the number of retirees, resulting from the retirement incentive program and increased DROP payments.

THE SYSTEM



RETIREMENT SYSTEM AS A WHOLE

The net position held in trust for pension benefits increased by \$327.1 million or 16.4% in FY 2013. Based on the latest actuarial valuation available, the System's funding ratio, as determined by the County's actuary, was 78.7% at June 30, 2012 and 77.3% at June 30, 2011. The Board continues to utilize the concepts of prudent investment management, 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, please contact the Office of Budget and Finance, Mezzanine, Historic Court House, 400 Washington Avenue, Towson, Maryland 21204.

FINANCIAL SECTION

Employees' Retirement System of Baltimore County Statements of Plan Net Position As of June 30, 2013 and 2012 (IN THOUSANDS)

	FY 2013			FY 2012		
	Plan A	Plan B	The System	Plan A	Plan B	The System
Assets:						
Cash and short term investments	\$ 73,499	\$ 1,622	\$ 75,121	\$ 38,963	\$ 3,497	\$ 42,460
Collateral for loaned securities	28,195	287	28,482	22,528	148	22,676
Receivables:						
Accrued interest and dividend income	2,769	28	2,797	2,276	15	2,291
Receivable for investments sold	43,693	445	44,138	13,703	90	13,793
Receivables - other	900	180	1,080	1,075	7	1,082
Total Receivables	47,362	653	48,015	17,054	112	17,166
Investments, at fair value						
U.S. Government and agency securities	155,758	1,585	157,343	129,377	849	130,226
Municipal Bonds	16,171	165	16,336	1,698	11	1,709
Foreign bonds	14,327	146	14,473	10,987	73	11,060
Corporate bonds	124,581	1,268	125,849	131,173	861	132,034
Stocks	511,825	5,210	517,035	386,136	2,534	388,670
Bond mutual funds	301,393	3,068	304,461	265,327	1,741	267,068
Stock mutual funds	394,524	4,016	398,540	348,508	2,287	350,795
Real estate equity funds	94,974	967	95,941	86,484	568	87,052
Hedge funds	106,667	1,086	107,753	95,803	628	96,431
Private equity funds	106,631	1,085	107,716	110,958	728	111,686
Real Assets	105,945	1,078	107,023	87,328	573	87,901
Global Asset Allocation	321,412	3,271	324,683	307,952	2,021	309,973
Total Investments	2,254,208	22,945	2,277,153	1,961,731	12,874	1,974,605
Total Assets	2,403,264	25,507	2,428,771	2,040,276	16,631	2,056,907
Liabilities:						
Investment expenses payable	3,293	34	3,327	2,250	15	2,265
Refunds payable	134	409	543	186	212	398
Payable for investments purchased	70,632	719	71,351	32,826	215	33,041
Payable for collateral for loaned securities	29,702	302	30,004	24,616	162	24,778
Payables - other	166	-	166	166	1	167
Total Liabilities	103,927	1,464	105,391	60,044	605	60,649
Net Position Held in Trust for Pension Benefits	\$ 2,299,337	\$ 24,043	\$ 2,323,380	\$ 1,980,232	\$ 16,026	\$ 1,996,258

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

FINANCIAL SECTION

Employees' Retirement System of Baltimore County Statements of Changes in Plan Net Position For the Years Ended June 30, 2013 and 2012 (IN THOUSANDS)

	FY 2013			FY 2012		
	Plan A	Plan B	The System	Plan A	Plan B	The System
Additions						
Contributions:						
Employer – Pension Bonds	\$ 255,000	-	\$ 255,000	-	-	-
Employers	72,894	\$ 468	73,362	\$ 64,887	\$ 240	\$ 65,127
Members	30,643	7,039	37,682	33,741	5,740	39,481
Total contributions	358,537	7,507	366,044	98,628	5,980	104,608
Investment Income:						
Net increase in the fair value of investments	172,195	1,340	173,535	1,113	7	1,120
Interest and dividends	41,523	363	41,886	37,821	249	38,070
	213,718	1,703	215,421	38,934	256	39,190
Less: Investment expenses	(15,222)	(141)	(15,363)	(14,228)	(94)	(14,322)
Investment Income	198,496	1,562	200,058	24,706	162	24,868
Securities Lending:						
Securities Lending Income	118	-	118	161	1	162
Less:						
Net decrease in the fair value of investments	(1,508)	(15)	(1,523)	(2,088)	(14)	(2,102)
Borrower Rebates	377	4	381	637	4	641
Agent Fees	(142)	-	(142)	(247)	(241)	(248)
Net Loss from Securities Lending	(1,155)	(11)	(1,166)	(1,537)	(10)	(1,547)
Total Net Investment Income	197,341	1,551	198,892	23,169	152	23,321
TOTAL ADDITIONS	555,878	9,058	564,936	121,797	6,132	127,929
Deductions						
Benefits	232,410	-	232,410	209,673	-	209,673
Refunds of contributions	2,085	1,025	3,110	2,967	673	3,640
Administrative expenses	2,278	16	2,294	2,320	9	2,329
TOTAL DEDUCTIONS	236,773	1,041	237,814	214,960	682	215,642
Net Increase (decrease)	319,105	8,017	327,122	(93,163)	5,450	(87,713)
Net Position Held in Trust for Pension Benefits						
Beginning of year	1,980,232	16,026	1,996,258	2,073,395	10,576	2,083,971
End of year	\$2,299,337	\$ 24,043	\$2,323,380	\$1,980,232	\$ 16,026	\$1,996,258

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

FINANCIAL SECTION

Notes to Financial Statements

1. Plan Description

The Employees' Retirement System of Baltimore County (the "System") is a cost-sharing multiple-employer defined benefit public employee retirement system that acts as a common investment and administrative agent serving five entities including Baltimore County (the "County") and certain employees of the Baltimore County Board of Education, Baltimore County Board of Library Trustees, the Community College of Baltimore County and the Baltimore County Revenue Authority. The System is not an employer. The System provides retirement and disability benefits, cost-of-living adjustments and death benefits to plan members and beneficiaries. The authority to establish and maintain the System is specified in Section 5-1-101 of the Baltimore County Code (the "Code").

Separate Plans:

On October 15, 2012, the County Council passed Bill No. 65-12 that formally closed the System for members hired prior to July 1, 2007, now known as members of "Plan A". Members hired on or after July 1, 2007 are members of "Plan B".

The System is considered part of the Baltimore County, Maryland reporting entity and its financial statements are included in the County's basic financial statements as a pension trust fund. The System is fiscally dependent on the County by virtue of the legislative and executive controls exercised with respect to its operations, policies and administrative budget. In accordance with Section 5-1-238 of the Code, responsibility for the proper operation of the System is vested in an eight-member Board of Trustees (the "Board"), comprised of a combination of ex-officio and elected representatives. The general administration of the System is vested in the Director of Budget and Finance.

As of June 30, 2012 and 2011, System membership consisted of:

	FY 2012			FY 2011		
	Plan A	Plan B	The System	Plan A	Plan B	The System
Retirees and beneficiaries currently receiving benefits			The			The
General employees, correctional officers and deputy sheriffs	5,022	0	5,022	4,726	0	4,726
Firefighters and police officers	2,209	0	2,209	2,046	0	2,046
Total retirees and beneficiaries	7,231	0	7,231	6,772	0	6,772
Terminated employees entitled to benefits but not yet receiving them						
General employees, correctional officers and deputy sheriffs	426	0	426	541	0	541
Firefighters and police officers	42	0	42	42	0	42
Terminated employees entitled to benefits but not yet receiving them	468	0	468	583	0	583
Current employees						
Vested - Full-time employees						
General employees, correctional officers and deputy sheriffs	3,942	8	3,950	4,116	9	4,125
Firefighters and police officers	2,396	0	2,396	2,450	2	2,452
Non-vested - Full-time employees						
General employees, correctional officers and deputy sheriffs	133	1,206	1,339	496	998	1,494
Firefighters and police officers	8	387	395	137	343	480
Part-time employees						
Vested - General employees	600	0	600	616	0	616
Non-vested - General employees	38	364	402	100	304	404
Total active members	7,117	1,965	9,082	7,915	1,656	9,571
Non-Vested Terminations with account balances	62	0	62	60	3	63
Members on leave of absence						
General employees, correctional officers and deputy sheriffs	9	10	19	22	12	34
Firefighters and police officers	5	4	9	8	2	10
Total members on leave of absence	14	14	28	30	14	44
Grand Total	14,892	1,979	16,871	15,360	1,673	17,033

FINANCIAL SECTION

Notes to Financial Statements, continued

The following is a brief description of the System's plan provisions. For a more complete description, see the Summary of Plan Provisions included in the Actuarial Section of this report.

Employees, exclusive of firefighters and police officers, may become System members at any time within the first two years of employment. Employees must become System members at the end of the two-year period as a condition of employment except for elected officials, employees appointed to certain non-merit positions and part-time employees who have the option to join the System within the first two years. Selection of the option must be made within two years of employment. Waived time is not eligible for buyback. Section 5-1-203 of the Code provides that System members contribute a percentage of their salary to the System. (See Note 3 for additional information on contribution rates.)

Employees who terminate employment or die in service prior to meeting vesting eligibility are entitled to a refund of their contributions. Interest is credited on member contributions at the rate of 5% per annum. Employers are required to contribute an actuarially determined amount annually to finance the System as specified by Sections 5-1-203 and 5-1-257 of the Code.

Members are eligible for a normal retirement for service based on age and/or years of creditable service. There is no mandatory retirement age for general employees, deputy sheriffs and correctional officers. Firefighters and police officers must retire at age 65 unless approved for continuation of service by the Board on an annual basis.

The County has adopted a Back DROP for Police Officers and Firefighters under which eligible active members may elect to receive a lump sum payment at retirement in exchange for a reduced monthly benefit for life. The DROP period is between three and five years, effective with retirements that occurred on or after July 1, 2004. Police Officers and Firefighters hired on or after July 1, 2007 are not eligible to participate in the Back DROP.

The County has adopted a Back DROP for Correctional Officers and Deputy Sheriffs hired prior to July 1, 2007. Eligible active members may elect to receive a lump sum payment at retirement in exchange for a reduced monthly benefit. The Back DROP period is between three and five years, effective with retirements that occur on or after July 1, 2010. Correctional Officers and Deputy Sheriffs hired on or after July 1, 2007 are not eligible to participate in the Back DROP.

The County has adopted a Forward DROP for General Employees hired prior to July 1, 2007. Eligible active members may elect to receive a lump sum payment at retirement in exchange for a reduced monthly benefit. The Forward DROP period is between five and ten years, effective with retirements that occur on or after July 1, 2012. General Employees hired on or after July 1, 2007 are not eligible to participate in the Forward DROP.

An ordinary disability retirement may be granted to a member who can no longer perform their job due to a non-occupational related injury. Police officers and firefighters ("Group 4") hired prior to July 1, 2007 must have 5 years of creditable service while all other members must have ten years of creditable service. All members must be medically certified as incapacitated for continued performance of their duties. The ordinary disability retirement allowance is determined in accordance with Section 5-1-222 of the Code.

An accidental disability retirement may be granted to a member who has been incapacitated for duty as a result of an occupational related injury. Accidental disability payments are tiered (75%, 66.67%, or 50%), based upon the degree of disability. The accidental disability retirement allowance is determined in accordance with Section 5-1-226 of the Code.

An ordinary death benefit is granted as a result of a member's death from non-occupational causes. A member's designated beneficiary or estate receives a lump sum payment of the member's contributions plus interest. Additionally, after one year of creditable service, the member's designated beneficiary or estate may receive a minimum one-time payment equal to 100% of the member's annual earnable compensation. If a member was eligible for a service retirement or had 15 years of creditable service at the time of death, the spouse, if designated as the beneficiary, may receive a retirement allowance based on service years equivalent to a 100% survivorship option (*Option 2*).

— FINANCIAL SECTION —

Notes to Financial Statements, continued

An accidental death benefit is granted as the result of death from an occupational related injury. The dependent beneficiary of a general employee may receive an allowance equal to 66²/₃% of average final compensation (AFC) plus the annuity as described below. The dependent beneficiary of a firefighter or police officer may receive an allowance equal to 100% of the annual earnable compensation at the time of death plus the annuity as described below.

Retirement allowances are comprised of an annuity equal to the actuarial equivalent of the accumulated contributions plus a pension which together with the annuity shall provide a total allowance as provided for in the System's plan. The retirement allowance is determined based on the AFC and number of years of creditable service. AFC is defined as the rate of annual earnable compensation during the twelve or thirty-six consecutive calendar months of service, depending upon group and hire date, affording the highest average. The normal retirement for service allowance is determined as follows:

<u>Employee designation</u>	<u>Allowance formula for Vested Employees</u>
General employees - Plan A (Hired prior to July 1, 2007)	1.82% of AFC times the number of years of creditable service for: (i) 30 years of creditable service or (ii) Age 65 with 5 years of creditable service or, General employees hired prior to July 1, 2007, retiring at age 60 with less than 30 years of creditable service, will receive a blended benefit, (i.e. 1.82% of AFC times the number of years of creditable service earned prior to July 1, 2007, plus 1.43% of AFC times the number of years of creditable service earned on or after July 1, 2007.
General employees – Plan B (Hired on or after July 1, 2007)	1.43% of AFC times the number of years of creditable service.
Appointed officials	2.5% of AFC times the number of years of creditable service.
Elected officials	5.0% of AFC times the number of years of creditable service. Any Council member who becomes a member of the retirement system on or after February 1, 2010 may not receive a retirement allowance in excess of 60% of the member's AFC.
Firefighters	2.5% of AFC times the number of years of creditable service up to 20 years, plus 2.0% of AFC for each year in excess of 20 years, and 3.0% of AFC for each year in excess of 30 years for service years on or after July 1, 2007. 2.0% of AFC times the number of years of creditable service – if less than 20 years of creditable service.
Correctional officers and Deputy Sheriffs	2.5% of AFC times the number of years of creditable service up to 20 years, plus 2.0% of AFC times the number of years of creditable service in excess of 20 years. <u>If hired prior to July 1, 2007, with less than 20 years of creditable service at retirement:</u> 1.82% of AFC times the number of years of creditable service earned prior to July 1, 2007, plus 1.43% of AFC times the number of years of creditable service earned after June 30, 2007. <u>If hired on or after July 1, 2007, with less than 25 years of creditable service at retirement:</u> 1.43% of AFC times the number of years of creditable service.
Police officers	2.5% of AFC times the number of years of creditable service up to 20 years, plus 2.0% of AFC for each year of creditable service in excess of 20 years, and 3.0% of AFC for each year of creditable service over of 25 years. The 3% accrual rate does not apply for years of creditable service earned prior to July 1, 2007. 2.0% of AFC times the number of years of creditable service – if less than 20 years of creditable service

FINANCIAL SECTION

Notes to Financial Statements, continued

In addition to the maximum retirement allowance, members may select one of six retirement allowance options to provide payments to a beneficiary upon the death of a retired member. A selection of an option reduces the maximum allowance. Police officers and firefighters with at least 25 years of actual service as a sworn Baltimore County Police Officer or sworn Baltimore County Firefighter may select a 7th option that allows 50% of member's retirement to continue to the original beneficiary at no cost to the employee.

In accordance with Section 5-1-235 of the Code, each July 1, post-retirement allowance adjustments may be granted to retirees who have been retired for more than 60 months. Active members hired prior to July 1, 2007 must have at least 20 years of creditable service to be eligible for post-retirement COLAs. Active members hired on or after July 1, 2007 must have at least twenty five (25) years of creditable service to be eligible for post-retirement COLAs. For active members who select the DROP program, the eligibility period to receive COLAs in the DROP remains a minimum of 12 months. Once the member actually retires, the eligibility period for a post-retirement COLA is a minimum of 48 months. The post-retirement allowance adjustment is equal to the increase in the Consumer Price Index - All Urban Consumers (CPI-U) for the previous calendar year, in an amount not to exceed 3%, provided sufficient investment income in excess of valuation requirements has accumulated in the Post-Retirement Increase Fund Balance Account described in Note 2. The maximum Post-Retirement Increase Fund Account Balance is equal to twice the cost of a 3% COLA. Additional details regarding cost-of-living increases may be found in the Summary of Plan Provisions under the heading Post-Retirement Allowance Increases.

2. Summary of Significant Accounting Policies and Plan Asset Matters

In June 2011, the GASB issued Statement No. 63, Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position. This Statement provides financial reporting guidance for deferred outflows of resources and deferred inflows of resources and defined the residual of assets and deferred outflows less liabilities and deferred inflows as net position. The System has implemented the effects of this Statement for the reporting period ending June 30, 2013. The effect of this Statement on the System was a change in format only to include the concept of net position.

Basis of Accounting - The financial statements of the System are presented using the economic resource measurement focus and the accrual basis of accounting. Plan member contributions are recognized in the period in which the contributions are due. Employers' contributions are recognized when due and a formal commitment to provide the contributions has been made. Benefits and refunds are recognized when due and payable in accordance with the terms of the plan.

The System records investment purchases and sales on a trade-date basis. These transactions are not finalized until settlement date, which occurs approximately three business days after the trade date. Cash received as collateral on securities lending transactions and investments made with such cash are reported as assets along with a related liability for collateral received.

Method used to Value Investments - Plan investments are reported at fair value. Securities traded on national or international exchanges are valued at the last reported sales price at current exchange rates. The fair value of real estate equity funds is based on independent appraisals. The fair value of real assets is based on their closing sales price on the market on which the securities primarily trade or, in the absence of a sale, at their last or most recently reported bid price. The fair value of mutual funds is based on the fair value of the underlying securities. Hedge funds of funds are valued based on information provided by the respective fund managers. The fair value for alternative investments which include private equity funds is based upon the partnership's most recent available financial information.

Administrative Costs - The System pays for the following administrative expenses: professional actuarial costs, pension consultant fees, data processing, medical board examinations, salaries, benefits, audit/legal fees, equipment and supplies, postage, printing and miscellaneous expenses. These administrative expenses are funded from employer contributions.

Net Position Accounts - As provided by the Code, all assets of the System must be credited according to the purpose for which they are held to the annuity savings fund, the pension accumulation fund or the post-retirement increase fund.

FINANCIAL SECTION

Notes to Financial Statements, continued

These funds are classified together as the net position held in trust for pension benefits for financial reporting purposes and are explained below:

Annuity Savings Fund Balance Account - This Account records the accumulated contributions credited to individual members' accounts together with the interest thereon. Upon termination of employment, accumulated contributions plus interest are refunded from this fund. When a member retires, the member's accumulated contributions plus interest are transferred to the Pension Accumulation Fund Balance Account.

Pension Accumulation Fund Balance Account - This Account records all accumulated reserves used to pay member pensions and other benefits. The reserves are accumulated from employer contributions, investment income, gains on sales of investments and amounts transferred from the Annuity Savings Fund Balance Account.

Post-Retirement Increase Fund Balance Account - This Account records all investment earnings in excess of valuation requirements transferred from the Pension Accumulation Fund Balance Account in order to finance post-retirement allowance increases to retired members.

At June 30, 2013 and 2012, the balances in the legally required accounts are as follows:

	FY 2013 (in Thousands)	FY 2012 (in Thousands)
Annuity Savings Fund	\$ 483,966	\$ 468,060
Pension Accumulation Fund	1,828,888	1,517,672
Post-Retirement Increase Fund	10,526	10,526
Net Position Held in Trust for Pension Benefits	\$2,323,380	\$1,996,258

3. Contributions

System members contribute a percentage of their salary to the System determined by County Code. The contribution rates for members hired prior to July 1, 2007 are actuarially determined based on the member's age at enrollment and employee classification. Contribution rates for members hired on or after July 1, 2007 are fixed based on employee classification. A chart of member contribution rates is provided in the Summary of Plan Provisions in the Actuarial Section of this report.

The participating employers are required to contribute on an actuarially determined basis. Per Section 5-1-203 of the Code, contribution requirements of the plan members and the participating employers are established and may be amended by the Board. The FY 2013 Schedule of Employers' Contributions is shown below.

Schedule of Employers' Contributions

Fiscal Year Ended June 30, 2013	Annual Required Contribution (in Thousands)	Percentage Contributed
The System	\$ 73,362	100%
Plan A	72,894	100%
Plan B	468	100%

4. Funding Policy

A pension plan is considered adequately funded when sufficient assets are available to meet all expected future obligations to participants. The System funding objective is to meet long-term benefits through annual employer contributions that remain approximately level as a percentage of covered payrolls. The greater the level of funding, the larger the ratio of assets accumulated to the actuarial accrued liability and the greater the level of investment potential.

FINANCIAL SECTION

Notes to Financial Statements, continued

The advantage of a well-funded plan is that participants are confident that sufficient assets are available for the payment of current and future member benefits. Based on the latest actuarial valuation, the Schedule of Funding Progress is shown below in thousands.

4. Funding Policy

A pension plan is considered adequately funded when sufficient assets are available to meet all expected future obligations to participants. The System funding objective is to meet long-term benefits through annual employer contributions that remain approximately level as a percentage of covered payrolls. The greater the level of funding, the larger the ratio of assets accumulated to the actuarial accrued liability and the greater the level of investment potential. The advantage of a well-funded plan is that participants are confident that sufficient assets are available for the payment of current and future member benefits. Based on the latest actuarial valuation, the Schedule of Funding Progress is shown below in thousands.

Schedule of Funding Progress
(in Thousands)

Actuarial Valuation Date June 30	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) (b)	Unfunded (Excess of) AAL (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL (Excess of) as a % of Covered Payroll ((b-a)/c)
2012	\$ 2,483,512	\$ 3,154,517	\$ 671,005	78.7%	\$ 501,653	133.8%

The schedules of funding progress, presented as required supplementary information (RSI) following the notes to the financial statements, present multiyear trend information about whether the actuarial values of plan assets are increasing or decreasing over time relative to the Actuarial Accrued Liability (AAL) for benefits.

The County's commitment to provide a financially sound retirement plan for its members is illustrated on two schedules contained in this report. The six year "Schedule of Funding Progress," providing historical trend information, found in the Required Supplementary Information of the Financial Section, expresses actuarial value of assets as a percentage of the actuarial accrued liability, providing one indication of the System's funding status on a going-concern basis. Analysis of this percentage over time indicates whether the System is becoming financially stronger or weaker. Trends in the unfunded actuarial accrued liability (or excess of) as a percentage of annual covered payroll approximately adjusts for the effects of inflation and aids analysis of the System's progress made in accumulating sufficient assets to pay benefits when due. The six year "Schedule of Employer Contributions" found in the Required Supplementary Information of the Financial Section, includes historical trend information about the annual required contributions (ARC) of the employers and the contributions made by the employers in relation to the ARC.

— FINANCIAL SECTION —

Notes to Financial Statements, continued

Information about the actuarial methods and assumptions used to determine the funded status and the ARC is presented below:

Valuation Date:	June 30, 2012
Actuarial Cost Method:	Projected Unit Credit
Normal Cost Allocation:	Service
Amortization Method:	Level percent closed
Remaining Amortization Period:	26 Years
Asset Valuation Method ⁽¹⁾ :	10-year smoothed market without corridor
Actuarial Assumptions:	
-Investment Rate of Return ⁽²⁾	7.25%
-Projected Salaried Increases ⁽³⁾	3.00% – 7.50%
-Cost-of-Living Adjustments ⁽⁴⁾	None
-Mortality Rates	Based on the 1995 George B. Buck Mortality Table +1

- (1) The smoothing period was changed from 5 to 10 years for the June 30, 2010 valuation.
- (2) The Investment rate of return was decreased from 7.875% to 7.25% for the June 30, 2012 valuation; includes inflation at 3%.
- (3) Includes inflation at 3%.
- (4) Increases equal to the CPI up to a maximum of 3% are granted only if sufficient reserves have accumulated in the Post Retirement Increase Fund.

5. Cash Deposits, Investments and Securities Lending

Custodial Credit Risk – For Cash Deposits, Investments and Securities Lending, custodial credit risk is the risk that, in the event of the failure of the bank or counterparty, the System will not be able to recover the deposits, value of its investments or collateral securities that are in possession of an outside party. The System cash deposits are fully covered by FDIC insurance and/or collateral pledged to the System’s account held by the System’s agent in the System’s name at year-end. The collateral pledged and held consists of obligations issued by the U.S. government and agencies. Investment securities are registered in the name of the System. As of June 30, 2013, and 2012 the carrying amount of cash was \$1.3 million and \$0.2 million, respectively.

Investment Policy – Pursuant to Section 5-1-247 of the Baltimore County Code, the Board of Trustees utilizes the “prudent person” standard for managing the assets of the System. The Board has established the following policies:

- 1) Assure that the System’s investment policy has been designed to provide broad diversification among asset classes in order to maximize return at an appropriate level of risk and minimize the risk of large losses to the System.
- 2) Employ a diversity of investment managers with different investment styles on how to obtain their investment objective.
- 3) Closely monitor the performance of all investment managers not only in relation to specific objectives, but also in relation to other fund managers following the same investment objectives.

The System is currently invested in stocks (domestic and foreign), fixed income securities, private equity funds, real estate funds, hedge fund of funds, global asset allocation funds, and real assets. The Code provides for full power to hold, purchase, sell, assign, transfer and dispose of any of the securities and investments in any of the System’s funds.

For the year ended June 30, 2013, the System has operated in all material respects in accordance with the System’s investment policy.

FINANCIAL SECTION

Notes to Financial Statements, continued

Interest Rate Risk – The Employees’ Retirement System of Baltimore County policy guidelines do not specifically address limits on maturities as a means of managing its exposure to fair value losses arising from changing interest rates. The manager of each fixed income portfolio is responsible for determining the average maturity of their portfolio. The following is a maturity schedule of the System’s fixed income investments of bonds and short term investments as of June 30, 2013.

Investment Maturities (in Years) (Expressed in Thousands)

Investment Type	Fair Value	Less than 1	1 - 4.9	5 - 9.9	10-19.9	20-30	More Than 30
U.S. Govt. Obligations	\$ 80,853	\$ 2,664	\$ 7,975	\$ 21,827	\$ 15,149	\$ 24,314	\$ 8,924
U.S. Agency Securities	76,490	4,422	6,848	9,208	15,562	21,429	19,021
Municipals	16,336	896	11,449	-	-	3,991	-
Corporate Debt	125,849	27,012	36,808	28,338	11,735	11,573	10,383
Bond Mutual Funds	304,461	-	-	304,461	-	-	-
Foreign Debt	<u>14,473</u>	<u>2,713</u>	<u>6,460</u>	<u>3,866</u>	-	<u>817</u>	<u>617</u>
Total	<u>\$618,462</u>	<u>\$ 37,707</u>	<u>\$ 69,540</u>	<u>\$367,700</u>	<u>\$ 42,446</u>	<u>\$ 62,124</u>	<u>\$ 38,945</u>

Credit Risk - The System’s investment policy is to apply the prudent-person rule: Investments are made as a prudent person would be expected to act with discretion and intelligence, to seek reasonable income, preserve capital and in general, avoid speculative investments. Investments in high yield securities are limited to 20% in the guidelines for core plus fixed income managers, Western Asset Management and Reams Asset Management. PIMCO Diversified Fixed Income Fund targets 1/3 of their portfolio in high yield securities. Loomis may invest up to 25% of their portfolio in high yield securities. Seix may invest between 20% and 60% of their portfolio in high yield securities. Stone Harbor may invest up to 100% of their portfolio in high yield securities.

As of June 30, 2013, the System’s fixed income investments had the following risk characteristics:

Moody's Ratings or Comparable	Fair Value (in Thousands)	Percent of Fixed Income Investments
AAA	\$ 144,165	23.31%
AA	13,475	2.18
A	39,956	6.46
BBB	45,860	7.42
BB	3,535	0.57
B	2,863	0.46
CCC	2,655	0.43
CC	986	0.16
NR*	<u>364,967</u>	<u>59.01</u>
Total	<u>\$618,462</u>	<u>100.00%</u>

*NR represents securities not rated, primarily made up of swaps and commingled funds, which by their nature do not have credit quality ratings.

Investments in Excess of 5% of the Net Position Held in Trust for Pension Benefits

The System had no individual investments at fair value in excess of 5% of the System’s net position held in trust for pension benefits as of June 30, 2013.

FINANCIAL SECTION

Notes to Financial Statements, continued

Investment Commitments

As of June 30, 2013, the System had \$67.5 million in outstanding private equity commitments.

Foreign Currency Risk

The System's exposure to foreign currency risk is derived from its positions in foreign currency-denominated common stock and fixed income investments. The Systems exposure to foreign currency risk as of June 30, 2013 is as follows:

Currency	Fair Value (in Thousands)
Australian Dollar	\$ 5,424
Canadian Dollar	37
Danish Krone	143
Euro Currency Unit	54,310
Hong Kong Dollar	5,570
Israeli Shekel	930
Japanese Yen	35,085
Norwegian Krone	1,030
Pound Sterling	16,550
Singapore Dollar	1,093
South Korean Won	5,286
Swedish Krona	5,340
Swiss Franc	<u>10,427</u>
Total	<u>\$141,225</u>

Derivatives

Future contracts are standardized, exchange-traded contracts to purchase or sell a specific financial instrument at a predetermined price. Gains and losses on futures contracts are settled daily based on a notional (underlying) principal value and do not involve an actual transfer of the specific instrument. Because of daily settlement, the futures contracts have no fair value. The System entered into certain futures contracts of which the notional value at June 30, 2013 was \$(16,263,919).

The System utilizes certain derivative instruments for the purpose of obtaining income or profit. The derivatives are subject to credit risks, interest rate risk, and foreign currency risk. The fair value balances and notional amounts of derivative instruments outstanding at June 30, 2013, classified by type and the changes in fair value of such derivative instruments for the year then ended are as follows:

	Changes in Fair Value		Fair Value as of June 30, 2013	
	(in Thousands)		(in Thousands)	
<u>Investment Derivatives:</u>	<u>Classification</u>	<u>Amount</u>	<u>Amount</u>	<u>Notional Value</u>
Futures	Investment Revenue	-	-	(\$ 16,264)
Options	Investment Revenue	\$ (30)	\$ (34)	428
Swaps	Investment Revenue	0	85	376
Mortgage Derivatives	Investment Revenue	(95)	3,143	3,143
TBA Transactions	Investment Revenue	(194)	16,261	16,261

Rationale for Derivative strategies:

The purpose of using futures and options is to hedge the portfolio to reduce risk and adjust exposure along the yield curve. A short position in total options reduces the portfolio's convexity in exchange for higher yield. A long position increases convexity in exchange for lower yields.

The effect of long and short treasury notes and bond futures is to shift the portfolio's duration to its target position.

The combined effect of Eurodollar and Euribor futures and options is to adjust exposure to the front portion of the yield curve.

Long and short call and put options on notes and bond futures are used to adjust portfolio convexity in exchange for higher yields.

Credit default indices and credit default swaps on individual names are used as an efficient, low cost way of adjusting credit exposure on the margin.

FINANCIAL SECTION

Notes to Financial Statements, continued

Securities Lending Transactions - The Board's policies permit the System to lend its securities to broker-dealers and other entities with a simultaneous agreement to return the collateral for the same securities in the future. The System's custodian lends U.S. government and agency securities, corporate bonds and stocks for collateral in the form of cash, other securities and irrevocable bank letters of credit. Collateral securities, letters of credit and cash are initially pledged at 102% of the market value of the securities lent. Additional collateral is to be provided by the next business day if the collateral value falls to less than 100% of the market value of the securities lent. The System did not impose any restrictions during the fiscal year on security loans the custodian made on its behalf. At June 30, 2013, the System had no credit risk exposure to borrowers because the amounts the System owes the borrowers exceed the amounts the borrowers owe the System. The relationship between the maturities of the investment pool and the System's loans is affected by the maturities of the security loans made by other entities that use the agent's pool, which the System cannot determine. The System cannot pledge or sell collateral securities received unless the borrower defaults. All securities loans can be terminated on demand by either the System or the borrower. Cash collateral is invested in both a separately managed fixed income account and a cash collateral pool, which at year-end had a weighted-average maturity of 8 days. The collateral held as of June 30, 2013 and 2012 were \$51.4 million and \$46.9 million, respectively. The fair value of securities on loan as of June 30, 2013 and 2012 totaled \$49.7 million and \$46.5 million, respectively. At June 30, 2013, and 2012 the cash collateral pool had an unrealized loss of approximately \$1.5 million and \$2.1 million, respectively, which is recorded in the Statement of Changes in Plan Net Position as a decrease in the fair value of investments for securities lending.

6. Risk Management

The County bears any risk of loss related to the System (e.g. torts, theft of, damage to, or destruction of assets; errors or omissions, job-related illnesses, or injuries to employees; and natural disasters). The County manages its risks internally and sets aside assets for claims settlement in an internal service fund.

7. Litigation

The U.S. Equal Employment Opportunity Commission (EEOC) has sued Baltimore County and six (6) County Unions claiming that they violated the Age Discrimination in Employment Act (ADEA) by requiring employees who join the retirement system as older workers to contribute more than workers who joined at a younger age. The United States District Court for the District of Maryland granted Baltimore County's Motion for Summary Judgment on January 21, 2009. The Fourth Circuit Court of Appeals reversed and remanded the case to the District Court. By Order entered on October 17, 2012, the District Court reversed itself and found the County liable for age discrimination. The County moved for permission to file an interlocutory appeal to the Fourth Circuit before determination of the issue of damages by the District Court. That motion was granted on December 7, 2012. Oral argument in the Fourth Circuit is pending. The County believes that it will ultimately prevail in this litigation. The County has also called upon its long-term actuary, Buck Consultants, to defend, indemnify and hold the County harmless in the action. EEOC's claim for "excess contributions" by older workers was estimated to be \$17 million to \$19 million. The Employees' Retirement System of Baltimore County would absorb any potential liability through higher member contributions.

8. Subsequent Events

Single Stream Recycling Loan:

On August 15, 2013, the County paid in full, the principal of \$13,659,260.25 and interest of \$500,157.34 to the Employees' Retirement System and cancelled the loan agreement. On the same date, the County entered into conditional purchase agreement with the Baltimore County Police, Fire and Widows Pension Plan to advance funds to the County to repay the loan to the Employees' Retirement System and finance the County's acquisition of the project up to a maximum purchase price of \$18,625,000. The principal component of the loan is to be repaid monthly commencing July 31, 2014 through June 30, 2018. The interest component of the loan is being paid monthly at an annual rate of 7.875%. The interest payments commenced September 30, 2013 with the final payment due June 30, 2018.

FINANCIAL SECTION

Required Supplementary Information (Unaudited)

Six-year historical trend information about the System is presented herewith as required supplementary information. This information is intended to help users assess the System's funding status on a going-concern basis, assess progress made in accumulating assets to pay benefits when due and make comparisons with other public employee retirement systems.

Schedule of Funding Progress (in Thousands)

Actuarial Valuation Date June 30	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) (b)	Unfunded (Excess of) AAL (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL (Excess of) as a % of Covered Payroll (b-a)/c
2007 ⁽¹⁾	\$ 2,101,023	\$ 2,289,452	\$ 188,429	91.8%	\$ 439,913	42.8%
2008 ⁽²⁾	2,191,623	2,491,342	299,719	88.0	479,654	62.5
2009 ⁽³⁾	2,143,616	2,599,670	456,054	82.5	506,908	90.0
2010 ⁽⁴⁾	2,196,915	2,746,016	549,101	80.0	515,125	106.6
2011	2,213,858	2,863,853	649,995	77.3	525,322	123.7
2012 ⁽⁵⁾	2,483,512	3,154,517	671,005	78.7	501,653	133.8

- (1) Assumption changes recommended in 2006 experience study were adopted, plus plan changes to all groups including implementation of DROP programs for general employees, correctional officers and deputy sheriffs.
- (2) Amortization period was changed to 30 years. The amendments of GASB Statement No. 50 were recognized, but they had no impact on the information disclosed.
- (3) Actuarial Asset Method is revised to remove 14% Corridor Around Market Value and the smoothing period was changed from 4 to 5 years. Salary increase rates for all members are reduced.
- (4) Actuarial Asset Method change: The Smoothing period was changed from 5 to 10 years.
- (5) Interest rate decreased from 7.875% to 7.25%, which was offset by the net proceeds from the Pension Obligation Bonds. In addition, the System also implemented the Retirement Incentive Plan early retirement window.

Schedule of Employers' Contributions (in Thousands)

Fiscal Year Ended June 30	Annual Required Contribution	Percentage Contributed
2008	\$ 44,168	100%
2009	49,763	100
2010	57,976	100
2011	58,340	100
2012	65,127	100
2013	73,362	100

The information presented in the required supplementary schedules was determined as part of the actuarial valuation at the dates indicated. Additional information regarding the assumptions and methods used as of the latest actuarial valuation may be found in "Note 4 – Funding Policy" in the notes to the financial statements, and in the Actuarial Section of this report.

FINANCIAL SECTION

Supplementary Supporting Schedules

Investment Fees and Expenses

(in Thousands)

For the Years Ended June 30, 2013 and 2012

	FY 2013	FY 2012
Investment Managers:		
Domestic Equity managers	\$ 3,149	\$ 2,680
International Equity managers	1,996	1,804
Fixed Income managers	2,647	2,304
Private Equity managers	1,939	1,865
Real Estate managers	1,088	1,006
Hedge Fund managers	905	966
Global Asset Allocation managers	2,524	2,398
Real Asset managers	524	713
Total manager fees	14,772	13,736
Investment Service Fees:		
Custodian fees	303	302
Consultant fees	288	284
Total service fees	591	586
Subtotal - Investment Expenses	15,363	14,322
Security Lending Fees:		
Agent fees	142	248
Borrower rebates	(381)	(641)
Total Security Lending fees	(239)	(393)
Total Investment Fees and Expenses	\$ 15,124	\$ 13,929

Schedule of Administrative Expenses

(in Thousands)

For the Years Ended June 30, 2013 and 2012

	FY 2013	FY 2012
Personal Services:		
Salaries	\$ 539	\$ 626
Employee Fringe benefits	178	175
Total Personal Services	717	801
Professional Services:		
Actuarial	407	142
Legal and Financial	12	14
Data Processing	1,021	1,227
Medical	39	54
Audit	41	22
Total Professional Services	1,520	1,459
Communication:		
Printing	10	11
Telephone	2	2
Postage	41	36
Total Communication	53	49
Miscellaneous:		
Equipment and Supplies	4	20
Total administrative expenses	\$ 2,294	\$ 2,329

Board of Trustees

The members of the Board serve without compensation.

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***INVESTMENT
SECTION***

— INVESTMENT SECTION —

INVESTMENT CONSULTANT’S REPORT

Introduction

This report, prepared for the Employees Retirement System of Baltimore County (the “System”) by NEPC, is based on accounting information supplied by the System’s custodian, BNY Mellon. NEPC relies on this source for security pricing, calculation of accruals, and all transactions. NEPC reconciles the monthly rates of return provided by BNY Mellon with those calculated by each investment manager. NEPC exercises reasonable professional care in preparing the performance report, and the performance calculations are reported to the greatest degree possible in compliance with the presentation standards of the Global Performance Investment Standards (GIPS) promulgated by the CFA Institute. The returns, calculated using a time-weighted rate of return methodology based upon market values, are reported on both net of fees and gross of fees to provide comparisons with the appropriate benchmarks.

Distinction of Responsibilities

The Board of Trustees (the “Trustees”) of the System is responsible for establishing the investment goals and objectives for the System’s Retirement Fund (the “Fund”) and sets the appropriate risk levels and asset allocation policy. The criteria used in developing the System’s investment policy include: actuarial information, such as funded status, the actuarial return assumption and benefits obligations; risk and return expectations of the capital markets; the financial conditions of the County; and practices of similar types of funds. The investment policy has been developed after the Trustees have given careful consideration of the potential financial implication of a wide range of investment policies. The policy describes the degree of pension fund risk that the Trustees, as System fiduciaries, deem appropriate.

In carrying out their duties the Trustees follow acceptable standards of prudence. These standards include: 1) acting for the exclusive benefit of the Fund participants and beneficiaries; 2) exercising skill, care and diligence of a prudent person acting in a similar capacity; and 3) diversifying investments to minimize the risk of large losses.

The investment managers required to execute the policy will invest System assets in accordance with the established policy and with their judgments concerning relative investment values. In particular, the investment managers are accorded full discretion to select individual securities, make periodic strategic adjustments and diversify their portfolios.

Investment Policy/Structure

The System’s investment policy was designed to provide broad diversification among asset classes in order to maximize return at an appropriate level of risk and minimize the risk of large losses to the System. In addition, asset allocation ranges have also been implemented to maintain compliance with the investment policy and ensure the System will achieve its long-term risk and return objectives.

The System’s investment policy is shown below for the broad investment categories:

Investment Policy as of 6/30/2013

Asset Class	Allocation Target	Allocation Range
U. S. Equities	22%	16 – 28%
International Equities	16	12 - 22
Private Equities	5	0 - 7
Fixed Income	27	19 - 35
Hedge FOF	5	0 - 7
Real Estate	5	0 - 7
Global Asset Allocation	15	10 - 20
Real Asset	5	0 - 7
Total	<u>100%</u>	

INVESTMENT SECTION

Within each asset class, the Trustees have employed several investment managers to further diversify the investment approach and minimize style bias. The Trustees have employed both active and passive investment strategies in order to obtain the desired asset allocation mix in the most cost effective and efficient manner.

Investment Objective

The System's long-term investment objective is to achieve a total rate of return which exceeds the Policy Index, defined here as the actual asset allocation for each asset class invested in its respective index. The Trustees recognize that there will be short-term deviations from these long-term investment objectives, and therefore, have developed performance expectations for the Fund and individual investment managers.

The overall Fund is also compared to the InvestorForce (IF) Public Funds Universe, a large and representative universe of actual institutional performance results in the industry. At June 30, 2013, this universe contained actual public fund data for 79 public plans with an aggregate market value of \$1.1 trillion.

Market Overview

Fiscal year 2013 provided a much-needed respite after the muted returns experienced in fiscal year 2012. As fiscal year 2013 began, domestic equities benefited from improved fundamentals and a more robust housing market, which resulted in gains despite the uncertainties surrounding the presidential election and the fiscal cliff. International equity markets, buoyed by positive news within the euro zone and stronger economic data from China, outperformed their domestic counterparts. During the first half of the fiscal year, emerging market debt and high-yield bonds performed well as yield-hungry investors sought higher returns in the low interest rate environment. In the third quarter of fiscal year 2013, the Federal Reserve's stimulative policy continued to drive equity markets as market volatility was suppressed and markets shrugged off worries of fiscal tightening. Many other central banks maintained low interest rate policies and announced measures to provide economic stimulus. Volatility remained low as it became clear that an accommodative policy stance would continue for an extended period. As a result of this environment, developed equity markets surged around the globe with domestic equities posting the strongest quarter for equity returns over the fiscal year. The final quarter of the fiscal year proved to be a challenging environment in which virtually all markets experienced lower or negative returns. Treasury yields spiked and continued to rise through the summer on expectations that the Federal Reserve would begin tapering its program of monthly bond purchases. As a result of the sharp rise in rates, investors saw long-duration fixed income assets struggle.

Investment returns, as a result of this uncertain and ever changing economic environment, deviated greatly. The broad US equity market, as measured by the Russell 3000 Index, registered strong gains, increasing 24.6% during fiscal year 2013. Developed international equity markets, measured by the MSCI EAFE Index (net), also rose sharply, generating an 18.6% return during the fiscal year. Smaller or emerging markets, represented by the MSCI Emerging Markets Index (net), the source of some consternation during the year, managed to eke out a small positive return, rising 0.3% during the fiscal year. The domestic bond market, as measured by the Barclays Aggregate Bond Index, a source of strength in the preceding year, declined 0.7%.

Investment Performance

For the fiscal year ended June 30, 2013, the System's investment portfolio gained 10.5%, including dividends and interest income, unrealized gains and losses, and management fees and expenses.

The System's domestic equity portfolio posted a 24.4% net of fee return over the fiscal year as compared to a 21.7% return of the broad U.S. equity market, as measured by the Wilshire 5000 Index. The System's active U.S. equity managers performed well during the year, collectively exceeding the broad market benchmark by 2.7%. The System's non-US equity portfolio's net of fee return of 12.6% fell short of the 13.6% return of the international equity benchmark. The return from the developed international market portfolio fell short of the benchmark's return by 2.1%, while the emerging market component exceeded its benchmark by more than 4.5%. The System's fixed income portfolio returned 2.8% on a net of fee basis over the fiscal year and exceeded the broad domestic bond market by 2.6%.

— INVESTMENT SECTION —

To gauge how the overall fund did relative to other public funds, the System’s gross of fee return for the fiscal year was compared to the median public fund in the IF Universe of Public Funds with assets exceeding \$1 billion. The System’s gross of fee return of 10.7% ranked below median (72nd percentile) of the Universe for the fiscal year. The market value of the System’s combined increased from \$2.00 billion on June 30, 2012 to \$2.33 billion on June 30, 2013.

The net of fee returns for the fiscal year ending June 30, 2013 are shown in the following table.

	Market Value (in Millions)	Percent of Total	Fiscal Year Rate of Return	
			System	Benchmark
U S Equities	\$ 575.5	24.8%	24.4%	21.7%
International Equities	357.6	15.4	12.6	13.6
Private Equity	107.7	4.6	7.7	12.8
Hedge Funds	107.8	4.6	12.3	7.4
Real Estate	96.0	4.1	11.0	10.7
Fixed Income	626.9	27.0	2.8	0.2
GAA	331.3	14.2	6.4	11.5
Real Assets	107.0	4.6	(8.5)	(8.0)
Cash	16.8	0.7	0.1	0.1
Total Fund*	<u>\$2,326.6</u>	100.0%	10.7%	9.4%

*The Total Fund shown above in the amount of \$2,326.6 includes short-term investments of \$73.8, accrued interest and dividends receivable of \$2.8, receivables for investments sold of \$44.1 and payables for investments purchased of \$71.3. These items are separately reported from “Total Investments” in the Statement of Plan Net Position.

Investment Strategies

During the fiscal year, the Trustees conducted an annual asset allocation review. The review confirmed that the existing investment allocation remained appropriate and no changes were made to the target allocations. Three new private equity commitments were made by the Board during the fiscal year.

John Krimmel, CPA, CFA
Partner

— INVESTMENT SECTION —

Outline of Investment Policies

Investment Policy. As provided in Article 5 Title 1 of the Baltimore County Code, the Board of Trustees of the Employees' Retirement System of Baltimore County (the "Board") is empowered to invest the System's assets and to take appropriate action regarding the investment, management and custodianship of plan assets. The investment responsibilities include establishing reasonable investment objectives, developing investment policy guidelines, selecting investment managers and evaluating performance results to assure adherence to guidelines and the achievement of objectives.

The Board has carefully exercised these responsibilities by diversifying the assets into common stocks (domestic and foreign), fixed income, real estate, hedge funds, private equity, and real assets. The investment policy targets are 22% in U.S. equities, 16% in international equities, 27% in fixed income investments, 5% in real estate, 5% in hedge funds, 5% in private equity, 15% in global asset allocation strategies and 5% in real assets. The investment policy authorizes the allocation targets to be maintained within the allocation ranges specified in the Investment Consultant's report.

A pension investment consultant has been appointed to advise and consult with the Board and the System staff, prepare recommendations on investment policies, investment management structure and asset allocation, and to monitor and evaluate the performance of the investment managers and the asset custodian.

The Board authorizes the managers to vote all proxies related to stocks in which they invest pension assets. The Board expects the managers to cast votes solely in the best interest of plan beneficiaries. Managers are required to report annually to the Board on its proxy-voting policies and activities on the System's behalf.

Investment Results

The following schedule compares rates of return, gross of fees, for the System portfolio with a comparative index, market indices and the inflation rate.

The market indices shown below are the Wilshire 5000 Stock Index, Morgan Stanley Capital International All Country World Ex-U.S. Index, the Barclays Capital Universal Index, 60% MSCI World/40% WGBI blended index, the NCREIF Index, the DJ-UBS Commodity index, the HFRI Fund of Funds Index and the Venture Capital Economics Private Equity Index.

The Balanced Index is a blend of market indices and is reflective of the total System's portfolio policy for each time period as follows:

From July 1, 2009 to May 31, 2010, the Balanced Index was comprised of 32% S&P 500; 7% Russell 2000 Index; 10% Morgan Stanley EAFE Index; 3% Morgan Stanley Emerging Markets Free Index; 18% Barclays Capital Aggregate Bond Index; 8% Citigroup World Government Bond Index; 7% Merrill Lynch High Yield Index; 5% NCREIF Property Index; 5% Venture Economics Private Equity Index; 5% HFRI Fund of Fund Index.

From June 1, 2010 to May 31, 2011, the Balanced Index was comprised of 19% S&P 500; 7% Russell 2000 Index; 10% Morgan Stanley EAFE Index; 3% Morgan Stanley Emerging Markets Free Index; 9% Morgan Stanley World Index; 17% Barclays Capital Aggregate Bond Index; 8% Citigroup World Government Bond Index; 7% Merrill Lynch High Yield Index; 5% NCREIF Property Index; 5% Venture Economics Index; 5% HFRI Fund of Fund Index; 5% Dow Jones-UBS Commodity Index.

From June 1, 2011 to March 31, 2012, the Balanced Index has been comprised of 17% S&P 500; 7% Russell 2000 Index; 9% Morgan Stanley EAFE Index; 7% Morgan Stanley Emerging Markets Free Index; 9% Morgan Stanley World Index; 14% Barclays Capital Aggregate Bond Index; 8% Citigroup World Government Bond Index; 7% Merrill Lynch High Yield Index; 5% NCREIF Property Index; 5% Venture Economics Index; 5% HFRI Fund of Fund Index; 5% Dow Jones-UBS Commodity Index; 4% JP Morgan Emerging Market Global Bond Index.

From April 1, 2012 to the present, the Balanced Index has been comprised of 15% S&P 500; 7% Russell 2000 Index; 9% Morgan Stanley EAFE Index; 7% Morgan Stanley Emerging Markets Free Index; 9% Morgan Stanley World Index; 16% Barclays Capital Aggregate Bond Index; 6% Citigroup World Government Bond Index; 7%

— INVESTMENT SECTION —

Merrill Lynch High Yield Index; 5% NCREIF Property Index; 5% Venture Economics Index; 5% HFRI Fund of Fund Index; 5% Dow Jones-UBS Commodity Index; 4% JP Morgan Emerging Market Global Bond Index.

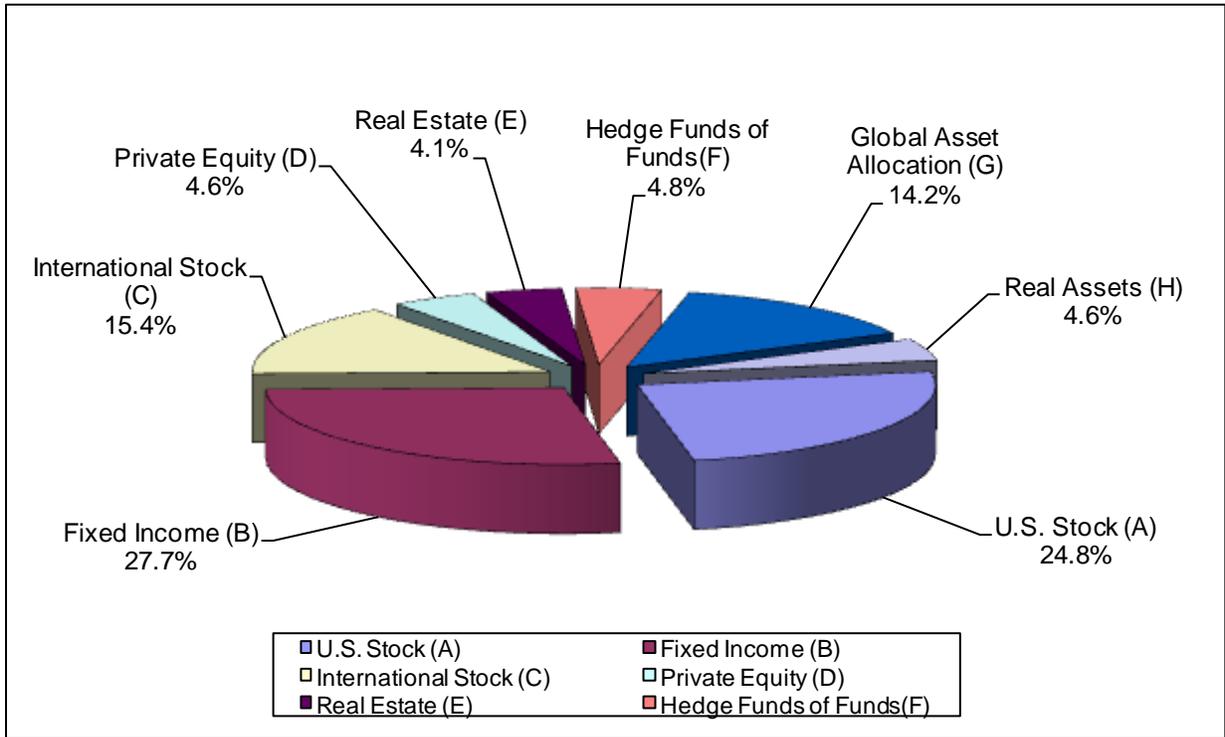
The rate of return measure for the financial asset class managers is time weighted. This investment measure eliminates the influence of contributions and withdrawals that are beyond the control of the investment managers. This investment measure is an effective means of appraising a fund manager's ability to make assets perform.

Investment Return Summary (Percentage Change)							
<u>Rates of Return</u>	<u>FY 2009</u>	<u>FY 2010</u>	<u>FY 2011</u>	<u>FY 2012</u>	<u>FY 2013</u>	<u>Annualized Rate Over 3 Years</u>	<u>Annualized Rate Over 5 Years</u>
U.S. Common Stock	(26.8)%	17.3%	34.2%	1.9%	24.8%	19.7%	8.0%
Wilshire 5000 Stock Index	(26.4)	15.7	32.0	4.0	21.7	18.6	7.5
International Common Stock	(26.0)	16.1	28.6	(12.3)	13.1	8.7	2.0
MSCI ACWIXUS	(30.9)	10.4	29.7	(14.6)	13.6	8.0	(0.8)
GAA	(20.2)	17.0	20.4	3.5	6.4	10.1	4.5
60% MSCI World / 40% WGBI & 90-day T-Bills plus 6%	(14.7)	8.6	17.8	0.2	11.5	9.6	4.0
Fixed Income	3.2	19.3	8.4	9.1	3.0	6.9	8.5
Barclays Universal	4.9	10.6	4.8	7.4	0.2	4.1	5.5
Real Estate	(37.0)	(8.2)	20.5	13.2	11.0	15.2	(2.7)
NCREIF Index	(30.7)	(1.5)	16.7	12.4	10.7	13.1	2.8
Hedge Funds	(15.7)	8.8	6.3	(5.7)	12.3	4.0	0.4
Hedge Fund-of-Funds Index	(15.2)	4.7	6.7	(4.5)	7.4	3.0	(0.6)
Private Equity	(16.8)	12.0	14.6	9.5	7.7	10.7	5.4
Venture Economics Index	(21.0)	13.1	19.9	9.8	12.8	15.1	7.5
Total System Portfolio	(17.5)	16.4	21.0	1.7	10.7	11.0	5.6
<u>Comparative Index</u>							
Balanced Index	(14.4)	12.5	19.4	0.8	9.4	9.5	4.8
<u>Inflation Rate</u>							
Consumer Price Index	(1.2)	1.1	3.6	1.7	1.8	2.4	1.4

Note: Performance is gross of fees.

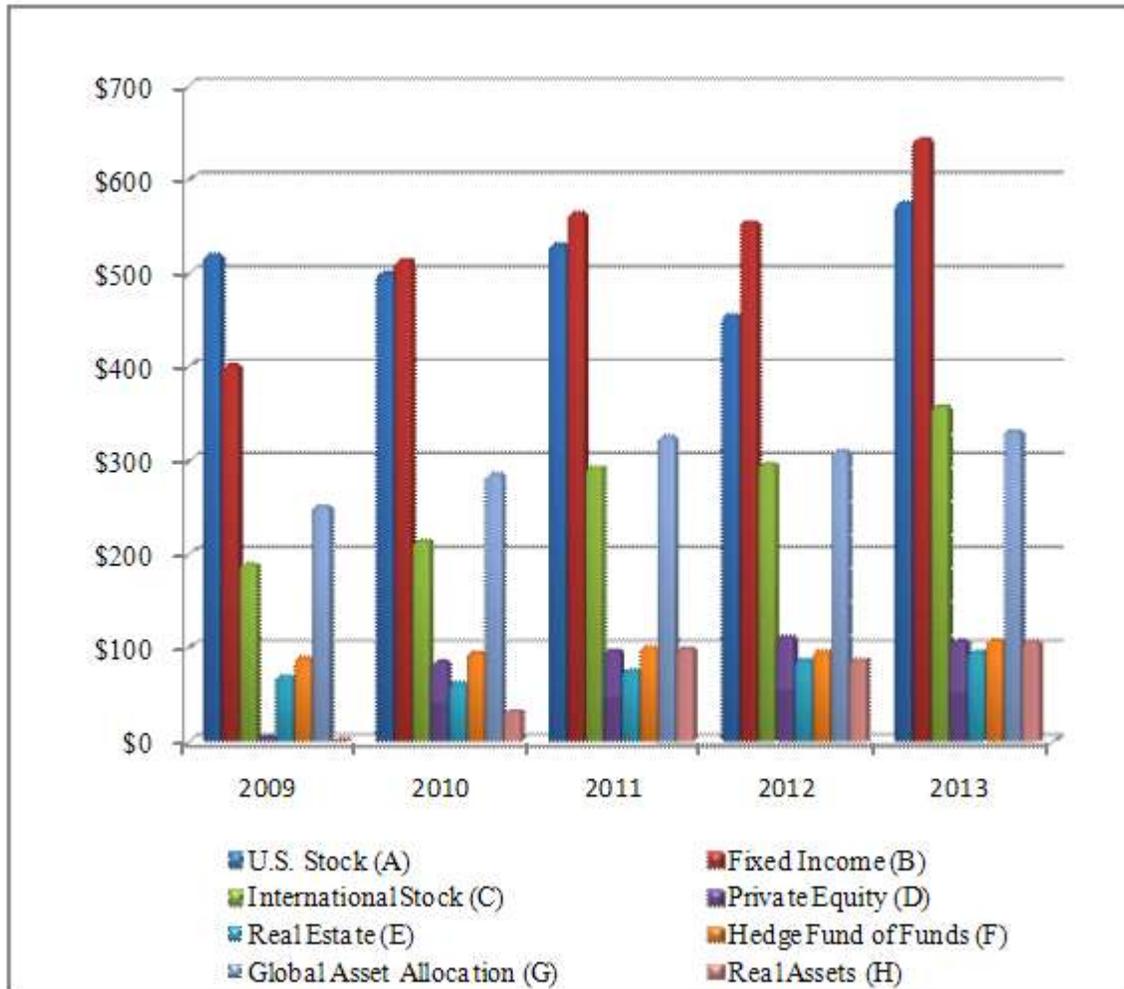
INVESTMENT SECTION

Portfolio Composition by Manager Type
Market Value of Investments
Percent of Total Fund
As of June 30, 2013



— INVESTMENT SECTION —

**Portfolio Composition by Manager Type
Market Value of Investments
Percent of Total Fund
As of June 30, 2009, 2010, 2011, 2012 & 2013
(Expressed in Millions)**



Investment Type	2009		2010		2011		2012		2013	
U.S. Stock (A)	\$ 520.2	32.6%	\$ 500.3	28.0%	\$ 530.4	25.4%	\$ 455.2	22.8%	\$ 575.5	24.8%
Fixed Income (B)	402.1	25.3	514.1	28.7	564.4	27.1	555.0	27.7	643.7	27.7
International Stock (C)	189.6	11.9	213.9	12.0	292.9	14.0	296.7	14.8	357.6	15.4
Private Equity (D)	73.9	4.5	85.4	4.8	97.2	4.7	111.7	5.6	107.7	4.6
Real Estate (E)	69.7	4.4	62.7	3.5	75.7	3.6	87.1	4.4	96.0	4.1
Hedge Fund of Funds (F)	89.4	5.6	94.5	5.3	101.2	4.9	96.4	4.8	107.8	4.6
Global Asset Alloc. (G)	251.1	15.7	285.2	15.9	325.4	15.6	310.0	15.5	331.3	14.2
Real Assets (H)	0.0	0.0	32.7	1.8	98.9	4.7	87.9	4.4	107.0	4.6
Total	\$1,596.0	100.0%	\$1,788.8	100.0%	\$2,086.1	100.0%	\$2,000.0	100.0%	\$2,326.6	100.0%

— INVESTMENT SECTION —

List of Largest Assets Held* (Year Ended June 30, 2013)

Ten Largest Equity Holdings (STOCKS)		PAR VALUE/ SHARES	MARKET VALUE
1)	MasterCard Inc.	7,080	\$4,067,287
2)	Medidata Solutions, Inc.	52,206	4,043,383
3)	Google Inc.	4,580	4,031,905
4)	Tyler Technologies Inc.	53,673	3,679,252
5)	FEI Co.	48,807	3,563,896
6)	Wells Fargo & Co.	84,304	3,479,217
7)	Neogen Corp.	61,219	3,401,336
8)	Berkshire Hathaway Inc.	30,308	3,392,025
9)	Fresenius SE & Co.	26,500	3,262,357
10)	PROS Holdings, Inc.	107,158	3,209,370

Ten Largest Fixed Income Holdings (NOTES & BONDS)		INTEREST RATE	MATURITY DATE	PAR VALUE/ SHARES	MARKET VALUE
1)	US Treasury Note	1.750%	5/15/2023	6,729,516	\$6,302,596
2)	US Treasury Bond	3.125	2/15/2043	6,636,665	6,194,929
3)	US Treasury Note	0.250	2/15/2015	5,518,027	5,514,771
4)	US Treasury Note	1.375	5/31/2020	5,694,886	5,496,021
5)	Commit to Purchase FNMA SF MTG	3.000	8/1/2043	5,610,878	5,467,127
6)	US Treasury Note	1.125	4/30/2020	4,686,785	4,456,852
7)	Commit to Purchase GNMA SF MTG	3.500	7/1/2043	4,067,776	4,129,443
8)	Commit to Purchase GNMA SF MTG	3.000	7/1/2043	3,714,056	3,628,744
9)	US Treasury CPI INFLAT	0.125	1/15/2023	3,421,244	3,317,273
10)	Commit to Purchase FNMA SF MTG	2.500	7/1/2028	2,918,187	2,935,054

*A complete list of the portfolio holdings is available upon request.

— INVESTMENT SECTION —

Supplementary Supporting Schedules Schedule of Fees

(Year Ended June 30, 2013)
(in Thousands)

<u>Investment Services</u>	<u>Assets Under Management*</u>	<u>Fees</u>
Domestic Equity Managers	\$ 575,547	\$ 3,149
International Equity Managers	357,628	1,996
Fixed Income Managers	626,885	2,647
Private Equity Managers	107,716	1,939
Real Estate Managers	95,941	1,088
Hedge Fund of Funds Managers	107,753	905
Global Asset Allocation Managers	331,258	2,524
Real Assets	107,023	524
Short-Term Investment Manager	16,829	-
Other Investment Service Fees:		
Custodian		303
Security lending – Agent Fees		142
Security lending – Borrower rebates		(381)
Investment consultant		288
Total	\$2,326,580	\$15,124

*Asset Under Management” shown above in the amount of \$2,326,580 includes short-term investments of \$73,842, accrued interest and dividends receivable of \$2,797, receivables for investments sold of \$44,138 and payables for investments purchased of \$71,351. These items are separately reported from “Total Investments” in the Statement of Plan Net Position.

Supplementary Supporting Schedules Schedule of Commissions

(Year Ended June 30, 2013)

<u>Investment Broker Firms</u>	<u>Number of Shares Traded</u>	<u>Total Commissions</u>	<u>Commission Per Share</u>
Investment Technology Group, New York	4,301,710	\$ 86,036	0.02
Liquidnet Inc. Brooklyn	899,747	20,008	0.02
Loop Capital Markets, Jersey City	569,036	13,459	0.02
Jonestrading Instl. Svcs. LLC, Westlake	1,047,809	12,254	0.01
BNY Convergenx, New York	314,619	9,849	0.03
Burke & Quick Partners LLC, Jersey City	243,695	9,185	0.04
Piper Jaffray & Co, Minneapolis	418,011	9,115	0.02
Barclays Capital LE, Jersey City	282,417	8,471	0.03
LEK Securities Corp, New York	242,219	8,263	0.03
JP Morgan Securities Inc, Brooklyn	238,723	7,401	0.03
Deutsche BK Secs. Inc, NY	146,806	7,400	0.05
Merrill Lynch Pierce Fenner Smith, Inc	216,590	6,518	0.03
Stifel Nicolaus	164,801	5,635	0.03
Miscellaneous (Under \$5,000)	<u>11,722,983</u>	<u>140,391</u>	0.01
Total	<u>20,809,166</u>	<u>\$343,985</u>	

INVESTMENT SECTION

Investment Summary (Year Ended June 30, 2013) (in Thousands)

TYPE OF INVESTMENTS	FAIR VALUE	% of FAIR VALUE
Fixed Income:		
U.S. Government & Agencies Securities	\$157,343	6.9%
Municipals	16,336	0.7
Corporate Bonds	125,849	5.5
Foreign Debt	14,473	0.7
Bond Mutual Funds	304,461	13.4
Total Fixed Income	\$618,462	27.2%
Common Stock:		
Telecommunications	\$16,948	0.7
Basic Materials	20,074	0.9
Consumer Goods	44,150	1.9
Utilities	49,002	2.2
Consumer Services	58,237	2.6
Health Care	67,011	2.9
Financials	76,436	3.4
Industrials	77,804	3.4
Technology	107,373	4.7
Total Common Stock	\$517,035	22.7%
Other Investments:		
Stock Mutual Funds	398,540	17.5
Real Estate Equity Funds	95,941	4.2
Hedge Funds	107,753	4.7
Private Equity Funds	107,716	4.7
Real Assets	107,023	4.7
Global Asset Allocation Funds	324,683	14.3
Total Other Investments	\$1,141,656	50.1%
Total Investments at fair value*	\$ 2,277,153	100.0%

*The Total Investments at fair value shown above in the amount of \$2,277,153 does not include short-term investments of \$73,842, accrued interest and dividends receivable of \$2,797, receivables for investments sold of \$44,138 and payables for investments purchased of \$71,351. These items are separately reported from "Total Investments" in the Statement of Plan Net Position.

*ACTUARIAL
SECTION*

ACTUARIAL SECTION

Actuary's Certification Letter



A Xerox Company

March 5, 2013

Board of Trustees
Employees' Retirement System of Baltimore County
400 Washington Avenue
Towson, Maryland 21204

Members of the Board:

Actuarial valuations of the Employees' Retirement System of Baltimore County are performed annually. The results of the latest actuarial valuation of the System, which was prepared as of June 30, 2012, are presented in the valuation report. The valuation reflects the benefits in effect on the valuation date, and was prepared on the basis of the data submitted by the County and the actuarial assumptions as adopted by the Board of Trustees. The actuarial assumptions and methods comply with the parameters set forth in Statement No. 25 of the Governmental Accounting Standards Board (GASB).

Financing Objective and Contribution Appropriation

The results of the June 30, 2012 valuation determine the contribution appropriation for the fiscal year ending June 30, 2014. The financing objectives of the System are to:

- (a) fully fund all current costs based on the normal contribution payable determined under the funding method; and
- (b) liquidate the unfunded accrued liability based on accrued liability contributions payable over an amortization period of 30 years (the increase in the unfunded accrued liability attributable to the FY 2012 Retirement Incentive Plan window is being amortized over 10 years).

Assets and Participant Data

The County reported the individual data for members of the System as of the valuation date to the actuary. While we did not verify the data at their source, we did perform tests for internal consistency and reasonability in relation to the data submitted for the previous valuation.

The amount of current assets in the trust fund taken into account in the valuation was based on statements prepared for us by the County.

Actuarial Assumptions and Methods

The actuarial asset valuation method is a 10-year moving market method that spreads the difference between actual investment income and expected income (based on the valuation interest rate) over a period of 10 years, as adopted for valuation purposes effective June 30, 2010.

The valuation interest rate was changed from 7.875% to 7.25% as of June 30, 2012. However, all other assumptions used in this valuation are those that had been used in the June 30, 2011 actuarial valuation. Baltimore County regularly analyzes how actual experience compares the actuarial assumptions. This study has

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— ACTUARIAL SECTION —

Board of Trustees
March 5, 2013
Page 2

been initiated but has not been completed, reviewed, and revised assumptions have not yet been adopted. Because this process is not yet completed, the mortality assumption is the same as was used in the June 30, 2011 valuation and does not include a projection for mortality improvement. Since Baltimore County has prescribed that the June 30, 2011 assumptions be used for this valuation, except for the change in the interest rate, we have not determined the financial impact of a change to include provisions for mortality improvement.

Effective with the fiscal 2003 contribution, all administrative and operating expenses of the System are paid from System assets. As a result, the normal cost includes these expenses.

Included in the valuation report is a summary of the actuarial assumptions and methods used to prepare the actuarial valuation results.

Funding Adequacy

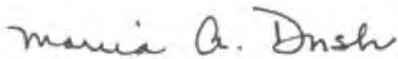
The results of the valuation indicate that the recommended contribution appropriation is adequate to fund the actuarial liabilities on account of all benefits payable under the System, when taken together with member contributions and with the current assets of the System. Included in the valuation report are contribution and funding progress schedules prepared by the actuary.

Financial Results and Membership Data

Detailed summaries of the financial results of the valuation and membership data used in preparing the valuation are shown in the valuation report. The actuary prepared supporting schedules and required supplementary information included in the Actuarial Section, Financial Section, and Statistical Section of the Comprehensive Annual Financial Report.

We are Members of the Society of Actuaries and Members of the American Academy of Actuaries. We meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinions contained in this report. This report has been prepared in accordance with all applicable Actuarial Standards of Practice, and we are available to answer questions about it.

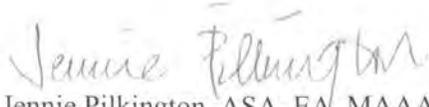
Respectfully submitted,



Marcia Dush, FSA, EA, MAAA
Principal and Consulting Actuary



Stephen Robb, FSA, EA, MAAA
Director and Consulting Actuary



Jennie Pilkington, ASA, EA, MAAA
Director and Consulting Actuary

— ACTUARIAL SECTION —

Summary of Actuarial Assumptions and Methods

ASSUMPTIONS

Interest Rate: 7.25% per annum, compounded annually. The valuation interest rate was changed from 7.875% to 7.25% as of June 30, 2012.

Inflation: 3.0% per annum.

Salary Increase: Representative values are as follows:

Age	Annual Rates of Salary Increase	
	General Employees, Correctional Officers and Deputy Sheriffs	Police Officers and Firefighters
25	6.40%	6.55%
30	4.90	5.05
35	3.90	4.05
40	3.40	3.55
45	2.90	3.05
50	2.40	2.55
55	1.90	2.30
60	1.90	2.30
65	1.90	2.30

Salary increase rates at all ages for the fiscal years ending June 30, 2010 and June 30, 2011 are 3% for Police and 2.5% for all other groups. Salary increase rates for the year ending June 30, 2012 at all ages are 2% for Police and 1.5% for all other groups.

The effect of these assumptions is illustrated by the following examples: When used in the valuation process, these assumptions produce an effective annual average increase of 4.0% over a 27-year career for a Policeman hired at age 25, and 3.0% over a 30-year career for a General Employee hired at age 30.

Expenses: The assumed interest rate is gross of the administrative expenses of the fund. All administrative and operating expenses of the ERS are included in the normal cost.

Loading or Contingency Reserves: None

— ACTUARIAL SECTION —

Summary of Actuarial Assumptions and Methods, continued

Illustrative Rates of Separation from Service (adopted as of June 30, 2007)

Age	Plan A (Hired Before 7/01/2007)							
	Withdrawal			Disability		Death		
	Refund Before 10 Years of Service	Refund After 10 Years of Service	Termination Benefit After 10 Years of Service	Ordinary	Accidental	Ordinary		Accidental
						Males	Females	
General Employees, Correctional Officers and Deputy Sheriffs								
20	17.406%			0.036%	0.009%	0.056%	0.015%	0.002%
25	13.500			0.051	0.009	0.054	0.014	0.001
30	10.350	1.087%	1.200%	0.087	0.019	0.052	0.022	0.001
35	9.900	0.810	1.200	0.145	0.019	0.061	0.038	0.001
40	9.900	0.773	1.200	0.253	0.028	0.082	0.050	0.002
45	9.900	0.735	1.350	0.361	0.047	0.121	0.079	0.003
50	7.200	0.697	1.500	0.506	0.056	0.188	0.124	0.006
55	5.400	0.660	1.500	0.615	0.066	0.310	0.180	0.009
60	4.500	0.630	1.500	0.615	0.084	0.588	0.288	0.015
64	3.780	0.630	1.500	0.615	0.084	0.994	0.529	0.022
65				0.615	0.084	1.127	0.623	0.024
69				0.615	0.084	1.787	1.111	0.035
Police Officers								
20	5.625%			0.023%	0.045%	0.028%	0.008%	0.008%
25	2.925			0.023	0.056	0.027	0.007	0.012
30	2.700	0.750%	1.030%	0.028	0.068	0.026	0.011	0.016
35	1.800	0.500	0.630	0.106	0.096	0.031	0.010	0.024
40	1.350	0.300	0.390	0.106	0.164	0.041	0.025	0.036
45	1.350	0.300	0.220	0.106	0.310	0.060	0.040	0.052
50	0.900	0.300	0.120	0.149	0.570	0.094	0.062	0.084
55	0.562	0.300	0.030	0.553	1.015	0.155	0.090	0.140
59				0.553	1.636	0.257	0.128	0.240
60				0.553	1.636	0.294	0.144	0.272
64				0.553	1.636	0.497	0.265	0.400
Firefighters								
20	5.000%			0.023%	0.011%	0.028%	0.008%	0.008%
25	2.600			0.023	0.014	0.027	0.007	0.012
30	2.400	0.750%	1.030%	0.028	0.017	0.026	0.011	0.016
35	1.600	0.500	0.630	0.106	0.024	0.031	0.010	0.024
40	1.200	0.300	0.390	0.106	0.033	0.041	0.025	0.036
45	1.200	0.300	0.220	0.106	0.062	0.060	0.040	0.052
50	0.800	0.300	0.120	0.149	0.115	0.094	0.062	0.084
55	0.500	0.300	0.030	0.553	0.204	0.155	0.090	0.140
59	0.100	0.300	0.010	0.553	0.229	0.257	0.128	0.240
60				0.553	0.229	0.294	0.144	0.272
64				0.553	0.229	0.497	0.265	0.400

— ACTUARIAL SECTION —

Summary of Actuarial Assumptions and Methods, continued

Illustrative Rates of Separation from Service (adopted as of June 30, 2007)

Age	Plan B (Hired After 6/30/2007)							
	Withdrawal			Disability		Death		
	Refund Before 10 Years of Service	Refund After 10 Years of Service	Termination Benefit After 10 Years of Service	Ordinary	Accidental	Ordinary		Accidental
						Males	Females	
General Employees, Correctional Officers and Deputy Sheriffs								
20	14.505%			0.043%	0.013%	0.056%	0.015%	0.002%
25	11.250			0.059	0.013	0.054	0.014	0.001
30	8.625	1.688%	0.600%	0.102	0.025	0.052	0.022	0.001
35	8.250	1.613	0.600	0.170	0.025	0.061	0.038	0.001
40	8.250	1.538	0.600	0.298	0.038	0.082	0.050	0.002
45	8.250	1.462	0.675	0.425	0.062	0.121	0.079	0.003
50	6.000	1.388	0.750	0.595	0.075	0.188	0.124	0.006
55	4.500	1.313	0.750	0.723	0.088	0.310	0.180	0.009
60	3.750	1.237	0.750	0.723	0.112	0.588	0.288	0.015
64	3.150	1.178	0.750	0.723	0.112	0.994	0.529	0.022
65	3.000	1.162	0.750	0.723	0.112	1.127	0.623	0.024
69				0.723	0.112	1.787	1.111	0.035
Police Officers								
20	3.750%			0.047%	0.060%	0.056%	0.015%	0.008%
25	1.950			0.047	0.075	0.056	0.014	0.012
30	1.800	0.750%	0.515%	0.056	0.090	0.052	0.022	0.016
35	1.200	0.500	0.315	0.213	0.128	0.061	0.038	0.024
40	0.900	0.300	0.195	0.213	0.218	0.082	0.050	0.036
45	0.900	0.300	0.110	0.213	0.412	0.121	0.079	0.052
50	0.600	0.300	0.060	0.298	0.758	0.188	0.124	0.084
55	0.375	0.300	0.015	1.105	1.350	0.310	0.180	0.140
59	0.075	0.300	0.005	1.105	2.175	0.514	0.255	0.240
60				1.105	2.175	0.588	0.288	0.272
64				1.105	2.175	0.994	0.529	0.400
Firefighters								
20	2.500%			0.047%	0.045%	0.056%	0.015%	0.008%
25	1.300			0.047	0.056	0.056	0.014	0.012
30	1.200	0.750%	0.515%	0.056	0.068	0.052	0.022	0.016
35	0.800	0.500	0.315	0.213	0.095	0.061	0.038	0.024
40	0.600	0.300	0.195	0.213	0.131	0.082	0.050	0.036
45	0.600	0.300	0.110	0.213	0.247	0.121	0.079	0.052
50	0.400	0.300	0.060	0.298	0.454	0.188	0.124	0.084
55	0.250	0.300	0.015	1.105	0.810	0.310	0.180	0.140
59	0.050	0.300	0.005	1.105	0.910	0.514	0.255	0.240
60				1.105	0.910	0.588	0.288	0.272
64				1.105	0.910	0.994	0.529	0.400

— ACTUARIAL SECTION —

Summary of Actuarial Assumptions and Methods, continued

Illustrative Rates of Retirement (adopted as of June 30, 2007):

Age	General Employees							
	Plan A (Hired before 7/01/2007)						Plan B (Hired After 6/30/2007)	
	Early Retirement (Age 55 with 20 Years)	Normal Retirement (Age 60 and 5 Yrs, or 30 Yrs)*					DROP Retirement with 5-9 Years DROP Participation	Normal Retirement (Age 67 and 10 Years or 35 Years)
		Under Age 60 at June 30, 2007				30 Years or Age 65** with 5 Years		
		5-9 Years Service	10-19 Years Service	20-29 Years Service But Without Rule of 85	30 Years or Age 65** with 5 Years			
45					8.29%			
46					8.29			
47					8.29			
48					8.29			
49					8.29			
50					8.29			
51					8.29			
52					8.29			
53					8.29			
54					8.29		11.05%	
55	9.262%				8.29		11.05	
56	2.925				8.29		11.05	
57	1.950				8.29		11.05	
58	3.120				8.29		11.05	
59	4.388				8.29		11.05	
60		2.00%	10.00%	20.00%	8.29	5.00%	11.05	
61		2.00	10.00	20.00	9.53	10.00	12.71	
62		2.00	10.00	20.00	17.34	15.00	23.11	
63		2.00	10.00	20.00	12.37	20.00	16.48	
64		2.00	10.00	20.00	14.02	25.00	18.69	
65					22.73	30.00	30.29	
66					19.33	35.00	25.76	
67					18.33	40.00	24.44	
68					17.34	45.00	23.11	
69					16.51	50.00	22.01	
70					100.00		100.00	

* Members not meeting DROP entry requirements by age 65 are assumed to retire on normal service retirement at the rates shown above. Members who meet DROP entry requirements by age 65 are assumed to (a) retire on service retirement at 75% of the normal retirement rates shown above prior to entering the DROP; (b) enter the DROP as soon as they are eligible; (c) retire normally (5%) or with DROP benefits (95%) at the DROP retirement rates shown after five years of DROP participation. The DROP retirement rate becomes 100% upon completion of ten years of DROP participation, or attainment of age 70, whichever occurs first.

** Substitute 60 for 65 if the member was age 60 or older on or before 6/30/07.

ACTUARIAL SECTION

Summary of Actuarial Assumptions and Methods, continued

Age	Correctional Officers and Deputy Sheriffs				
	Plan A (Hired Before 7/01/2007*)				Plan B (Hired After 6/30/2007)
	Normal Retirement (20 Years)	DROP Retirement (27 Years)	Age 60 with 5 to 10 Years of Service	Age 60 with 10 to 20 Years of Service	Retirement (Age 67 and 10 Years or 25 Years)
40	3.393%				
41	3.393				
42	3.393				
43	3.393				
44	3.393				
45	3.393	17.192%			14.95%
46	3.393	17.192			14.95
47	3.393	17.192			14.95
48	3.393	17.192			14.95
49	3.393	17.192			14.95
50	3.393	17.192			14.95
51	3.393	17.192			14.95
52	3.393	17.192			14.95
53	3.393	17.192			14.95
54	3.393	17.192			14.95
55	3.393	17.192			14.95
56	3.393	17.192			14.95
57	3.393	17.192			14.95
58	3.393	17.192			14.95
59	3.393	17.192			14.95
60	3.393	17.192	4.00%	10.00%	14.95
61	5.968	19.769	4.00	12.00	17.19
62	22.166	35.966	4.00	14.00	31.27
63	11.845	25.645	4.00	16.00	22.30
64	15.283	29.083	4.00	18.00	25.29
65	27.588	41.388	4.00	20.00	40.99
66	20.539	34.339	4.00	22.00	34.86
67	18.469	32.269	4.00	24.00	33.06
68	16.410	30.210	4.00	26.00	31.27
69	14.685	28.486	4.00	28.00	29.77
70	100.000	100.000			100.00

* Members meeting the service requirement for the DROP are assumed to retire at 75% of the normal retirement rates shown above prior to eligibility for the benefit. Members not qualifying for the DROP are assumed to retire at the normal retirement rates shown above. An additional 20% is applied at the point a member is first eligible to retire under the DROP. Also, an additional 25% is applied at the point a member first reaches the 25-year service point due to the added health care subsidy. 95% of eligible members are assumed to elect the DROP.

ACTUARIAL SECTION

Summary of Actuarial Assumptions and Methods, continued

Age	Police			
	Plan A (Hired Before 7/01/2007*)			Plan B (Hired After 6/30/2007)
	Normal Retirement (20 Years)	Age 55 with 5 to 10 Years of Service	Age 55 with 10 to 20 Years of Service	Retirement (Age 60 and 10 Years or 25 Years)
40	5.16%			
41	5.21			
42	5.26			
43	5.31			
44	5.34			
45	5.41			9.41%
46	5.47			9.47
47	5.56			9.56
48	5.67			9.67
49	5.78			9.78
50	5.91			9.91
51	6.05			10.05
52	6.23			10.23
53	6.44			10.44
54	6.69			10.69
55	15.30	3.00%	25.00%	19.30
56	13.79	3.00	30.00	17.79
57	5.86	3.00	35.00	9.86
58	6.07	3.00	40.00	10.07
59	6.41	3.00	45.00	10.41
60	95.00	3.00	50.00	95.00
61	40.00	3.00	55.00	40.00
62	75.00	3.00	60.00	75.00
63	50.00	3.00	65.00	50.00
64	50.00	3.00	70.00	50.00
65	100.00			100.00

* Members meeting the service requirement for the DROP are assumed to retire at 75% of the normal retirement rates shown above prior to eligibility for the benefit. Members not qualifying for the DROP are assumed to retire at the normal retirement rates shown above. An additional 10% is applied at the point a member is first eligible to retire under the DROP. Also, an additional 10% is applied at the point a member first reaches the 25-year service point due to the added health care subsidy. 80% of eligible members are assumed to elect the DROP.

ACTUARIAL SECTION

Summary of Actuarial Assumptions and Methods, continued

Age	Fire				
	Plan A (Hired Before 7/01/2007*)				Plan B (Hired After 6/30/2007)
	Normal Retirement (25 years of service)	Age 60 with 5 to 10 Years of Service	Age 60 with 10 to 20 Years of Service	Age 50 with 20 to 25 Years of Service	Retirement (Age 60 and 10 Years or 30 Years)
44	12.00%				
45	12.00				
46	12.00				
47	12.00				
48	12.00				
49	12.00				12.00%
50	10.25			2.00%	10.25
51	10.40			2.00	10.40
52	10.58			2.00	10.58
53	10.80			2.00	10.80
54	11.05			2.00	11.05
55	19.89			2.00	19.89
56	18.32			2.00	18.32
57	10.10			2.00	10.10
58	10.31			2.00	10.31
59	10.65			2.00	10.65
60	85.00	3.00%	25.00%	2.00	85.00
61	35.00	3.00	35.00	2.00	35.00
62	60.00	3.00	45.00	2.00	60.00
63	40.00	3.00	55.00	2.00	40.00
64	50.00	3.00	65.00	2.00	50.00
65	100.00				100.00

* Members meeting the service requirement for the DROP are assumed to retire at 75% of the normal retirement rates shown above prior to eligibility for the benefit. Members not qualifying for the DROP are assumed to retire at the normal retirement rates shown above. An additional 10% is applied at the point a member is first eligible to retire under the DROP. Also, an additional 10% is applied at the point a member first reaches the 25-year service point due to the added health care subsidy. 100% of eligible members are assumed to elect the DROP.

— ACTUARIAL SECTION —

Summary of Actuarial Assumptions and Methods, continued

Death After Retirement: The 1995 George B. Buck Mortality Table with ages set forward one year was used for service retirements and dependent beneficiaries. Special mortality tables are used for disability retirements. Illustrative rates are as follows (adopted as of June 30, 2007):

Age	Annual Rates of Mortality Among:				
	Service Pensioners		Disability Pensioners		
	All Members		Other than Police and Firefighters		Police and Firefighters
	Males	Females	Males	Females	
40	0.102%	0.062%	2.322%	1.732%	3.029%
45	0.151	0.099	2.444	1.842	2.114
50	0.235	0.155	2.635	2.020	1.947
55	0.387	0.226	2.939	2.299	2.109
60	0.735	0.360	3.417	2.740	2.437
65	1.408	0.779	4.166	3.431	2.964
70	2.485	1.562	5.340	4.515	3.781
75	4.176	2.566	7.157	6.193	5.055
80	6.934	4.195	9.920	8.770	7.007

Marital Status: For firefighters and police officers, 90% of active members are assumed to be married. For all other employees, 90% of active males and 50% of active females are assumed to be married. In all cases, it is assumed that the male spouse is three years older than the female spouse.

Credit for Unused Sick Leave: For members entitled to receive credit for unused sick leave, it was assumed that each member will accumulate such credit as follows:

Supervisory, management and confidential (SMC) members, other than firefighters	¾ year
Firefighters including SMC members	1 year
Employees other than Police and Firefighters, excluding SMC members	½ year
Police	½ year

— ACTUARIAL SECTION —

Summary of Actuarial Assumptions and Methods, continued

METHODS

Actuarial Cost Method: Projected Unit Credit. Changes in benefits and assumptions and gains or losses are amortized over 30 years with payments that increase by 3% per annum. The impact of the FY 2012 Retirement Incentive Program window is amortized over 10 years, with payments that increase by 3% per annum.

Asset Valuation Method: A ten-year moving average market value of assets that spreads the difference between the actual investment income and the expected income on the market value (based on the valuation interest rate) over a period of ten years. For purposes of this calculation, the gain/(loss) is defined as the difference between the actual and the expected return on the market value of assets. There is no corridor limiting the valuation assets to a certain percentage of the market value. (Adopted as of June 30, 2010)

Liability Due to Assets in Post-Retirement Increase Fund: Liabilities for retirees and beneficiaries include the value of assets in the Post-Retirement Increase Fund.

Payroll Growth: 3% per annum, compounded annually.

DATA

The valuation was based on members of the System as of June 30, 2012 and does not take into account future members. All census data was supplied by the County and was subject to reasonable consistency checks. The County supplied asset data.

— ACTUARIAL SECTION —

SCHEDULE OF ACTIVE MEMBER VALUATION DATA

GENERAL EMPLOYEES

Valuation as of June 30	Number of Active members	Valuation Payroll	Average Salary	Percent Increase (Decrease)	CPI % Increase
2003	6,089	\$208,335,050	\$ 34,215	3.8%	2.1%
2004	6,188	213,466,762	34,497	0.8	3.3
2005	6,200	222,429,135	35,876	4.0	2.5
2006	6,347	237,974,768	37,494	4.5	4.3
2007	6,203	246,590,348	39,753	6.0	2.7
2008	6,276	263,073,480	41,917	5.4	5.0
2009	6,458	276,789,524	42,860	2.2	(1.4)
2010	6,336	282,299,161	44,555	4.0	1.1
2011	6,248	285,485,138	45,692	2.6	3.6
2012	5,893	273,433,117	46,400	1.5	1.7

POLICE OFFICERS

Valuation as of June 30	Number of Active members	Valuation Payroll	Average Salary	Percent Increase (Decrease)	CPI % Increase
2003	1,761	\$90,956,535	\$ 51,651	0.4%	2.1%
2004	1,820	94,168,998	51,741	0.2	3.3
2005	1,830	99,331,097	54,279	4.9	2.5
2006	1,893	113,160,620	59,778	10.1	4.3
2007	1,911	117,584,303	61,530	2.9	2.7
2008	1,926	133,153,117	69,135	12.4	5.0
2009	1,936	142,060,736	73,378	6.1	(1.4)
2010	1,927	144,883,413	75,186	2.5	1.1
2011	1,919	148,430,584	77,348	2.9	3.6
2012	1,833	140,236,837	76,507	1.1	1.7

ACTUARIAL SECTION

Schedule of Active Member Valuation Data, continued

FIREFIGHTERS

Valuation as of June 30	Number of Active members	Valuation Payroll	Average Salary	Percent Increase (Decrease)	CPI % Increase
2003	1,007	\$51,149,350	\$ 50,794	4.4%	2.1%
2004	1,025	52,126,358	50,855	0.1	3.3
2005	999	53,487,198	53,541	5.3	2.5
2006	1,006	60,276,437	59,917	11.9	4.3
2007	985	59,689,970	60,599	1.1	2.7
2008	987	65,893,511	66,761	10.2	5.0
2009	985	68,906,384	69,956	4.8	(1.4)
2010	991	69,191,965	69,820	(0.2)	1.1
2011	1,013	71,676,716	70,757	1.3	3.6
2012	958	66,958,931	69,895	1.2	1.7

CORRECTIONAL OFFICERS AND DEPUTY SHERIFFS

Valuation as of June 30	Number of Active members	Valuation Payroll	Average Salary	Percent Increase (Decrease)	CPI % Increase
2003	284	\$10,572,203	\$ 37,226	0.1%	2.1%
2004	287	10,876,631	37,898	1.8	3.3
2005	332	12,804,147	38,567	1.8	2.5
2006	339	13,988,510	41,264	7.0	4.3
2007	372	16,048,623	43,141	4.5	2.7
2008	381	17,534,096	46,021	6.7	5.0
2009	393	19,151,020	48,730	5.9	(1.4)
2010	379	18,750,737	49,474	1.5	1.1
2011	391	19,729,598	50,459	2.0	3.6
2012	398	21,024,482	52,825	4.7	1.7

ACTUARIAL SECTION

Schedule of Active Member Valuation Data, continued

ALL GROUPS

Valuation as of June 30	Number of Active Members	Valuation Payroll	Average Salary	Percent Increase (Decrease)	CPI % Increase
2003	9,141	\$361,013,138	\$ 39,494	3.0%	2.1%
2004	9,320	370,638,749	39,768	0.7	3.3
2005	9,361	388,051,577	41,454	4.2	2.5
2006	9,585	425,400,335	44,382	7.1	4.3
2007	9,471	439,913,244	46,448	4.7	2.7
2008	9,570	479,654,204	50,121	7.9	5.0
2009	9,772	506,907,664	51,873	3.5	(1.4)
2010	9,633	515,125,276	53,475	3.1	1.1
2011	9,571	525,322,036	54,887	2.6	3.6
2012	9,082	501,653,367	55,236	0.6	1.7

SCHEDULE OF RETIREE AND BENEFICIARY DATA

Valuation as of June 30	Added to Rolls		Removed from Rolls		Rolls – End of Year		Percent Increase In Annual Allowances	Average Annual Allowances
	Number	Annual* Allowances	Number	Annual Allowances	Number	Annual Allowances		
2003	292	\$7,819,671	179	\$2,238,672	5,769	\$100,989,735	5.8%	\$17,506
2004	275	7,626,181	150	2,176,764	5,894	106,439,152	5.4	18,059
2005	349	7,886,485	206	2,109,495	6,037	112,216,142	5.4	18,588
2006	306	9,198,231	171	2,059,100	6,172	119,355,273	6.4	19,338
2007	405	10,144,583	176	2,416,858	6,401	127,082,998	6.5	19,854
2008	249	8,616,484	200	2,091,325	6,450	133,608,157	5.1	20,714
2009	281	13,789,920	221	2,802,573	6,510	144,595,504	8.2	22,211
2010	395	12,662,248	201	3,237,920	6,704	154,019,832	6.5	22,974
2011	303	12,530,487	235	3,946,193	6,772	162,604,126	5.6	24,011
2012	664	24,367,514	205	3,204,235	7,231	183,767,405	13.0	25,414

*Cost of Living Increases included here.

ACTUARIAL SECTION

Solvency Test

Baltimore County'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 test.

A short conditions test is one 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) the liabilities for future benefits to present retired lives; (2) the liabilities for service already rendered by active members. In a system that has been following the discipline of level percent of payroll financing, the liabilities for future benefits to present retired lives (liability B) will be fully covered by present assets (except in rare circumstances). In addition, the liabilities for service already rendered by active members (liability A & C) will be at least partially covered by the remainder of present assets. Generally, if the system has been using level cost financing, the funded portion of liability A & C will increase over time. This is the relationship between accrued liabilities and assets of the System over the last ten years:

Valuation as of June 30	Accrued Liability for:			Actuarial Value of Assets	Portion of Accrued Liability Covered by Actuarial Value of Assets		
	(A) Active Member Contribution	(B) Retirees and Beneficiaries	(C) Active Member Employer Financed		(A)	(B)	(C)
2003 ⁽¹⁾	\$286,223,066	\$947,448,642	\$596,912,599	\$1,740,713,074	100.0%	100.0%	84.9%
2004 ⁽²⁾	309,108,608	969,870,802	645,563,619	1,803,810,968	100.0	100.0	81.3
2005 ⁽³⁾	325,300,280	1,044,483,625	579,827,565	1,832,922,033	100.0	100.0	79.9
2006	348,756,395	1,082,484,348	647,571,148	1,938,817,402	100.0	100.0	78.4
2007 ⁽⁴⁾	363,778,826	1,247,373,485	678,300,211	2,101,023,411	100.0	100.0	72.2
2008 ⁽⁵⁾	391,743,335	1,307,885,347	791,713,328	2,191,623,378	100.0	100.0	62.1
2009 ⁽⁶⁾	417,514,605	1,359,000,212	823,155,619	2,143,616,137	100.0	100.0	44.6
2010 ⁽⁷⁾	447,377,958	1,446,963,230	851,674,652	2,196,914,646	100.0	100.0	35.5
2011	473,082,150	1,484,234,414	906,536,155	2,213,857,844	100.0	100.0	28.3
2012 ⁽⁸⁾	468,059,738	1,783,341,001	903,115,828	2,483,511,733	100.0	100.0	25.7

- (1) Assumption changes recommended in 2001 experience study were adopted, amortization period was changed to 25 years, Police and Fire DROPs were added and Fire Joint & 50 eligibility was changed to 25 years.
- (2) Asset method change: difference between expected and actual return on market value smoothed over 4 years.
- (3) Cost method change: From Entry Age Normal to Projected Unit Credit.
- (4) Assumption changes recommended in 2006 experience study were adopted, plus plan changes to all groups including implementation of DROP programs for general employees, correctional officers and deputy sheriffs.
- (5) Amortization period was changed to 30 years.
- (6) Actuarial Asset Method is revised to remove 14% Corridor Around Market Value and the smoothing period was changed from 4 to 5 years. Salary increase rates for all members are reduced.
- (7) Actuarial Asset Method change: The Smoothing period was changed from 5 to 10 years.
- (8) Interest rate decreased from 7.875% to 7.25%, which was offset by the net proceeds from the Pension Obligation Bonds. In addition, the System also implemented the Retirement Incentive Plan early retirement window.

ACTUARIAL SECTION

Analysis of Change in Unfunded Accrued Liability As of June 30, 2012

<i>Reconciliation of Gain (Loss) in the Unfunded Accrued Liability:</i>	Amount
1. Unfunded Accrued Liability at June 30, 2011	\$649,994,875
2. Interest Charge at 7.875% to June 30, 2012	51,187,096
3. Contributions Toward Unfunded Accrued Liability	37,776,050
4. Plan Change for Retirement Incentive Program	11,620,249
5. Assumption Change for Interest Rate offset by POB issue	(59,629,942)
6. Expected Unfunded Accrued Liability at June 30, 2012 (1) + (2)-(3)+4 + (5)	615,396,228
7. Actual Unfunded Accrued Liability at June 30, 2012	671,004,834
8. Increase (Decrease) from Expected / Actuarial Loss (7) – (6)	<u>\$55,608,606</u>

Progress Toward Amortization of Unfunded Accrued Liability For the Year Ended June 30, 2012

Unfunded Accrued Liability	Amount	Amortization Period
1. 2008 Fresh Start Employer Base	\$197,529,318	26 Years
2. 2008 Actuarial Loss	120,621,215	26 Years
3. 2009 Actuarial Loss	582,088,506	27 Years
4. 2009 Asset Method Change / Remove Corridor & go to 5-Yr Smoothing	(361,191,793)	27 Years
5. 2009 Assumption Change / Salary Scale	(52,082,592)	27 Years
6. 2009 Plan Changes / Amendments	(5,064,739)	27 Years
7. 2010 Actuarial Loss	192,440,514	28 Years
8. 2010 Asset Method Change / Change to 10-Year Smoothing	(107,314,312)	28 Years
9. 2011 Actuarial Loss	96,379,804	29 Years
10. 2012 Actuarial Loss	55,608,606	30 Years
11. 2012 Plan Change / Retirement Incentive Program	11,620,249	10 Years
12. 2012 Assumption Change / Interest Rate offset by POB issue	<u>(59,629,942)</u>	30 Years
13. Total	<u>\$671,004,834</u>	

ACTUARIAL SECTION

Summary of Plan Provisions

The Employees' Retirement System provides members the following benefits:

- Retirement Benefits
- Disability Benefits
- Death Benefits

ELIGIBILITY

Full-time and part-time employees of Baltimore County and the Baltimore County Revenue Authority and employees of the Board of Education, Board of Library Trustees and the Community College of Baltimore County not eligible to participate in the Maryland State Retirement and Pension Systems are entitled to membership in the System. Employees, exclusive of firefighters and police officers, may become a System member at any time within the first two years of employment. System membership is compulsory for firefighters and police officers as a condition of employment. All other employees must become a System member at the end of the two-year period as a condition of employment, except for elected officials, employees appointed to certain non-merit positions and part-time employees that have the option to join the System. Selection of the option must be made within two years of employment. Waived time is not eligible for buy back. System members hired prior to July 1, 2007 are vested after five years of membership. System members hired on or after July 1, 2007 are vested after ten years of membership. The age of hire at which an employee may opt not to join the System was lowered from age 59 to 55 effective July 1, 2010.

Members are designated as elected officials, general employees, deputy sheriffs, correctional officers, firefighters or police officers. Elected officials include only the County Executive and County Council members. General employees include Baltimore County department heads, classified employees, and part-time employees (employees excluded from the classified service and work less than a standard full-time work schedule), Revenue Authority, education, library and community college employees. Firefighters and police officers include only the sworn personnel of the Fire Department and Police Department, respectively.

MEMBER CONTRIBUTIONS

System members contribute a percentage of their salary to the System. The contribution rate for members hired prior to July 1, 2007 is actuarially determined based on the member's age at enrollment and employee classification. The contribution rate for elected officials and members hired on or after July 1, 2007 is fixed. Fiscal year 2013 contribution rates range as follows:

Classification	Contribution Rate as a % of Covered Payroll			
	Hired prior to July 1, 2007 (Range)	Hired on or after July 1, 2007	Hired on or after July 1, 2011	Hired on or after July 1, 2012
Elected officials	13.85%	13.85%	13.85%	13.85%
Department Heads	7.56 - 12.48	10.50	10.50	10.50
General employees	5.42 - 9.36	7.00	7.00	7.00
Correctional Officers	5.48 - 8.22	8.00	10.00	10.00
Deputy Sheriffs	5.67 - 9.36	8.00	10.00	10.00
Firefighters	7.96 - 9.71	8.50	10.00	10.00
Police Officers	7.98 - 10.22	8.50	8.50	8.50
Police Supervisory, Mgmt. and Confidential (SMC)	8.01 - 8.63	9.50	9.50	10.00*

*Includes members who began service as Police SMC on or after July 1, 2012.

Interest is credited on member contributions at the rate of 5.0% per annum on the beginning of the fiscal year balance.

ACTUARIAL SECTION

Summary of Plan Provisions, continued

MILITARY SERVICE CREDIT

Members hired prior to July 1, 2007, with five years of creditable service, or members hired on or after July 1, 2007, with ten years of creditable service are entitled to a military service credit on a year-for-year basis for up to a maximum of four years.

SICK LEAVE CREDIT

At the time of retirement, all members, except firefighters receive one month of service credit for each 22 unused sick leave days. One additional month is granted if fractional days of sick leave total 11 or more. Firefighters receive one month of service credit for each 16 unused sick leave days. Sick leave may be used to determine service credit except for the following circumstances: death benefit, ordinary disability, and vesting.

Beginning January 1, 2013, Police SMC earned sick leave at the rate of 11 days per year instead of 15 days. Beginning January 1, 2015, Police SMC will earn 1 month of membership service for 16 days of unused sick leave instead of the current 22 days.

RETIREMENT ALLOWANCE DATES

Normal Retirement for Service: Plan A (Members hired prior to July 1, 2007)

Normal retirement for service can be granted to general employees and appointed officials who have reached the age of 60 with 5 years of creditable service or attained 30 years of creditable service. A normal retirement for service can be granted to elected officials who have attained 16 years of creditable service or age 55 and attained 4 years of creditable service. An early service retirement can be granted to general employees who have reached the age of 55 and have attained 20 years of creditable service. A normal retirement for service can be granted to correctional officers and deputy sheriffs who have reached the age of 60 with 5 years of creditable service or have attained 20 years of creditable service. A normal retirement for service can be granted to firefighters at the age of 60 with 5 years of creditable service or age 50 with 20 years of creditable service or 25 years creditable service regardless of age. A normal retirement for service can be granted to police officers who have reached the age of 55 or have attained 20 or more years of creditable service. The System does not have a mandatory retirement age requirement for general employees, deputy sheriffs and correctional officers. Firefighters and police officers must retire at age 65 unless approved for continuation of service by the Board on an annual basis.

Normal Retirement for Service: Plan B (Members hired on or after July 1, 2007)

Normal retirement for service can be granted to general employees and appointed officials who have reached the age of 67 with 10 years of creditable service or attained 35 years of creditable service regardless of age. A normal retirement for service can be granted to elected officials who have attained 16 years of creditable service or age 55 and attained 4 years of creditable service. A normal retirement for service can be granted to correctional officers and deputy sheriffs who have reached the age of 67 with 10 years of creditable service or have attained 25 years of creditable service regardless of age. A normal retirement for service can be granted to firefighters at the age of 60 with 10 years of creditable service or 30 years creditable service regardless of age. A normal retirement for service can be granted to police officers who have reached the age of 60 with 10 years of creditable service or have attained 25 years of creditable service regardless of age. The System does not have a mandatory retirement age requirement for general employees, deputy sheriffs and correctional officers. Firefighters and police officers must retire at age 65 unless approved for continuation of service by the Board on an annual basis.

Ordinary Disability Retirement may be granted to a member who can no longer perform their job due to a non-occupational related injury. A sworn police officer or firefighter, hired prior to July 1, 2007 must have five years of creditable service and be medically certified as incapacitated to continue performance of their duties. All other members must have 10 years of creditable service and be medically certified as incapacitated to continue performance of their duties.

ACTUARIAL SECTION

Summary of Plan Provisions, continued

Accidental Disability Retirement may be granted to a member upon application who has been physically incapacitated for duty as a result of an occupational related injury. Accidental disabilities for all members are now tiered based on the degree of disability (75%, 66.67%, or 50%) in lieu of 66.67% plus accumulated contributions.

Discontinued Service Retirement may be granted to a member whose employment has been discontinued through no fault of their own after completion of 25 years of creditable service or age 50 and 20 years of creditable service.

RETIREMENT ALLOWANCES

Retirement allowances are comprised of an annuity equal to the actuarial equivalent of the accumulated contributions plus a pension which together with the annuity shall provide a maximum allowance as provided for in the Code.

Normal Retirement for Service Allowance is granted as follows:

(A) General employees (excluding appointed officials and correctional officers and part-time employees) hired prior to July 1, 2007, with 30 years of creditable service, or age 65 with 5 years of creditable service receive an allowance equal to 1/55th of the Average Final Compensation (AFC) times the number of years of creditable service. General employees hired prior to July 1, 2007 may retire at age 60 with at least 5 years of creditable service, however, such members will be granted a blended benefit. For creditable service earned prior to July 1, 2007, members will receive an allowance equal to 1/55th of AFC times the number of years of creditable service and for creditable service earned on or after July 1, 2007, members will receive an allowance equal to 1/70th of AFC times the number of years of creditable service. The AFC definition is determined by the employee's classification as the highest 12 or 36 consecutive months.

General employees (excluding appointed officials and correctional officers) hired on or after July 1, 2007, receive an allowance equal to 1/70th of the Average Final Compensation (AFC) times the number of years of creditable service. The AFC definition for general employees hired on or after July 1, 2007, is the annual earnable compensation for the highest 36 consecutive months.

Part-time employees earn creditable service on a proportionate basis equal to the time worked annually as compared to the standard work year.

(B) Appointed officials receive an allowance equal to 2.5% of their AFC times the number of years of creditable service.

(C) Elected officials receive an allowance equal to 5.0% of their AFC times the number of years of creditable service. Any Council member who becomes a member of the retirement system on or after February 1, 2010 may not receive a retirement allowance in excess of 60% of the member's AFC.

(D) Firefighters receive an allowance equal to 2.5% times the years of creditable service up to 20 years plus 2% of AFC for each year of creditable service in excess of 20 years, and 3% of AFC for each year of creditable service in excess of 30 years for years beginning on or after July 1, 2007. Firefighters with less than 20 years of creditable service receive an allowance equal to 2% of AFC times years of creditable service. The 3% rate does not apply to service earned prior to July 1, 2007. AFC is defined as the annual earnable compensation during the 12 consecutive calendar months affording the highest average.

(E) Police officers with 20 or more years of creditable service receive an allowance equal to 2.5% of AFC times years of creditable service up to 20 years plus 2% of AFC for each year of creditable service in excess of 20 years, and 3% of AFC for each year of creditable service in excess of 25 years for years beginning on or after July 1, 2007. The 3% rate does not apply to service earned prior to July 1, 2007. Police officers with less than 20 years of creditable service receive an allowance equal to 2% of AFC times years of creditable service. AFC is defined as the annual earnable compensation during the 12 consecutive calendar months affording the highest average.

ACTUARIAL SECTION

Summary of Plan Provisions, continued

- (F) Correctional officers and deputy sheriffs with 20 or more years of creditable service receive an allowance equal to 2.5% of AFC times years of creditable service up to 20 years plus 2% of AFC for each year of creditable service in excess of 20 years. Correctional officers and deputy sheriffs hired prior to July 1, 2007, with less than 20 years of creditable service receive an allowance equal to general employees. Correctional officers and deputy sheriffs hired on or after July 1, 2007, with less than 20 years of creditable service receive an allowance equal to 1.43% of AFC times the number of years of creditable service.

Ordinary Disability Retirement Allowance

- (A) General employees, correctional officers and deputy sheriffs hired prior to July 1, 2007, receive an ordinary disability retirement allowance equal to 1.82% of AFC times the number of years of creditable service. General employees, correctional officers and deputy sheriffs hired on or after July 1, 2007, receive a retirement allowance equal to 1.43% of AFC times the number of years of creditable service. The minimum allowance is equal to 25% of AFC. No member may receive a benefit in excess of that which they would have received at normal service retirement age. General employees, correctional officers and deputy sheriffs who are eligible for a normal service retirement and apply for an ordinary disability retirement may be required by the Board to accept a normal service retirement.
- (B) Firefighters and police officers receive an ordinary disability retirement allowance equal to 2.5% of AFC times the number of years of creditable service not in excess of 20 years, and 2% of AFC times the number of years of creditable service in excess of 20 years. The minimum retirement allowance for Firefighters and police officers for an ordinary disability retirement allowance shall equal to 50% of AFC. No member may receive a benefit in excess of that which they would have received at normal service retirement age.

RETIREMENT ALLOWANCE OPTIONS

Members may select the maximum retirement allowance or one of seven optional survivorship allowances. The selection of an option, excluding *Option 7*, reduces the maximum allowance. The options are as follows:

- Option 1.* Allows the member's undistributed accumulated contributions to be paid to the beneficiary in a lump sum if the member's death occurs prior to a complete payout of all member contributions.
- Option 2.* Allows 100% of the member's retirement allowance to continue to be paid to the beneficiary after the member's death.
- Option 3.* Allows 50% of the member's retirement allowance to continue to be paid to the beneficiary after the member's death.
- Option 4.* Allows any portion of the retirement allowance to continue to be paid to the beneficiary after the member's death.
- Option 5.* Allows 100% of the member's reduced retirement allowance to be paid to the beneficiary after the member's death. If the member becomes divorced from the beneficiary or the beneficiary dies before the retiree, upon notification to the Board of Trustees, the member's allowance will be increased to the maximum allowance described above. If after such death or divorce, the member wishes to select a new beneficiary and retirement option, the member may select *options 2, 3, 4, 5 or 6*. The retirement allowance will then be recomputed.

ACTUARIAL SECTION

Summary of Plan Provisions, continued

Option 6. Allows 50% of the member's reduced retirement allowance to be paid to the beneficiary after the member's death. If the member becomes divorced from the beneficiary or the beneficiary dies before the retiree, upon notification to the Board of Trustees, the member's allowance will be increased to the maximum allowance described above. If after such death or divorce, the member wishes to select a new beneficiary and retirement option, the member may select *options 2, 3, 4, 5 or 6*. The retirement allowance will then be recomputed.

Option 7. Allows 50% of the member's retirement allowance to continue to be paid to the original beneficiary at no cost to the employee. This option is available to employees who have completed at least 25 years of actual service as a sworn Baltimore County police officer or 25 years of actual service as a sworn Baltimore County Firefighter.

DEFERRED RETIREMENT OPTION PLAN (DROP)

Police Officers and Firefighters DROP

The County has adopted a Back DROP for police officers with at least 27 years of service and Firefighters with at least 32 years of service, under which eligible active members may elect to receive a lump sum payment at retirement in exchange for a reduced monthly benefit for life. Election to participate in the DROP will be made at retirement. The DROP participant benefit will be calculated along with all other available options, and the member will then choose between the DROP benefit and the regular pension benefits provided by the County. The DROP participant monthly pension will be determined as of a date that is three to five years prior to retirement date based on the plan provisions, the member's salary and service at that earlier date. The lump sum payment will be based on the accumulation of member contributions, monthly pension payments, interest earned in the DROP period and any retiree COLAs after at least twelve months in the DROP. This program became effective with retirements that occurred on or after July 1, 2004. Police officers and firefighters hired on or after July 1, 2007 are not eligible to participate in the DROP.

Correctional Officers and Deputy Sheriffs Deferred Retirement Option Plan (DROP)

Effective July 1, 2010, a Back-DROP is offered to eligible correctional officers and deputy sheriffs hired prior to July 1, 2007. The Back-DROP program allows eligible correctional officers and deputy sheriffs to elect to receive a lump sum payment at retirement in exchange for a reduced monthly benefit. The DROP period is from 3 to 5 years. Eligibility is based on 27 years of service. Correctional officers and deputy sheriffs hired on or after July 1, 2007 are not eligible to participate in the DROP.

General Employees Deferred Retirement Option Plan (DROP)

Effective July 1, 2007, General employees hired prior to July 1, 2007, are offered a Forward DROP. The DROP allows eligible general employees to elect to receive a lump sum payment at retirement in exchange for a reduced monthly benefit. The DROP period is a minimum of 5 years and a maximum of 10 years. Eligibility is age 55 plus a total of age and service of at least 85. The DROP account will include benefit payments at the maximum option, employee contributions, an interest credit of 5%, plus any cost of living increase granted to retirees, provided the member has been in the DROP for at least 12 months. This program is effective for retirements that occur on or after July 1, 2012. General employees hired on or after July 1, 2007 are not eligible to participate in the DROP.

ACTUARIAL SECTION

Summary of Plan Provisions, continued

DEATH BENEFITS

Ordinary Death Benefit is granted as a result of a member's death from non-occupational causes as follows:

- (A) A general employee's designated beneficiary or estate receives a lump sum payment of the member's contributions plus interest. Additionally, after five year of creditable service, the member's designated beneficiary or estate may receive a one-time payment equal to 100% of the member's annual earnable compensation. If the member was eligible for a service retirement or had 15 years of creditable service at the time of death, the surviving spouse or surviving minor children, if designated as the beneficiary, may receive a retirement allowance, in lieu of other benefit payments, based on service years equivalent to *Option 2*.
- (B) A firefighter's or police officer's designated beneficiary or estate receives a lump sum payment consisting of the member's accumulated contributions plus interest. Additionally, after one year of creditable service, the member's designated beneficiary or estate may receive a one-time payment equal to 100% of the member's annual earnable compensation. If the firefighter or police officer had two years of creditable service, a surviving dependent family member, if designated as the beneficiary, may receive an allowance equal to 25% of AFC in lieu of another benefit. If the firefighter or police officer had 15 years of creditable service or was eligible for a service retirement, the surviving spouse or surviving minor children, if designated as the beneficiary, may receive a retirement allowance in lieu of other benefit payments based on the service years equivalent to *Option 2*.

Accidental Death Benefit is granted as the result of death from an occupational related injury as follows:

- (A) The dependent beneficiary of a general employee may receive an allowance equal to $66\frac{2}{3}\%$ of AFC plus the annuity.
- (B) The dependent beneficiary of a firefighter or police officer may receive an allowance equal to 100% of the annual earnable compensation at the time of death plus the annuity.

TERMINATION BENEFITS

Employees hired prior to July 1, 2007, with 5 or more years of membership service have the option of requesting a refund of their contributions and interest or remain in the System. If such member terminates employment or dies in service, with less than 5 years creditable service, the employee contributions plus interest are refundable to the former member or a designated beneficiary.

Employees hired on or after July 1, 2007, with 10 or more years of creditable service have the option of requesting a refund of their contributions and interest or remain in the System. If such member terminates employment or dies in service, with less than 10 years creditable service, the employee contributions plus interest are refundable to the former member or a designated beneficiary.

POST-RETIREMENT ALLOWANCE INCREASES

Retirement allowance increases can be granted each July 1 if sufficient investment income has accumulated in the Post-Retirement Increase Fund balance account. Increases will be granted in an amount equal to the Consumer Price Index - All Urban Consumers (CPI-U) increase for the previous calendar year. The increase cannot exceed 3%. If there are insufficient funds in the Post-Retirement Increase Fund balance account to finance the full CPI increase, the allowance will be increased to the nearest $\frac{1}{4}\%$ for which there are sufficient moneys. If there are insufficient funds to finance a one percent increase, no retirement allowance increase shall be granted. Effective July 1, 2010 the following changes regarding COLAs were implemented:

— ACTUARIAL SECTION —

Summary of Plan Provisions, continued

- Active members hired prior to July 1, 2007 must have at least 20 years of creditable service to be eligible for post-retirement COLAs.
- Active members hired on or after July 1, 2007 must have at least twenty five (25) years of creditable service to be eligible for post- retirement COLAs.
- The cap on post-retirement COLAs has been reduced from 4% to 3% for all members.
- The maximum account balance in the PRIF has been reduced from 2 times the cost of a 4% COLA to 2 times the cost of a 3% COLA for all members.
- For active members who do not select the Deferred Retirement Option Program (DROP), the eligibility period to receive post-retirement COLAs has been increased from a minimum of 12 months to a minimum of 60 months.
- For active members who select the DROP program, the eligibility period to receive COLAs in the DROP remains a minimum of 12 months. Once the member actually retires, the eligibility period for a post-retirement COLA is a minimum of 48 months.

ACTUARIAL SECTION

Changes to Plan Provisions

LEGISLATIVE AND ADMINISTRATIVE CHANGES

Separate Plans

On October 15, 2012, the County Council passed Bill No. 65-12 that formally closed the System for members hired prior to July 1, 2007, now known as members of "Plan A". Members hired on or after July 1, 2007 are considered members of "Plan B".

Reduction in Valuation Rate and Pension Obligation Bond Issuance Effective July 10, 2012

On July 10, 2012, the Board of Trustees of the Employee Retirement System reduced the valuation rate from 7.875% to 7.25%, which increased the present value of the liabilities of the System by approximately \$275 million as calculated by the County's actuary. Under Maryland State law, the County has the authority to issue pension obligation bonds for a closed plan. Of the \$275 million increase, the actuary attributed \$255 million of this increase to the closed plan (Plan A). On December 13, 2012, the County issued \$256,290,000, including issuance costs and underwriters discount, of taxable general obligation bonds at a true interest cost of 3.43% to pay for the increased liabilities of the closed plan and deposited the bond proceeds into the County's retirement system to be invested alongside other funds in the System. The annual County contribution to the System plus debt service on the Bonds is expected to be less than what the annual County contribution would have been in the absence of the Bonds.

Contributions:

Employee Contribution Rate Increase Effective July 1, 2011 (Bill No. 65-12):

The rate of regular contribution for Correctional Officers hired on or after July 1, 2011 increased from 8% to 10% of earnable compensation, retroactive to July 1, 2011.

Employee Contribution Rate Increase Effective July 1, 2012 (Bill No. 28-13):

The rate of regular contribution for Employees on Pay Schedule VII hired before July 1, 2012 increased by an additional 1% of earnable compensation, applied retroactively to July 1, 2012. For members on Pay Schedule VII hired on or after July 1, 2012, the contribution rate will be 10% of earnable compensation applied retroactively to July 1, 2012.

Sick Leave: (Bill No. 28-13)

Beginning January 1, 2013, all employees on Pay Schedule VII will earn sick leave at the rate of 11 days per year.

*STATISTICAL
SECTION*

— STATISTICAL SECTION —

The purpose of the Statistical Section is to provide historical perspective and detail to assist the reader to better understand and assess the System's overall economic condition. The data presented is intended to provide users with a broader and more complete understanding of the System than is possible from the information presented in the Financial Section alone.

The schedules within the Statistical Section are classified into the following categories.

Financial Trends

The schedules on Page 70 show financial trend information to help the reader understand how the System's financial position has changed over the last 10 years. The schedules presented are:

- Schedule of Changes in Net Position
- Schedule of Benefit and Refund Deductions from Net Position by Type

Other Information

The schedules beginning on Page 71 provide information to assist the reader to understand the retired member characteristics and the participating employer composition of the System. The schedules presented are:

- Retirees and Beneficiaries - Distribution to Members by Type of Retirement
- Retirees and Beneficiaries - Distribution to Members by Option Selected
- Schedule of Average Benefit Payments
- Schedule of Participating Employers

STATISTICAL SECTION

Schedule of Changes in Net Position For the Ten Years Ended June 30 (Expressed in thousands)

Fiscal Year	ADDITIONS				DEDUCTIONS				Changes in Net Position
	Member Contributions	Employer Contributions	Investment Income (Loss)	Total Additions to Plan Net Position	Benefit Payments	Refunds of Contribution	Administrative Expenses	Total Deductions from Plan Net Position	
2004	\$ 22,927	\$ 24,617	\$239,148	\$286,692	\$105,713	\$ 2,203	\$ 871	\$108,787	\$ 177,905
2005	23,880	29,968	163,170	217,018	118,663	2,625	907	122,195	94,823
2006	26,173	34,433	167,538	228,144	125,253	2,674	1,037	128,964	99,180
2007	27,773	40,065	331,810	399,648	139,357	3,263	1,066	143,686	255,962
2008	29,962	44,168	(124,713)	(50,583)	134,991	2,949	1,009	138,949	(189,532)
2009	31,423	49,763	(396,596)	(315,410)	147,062	3,400	947	151,409	(466,819)
2010	33,236	57,976	254,805	346,017	150,704	2,235	1,099	154,038	191,979
2011	36,567	58,340	372,715	467,622	164,655	2,726	2,541	169,922	297,700
2012	39,481	65,127	23,321	127,929	209,673	3,640	2,329	215,642	(87,713)
2013	37,682	328,362	198,892	564,936	232,410	3,110	2,294	237,814	327,122

Schedule of Benefit and Refund Deductions from Net Position by Type For the Ten Years Ended June 30, (Expressed in Thousands)

Year Ending June 30	Age & Service Benefits		Disability Benefits			Death Benefits	Total Benefits	Refunds		Total Refunds
	Retirees	Beneficiaries	Retirees		Beneficiaries			Separation	Death*	
			Occupational	Non-Occupational						
2004	\$79,880	\$ 5,208	\$ 15,099	\$ 4,798	\$ 273	\$ 455	\$105,713	\$ 2,126	-	\$2,126
2005	92,473	5,357	15,397	4,831	320	285	118,663	2,577	-	2,577
2006	97,912	5,751	15,879	4,978	377	356	125,253	2,579	-	2,579
2007	111,831	6,030	15,800	5,035	457	204	139,357	3,020	\$ 243	3,263
2008	106,383	6,420	16,087	5,309	501	291	134,991	2,678	271	2,949
2009	116,697	7,102	16,922	5,584	480	277	147,062	2,998	402	3,400
2010	120,063	7,395	16,857	5,625	579	185	150,704	2,043	192	2,235
2011	132,008	8,561	17,077	5,870	634	505	164,655	1,892	834	2,726
2012	177,075	8,823	16,933	5,821	691	330	209,673	3,030	610	3,640
2013	199,754	9,130	16,671	5,824	709	292	232,410	2,823	287	3,110

*Data to allocate refunds by type (i.e. death) were not available prior to FY2007. Refunds due to death were included in refund-separation prior to FY07.

STATISTICAL SECTION

Retirees and Beneficiaries - Distribution of Members by Type of Retirement

Fiscal Year Ended June 30, 2012

Amount of Monthly Benefit	Number of Retirees	Type of Retirement					Deferred Future Benefits
		1	2	3	4	5	
Deferred	468	-	-	-	-	-	468
\$1 - \$300	502	397	99	-	6	-	-
\$301 - \$600	792	595	137	-	56	4	-
\$601 - \$900	803	584	106	1	106	6	-
\$901 - \$1,200	584	434	70	7	67	6	-
\$1,201 - \$1,500	512	343	65	37	51	16	-
\$1,501 - \$1,800	479	316	48	36	41	38	-
\$1,801 - \$2,100	496	329	27	34	57	49	-
\$2,101 - \$2,400	506	354	21	18	37	76	-
\$2,401 - \$2,700	467	313	19	33	8	94	-
\$2,701 - \$3,000	390	282	9	18	5	76	-
Over \$3,000	<u>1,700</u>	<u>1,413</u>	<u>39</u>	<u>42</u>	<u>14</u>	<u>192</u>	-
Totals	<u>7,699</u>	<u>5,360</u>	<u>640</u>	<u>226</u>	<u>448</u>	<u>557</u>	<u>468</u>

Type of Retirement:

- 1 = Normal retirement for age and/or service
- 2 = Survivor payment - normal, early or disability retirement
- 3 = Discontinued service retirement
- 4 = Ordinary disability retirement
- 5 = Accidental disability retirement

Deferred future benefits - Terminated employees entitled to benefits but not yet receiving them.

STATISTICAL SECTION

Retirees and Beneficiaries - Distribution to Members by Option Selected

Fiscal Year Ended June 30, 2012

Amount of Monthly Benefit	Number of Retirees	Option Selected								Deferred Future Benefits
		M	1	2	3	4	5	6	7	
Deferred	468	-	-	-	-	-	-	-	-	468
\$1 - \$300	502	266	164	16	8	-	32	16	-	-
\$301 - \$600	792	367	281	30	17	-	50	47	-	-
\$601 - \$900	803	398	251	21	47	-	31	55	-	-
\$901 - \$1,200	584	255	196	18	21	3	38	53	-	-
\$1,201 - \$1,500	512	210	148	21	29	2	37	65	-	-
\$1,501 - \$1,800	479	214	128	14	28	9	35	51	-	-
\$1,801 - \$2,100	496	210	133	23	22	7	41	60	-	-
\$2,101 - \$2,400	506	218	125	20	20	19	47	57	-	-
\$2,401 - \$2,700	467	227	92	14	15	21	38	60	-	-
\$2,701 - \$3,000	390	186	70	8	11	25	32	58	-	-
Over \$3,000	<u>1,700</u>	<u>556</u>	<u>251</u>	<u>38</u>	<u>45</u>	<u>154</u>	<u>53</u>	<u>148</u>	<u>455</u>	<u>-</u>
Totals	<u>7,699</u>	<u>3,107</u>	<u>1,839</u>	<u>223</u>	<u>263</u>	<u>240</u>	<u>434</u>	<u>670</u>	<u>455</u>	<u>468</u>

Option Selected:

M = Maximum. At member's death, all payments cease. Surviving beneficiary will receive pro-rated payment for number of days in final month.

Option 1. Guarantees the return of the member's accumulated contributions and interest less the member's accumulated reserves already paid.

Option 2. Guarantees 100% of the member's payment to the designated beneficiary for their lifetime.

Option 3. Guarantees 50% of the member's payment to the designated beneficiary for their lifetime.

Option 4. Guarantees an alternative specified % of the member's payment to the designated beneficiary for their lifetime.

Option 5. Guarantees 100% payment to beneficiary, unless beneficiary divorces or predeceases member. Allowance then pops-up to maximum.

Option 6. Guarantees 50% payment to beneficiary, unless beneficiary divorces or predeceases member. Allowance then pops-up to maximum.

Option 7. Guarantees 50% of the member's payment to the designated beneficiary for their lifetime, at no cost. (*Option 7* is applicable to police and firefighters only with 25 years of creditable service).

Deferred future benefits - Terminated employees entitled to benefits but not yet receiving them.

STATISTICAL SECTION

Schedule of Average Benefit Payments For the Six Years Ended June 30

Retirement Effective Dates	Years Creditable Service					
	0-10	10-15	15-20	20-25	25-30	30+
July 1, 2007 to June 30, 2008						
Average Monthly Benefit	\$541	\$918	\$1,084	\$1,894	\$2,719	\$3,034
Average - Average Final Compensation	\$37,342	\$48,597	\$41,554	\$53,626	\$61,120	\$59,733
Number of Active Retirees	37	32	33	50	32	69
July 1, 2008 to June 30, 2009						
Average Monthly Benefit	\$703	\$969	\$1,537	\$2,107	\$3,609	\$4,160
Average - Average Final Compensation	\$36,062	\$43,864	\$49,797	\$58,813	\$72,423	\$74,099
Number of Active Retirees	26	29	20	51	41	89
July 1, 2009 to June 30, 2010						
Average Monthly Benefit	\$471	\$832	\$1,497	\$1,977	\$3,530	\$3,982
Average - Average Final Compensation	\$34,090	\$43,041	\$55,274	\$56,968	\$72,755	\$70,323
Number of Active Retirees	37	24	27	47	43	85
July 1, 2010 to June 30, 2011						
Average Monthly Benefit	\$452	\$833	\$1,369	\$2,093	\$3,679	\$4,153
Average - Average Final Compensation	\$42,818	\$42,066	\$49,118	\$57,874	\$75,447	\$75,539
Number of Active Retirees	41	33	29	47	55	123
July 1, 2011 to June 30, 2012						
Average Monthly Benefit	\$519	\$920	\$1,300	\$1,946	\$3,245	\$5,072
Average - Average Final Compensation	\$38,855	\$46,509	\$47,427	\$56,824	\$72,136	\$83,666
Number of Active Retirees	51	36	31	53	147	285
July 1, 2012 to June 30, 2013						
Average Monthly Benefit	\$477	\$814	\$1,318	\$1,807	\$3,831	\$4,846
Average - Average Final Compensation	\$40,180	\$42,360	\$49,074	\$55,647	\$78,608	\$88,317
Number of Active Retirees	39	49	29	29	68	130

STATISTICAL SECTION

Schedule of Participating Employers Current Year and Nine Years ago

Participating Government Employers	2012			2003		
	Covered Employees	Rank	Percentage of Total System	Covered Employees	Rank	Percentage of Total System
Baltimore County, Maryland	6,601	1	72.69%	6,597	1	72.17%
<u>Certain employees of:</u>						
Board of Education	2,269	2	24.98	2,282	2	24.96
Community College	129	3	1.42	159	3	1.74
Revenue Authority	49	4	0.54	74	4	0.81
Board of Library Trustees	34	5	0.37	29	5	0.32
Total	<u>9,082</u>		<u>100.00%</u>	<u>9,141</u>		<u>100.00%</u>