

Judges' Retirement System of Illinois

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Mission Statement:

To establish an efficient method of permitting retirement, without hardship or prejudice, of judges who are aged or otherwise incapacitated, by enabling them to accumulate reserves for themselves and their dependents for old age, disability, death and termination of employment.

Fiscal Year 1997 Highlights

940	Total Membership
881	Active Contributing Members
\$314,561,229	Net Assets Held in Trust for Pension Benefits, fair value
	Contributions:
\$10,497,121	Employee
\$13,783,328	Employer
\$49,818,838	Investment Income
18.8%	Investment Return
	Benefit Recipients:
460	Retirement Annuities
286	Survivors' Annuities
\$36,071,563	Benefits Paid
\$704,460,056	Accrued Actuarial Liability
\$389,898,827	Unfunded Actuarial Liability
44.7%	Funded Ratio

JUDGES' RETIREMENT SYSTEM OF ILLINOIS

A PENSION TRUST FUND OF THE STATE OF ILLINOIS

COMPREHENSIVE ANNUAL FINANCIAL REPORT

FOR THE FISCAL YEAR ENDED
JUNE 30, 1997

JUDGES'
RETIREMENT SYSTEM
OF ILLINOIS

2101 South Veterans Parkway
P.O. Box 19255
Springfield, Illinois 62794 - 9255

Prepared by the
Accounting Division

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INTRODUCTORY SECTION

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- Certificate of Achievement for Excellence in Financial Reporting



STATE
RETIREMENT
SYSTEMS

- State Employees' Retirement System of Illinois
- General Assembly Retirement System
- Judges' Retirement System of Illinois

2101 South Veterans Parkway, P.O. Box 19255, Springfield, IL 62794-9255

December 1, 1997

The Board of Trustees and Members
Judges' Retirement System of Illinois
Springfield, IL 62794

Dear Board of Trustees and Members:

The comprehensive annual financial report of the Judges' Retirement System of Illinois (System) as of and for the fiscal year ended June 30, 1997 is hereby submitted. Responsibility for both the accuracy of the data and the completeness and fairness of the presentation, including all disclosures, rests with the System. 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 financial position and results of operations of the System. All disclosures necessary to enable the reader to gain an understanding of the System's financial activities have been included.

The report consists of six sections:

1. An Introductory Section which contains this letter of transmittal, the identification of the administrative organization and the Certificate of Achievement for Excellence in Financial Reporting;
2. The Financial Section which contains the report of the Independent Auditors, the financial statements of the System and certain required and other supplementary financial information;
3. The Actuarial Section which contains the Actuary's Certification Letter and the results of the annual actuarial valuation;
4. The Investment Section which contains a report on investment activity, investment policies, investment results and various investment schedules;
5. The Statistical Section which contains significant statistical data; and
6. A summary of the System's plan provisions and current legislative changes.

Generally accepted accounting principles require that the financial reporting entity include (1) the primary government (2) organizations for which the primary government is financially accountable and (3) other organizations for which the nature and significance of their relationship with the primary government are such that exclusion would cause the reporting entity's financial statements to be misleading or incomplete. Based on the criteria of the Governmental Accounting Standards Board Statement No. 14, there are no other state agencies, boards or commissions, or other organizations

required to be combined with the System, however, the System is considered to be part of the State of Illinois financial reporting entity, and is to be combined and included in the State of Illinois' comprehensive annual financial report.

Although the Judges' Retirement System, State Employees' Retirement System and General Assembly Retirement System share a common administration, they are separate entities for legal and financial reporting purposes. Therefore, the financial statements of the Judges' Retirement System do not include plan net asset information nor the changes in plan net assets of the State Employees' Retirement System or General Assembly Retirement System.

PLAN HISTORY AND SERVICES PROVIDED

The Judges' Retirement System of Illinois (System) was established as a public employee retirement system (PERS) by state statute on July 1, 1941. As of June 30, 1942, the end of the System's first fiscal year of operations, there were a total of 260 participants and the plan net assets valued at cost amounted to approximately \$84 thousand. The fair value of plan net assets at the end of fiscal year 1997 amounted to \$314.6 million and there were 881 active participants.

The mission of the System as prescribed by state statute is to "establish an efficient method of permitting retirement, without hardship or prejudice, of judges who are aged or otherwise incapacitated, by enabling them to accumulate reserves for themselves and their dependents for old age, disability, death, and termination of employment."

Responsibility for operation of the System and the direction of its policies is vested in a Board of Trustees consisting of five members. The administration of the detailed affairs of the System is the responsibility of the Executive Secretary who is appointed by the Board of Trustees. Administrative policies and procedures are designed to ensure an accurate accounting of funds of the System and prompt payment of claims for benefits within the applicable state statute.

ADDITIONS TO PLAN NET ASSETS

Collections of employer and participant retirement contributions, as well as income from investments, provide the reserves necessary to finance retirement benefits. These revenue sources totaled \$74.099 million during the fiscal year ending June 30, 1997, which is an increase from the amount of revenue reported for fiscal year 1996, shown as follows:

	1997 (Millions)	1996 (Millions)	Increase / (Decrease) (Millions) (Percentage)	
Contributions:				
Participants	\$ 10.497	\$ 9.786	\$.711	7.3%
Employer	13.783	12.129	1.654	13.6%
Investments	49.819	39.756	10.063	25.3%
Total Revenue	<u>\$ 74.099</u>	<u>\$ 61.671</u>	<u>\$ 12.428</u>	<u>20.2%</u>

As indicated in the above schedule, approximately 80% of the total revenue increase was attributable to an increase in net investments income which was largely the result of significant net appreciation in the fair value of investments.

DEDUCTIONS FROM PLAN NET ASSETS

The primary expense of a retirement system relates to the purpose for which it is created; namely the payment of benefits. These payments, together with the expense to administer the plan, constitute the

total expenses of the System. Expenses of the System for fiscal year 1997 and 1996 are shown below for comparison purposes.

	1997 (Millions)	1996 (Millions)	Increase / (Decrease)	
			(Millions)	(Percentage)
Benefits:				
Retirement annuities	\$28.369	\$ 26.186	\$ 2.183	8.3%
Survivors' annuities	7.703	6.911	.792	11.5%
Total Benefits Expenses	<u>\$36.072</u>	<u>\$ 33.097</u>	<u>\$ 2.975</u>	<u>9.0%</u>
Refunds	.249	.503	(.254)	(50.5)%
Administrative expenses	.316	.306	.010	3.3%
Total Expenses	<u><u>\$36.637</u></u>	<u><u>\$ 33.906</u></u>	<u><u>\$ 2.731</u></u>	<u><u>8.1%</u></u>

The increase in benefit payments resulted primarily from (1) a growth in the number of benefits paid, (2) an increase in the average benefit payment amount, and (3) post retirement annuity increases granted each January 1.

INVESTMENTS

The System's investments are managed by the Illinois State Board of Investment (ISBI) pursuant to Chapter 40, Article 5/22A of the Illinois Compiled Statutes, using the "prudent person rule". This rule states that fiduciaries shall discharge their duties solely in the interest of the fund participants and beneficiaries and with the degree of diligence, care and skill which prudent men and women would ordinarily exercise under similar circumstances in a like position. The ISBI maintains a wide diversification of investments within this fund which serves to reduce overall risk and increase returns.

Income from investments has over the years, increasingly become a greater share of the total revenue to the System. Net investments income, combined with the net appreciation in the fair value of investments, amounted to \$49.8 million during fiscal year 1997, an increase of \$10.1 million from fiscal year 1996. For fiscal year 1997, total net investments revenue represents 67.2% of the System's total fund revenue.

For fiscal year 1997, the total investment return on the market value of assets managed by the ISBI was 18.8%. The ISBI's total investment return over the last three and five years was 16.5% and 13.0%, respectively.

A detailed discussion of investment performance and strategies is provided in the Investment Section of this report. Information regarding investment professionals providing services to the ISBI can be found in the separately issued ISBI annual financial report. To receive a copy of the ISBI annual financial report, please refer to the ISBI's address which is provided in the Investment Section of this report.

FUNDING

Funding is the process of specifically allocating monies for current and future use. Proper funding includes an actuarial review of the fund balances to ensure that funds will be available for current and future benefit payments. The greater the level of funding, the larger the ratio of accumulated assets to the actuarial accrued liability and the greater the level of investment potential.

Senate Bill 533, which was signed into law by Governor Edgar on August 22, 1994 as Public Act 88-0593, enacted a new funding plan for the System. The financing objective of this funding plan requires that

state contributions be paid to the System so that by the end of fiscal year 2045, the ratio of accumulated assets to the actuarial accrued liability will be 90%. For fiscal years 2011 through 2045, the required state contributions are to be computed as a level percentage of participant payroll. For those fiscal years up through 2010, the required state contributions are to be increased incrementally as a percentage of the participant payroll so that by fiscal year 2011 the state is contributing at the required level contribution rate to achieve the financing objective by the end of fiscal year 2045. In addition, the funding legislation also provided for the establishment of a continuing appropriation of the required state contributions to the System. This will, in effect, remove the appropriation of these funds from the annual budgetary process.

The actuarial determined liability of the System using the projected unit credit actuarial cost method at June 30, 1997, amounted to \$704.5 million. The actuarial value of assets (at fair value) amounted to \$314.6 million as of the same date.

A detailed discussion of funding is provided in the Actuarial Section of this report.

MAJOR INITIATIVES

During fiscal year 1997, the System elected to adopt the provisions of Governmental Accounting Standards Board Statement No. 25 entitled "Financial Reporting for Defined Benefit Pension Plans and Note Disclosures for Defined Contribution Plans". This Statement requires that the investments of defined benefit pension plans be reported at their fair (market) value rather than at cost, or amortized cost. In addition, the Statement establishes new financial reporting standards which have resulted in format changes being made to the financial statements as well as the required supplementary financial information. In addition, the System mailed an annual benefit statement and two "PANEL" newsletters to each participant, annuitant and survivor.

Projects for fiscal year 1998 include placing into production a newly developed automated benefit calculation system as well as continuing to evaluate the feasibility of enhancing the annual active benefit statement to include a reciprocal system benefit estimate for those participants who have service in another reciprocal system. Additionally, the System will continue to offer pre-retirement, post-retirement and one-on-one counseling seminars at various locations throughout the state.

ACCOUNTING SYSTEM AND INTERNAL CONTROL

This report has been prepared to conform with the principles of governmental accounting and reporting pronounced by the Governmental Accounting Standards Board (GASB) and the American Institute of Certified Public Accountants. The accrual basis of accounting is used to record the financial transactions and activities of the System. Revenues are recognized in the accounting period in which they are earned, without regard to the date of collection, and expenses are recognized when the corresponding liabilities are incurred, regardless of when payment is made. Effective July 1, 1996 (fiscal year 1997), the System elected to adopt the provisions of GASB Statement No. 25 entitled "Financial Reporting for Defined Benefit Pension Plans and Note Disclosures for Defined Contribution Plans". The System also uses the State of Illinois, Comptroller's Uniform Statewide Accounting System (CUSAS) as a basis for the preparation of the financial statements. In developing the System's accounting system, consideration is given to the adequacy of internal accounting controls. These controls are designed to provide reasonable assurance regarding the safekeeping of assets and the reliability of financial records. Constant effort is directed by the System at improving this level to assure the participants of a financially sound retirement system.

PROFESSIONAL SERVICES

Independent consultants are retained by the Board of Trustees to perform professional services that are essential to the effective and efficient operation of the System. Actuarial services are provided by Goldstein & Associates, Chicago, Illinois. Tax consulting services are provided by the accounting firm of KPMG Peat Marwick, Chicago, Illinois. The annual financial audit of the System was conducted by the accounting firm of McGladrey & Pullen, LLP under the direction of the Auditor General of the State of Illinois. In addition to the annual financial audit, a one year compliance audit was also performed by the auditors. The purpose of the compliance audit was to determine whether the Judges' Retirement System obligated, expended, received and used public funds of the state in accordance with the purpose for which such funds have been authorized by law. The System's investment function is managed by the Illinois State Board of Investment.

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 Judges' Retirement System of Illinois for its comprehensive annual financial report for the fiscal year ended June 30, 1996. The Certificate of Achievement is the highest form of recognition for excellence in state and local government financial reporting.

In order to be awarded a Certificate of Achievement, a government unit must publish an easily readable and efficiently organized comprehensive annual financial report, whose contents conform to program standards. Such financial 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. The Judges' Retirement System of Illinois has received a Certificate of Achievement for the last eight consecutive years (fiscal years ended June 30, 1989 through June 30, 1996). We believe our current report continues to conform to the Certificate of Achievement program requirements, and we are submitting it to the GFOA to determine its eligibility for another certificate.

ACKNOWLEDGMENTS

The preparation of this report reflects the combined efforts of the System's staff under the direction of the Board of Trustees. It is intended to provide complete and reliable information as a basis for making management decisions, as a means of determining compliance with legal provisions, and as a means for determining responsible stewardship for the assets contributed by the participants in the State of Illinois. On behalf of the Board of Trustees we would like to express our appreciation to the staff and professional consultants who worked so effectively to ensure the successful operation of the System.

Respectfully submitted,


Michael L. Mory
Executive Secretary


David M. Richter, CPA
Accounting Division

JUDGES' RETIREMENT SYSTEM OF ILLINOIS
BOARD OF TRUSTEES



JUSTICE
MICHAEL A. BILANDIC
Chairman



JUSTICE
WILLIAM E. HOLDRIDGE
(Proxy for Chief Justice Charles E. Freeman)



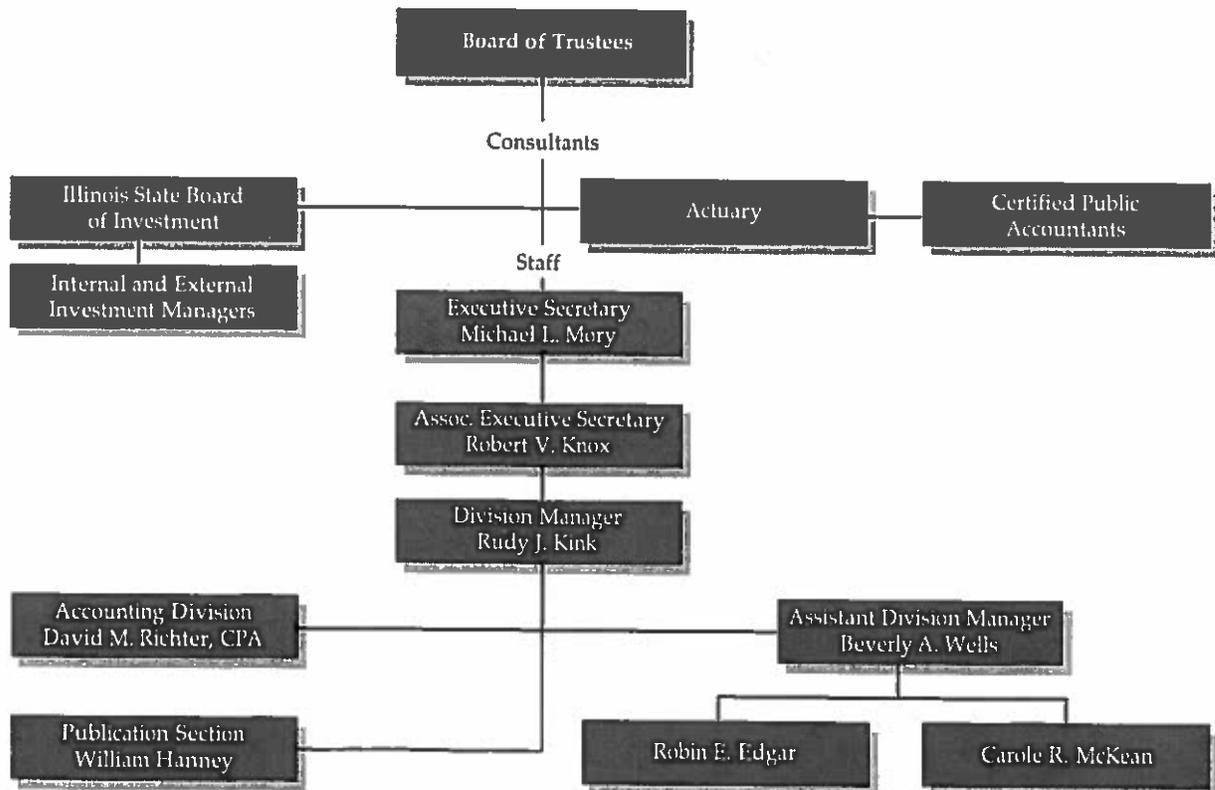
JUSTICE
THOMAS E. HOFFMAN



JUSTICE
JOHN L. NICKELS



HON. JUDY BAAR TOPINKA
State Treasurer



Certificate of Achievement for Excellence in Financial Reporting

Presented to

Judges' Retirement System of Illinois

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended
June 30, 1996

A Certificate of Achievement for Excellence in Financial Reporting is presented by the Government Finance Officers Association of the United States and Canada to government units and public employee retirement systems whose comprehensive annual financial reports (CAFRs) achieve the highest standards in government accounting and financial reporting.



Linda K. Savitsky
President

Jeffrey L. Esser
Executive Director

FINANCIAL SECTION

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 - Summary Schedule of Cash Receipts and Disbursements



McGLADREY & PULLEN, LLP

Certified Public Accountants and Consultants

INDEPENDENT AUDITOR'S REPORT

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

Board of Trustees
Judges' Retirement System of Illinois
Springfield, Illinois

As Special Assistant Auditors for the Auditor General, State of Illinois, we have audited the accompanying financial statements, as listed in the table of contents, of the Judges' Retirement System of Illinois as of and for the years ended June 30, 1997 and 1996. These financial statements are the responsibility of the System's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards 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 of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Judges' Retirement System of Illinois as of June 30, 1997 and 1996, and the results of its operations for the years then ended in conformity with generally accepted accounting principles.

As discussed in Note 10, the System adopted the provisions of Governmental Accounting Standards Board Statement No. 25, *Financial Reporting for Defined Benefit Pension Plans and Note Disclosures for Defined Contribution Plans*.

In accordance with *Government Auditing Standards*, we have also issued our report dated October 24, 1997 on our consideration of the Judges' Retirement System of Illinois' internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grants.

Our audits were made for the purpose of forming an opinion on the basic financial statements as of and for the years ended June 30, 1997 and 1996, taken as a whole. The schedules of funding progress and employer contributions are not a required part of the financial statements but are supplementary information required by the Governmental Accounting Standards Board. The summary of revenues by source and summary schedule of cash receipts and disbursements are not a required part of the financial statements but are supplementary financial information presented for additional analysis. Such information has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly presented in all material respects in relation to the financial statements taken as a whole.

McGladrey & Pullen, LLP

Springfield, Illinois
October 24, 1997

JUDGES' RETIREMENT SYSTEM OF ILLINOIS

Statements of Plan Net Assets
June 30, 1997 and 1996

Assets	1997	1996
Cash	\$ 6,616,999	\$ 4,267,254
Receivables:		
Participants' contributions	\$ 73,065	\$ 98,035
Employer contributions	-	939,000
Refundable annuities	9,311	7,249
Interest on cash balances	29,060	20,953
Due from General Assembly Retirement System	52,258	48,860
	<u>\$ 163,694</u>	<u>\$ 1,114,097</u>
Investments - held in the Illinois State Board of Investment Commingled Fund at fair value	\$307,923,426	\$271,897,778
Equipment, net of accumulated depreciation	<u>14,018</u>	<u>8,237</u>
Total Assets	<u>\$314,718,137</u>	<u>\$277,287,366</u>
Liabilities		
Benefits payable	\$ 2,523	\$ -
Refunds payable	62,056	62,056
Administrative expenses payable	79,129	68,061
Participants' deferred service credit accounts	<u>13,200</u>	<u>58,250</u>
Total Liabilities	<u>\$ 156,908</u>	<u>\$ 188,367</u>
Net assets held in trust for pension benefits (A schedule of funding progress is presented on page 25.)	<u><u>\$314,561,229</u></u>	<u><u>\$277,098,999</u></u>

See accompanying notes to financial statements.

JUDGES' RETIREMENT SYSTEM OF ILLINOIS

Statements of Changes in Plan Net Assets
Years ended June 30, 1997 and 1996

	1997	1996
Additions:		
Contributions:		
Participants	\$ 10,497,121	\$ 9,785,891
Employer	13,783,328	12,129,000
Total Contributions Revenue	<u>\$ 24,280,449</u>	<u>\$ 21,914,891</u>
Investments:		
Net investments income	\$ 11,466,594	\$ 10,658,113
Net appreciation in fair value of investments	38,352,244	29,097,936
Total Net Investments Revenue	<u>\$ 49,818,838</u>	<u>\$ 39,756,049</u>
Total Additions	<u>\$ 74,099,287</u>	<u>\$ 61,670,940</u>
Deductions:		
Benefits:		
Retirement annuities	\$ 28,369,249	\$ 26,186,330
Survivors' annuities	7,702,314	6,910,470
Total Benefits	<u>\$ 36,071,563</u>	<u>\$ 33,096,800</u>
Refunds of contributions	249,081	503,455
Administrative expenses	316,413	305,752
Total Deductions	<u>\$ 36,637,057</u>	<u>\$ 33,906,007</u>
Net Increase	<u>\$ 37,462,230</u>	<u>\$ 27,764,933</u>
Net assets held in trust for pension benefits:		
Beginning of year	<u>\$277,098,999</u>	<u>\$249,334,066</u>
End of year	<u>\$314,561,229</u>	<u>\$277,098,999</u>

See accompanying notes to financial statements.

JUDGES' RETIREMENT SYSTEM OF ILLINOIS

Notes to Financial Statements
June 30, 1997 and 1996**(1) Reporting Entity**

Generally accepted accounting principles require that the financial reporting entity include (1) the primary government (2) organizations for which the primary government is financially accountable and (3) other organizations for which the nature and significance of their relationship with the primary government are such that exclusion would cause the reporting entity's financial statements to be misleading or incomplete.

The Judges' Retirement System of Illinois (System) is administered by a Board of Trustees consisting of five persons, which includes the State Treasurer, the Chief of the Supreme Court, ex officio, and three participating judges appointed by the Supreme Court.

Based on the criteria of the Governmental Accounting Standards Board Statement No. 14, there are no other state agencies, boards or commissions, or other organizations required to be combined with the System, however, the System is considered to be part of the State of Illinois financial reporting entity, and is to be combined and included in the State of Illinois' comprehensive annual financial report.

Pursuant to federal tax law and regulations governing the administration of public employee pension plans, the System has established a separate fund for the sole purpose of paying benefits in accordance with Section 415 of the Internal Revenue Code. The total receipts and disbursements from the fund for fiscal year 1997 amounted to \$21,131 and \$14,069, respectively. Due to the immaterial nature of the separate fund, these receipts and disbursements have been included in the System's financial statements.

(2) Plan Description

The System is the administrator of a single-employer defined benefit public employee retirement system (PERS) established and administered by the State of Illinois to provide pension benefits for its participants.

At June 30, 1997 and 1996, the System membership consisted of:

	<u>1997</u>	<u>1996</u>
Retirees and beneficiaries		
currently receiving benefits:		
Retirement annuities	460	444
Survivors' annuities	<u>286</u>	<u>275</u>
	746	719
Inactive participants entitled		
to benefits but not yet		
receiving them	59	35
Total	<u>805</u>	<u>754</u>
Current Participants:		
Vested	599	576
Nonvested	<u>282</u>	<u>290</u>
Total	<u>881</u>	<u>866</u>

Operation of the System and the direction of its policies are the responsibility of the Board of Trustees of the System.

(a) Eligibility and Membership

The Judges' Retirement System covers Judges, Associate Judges and, under certain conditions, the Administrative Director of the Illinois courts. Participation by Judges, either appointed or elected, is mandatory unless the Judge files an election not to participate within 30 days of receipt of notice of this option.

(b) Contributions

In accordance with Chapter 40, Section 5/18-133 of the Illinois Compiled Statutes, participants contribute specified percentages of their salaries for retirement annuities, survivors' annuities and automatic annual increases. Contributions are excluded from gross income for Federal and State income tax purposes.

The total contribution rate is 11% if the participant elects to contribute for their spouse and dependents as shown below:

7.5%	Retirement annuity
2.5%	Survivors' annuity
1.0%	Automatic annual increases
<u>11.0%</u>	

The statutes governing the Judges' Retirement System provide for optional contributions by participants, with interest at prescribed rates, to retroactively establish service credits for periods of prior creditable service. The Board of Trustees has adopted the policy that interest payments by a participant, included in optional contributions to retroactively establish service credits, shall be considered an integral part of the participant's investment in annuity expectancies and, as such, shall be included as a part of any refund payable.

The payment of (1) the required State contributions, (2) all benefits granted under the System and (3) all expenses in connection with the administration and operation thereof are the obligations of the State to the extent specified in Chapter 40, Article 5/18 of the Illinois Compiled Statutes.

(c) Benefits

After 10 years of credited service, participants have vested rights to full retirement benefits beginning at age 60, or reduced retirement benefits beginning at age 55. Participants also have vested rights to full retirement benefits at age 62 upon completing 6 years of credited service or at age 55 upon completing 28 years of credited service. The Judges' Retirement System also provides annual automatic annuity increases for retirees and survivors, survivors' annuity benefits, temporary and/or total disability benefits and, under specified conditions, lump-sum death benefits.

The retirement annuity provided under the system is 3-1/2% for each of the first 10 years of service, plus 5% for each year of service in excess of 10, based upon the applicable final salary. The maximum retirement annuity is 85% of the applicable final salary. Annual automatic increases of 3% of the current amount of retirement annuity are provided.

Participants who terminate service and are not eligible for an immediate annuity may receive, upon application, a refund of their total contributions. Participants or annuitants who are no longer married are entitled to refunds of their contributions for survivors. Participants who are age 60 or over with at least 20 years of service or who are age 60 or over and entitled to receive the maximum rate of annuity by using service credited in another reciprocal system may elect to discontinue contributions and have their benefits "frozen" based upon the applicable salary in effect immediately prior to the effective date of such election. The election, once made, is irrevocable.

(3) Summary of Significant Accounting Policies and Plan Asset Matters

(a) Basis of Accounting

The financial transactions of the System are maintained and these financial statements have been prepared using the accrual basis of accounting in conformity with generally accepted accounting principles. Participant and employer contributions are recognized as revenues in the period in which employee services are performed. The System has elected to apply only applicable FASB Statements and Interpretations issued on or before November 30, 1989, that do not contradict GASB Pronouncements.

(b) Cash and Investments

The System retains all of its available cash in a commingled investment pool managed by the Treasurer of the State of Illinois (Treasurer). All deposits are fully collateralized by the Treasurer. "Available cash" is determined to be that amount which is required for the current operating expenditures of the System. The excess of available cash is transferred to the Illinois State Board of Investment (ISBI) for purposes of long-term investment for the System.

The System transfers money to the ISBI for investment in the ISBI Commingled Fund. This money is then allocated among various investment managers to pursue a specific investment strategy. All investment transactions are initiated by the investment managers (either internal or external). The transaction settlement information is then forwarded to the agent bank's trust department under a master custodial agreement. Custody of a majority of the actual physical securities is maintained at an agent of the agent bank's trust department using a book-entry system. The ISBI's master custodian is The Northern Trust Company. The agent of the master custodian is the Depository Trust Company.

Investments are managed by the ISBI pursuant to Chapter 40, Article 5/22A of the Illinois Compiled Statutes (ILCS) and are maintained in the ISBI Commingled Fund. The ISBI reports securities at fair value. Where appropriate, the fair value includes estimated disposition costs. Fair value for stocks is determined by using the closing price listed on the national securities exchanges as of June 30. Market value for fixed income securities are determined principally by using quoted market prices provided by independent pricing services. For commingled equity funds the net asset value is determined and certified by the commingled equity fund manager as of June 30. Fair value for directly owned real estate investments is determined by appraisals. Units of the ISBI Commingled Fund are issued to the member systems on the last day of the month based on the unit net asset value calculated as of that date. Net investment income of the ISBI Commingled Fund is allocated to each of the member systems on the last day of the month on the basis of percentage of accumulated units owned by the respective systems. Management expenses are deducted monthly from income before distribution.

The investment authority of the ISBI is provided in Chapter 40, Section 5/22A-112 of the ILCS. The ISBI investment authority includes investments in obligations of the U.S. Treasury and other agencies, notes secured by mortgages which are insured by the Federal Housing Commission, real estate, common and preferred stocks, convertible debt securities, deposits or certificates of deposit of federally insured institutions and options. Such investment authority requires that all opportunities be undertaken with care, skill, prudence and diligence given prevailing circumstances that a prudent person acting in like capacity and experience would undertake. The ISBI does not have any one investment which represents 5 percent or more of the ISBI's net assets.

The ISBI participates in a securities lending program at its custodian bank, whereby securities are loaned to brokers and, in return, the ISBI has rights to a portion of a collateral pool. All of the ISBI's securities are eligible for the securities lending program. Collateral consists solely of cash, letters of credit, commercial paper and government securities having a market value equal to or greater than the securities loaned. There are no provisions for ISBI indemnification on the securities lending transactions. As of June 30, 1997 and 1996, the ISBI had outstanding loaned investment securities having market values of \$1,159,430,394 and \$959,943,956 respectively; against which it had received collateral with values of \$1,191,334,581 and \$994,346,404, respectively.

The ISBI's global and international managers invest in derivative securities. During the year, the ISBI's derivative investments included forward foreign currency contracts, futures, and options. Forward foreign currency contracts are used to hedge against the currency risk in the ISBI's foreign stock and fixed income portfolios. The remaining derivative securities are used to improve yields, or to hedge changes in interest rates.

The ISBI also invests in mortgage-backed securities to maximize yields and to hedge against a rise in interest rates. These securities are based on cash flows from principal and interest payments on underlying mortgages. Therefore, they are sensitive to prepayments by mortgagees, which may result from a decline in interest rates.

The System owns approximately 5.0% of the net investment assets of the ISBI Commingled Fund as of June 30, 1997.

For additional information regarding the ISBI's investments, please refer to the Annual Report of the ISBI dated June 30, 1997. A copy of the report can be obtained from the ISBI at 180 North LaSalle Street, Suite 2015, Chicago, Illinois 60601.

ISBI investments, as categorized by ISBI, are categorized to indicate the level of risk assumed by the ISBI at year end. Category I includes investments that are insured or registered or the securities are held by the master custodian in the ISBI's name. Category II includes investments that are uninsured and unregistered with the securities held by the counter-party's agent in the ISBI's name. Category III includes investments that are uninsured and unregistered with the securities held by the counter-party but not in the ISBI's name. Investments in pooled funds are not categorized because they are not evidenced by securities that exist in physical or book entry form.

At June 30, 1997, the ISBI's investments were categorized as follows:

	Market Value	Category I	Non Categorized
U.S. Government & Agency Obligations	\$ 1,137,289,413	\$ 1,137,289,413	\$
Foreign Obligations	38,894,843	38,894,843	
Corporate Obligations	648,401,848	608,628,917	39,772,931
Convertible Bonds	7,708,471	7,708,471	
Common Stock & Equity Funds	2,424,361,786	1,528,269,876	896,091,910
Convertible Preferred Stock	21,207,595	21,207,595	
Preferred Stock	25,335,680	25,335,680	
Foreign Equity Securities	1,019,434,063	862,350,182	157,083,881
Real Estate Funds	252,606,430		252,606,430
Alternative Investments	306,053,788		306,053,788
Money Market Instruments	419,376,908	144,766,082	274,610,826
Forward Foreign Exchange Contracts	1,008,282	1,008,282	
Options	4,465,309	4,465,309	
Total Investments	\$ 6,306,144,416	\$ 4,379,924,650	\$ 1,926,219,766

(c) Actuarial Experience Review

In accordance with Illinois Compiled Statutes, an actuarial experience review is to be performed at least once every five years to determine the adequacy of actuarial assumptions regarding the mortality, retirement, disability, employment, turnover, interest and earnable compensation of the members and beneficiaries of the System. The System's actuarial consultant performed an experience review for the five year period ending June 30, 1997. Based upon the results of the review, several changes were made to the actuarial assumptions. These changes had the effect of increasing the actuarial accrued liability and the related unfunded actuarial accrued liability by \$82,588,099.

(d) Administrative Expenses

Expenses related to the administration of the System are budgeted and approved by the System's Board of Trustees. Administrative expenses common to the General Assembly Retirement System and the Judges' Retirement System are borne 40% by the General Assembly Retirement System

and 60% by the Judges' Retirement System. Invoices/vouchers covering common expenses incurred are paid by the Judges' Retirement System, and 40% thereof is allocated to and reimbursed by the General Assembly Retirement System. Administrative expenses allocated to and reimbursed by the General Assembly Retirement System as of June 30, 1997 and 1996, were \$181,689 and \$168,592, respectively.

(e) Risk Management

The System, as part of the primary government of the State, provides for risks of loss associated with workers' compensation and general liability through the State's self-insurance program. The System obtains commercial insurance for fidelity, surety, and property. There have been no commercial insurance claims in the past three fiscal years.

(4) Funding - Statutory Contributions Required and Contributions Made

For each fiscal year, the System's actuary performs an actuarial valuation and computes actuarially determined contribution requirements for the System, using the projected unit credit actuarial cost method.

For fiscal years 1997 and 1996, the required employer contributions were computed in accordance with Public Act 88-0593. This funding legislation, which became effective July 1, 1995, provides for a systematic 50 year funding plan with an ultimate goal to fund the cost of maintaining and administering the System at an actuarial funded ratio of 90%. In addition, the funding plan provides for a 15 year phase-in period to allow the state to adapt to the increased financial commitment. Once the 15 year phase-in period is complete, the state's contribution will then remain at a level percentage of payroll for the next 35 years until the 90% funded level is achieved.

The total amount of statutorily required employer contributions for fiscal years 1997 and 1996 were \$13,747,000 and \$12,129,000 respectively. The total amount of employer contributions received from the state during fiscal years 1997 and 1996 were \$13,747,000 and \$12,129,000, respectively.

(5) Administrative Expenses

A summary of the administrative expenses for the Judges' Retirement System for fiscal years 1997 and 1996 is as follows:

	1997	1996
Personal services	\$ 180,713	\$ 169,850
Employee retirement contributions paid by employer	7,204	6,804
Employer retirement contributions	8,987	8,108
Social Security contributions	12,447	11,647
Group insurance	14,073	13,806
Contractual services	56,756	60,266
Travel	7,980	7,886
Printing	4,259	3,666
Commodities	487	662
Telecommunications	2,405	2,420
Electronic data processing	9,448	10,725
Depreciation	3,534	6,474
Other	8,120	3,438
Total	\$ 316,413	\$ 305,752

(6) Equipment

Fixed assets are capitalized at their cost at the time of acquisition. Depreciation is computed using the straight-line method over the estimated useful life of the asset. The estimated useful lives are as follows: (1) office furniture - 10 years, (2) equipment - 6 years, and (3) certain electronic data processing equipment - 3 years.

A summary of the changes in fixed assets for fiscal years 1997 and 1996 is as follows:

	1997			
	Beginning Balance	Additions	Deletions	Ending Balance
Equipment	\$ 43,573	\$ 9,315	\$ -	\$ 52,888
Accumulated Depreciation	(35,336)	(3,534)	-	(38,870)
Equipment, net	<u>\$ 8,237</u>	<u>\$ 5,781</u>	<u>\$ -</u>	<u>\$ 14,018</u>
	1996			
	Beginning Balance	Additions	Deletions	Ending Balance
Equipment	\$ 44,338	\$ 590	\$(1,355)	\$ 43,573
Accumulated Depreciation	(30,040)	(6,474)	1,178	(35,336)
Equipment, net	<u>\$ 14,298</u>	<u>\$ (5,884)</u>	<u>\$ (177)</u>	<u>\$ 8,237</u>

(7) Accrued Compensated Absences

Employees of the Judges' Retirement System are entitled to receive compensation for all accrued but unused vacation time and one-half of all unused sick leave earned after January 1, 1984 upon termination of employment. These accrued compensated absences as of June 30, 1997 and 1996 total \$37,841 and \$29,697, respectively and are included as administrative expenses payable.

(8) Pension Plan

Plan Description. All of the System's full-time employees who are not eligible for participation in another state-sponsored retirement plan participate in the State Employees' Retirement System ("SERS"), which is a pension trust fund in the State of Illinois reporting entity. The SERS is a single-employer defined benefit public employee retirement system ("PERS") in which state employees participate, except those covered by the State Universities, Teachers', General Assembly, and Judges' Retirement Systems. The financial position and results of operations of the SERS for fiscal years 1997 and 1996 are included in the State of Illinois' Comprehensive Annual Financial Report ("CAFR") for the years ended June 30, 1997 and 1996, respectively. The SERS also issues a separate CAFR that may be obtained by writing to the SERS, 2101 South Veterans Parkway, Springfield, Illinois, 62794-9255 or by calling (217)785-7202. The State of Illinois CAFR may be obtained by writing to the State Comptroller's Office, Financial Reporting Department, 325 West Adams St., Springfield, Illinois, 62704-1858 or by calling (217)782-2053.

Effective June 30, 1997, the SERS has implemented Governmental Accounting Standards Board ("GASB") Statement No. 25 entitled "Financial Reporting for Defined Benefit Pension Plans and Note Disclosures for Defined Contribution Plans". Also, effective June 30, 1997, the State of Illinois implemented GASB Statement No. 27 entitled "Accounting for Pensions by State and Local Governmental Employers". These new GASB standards supersede all previous authoritative guidance on accounting and financial reporting for defined benefit pension plans of state and local governmental entities.

A summary of SERS' benefit provisions, changes in benefit provisions, employee eligibility requirements including eligibility for vesting, and the authority under which benefit provisions are established, are included as an integral part of the SERS' CAFR. Also included is a discussion of employer and employee obligations to contribute, and the authority under which those obligations are established.

Funding Policy. The System pays employer retirement contributions based upon an actuarially determined percentage of their payrolls. For fiscal years 1997 and 1996 the employer contribution rates were

4.963% and 4.767%, respectively. Effective for pay periods beginning after December 31, 1991, the State opted to pay the employee portion of retirement for most state agencies with employees covered by the State Employees' and Teachers' Retirement Systems. Generally, this "pickup" of employee retirement was part of the fiscal year 1992 budget process and was, in part, a substitute for salary increases. The pickup is subject to sufficient annual appropriations and those employees covered may vary across employee groups and state agencies. Currently, state officers, judges, general assembly members, and state university employees are not eligible for the employee pickup.

Other Post Employment Benefits. In addition to providing pension benefits, the State Employees Group Insurance Act of 1971, as amended, requires that certain health, dental and life insurance benefits shall be provided by the state to annuitants who are former state employees. This includes annuitants of the System. Substantially all state employees including the System's employees may become eligible for post-employment benefits if they eventually become annuitants. Health and dental benefits include basic benefits for annuitants under the state's self-insurance plan and insurance contracts currently in force. Life insurance benefits are limited to five thousand dollars per annuitant age 60 and older.

Costs incurred for health, dental and life insurance for annuitants and their dependents were not separated from benefits provided to active employees and their dependents for the year ended June 30, 1997 and June 30, 1996. However, post-employment costs for the state as a whole for all state agencies / departments for dependent health, dental and life insurance for annuitants and their dependents are disclosed in the State of Illinois Comprehensive Annual Financial Report. Cost information for retirees by individual state agency is not available. Payments are made on a "pay-as-you-go" basis. The System is not the administrator of any of the other post-employment benefits described above.

(9) Analysis of Changes in Reserve Balances

The funded statutory reserves of the Judges' Retirement System are composed of the following:

(a) Reserve for Participants' Contributions - This reserve consists of participants' accumulated contributions for retirement annuities, survivors' annuities and automatic annual increases.

(b) Reserve for Future Operations - This reserve is the balance remaining in the Judges' Retirement System from State of Illinois contributions and revenue from investments after consideration of charges for pay-outs by the Judges' Retirement System.

JUDGES' RETIREMENT SYSTEM OF ILLINOIS Statements of Changes in Reserve Balances Years ended June 30, 1997 and 1996			
	Participants' Contributions	Future Operations	Total Reserve Balances
Balance at June 30, 1995 as previously reported	\$ 79,012,691	\$ 135,091,336	\$ 214,104,027
Restatement to record investments at fair value	-	35,230,039	35,230,039
Balance at June 30, 1995, as restated	\$ 79,012,691	\$ 170,321,375	\$ 249,334,066
Add (deduct):			
Excess (deficiency) of revenues over expenses	9,282,436	18,482,497	27,764,933
Reserve transfers:			
Accumulated contributions of participants who retired or died with eligible survivor during the year	(5,867,127)	5,867,127	-
Balance at June 30, 1996	\$ 82,428,000	\$ 194,670,999	\$ 277,098,999
Add (deduct):			
Excess (deficiency) of revenues over expenses	10,282,474	27,179,756	37,462,230
Reserve transfers:			
Accumulated contributions of participants who retired or died with eligible survivor during the year	(5,316,102)	5,316,102	-
Balance at June 30, 1997	<u>\$ 87,394,372</u>	<u>\$ 227,166,857</u>	<u>\$ 314,561,229</u>

(10) Effect of Change in Accounting Principle

Effective July 1, 1996, the System elected to adopt the provisions of GASB Statement No. 25, "Financial Reporting for Defined Benefit Pension Plans and Note Disclosures for Defined Contribution Plans". The provisions of this statement require restatement of prior year balances for the effect of changing from reporting investments at cost to reporting investments at fair value. The effect of the change in accounting principle on the net assets held in trust for pension benefits as of June 30, 1995, is shown below:

June 30, 1995 net assets held in trust for pension benefits, as previously reported	\$214,104,027
Restatement to record investments at fair value	<u>35,230,039</u>
June 30, 1995 net assets held in trust for pension benefits, as restated	<u>\$249,334,066</u>

The adoption had the effect of increasing the net appreciation in the fair value of assets by \$19,551,012 and \$9,435,966 for the years ended June 30, 1997 and 1996, as compared to the net appreciation that would have been recognized under the previous accounting method.

Schedule of Funding Progress ⁽¹⁾

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) -Projected Unit Credit (b)	Unfunded AAL (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll ((b-a)/c)
6/30/97	\$314,561,229	\$704,460,056	\$389,898,827	44.7%	\$87,171,000	447.3%

Schedule of Employer Contributions ⁽¹⁾

Year Ended June 30	Annual Required Contribution per GASB Statement #25 ⁽²⁾	Percentage Contributed	Annual Required Contribution per State Statute	Percentage Contributed
1997	\$26,021,939	52.8%	\$13,747,000	100%

(1) The required Schedules of Funding Progress and Employer Contributions are to include information for the current year and as many of the prior years as information according to the parameters stipulated in GASB Statement No. 25 is available. The schedules should not include information that does not meet the parameters. The System has only one year of information which does meet the requirements of the parameters, therefore, that is all the information which is presented.

(2) Governmental Accounting Standards Board Statement No. 25 entitled "Financial Reporting for Defined Benefit Pension Plans and Note Disclosures for Defined Contribution Plans," issued November 1994.

Notes to Required Supplementary Information

Valuation date June 30, 1997

Actuarial cost method Projected Unit Credit

Amortization method:

- a) For GASB Statement No. 25 reporting purposes Level percent of payroll
- b) Per state statute 15-year phase-in to a level percent of payroll until a 90% funding level is achieved

Remaining amortization period:

- a) For GASB Statement No. 25 reporting purposes 40 years, open
- b) Per state statute 48 years, closed

Asset valuation method Fair Value

Actuarial assumptions:

- Investment rate of return 8.0 percent per year, compounded annually
- Projected salary increases 6.0 percent per year, compounded annually
- Assumed inflation rate 4.0 percent
- Group size growth rate 0.0 percent
- Post-retirement increase 3.0 percent - compounded

The System's actuarial consultant performed an experience review for the five year period ending June 30, 1997. Based upon the results of the review, several changes were made to the actuarial assumptions. These changes had the effect of increasing the actuarial accrued liability and the related unfunded actuarial accrued liability by \$82,588,099.

Supplementary Financial Information

SUMMARY OF REVENUES BY SOURCE
Years Ended June 30, 1997 and 1996

	<u>1997</u>	<u>1996</u>
Contributions:		
Participants	\$ 10,497,121	\$ 9,785,891
Employer:		
General Revenue Fund	\$ 12,889,600	\$ 11,268,000
State Pension Fund	857,400	861,000
Received from reciprocating systems	32,517	-
Paid by participants	3,811	-
Total employer contributions	<u>\$ 13,783,328</u>	<u>\$ 12,129,000</u>
Total contributions revenue	<u>\$ 24,280,449</u>	<u>\$ 21,914,891</u>
Investments:		
Net investments income	\$ 11,466,594	\$ 10,658,113
Net appreciation in fair value of investments	38,352,244	29,097,936
Total net investments revenue	<u>\$ 49,818,838</u>	<u>\$ 39,756,049</u>
Total Revenue	<u>\$ 74,099,287</u>	<u>\$ 61,670,940</u>

SUMMARY SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS
Years Ended June 30, 1997 and 1996

	<u>1997</u>	<u>1996</u>
Cash balance, beginning of year	\$ 4,267,254	\$ 5,514,304
Receipts:		
Participant contributions	\$ 10,387,485	\$ 9,730,284
Employer contributions:		
General Revenue Fund	13,828,600	10,329,000
State Pension Fund	857,400	861,000
Received from reciprocating systems	86,501	-
Paid by participants	3,811	-
Interest income on cash balances	285,083	276,771
Reimbursements from General Assembly		
Retirement System	178,290	166,620
Participants' deferred service credit payments	71,656	5,666
Cancellation of annuities	25,061	28,654
Transfers from Illinois State Board of Investment	13,500,000	11,400,000
Miscellaneous	25	-
Total cash receipts	<u>\$ 39,223,912</u>	<u>\$ 32,797,995</u>
Disbursements:		
Benefit payments:		
Retirement annuities	\$ 28,388,529	\$ 26,195,918
Survivors' annuities	7,707,382	6,923,762
Refunds	285,415	478,687
Administrative expenses	492,841	446,678
Total cash disbursements	<u>\$ 36,874,167</u>	<u>\$ 34,045,045</u>
Cash balance, end of year	<u>\$ 6,616,999</u>	<u>\$ 4,267,254</u>

ACTUARIAL SECTION

- Actuary's Report
- Introduction
- Actuarial Cost Method and Summary of Major Actuarial Assumptions
- Valuation Results
- Short-term Solvency Test
- Summary of Accrued and Unfunded Accrued Liabilities
(Analysis of Funding)
- Schedule of Retirants and Survivors' Annuitants Added To
and Removed From Rolls
- Schedule of Active Member Valuation Data
- Reconciliation of Unfunded Actuarial Liability

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October 9, 1997

Board of Trustees and Executive Secretary
Judges' Retirement System of Illinois
2101 South Veterans Parkway
P.O. Box 19255
Springfield, Illinois 62794

ACTUARIAL CERTIFICATION

We have completed the annual actuarial valuation of the Judges' Retirement System of Illinois as of June 30, 1997. The purpose of the valuation was to determine the financial condition and funding requirements of the retirement system.

There have been no changes in the benefit provisions of the system during the period between the date of the last actuarial valuation and the date of the current valuation.

Pursuant to the law governing the system, the actuary shall investigate the experience of the system at least once every five years and recommend, as a result of such investigation, the actuarial assumptions to be adopted. As the actuary, we have completed such an experience analysis for the five-year period 1991-1996. Based on this experience analysis, we recommended, and the Board adopted, several changes in the actuarial assumptions used for the June 30, 1997 actuarial valuation. We have estimated that the changes made in the actuarial assumptions used for the June 30, 1997 valuation had the impact of increasing the total actuarial liability by \$82,588,099. We believe that, in the aggregate, the current actuarial assumptions relate reasonably to the past and anticipated experience of the system.

Public Act 88-0593, signed into law on August 22, 1994, established a new funding plan for the system. The financing objective under this plan is to have the required State contributions sufficient to bring the total assets of the system up to 90% of the total actuarial liabilities by the end of fiscal year 2045. For fiscal years 2011 through 2045, the required State contributions are to be a level percentage of payroll. For fiscal years 1996 through 2010, the State contribution shall be increased as a percentage of the applicable payroll in equal annual increments so that by fiscal year 2011, the State is contributing at the required rate.

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Consulting Actuaries

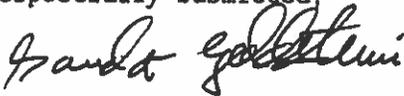
Based on the June 30, 1997 actuarial valuation, we have determined the required State contribution under this funding plan for fiscal year 1999. We have also estimated the required State contributions for future years.

The asset values used for the valuation were based on the audited asset information reported by the system. For purposes of the current valuation, the market value of the assets of the system, less the amount of liabilities, was used.

The actuarial liabilities have been valued on the basis of membership data which is supplied by the administrative staff of the system and verified by the system's auditors. We have made additional tests to ensure its accuracy.

In our opinion, the following schedule of valuation results fairly presents the financial condition of the Judges' Retirement System of Illinois as of June 30, 1997. The contribution rates determined are in compliance with the provisions of the funding plan enacted under Public Act 88-0593.

Respectfully submitted,



Sandor Goldstein
Fellow of the Society of Actuaries
Enrolled Actuary No. 96-3402



Carl J. Smedinghoff
Associate of the Society of Actuaries

INTRODUCTION

Annually, the System's actuarial consultants perform a valuation of the liabilities and reserves of the System in order to make a determination of the amount of contributions required from the state. These results are then certified to the Board.

The Board, in turn, has the duty of certifying an employer contribution amount, required to be paid to the System by the state during the succeeding fiscal year. The employers' contribution amount, together with participants' contributions, income from investments and any other income received by the System, shall be sufficient to meet the cost of maintaining and administering the System on a funded basis in accordance with actuarial requirements, pursuant to Chapter 40, Section 5/18-131 of the Illinois Compiled Statutes.

In August, 1994, Governor Edgar signed Senate Bill 533 into law as Public Act 88-0593. This funding legislation, which became effective July 1, 1995, provides that:

For fiscal years 2011 through 2045, the minimum contribution to the System for each fiscal year shall be an amount determined to be sufficient to bring the total assets of the System up to 90% of the total actuarial liabilities of the System by the end of fiscal year 2045. In making these determinations, the required contribution shall be calculated each year as a level percentage of payroll over the years remaining to and including fiscal year 2045 and shall be determined under the projected unit credit actuarial cost method.

For fiscal years 1997 through 2010, the contribution to the System, as a percentage of the payroll, shall be increased in equal annual increments so that by fiscal year 2010 the contribution rate is at the same level as the contribution rate for fiscal years 2011 through 2045.

Beginning in fiscal year 2045, the minimum contribution to the System for each fiscal year shall be the amount needed to maintain the total assets of the System at 90% of the total actuarial liabilities of the System.

The amortization period required by the state's funding plan, as described above, does not meet the parameters of GASB Statement No. 25.

Most importantly, the funding legislation also provides for the establishment of a continuing appropriation of the required employer contributions to the System. This will, in effect, remove the appropriation of these funds from the annual budgetary process.

Although long-term in nature, we believe that this legislation has been an extremely positive step forward which will ensure the long-term financial integrity of the state's retirement systems including the Judges' Retirement System.

For fiscal years 1997 and 1996, the System received the actuarially determined employer contributions in accordance with the state's funding plan described above.

ACTUARIAL COST METHOD AND SUMMARY OF MAJOR ACTUARIAL ASSUMPTIONS

The System utilizes the projected unit credit actuarial cost method. Under this method, the actuarial liability is the actuarial present value or that portion of a participant's projected benefit that is attributable to service to date on the basis of future compensation projected to retirement. The normal cost represents the actuarial present value of the participant's projected benefit that is attributable to service in the current year, again based on future compensation projected to retirement. Actuarial gains and losses are recognized immediately in the unfunded actuarial liability of the System. However, for purposes of determining future employer contributions, the actuarial gains and losses are amortized in accordance with the funding plan established by Public Act 88-0593.

A description of the actuarial assumptions utilized for fiscal year 1997 and fiscal year 1996 follows:

Dates of Adoption: The Projected Unit Credit Normal Cost Method was adopted June 30, 1987; all other assumptions were adopted June 30, 1997.

Mortality Rates: Fiscal year 1997:
 Active and retired members: The UP-1994 Mortality Table for Males, rated down 1 year.
 Spouses: The UP-1994 Mortality Table for Females.

Fiscal year 1996:
 Active and retired members: The UP-1984 Mortality Table
 Spouses: The UP-1984 Mortality Table

Termination Rates: Termination rates based on the recent experience of the System were used. The following is a sample of the termination rates that were used:

Fiscal Year 1997		Fiscal Year 1996	
Age	Rate of Termination	Age	Rate of Termination
30	.066	30	.016
35	.033	35	.014
40	.013	40	.012
45	.005	45	.010
50	.003	50	.007
55 and over	.000	55	.005
		60	.003
		67 and over	.000

Disability Rates: Disability rates based on the recent experience of the System as well as on published disability rate tables were used. The following is a sample of the disability rates that were used for the valuation:

Age	Rate of Disability	Age	Rate of Disability
30	.00057	45	.00115
35	.00064	50	.00170
40	.00083	55 and over	.00000

Retirement Rates: Rates of retirement for each age from 55 to 80 based on the recent experience of the System were used. The following are samples of the rates of retirement that were used:

Fiscal Year 1997		Fiscal Year 1996	
Age	Rate of Retirement	Age	Rate of Retirement
55	.060	55	.051
60	.110	60	.127
65	.090	65	.058
70	.131	70	.104
75	.200	75 and over	1.000
80 and over	1.000		

The above retirement rates are equivalent to an average retirement age of approximately 67 for fiscal year 1997 and 66 for fiscal year 1996.

Salary Increase: A salary increase assumption of 6.0% per year (consisting of a general increase component of 5% per year, 4.0% of which is attributable to inflation, and a seniority/merit component of 1% per year), compounded annually, was used. In determining total covered payroll, the size of the active group is assumed to remain constant.

Interest Rate: An interest rate assumption of 8.0% per year (consisting of an inflation component of 4.0% per year and a real rate of return component of 4.0% per year), compounded annually, was used.

Marital Status: It was assumed that 75% of active participants will be married at the time of retirement.

Spouse's Age: The age of the spouse was assumed to be 4 years younger than the age of the participant.

VALUATION RESULTS

Actuarial Liability (reserves):	June 30, 1997	June 30, 1996
For Active Participants:		
Basic retirement annuity	\$ 196,793,343	\$ 154,650,600
Annual increase in retirement annuity	59,262,663	41,213,503
Pre-retirement survivors' annuity	21,285,488	34,544,160
Post-retirement survivors' annuity	23,752,209	19,348,019
Withdrawal benefits	5,481,424	1,244,442
Disability benefits	2,199,351	1,599,454
Total	\$ 308,774,478	\$ 252,600,178
For Participants Receiving Benefits:		
Retirement annuities	\$ 312,728,663	\$ 255,803,549
Survivor annuities	68,268,708	57,742,840
Total	\$ 380,997,371	\$ 313,546,389
For Inactive Participants	\$ 14,688,207	\$ 11,645,689
Total Actuarial Liability	\$ 704,460,056	\$ 577,792,256
Net Assets, Fair Value	314,561,229	277,098,999
Unfunded Actuarial Liability	\$ 389,898,827	\$ 300,693,257

SHORT-TERM SOLVENCY TEST

A short-term solvency test is one means of checking a system's progress under its funding program. In a short-term solvency test, the plan's present assets (primarily cash and investments) are compared with: 1) active and inactive participant contributions on deposit; 2) the liabilities for future benefits to present retired lives; and 3) the liabilities for service already rendered by active and inactive participants. In a system that has been following level percent of payroll financing, the liabilities for service already rendered by active and inactive participants (liability 3) should be partially covered by the remainder of present assets. If the system continues using level cost financing, the funded portion of liability 3 will increase over time, although it is very rare for a system to have its liability 3 fully funded.

Computed Actuarial Values

Fiscal Year	Aggregate Accrued Liabilities For				Percentage of Accrued Liabilities Covered By Net Real Assets		
	(1)	(2)	(3)	Net Assets Available for Benefits*	(1)	(2)	(3)
	Active and Inactive Participant Contributions	Retirement and Survivor Annuities	Inactive Participants (Employer Financed Portion)		(1)	(2)	(3)
1988	\$ 47,271,278	\$ 171,513,047	\$ 116,523,133	\$ 146,534,436	100.0%	57.9%	0.0%
1989	50,923,236	168,946,414	99,532,942	156,238,762	100.0	62.3	0.0
1990	56,354,255	185,952,152	123,809,986	166,984,434	100.0	59.5	0.0
1991	59,623,957	203,184,276	122,719,956	173,989,204	100.0	56.3	0.0
1992	63,598,115	224,698,818	135,461,775	187,627,388	100.0	55.2	0.0
1993	69,139,981	247,358,088	142,328,365	199,679,764	100.0	52.8	0.0
1994	74,318,731	256,978,525	147,832,248	207,837,018	100.0	52.0	0.0
1995	79,012,691	279,270,677	165,402,263	214,104,027	100.0	48.4	0.0
1996	82,428,000	313,546,389	181,817,867	277,098,999	100.0	62.1	0.0
1997	87,394,372	380,997,371	236,068,313	314,561,229	100.0	59.6	0.0

* Net assets are reported at fair value for fiscal years 1997 and 1996. For all other fiscal years, net assets are reported at cost (book value).

**SUMMARY OF ACCRUED AND UNFUNDED ACCRUED LIABILITIES
(Analysis of Funding)**

In an inflationary economy, the value of the dollar decreases. This environment results in employees' pay and retirement benefits increasing in dollar amounts resulting in unfunded accrued liabilities which increase in dollar amounts, all at a time when the actual substance of these items may be decreasing. Looking at just the dollar amounts of unfunded accrued liabilities can be misleading. The ratio of the unfunded accrued liabilities to active employee payroll provides an index which clarifies understanding. The smaller the ratio of unfunded liabilities to active participant payroll, the stronger the system. Observation of this relative index over a period of years will give an indication of whether the system is becoming financially stronger or weaker.

Fiscal Year	Total Actuarial Liability	Net Assets*	Net Assets as a % of Actuarial Liability	Total Unfunded Actuarial Liability	Annual Covered Payroll	Unfunded Actuarial Liability as a % of Annual Covered Payroll
1988	\$ 335,307,458	\$ 146,534,436	43.7%	\$ 188,773,022	\$ 62,366,208	302.7%
1989	319,402,592	156,238,762	48.9%	163,163,830	63,478,721	257.0%
1990	366,116,393	166,984,434	45.6%	199,131,959	64,670,416	307.9%
1991	385,528,189	173,989,204	45.1%	211,538,985	66,294,898	319.1%
1992	423,758,708	187,627,388	44.3%	236,131,320	67,904,000	347.7%
1993	458,826,434	199,679,764	43.5%	259,146,670	69,610,000	372.3%
1994	479,129,504	207,837,018	43.4%	271,292,486	70,997,000	382.1%
1995	523,685,631	214,104,027	40.9%	309,581,604	75,314,000	411.1%
1996	577,792,256	277,098,999	48.0%	300,693,257	75,996,000	395.7%
1997	704,460,056	314,561,229	44.7%	389,898,827	87,171,000	447.3%

* Net assets are reported at fair value for fiscal years 1997 and 1996. For all other fiscal years, net assets are reported at cost (book value).

SCHEDULE OF RETIRANTS AND SURVIVORS' ANNUITANTS ADDED TO AND REMOVED FROM ROLLS

Fiscal Year	Annuityants				Survivors				Total
	Beginning	Additions	Deletions	Ending	Beginning	Additions	Deletions	Ending	
1988	337	39	28	348	223	33	14	242	590
1989	348	36	17	367	242	17	17	242	609
1990	367	18	32	353	242	17	14	245	598
1991	353	38	32	359	245	25	12	258	617
1992	359	34	22	371	258	28	18	268	639
1993	371	39	16	394	268	12	7	273	667
1994	394	25	20	399	273	15	14	274	673
1995	399	41	25	415	274	16	17	273	688
1996	415	55	26	444	273	21	19	275	719
1997	444	46	30	460	275	18	7	286	746

SCHEDULE OF ACTIVE MEMBER VALUATION DATA

Valuation Date June 30	Active Members			
	Number	Annual Payroll	Annual Average Pay	% Increase In Average Pay
1988	796	\$ 62,366,208	\$ 78,350	5.0%
1989	821	63,478,721	77,319	(1.3%)
1990	827	64,670,416	78,199	1.1%
1991	848	66,294,898	78,178	0.0%
1992	828	67,904,000	82,010	4.9%
1993	848	69,610,000	82,087	.1%
1994	836	70,997,000	84,925	3.5%
1995	875	75,314,000	86,073	1.4%
1996	866	75,996,000	87,755	2.0%
1997	881	87,171,000	98,946	12.8%

RECONCILIATION OF UNFUNDED ACTUARIAL LIABILITY

	<u>FY 97</u>	<u>FY 96</u>
Unfunded actuarial liability at Beginning of FY	\$ 300,693,257	\$ 309,581,604
Restatement due to change in method used to determine actuarial value of assets	<u>-</u>	<u>(35,230,039)</u>
Unfunded actuarial liability at beginning of FY, as restated	\$ 300,693,257	\$ 274,351,565
Employer contribution requirement of normal cost plus interest on the unfunded liability	\$ 40,939,857	\$ 36,647,236
Actual employer contribution for the year	<u>13,783,328</u>	<u>12,129,000</u>
Increase in unfunded liability due to employer contributions being less than normal cost plus interest on unfunded liability	\$ 27,156,529	\$ 24,518,236
Increase / (Decrease) in unfunded liability due to investment return lower / (greater) than assumed	(28,145,182)	(23,107,371)
Increase / (Decrease) in unfunded liability due to salary increases greater / (less) than assumed	(7,658,092)	9,999,484
Increase in unfunded liability due to changes in actuarial assumptions	82,588,099	-
Increase in unfunded liability due to other sources	<u>15,264,216</u>	<u>14,931,343</u>
Total Actuarial (Gains)/Losses	\$ 62,049,041	\$ 1,823,456
Net increase in unfunded liability for the year	<u>= \$ 89,205,570</u>	<u>\$ 26,341,692</u>
Unfunded actuarial liability at End of FY	<u>\$ 389,898,827</u>	<u>\$ 300,693,257</u>

INVESTMENT SECTION

- Investment Report
- Investment Portfolio Summary
- Analysis of Investment Performance
- Additional Investment Information

INVESTMENT REPORT

By state law the System's investment function is managed by the Illinois State Board of Investment (ISBI). The ISBI was created in 1969 to provide a means of centralizing the investment management function for public employee pension funds and retirement systems operating in the state. In addition to the assets of the Judges' Retirement System, the ISBI also manages the investment function for the General Assembly and State Employees' Retirement Systems. All ISBI investments are accounted for in a commingled fund (ISBI Fund). As of June 30, 1997, total net assets under management valued at market, amounted to \$6.328 billion. Of the total market value of assets under management, \$307.9 million or 5% represented assets of the Judges' Retirement System.

Management Approach

The ISBI manages its investments in accordance with the "prudent person rule" as adopted by the Illinois General Assembly in 1982. The ISBI has established a long-range investment policy which, in line with the prudent person rule, affirms that the ISBI Fund's objective is to provide the greatest possible long-term benefits through maximization of the total return of the ISBI Fund, within prudent risk parameters. Further, it is the ISBI's philosophy that the assets owned by the participating systems and managed by the ISBI are held for the exclusive purpose of providing benefits to the participants and annuitants of the respective retirement systems and their beneficiaries. In line with this philosophy, the ISBI from time to time evaluates its asset allocation which is considered by many to be the single most important factor in pension investment management. The three major asset classes are: bonds, equities and cash; with smaller positions being allocated to real estate, venture capital and other alternative investments.

The investment policy of the ISBI establishes asset allocation targets and ranges for each asset class, selected to achieve overall risk and return objectives. The policy is monitored by ISBI and implemented by allocations to investment managers with assignments to invest in specific asset classes, and with specific selection styles and methodologies.

Investment Results

Led by U.S. stocks, capital markets posted impressive gains during fiscal 1997. U.S. and international stocks achieved double digit returns for the period. A good environment for initial public offerings (IPO's) also led to strong returns for many private equity partnerships. Fixed income, boosted by interest rates trending slightly downward, posted returns somewhat higher than the coupon return. Real estate also experienced some appreciation, and an overall double digit return for the fiscal year.

The ISBI earned a total rate of return for fiscal 1997, net of expenses, of 18.8%, well ahead of its long-term objectives of earning 4.5% above the inflation rate and exceeding the 8.0% assumed actuarial interest rate. The return was in line with the policy-weighted benchmark return of 18.8%. Over the five-year time period, the ISBI is ahead of its investment objectives. The average annual returns for the three- and five-year periods ended June 30, 1997, were 16.5% and 13.0%, respectively. Over the 15-year period since the adoption of the prudent person legislation, the ISBI has produced a compounded annual rate of return, net of expenses and charges, of 13.0%, and its net assets have increased by \$5.3 billion.

Domestic Equities

For the twelve months ended June 30, 1997, equity markets soared. The S&P 500 Index increased 34.6%, and the BARRA All-U.S. Index, a broader representation of the domestic market, rose 30.0%. Small capitalization stocks, as measured by the Russell 2000 Index, grew at a significantly smaller rate of 16.3%. Within that context, the ISBI's domestic equity portfolio, which is all managed by external investment firms, earned a return of 26.3%. The lag reflects the ISBI commitment to both large and smaller capitalization stocks, whose performance lagged behind that of the large stocks which dominate the indices.

The ISBI's domestic stock portfolio performance versus the S&P 500 Index is as follows:

	<u>1 Year</u>	<u>3 Years</u>	<u>5 Years</u>
ISBI	26.3%	24.5%	18.3%
S&P 500	34.6	28.8	19.7

Global/International Equities

Foreign stock markets overall had strong returns for the fiscal year, although lagging the U.S. market. A strengthening dollar, however, further dampened foreign stock returns for U.S. investors. The Morgan Stanley Europe Australia Far East Index ("MSCI EAFE") earned 13.2% in U.S. dollar terms for the fiscal year ended June 30. The Morgan Stanley World Index ("MSCI World"), which includes the U.S. market, increased 22.8% in dollar terms for the same period.

All foreign security accounts are managed by external investment firms. "Global" managers have the discretion to invest in both domestic as well as foreign securities, while "international" managers are limited to non-U.S. securities; thereby assuring a certain level of diversification. For the fiscal year the ISBI's global managers slightly lagged the MSCI World Index, earning 20.9%. The ISBI's international portfolio outperformed its benchmark, increasing 18.3%, compared to 13.2% for the EAFE Index.

Comparative average annual rates of return for the Global/International equities portfolio versus the market index benchmarks is shown below:

	<u>1 Year</u>	<u>3 Years</u>	<u>5 Years</u>
Global Equities			
ISBI	20.9%	16.1%	15.7%
MSCI World Index	22.8	17.6	16.2
International Equities			
ISBI	18.3%	13.5%	13.9%
MSCI EAFE Index	13.2	9.4	13.2

Fixed Income

During fiscal 1997, U.S. fixed income markets showed some strength, with interest rates heading somewhat lower. The Lehman Aggregate Bond Index earned 8.2% for the 12-month period, while high yield bonds, as represented by the Merrill Lynch High Yield Index, did better with a return of 14.3%.

Substantially all fixed income assets are managed internally by ISBI except approximately \$87 million allocated to an external high yield bond manager. The internal account outperformed the Lehman Aggregate Bond index, with a return of 9.2%. Higher returns from the external high yield manager resulted in a total fixed income return of 9.5%.

Comparative average annual rates of return for the total fixed income portfolio versus the market index benchmark is shown below:

	<u>1 Year</u>	<u>3 Years</u>	<u>5 Years</u>
ISBI	9.5%	9.3%	9.0%
Shearson Lehman Aggregate	8.2	8.5	7.1

Investment Section

Real Estate

All of the ISBI's investments in real estate are passive and are represented by interests in limited partnerships, trusts, and other forms of pooled investments.

Real estate values strengthened during fiscal 1997, and investments owned by the ISBI's portfolio earned a 12.8% rate of return. The ISBI believes that the portfolio is well-positioned for steady performance going forward.

Average annual rates of return for the combined real estate portfolio compared to the market benchmark for unleveraged institution grade property returns is shown below:

	<u>1 Year</u>	<u>3 Years</u>	<u>5 Years</u>
ISBI	12.8%	6.3%	0.5%
NCRIEF	11.0	9.2	5.0

Alternative Investments

The alternative investments portfolio consists of passive interests in limited partnerships and other commingled vehicles that invest in venture capital, management buyouts and other private placement activities. The portfolio's largest investment is with the Kohlberg Kravis Roberts (KKR) leveraged buyout limited partnership, which accounts for almost 75% of this category. Fiscal 1997 was a good year for alternative investments. A strong initial public offering (IPO) market allowed a number of portfolio companies to gain access to the auction markets, thereby producing liquidity and/or actual cash returns to ISBI. Overall, the category earned 38.8% for the fiscal year.

The ISBI made commitments totalling \$80 million to five new limited partnerships in fiscal 1997. Although the current allocation to this asset class is not significantly below the long-term target, in order to maintain the level of investment, new commitments are necessary over time to balance anticipated distributions from maturing partnerships. The new partnerships are Cornerstone IV; Frontenac VII; KKR 1996; Mesirov VII; and Weiss, Peck & Greer IV. Funds for these future commitments will come from cash flow generated from existing alternative investments.

Management Expenses

Total operating expenses, primarily fees to external managers, for the fiscal year were \$14,245,218, compared to \$15,511,389 for the previous fiscal year. The expense ratio (expenses divided by average net assets under management) was .25% in fiscal 1997, compared to .30% in fiscal 1996.

Additional Information

For additional information regarding the System's investment function, please refer to the Annual Report of the Illinois State Board of Investment, June 30, 1997. A copy of the report can be obtained from the ISBI at 180 North LaSalle Street, Suite 2015, Chicago, Illinois 60601.

INVESTMENT PORTFOLIO SUMMARY

	June 30, 1997		June 30, 1996	
	Market Value	Percentage	Market Value	Percentage
Fixed Income ¹	\$ 1,832,294,575	29.0%	\$ 1,662,844,282	30.6%
Equities	2,470,905,061	39.0	2,051,373,589	37.7
Foreign Equities	1,019,434,063	16.1	560,500,860	10.3
Real Estate	252,606,430	4.0	243,308,942	4.5
Non-Marketable ²	306,053,788	4.8	274,289,456	5.0
Forward Foreign				
Exchange Contracts	1,008,282	-	1,154,317	-
Options	4,465,309	.1	-	-
Cash equivalents ³	441,369,634	7.0	643,344,999	11.9
	<u>\$ 6,328,137,142</u>	<u>100.0%</u>	<u>\$ 5,436,816,445</u>	<u>100.0%</u>

¹Maturities of one year or longer, including convertible bonds.
²Interests in limited partnerships and other entities which have limited liquidity.
³Cash Equivalents includes other assets, less liabilities.

ANALYSIS OF INVESTMENT PERFORMANCE

	1997	1996	1995	1994	1993
Total Return* - Past 3 years		16.5%			
Total Return* - Past 5 years			13.0%		
Total Return* - year by year	18.8%	16.6%	14.0%	4.0%	12.1%
Actuarial Assumed Rate of Return			8.0%		
Average Net Income Yield*	3.9%	4.0%	4.7%	4.5%	4.7%
Comparative rates of return on fixed income securities					
Total fixed income - ISBI	9.5%	6.6%	11.9%	1.6%	15.6%
Comparison index:					
Shearson Lehman Aggregate	8.2%	5.0%	12.6%	(1.3%)	11.8%
Comparative rates of return on equities					
Domestic equities - ISBI	26.3%	25.9%	21.5%	5.5%	13.7%
Comparison index:					
S&P 500	34.6%	26.1%	26.1%	1.3%	13.6%

*Total return is the combined effect of income earned and market appreciation (depreciation). Average net income yield is the income earned for the year divided by the average market value of assets employed.

ADDITIONAL INVESTMENT INFORMATION

The following table shows a comparison of ISBI investment operations for fiscal years 1997 and 1996:

	1997	1996	Increase/(Decrease)	
			Amount	Percentage
Balance at beginning of year, at fair value	\$ 271,897,778	\$ 243,816,001	\$ 28,081,777	11.5%
Cash transferred from ISBI (net)	(13,500,000)	(11,400,000)	2,100,000	18.4%
Net ISBI investments revenue:				
ISBI Commingled Fund income	\$ 11,874,146	\$ 11,165,975	\$ 708,171	6.3%
Less ISBI Expenses	(700,742)	(782,134)	(81,392)	10.4%
Net ISBI investments income	\$ 11,173,404	\$ 10,383,841	\$ 789,563	7.6%
Net appreciation in fair value of ISBI investments	38,352,244	29,097,936	9,254,308	31.8%
Net ISBI investments revenue	\$ 49,525,648	\$ 39,481,777	\$ 10,043,871	25.4%
Balance at end of year, at fair value	\$ 307,923,426	\$ 271,897,778	\$ 36,025,648	13.2%

In addition, interest on the average balance in the System's cash account in the State Treasury for FY 1997 was \$293,190 compared to \$274,272 during FY 1996 primarily due to higher average balances during FY 1997.

STATISTICAL SECTION

- Asset Balances
- Liabilities and Reserve Balances
- Revenues by Source
- Expenses by Type
- Benefit Expenses by Type
- Number of Participants
- Termination Refunds
- Number of Recurring Benefit Payments
- Annuitants by Benefit Range (Monthly)
- Survivors by Benefit Range (Monthly)
- Number on Active Payrolls
- Retirement Annuitants Statistics and Average Monthly Benefits
- Active Retirees by State

ASSET BALANCES

Fiscal Year Ended June 30	Cash	Receivables	Investments*	Fixed Assets	Total
				Net of Accumulated Depreciation	
1988	\$ 935,712	\$ 102,135	\$ 145,612,106	\$ 20,604	\$ 146,670,557
1989	656,579	115,778	155,708,987	20,298	156,501,642
1990	3,828,060	173,967	163,122,923	26,585	167,151,535
1991	3,996,379	194,845	169,881,722	28,623	174,101,569
1992	4,122,969	265,758	183,415,396	24,566	187,828,689
1993	3,449,194	2,706,984	193,615,328	26,065	199,797,571
1994	5,967,371	217,006	201,873,106	18,434	208,075,917
1995	5,514,304	178,587	208,585,962	14,298	214,293,151
1996	4,267,254	1,114,097	271,897,778	8,237	277,287,366
1997	6,616,999	163,694	307,923,426	14,018	314,718,137

* Investments are reported at fair value for fiscal years 1997 and 1996. For all other fiscal years investments are reported at cost (book value).

LIABILITIES AND RESERVE BALANCES

Fiscal Year Ended June 30	Total Liabilities	Reserve for Participant Contributions	Reserve for Future Operations*	Total Reserves	Total
1988	\$ 136,121	\$ 47,271,278	\$ 99,263,158	\$ 146,534,436	\$ 146,670,557
1989	262,880	50,923,236	105,315,526	156,238,762	156,501,642
1990	167,101	56,354,255	110,630,179	166,984,434	167,151,535
1991	112,365	59,623,957	114,365,247	173,989,204	174,101,569
1992	201,301	63,598,115	124,029,273	187,627,388	187,828,689
1993	117,807	69,139,981	130,539,783	199,679,764	199,797,571
1994	238,899	74,318,731	133,518,287	207,837,018	208,075,917
1995	189,124	79,012,691	135,091,336	214,104,027	214,293,151
1996	188,367	82,428,000	194,670,999	277,098,999	277,287,366
1997	156,908	87,394,372	227,166,857	314,561,229	314,718,137

* The Reserve for Future Operations reflects investments reported at fair value for fiscal years 1997 and 1996. For all other fiscal years, the Reserve for Future Operations reflects investments reported at cost (book value).

REVENUES BY SOURCE

Fiscal Year Ended June 30	Participant Contributions	Employer Contributions			Net Investments Revenue*	Total
		State of Illinois	Other Sources	Total		
1988	\$ 6,885,514	\$ 9,137,000	\$ -	\$ 9,137,000	\$ 9,666,884	\$ 25,689,398
1989	6,909,017	9,918,700	-	9,918,700	12,245,936	29,073,653
1990	7,142,961	10,657,400	28,620	10,686,020	13,206,382	31,035,363
1991	7,154,549	10,657,400	-	10,657,400	10,784,883	28,596,832
1992	7,371,637	10,052,100	-	10,052,100	19,721,910	37,145,647
1993	9,377,428	11,099,030	-	11,099,030	17,528,393	38,004,851
1994	7,822,346	10,766,000	-	10,766,000	17,424,885	36,013,231
1995	8,942,657	10,806,000	345,577	11,151,577	16,000,529	36,094,763
1996	9,785,891	12,129,000	-	12,129,000	39,756,049	61,670,940
1997	10,497,121	13,747,000	36,328	13,783,328	49,818,838	74,099,287

* The Net Investments Revenue includes both realized and unrealized gains and losses on investments for fiscal years 1997 and 1996. For all other fiscal years, the Net Investments Revenue includes only realized gains and losses on investments.

EXPENSES BY TYPE

Fiscal Year Ended June 30	Benefits	Refunds of Contributions	Administrative Expenses	Total
1988	\$ 17,382,718	\$ 551,268	\$ 148,510	\$ 18,082,496
1989	18,776,253	421,138	171,936	19,369,327
1990	19,827,453	275,233	187,005	20,289,691
1991	21,148,512	226,702	216,848	21,592,062
1992	22,995,915	280,106	231,442	23,507,463
1993	25,241,058	408,113	303,304	25,952,475
1994	27,234,879	332,930	288,168	27,855,977
1995	29,177,626	347,711	302,417	29,827,754
1996	33,096,800	503,455	305,752	33,906,007
1997	36,071,563	249,081	316,413	36,637,057

BENEFIT EXPENSES BY TYPE

Fiscal Year Ended June 30	Retirement Annuities	Survivors' Annuities	Total
1988	\$ 14,193,135	\$ 3,189,583	\$ 17,382,718
1989	15,194,821	3,581,432	18,776,253
1990	16,043,479	3,783,974	19,827,453
1991	16,541,569	4,606,943	21,148,512
1992	17,869,115	5,126,800	22,995,915
1993	19,613,167	5,627,891	25,241,058
1994	21,206,102	6,028,777	27,234,879
1995	22,701,599	6,476,027	29,177,626
1996	26,186,330	6,910,470	33,096,800
1997	28,369,249	7,702,314	36,071,563

NUMBER OF RECURRING BENEFIT PAYMENTS

at June 30	Retirement Annuities	Survivors' Annuities	Total
1988	348	242	590
1989	367	242	609
1990	353	245	598
1991	359	258	617
1992	371	268	639
1993	394	273	667
1994	399	274	673
1995	415	273	688
1996	444	275	719
1997	460	286	746

TERMINATION REFUNDS

Fiscal Year Ended June 30	Number	Amount
1988	10	\$ 411,577
1989	4	115,097
1990	5	242,847
1991	3	137,631
1992	3	76,885
1993	5	238,566
1994	2	58,106
1995	4	119,964
1996	2	106,020
1997	3	55,033

NUMBER ON ACTIVE PAYROLLS

at June 30	Supreme Court Justices	Appellate Court Justices	Circuit Court Judges	Retired Judges Recalled	Admin. Office of Courts	Total
1988	7	32	744	13	-	796
1989	7	37	767	18	-	829
1990	7	34	780	23	-	844
1991	8	36	797	27	-	868
1992	7	34	781	24	-	846
1993	7	36	803	20	-	866
1994	7	36	794	19	-	856
1995	7	41	825	15	1	889
1996	7	39	819	13	1	879
1997	7	41	832	13	-	893

ACTIVE RETIREES BY STATE



RETIREMENT ANNUITANTS STATISTICS AND AVERAGE MONTHLY BENEFITS

Fiscal Year Ended June 30	At Retirement			
	Average Age	Average Length of Service *	Average Current Age	Average Current Monthly Benefit
1988	64.9	18.0	72.0	\$ 3,416
1989	65.0	17.8	72.1	3,617
1990	64.7	17.5	72.4	3,751
1991	64.7	17.5	72.4	3,909
1992	64.7	16.6	72.7	4,076
1993	64.9	16.9	73.0	4,298
1994	64.8	16.9	73.4	4,468
1995	65.0	16.9	73.4	4,736
1996	65.0	17.2	73.4	5,004
1997	64.8	17.2	73.2	5,273

* in years

**Annuitants
by Benefit Range
(Monthly)
at June 30, 1997**

Benefit Range	Total	Cumulative Total	% of Total	Cumulative % of Total
\$ 1-500	6	6	1.3	1.3
501-1000	8	14	1.7	3.0
1001-1500	10	24	2.2	5.2
1501-2000	17	41	3.7	8.9
2001-2500	16	57	3.5	12.4
2501-3000	22	79	4.8	17.2
3001-3500	17	96	3.7	20.9
3501-4000	23	119	5.0	25.9
4001-4500	22	141	4.8	30.7
4501-5000	28	169	6.1	36.8
5001-5500	41	210	8.9	45.7
5501-6000	48	258	10.4	56.1
6001-6500	36	294	7.8	63.9
6501-7000	69	363	15.0	78.9
7001-7500	46	409	10.0	88.9
7501-8000	46	455	10.0	98.9
8001-8500	4	459	0.9	99.8
8501-9000	1	460	0.2	100.0

**Survivors
by Benefit Range
(Monthly)
at June 30, 1997**

Benefit Range	Total	Cumulative Total	% of Total	Cumulative % of Total
\$ 1-500	41	41	14.3	14.3
501-1000	23	64	8.0	22.3
1001-1500	37	101	12.9	35.2
1501-2000	27	128	9.4	44.6
2001-2500	30	158	10.5	55.1
2501-3000	28	186	9.8	64.9
3001-3500	27	213	9.4	74.3
3501-4000	32	245	11.2	85.5
4001-4500	14	259	4.9	90.4
4501-5000	17	276	5.9	96.3
5001-5500	8	284	2.9	99.2
5501-6000	2	286	0.8	100.0

NUMBER OF PARTICIPANTS

	At June 30	Active	Inactive	Total
	1988	796	15	811
	1989	821	22	843
	1990	827	22	849
	1991	848	29	877
	1992	828	41	869
	1993	848	42	890
	1994	836	41	877
	1995	875	37	912
	1996	866	35	901
	1997	881	59	940

PLAN SUMMARY AND LEGISLATIVE SECTION

- Plan Summary
- Legislation

SUMMARY OF RETIREMENT SYSTEM PLAN (As of June 30, 1997)

1. PURPOSE

The purpose of the System is to establish an efficient method of permitting retirement, without hardship or prejudice, of judges who are aged or otherwise incapacitated, by enabling them to accumulate reserves for themselves and their dependents for old age, disability, death and termination of employment.

2. ADMINISTRATION

Responsibility for the operation of the System and the direction of its policies is vested in a Board of Trustees consisting of five members. The administration of the detailed affairs of the System is the responsibility of the Executive Secretary who is appointed by the Board of Trustees. Administrative policies and procedures are designed to ensure an accurate accounting of funds of the System and prompt payment of claims for benefits within the applicable statute.

3. EMPLOYEE MEMBERSHIP

All persons elected or appointed as a judge or associate judge of a Court become members of the System unless they file an election not to participate within 30 days of the date they are notified of this option.

4. PARTICIPANT CONTRIBUTIONS

Participants are required to contribute a percentage of salary as their share of meeting the various benefits at the rates shown below:

Retirement Annuity	7.5%
Automatic Annual Increase	1.0%
Survivors' Annuity	<u>2.5%</u>
	<u>11.0%</u>

A judge who elects not to participate in the survivors' annuity benefit is not required to make contributions for the survivors' annuity benefit in which case the total participant contribution rate is 8 1/2% of salary. Contributions for survivors' annuity are not required to qualify an eligible child for a child's annuity.

A participant who is qualified to receive the maximum rate of annuity may elect to discontinue contributions and have benefits "frozen" based upon the applicable salary in effect immediately prior to the effective date of such election. The election, once made, is irrevocable.

5. RETIREMENT ANNUITY

A. Qualification of Participant

Upon termination of service, a judge is eligible for a retirement annuity at:

- (1) age 60 with at least 10 years of credit
- (2) age 62 with at least 6 years of credit
- (3) age 55 with at least 28 years of credit
- (4) age 55 with at least 10 years of credit with the annuity reduced 1/2 of 1% for each month under age 60

B. Amount of Annuity

The retirement annuity is determined according to the following formula based upon the applicable salary:

- 3.5% for each of the first 10 years of credit
- 5.0% for each year of credit above 10 years

The maximum annuity is 85% of final salary on the last day of employment as a judge or for any judge terminating service after July 14, 1995, the highest salary received as a judge for at least 4 consecutive years, whichever is greater, after 20 years of service.

C. Annual Increases in Retirement Annuity

Post retirement increases of 3% of the current amount of annuity are granted to participants effective in January of the year next following the first anniversary of retirement and in January of each year thereafter.

D. Suspension of Retirement Annuity

The retirement annuity to any judge shall be suspended

1. When the annuitant is employed for compensation by the State of Illinois as a judge, or
2. When the annuitant is employed for compensation by the State of Illinois in a permanent position or, after 75 working days in any calendar year in which the annuitant is employed for compensation by the State of Illinois in a temporary position other than a judge.

If the provisions of the Retirement Systems' Reciprocal Act are elected at retirement, any employment which would result in the suspension of benefits under any of the retirement systems being considered would also cause the annuity payment by the Judges' Retirement System to be suspended.

6. SURVIVORS' ANNUITY

A. Qualification of Survivor

If death occurs while in service as a judge, the judge must have established 1 1/2 years of credit. If death occurs after termination of service and prior to receipt of retirement annuity, the participant must have established at least 10 years of credit.

An eligible spouse, who has been married to the participant or annuitant for a continuous period of at least one year immediately preceding the date of death, qualifies at age 50 or at any age if there is in the care of the spouse any unmarried children of the member (1) under age 18 or (2) over age 18 if mentally or physically disabled or (3) under age 22 and a full-time student. Eligible surviving children would be entitled to benefits even though the participant did not contribute for the survivors' annuity benefit.

B. Amount of Payment

If the participant's death occurs while in service, and assuming all payments have been made for full survivors' annuity credit, the surviving spouse would be eligible to 7 1/2% of salary or 66 2/3% of earned retirement annuity, whichever is greater. Eligible children of the participant would receive 5% of salary for each child with a maximum for all children of 20% of salary or 66 2/3% of earned retirement annuity, whichever is greater, regardless of whether full credit had been established for the survivors' annuity benefit.

If the participant's death occurs after termination of service or retirement, and assuming all payments have been made for full survivors' annuity credit, the surviving spouse would be eligible to 66 2/3% of earned retirement annuity. Eligible children would receive a survivors' annuity equal to the benefit of surviving children of a participant in service.

The benefit payment amount to a surviving spouse would be a prorated share of the full benefit amount noted above if the participant married or remarried after becoming a participant and elected to contribute for the survivors' annuity benefit prospectively from the date of marriage or remarriage.

C. Annual Increases in Survivors' Annuity

Increases of 3% of the current amount of annuity are granted to survivors in each January occurring on or after the commencement of the annuity if the deceased participant died while receiving a retirement annuity. In the event of an active participant's death, increases of 3% of the current amount of annuity are granted to survivors effective in January of the year next following the first anniversary of the commencement of the annuity and in January of each year thereafter.

D. Duration of Payment

When all children, except for disabled children, are ineligible because of death, marriage or attainment of age 18 or age 22 in the case of a full-time student, the spouse's benefit is suspended if the spouse is under age 50 until attainment of such age. A surviving spouse who remarries prior to age 50 would be disqualified for any future benefit payments.

7. DEATH BENEFITS

The following lump sum death benefits are considered only if there are no eligible survivors' annuity beneficiaries surviving the deceased participant.

A. Before Retirement

If the participant's death occurs before retirement, a refund of total contributions in the participant's account.

B. After Retirement

If the participant's death occurs after retirement, a refund of the excess of contributions over annuity payments, if any.

C. Death of Survivor Annuitant

Upon death of the survivor annuitant with no further survivors' annuity payable, a refund of excess contributions over total retirement and survivors' annuity payments, if any.

8. DISABILITY BENEFIT

A. Permanent Total Disability

A participant who becomes totally and permanently disabled while serving as a judge with at least 10 years of credit is eligible for an unreduced retirement annuity regardless of age. If disability is service-connected, the annuity is subject to reduction by amounts received by a participant under the Workers' Compensation Act and the Workers' Occupational Diseases Act.

B. Temporary Total Disability

A participant with at least 2 years of service as a judge who becomes totally disabled and unable to perform the duties as a judge is entitled to a temporary disability benefit equal to 50% of salary payable during disability but not beyond the end of the term of office.

9. REFUND OF CONTRIBUTIONS

A participant who terminates service as a judge may obtain a refund of total contributions made to the System, without interest, provided the participant is not immediately eligible to receive a retirement annuity. By accepting a refund, a participant forfeits all accrued rights and benefits in the System for his or herself and beneficiaries.

A participant who becomes unmarried, either before or after retirement, is entitled to a refund of contributions made for the survivors' annuity benefit.

LEGISLATIVE AMENDMENTS

There were no legislative amendments with an effective date during fiscal year 1997 having an impact on the System.

NEW LEGISLATION

Legislative amendments with an effective date subsequent to June 30, 1997 having an impact on the System were:

House Bill 23 (P.A. 90-0507; Effective August 22, 1997)

1. Provides that a person who became a participant before January 1, 1997, and who is not contributing for the survivor's annuity, may elect to make contributions for such annuity by filing written notice of the election with the System's Board no later than April 1, 1998. Once made, the election may not be rescinded. In order to receive full credit for survivor annuity purposes, the participant must pay contributions for all periods of service plus interest.
2. Allows a married participant who elected not to participate in the survivor's annuity provisions and who is still a judge, to elect to participate therein by filing with the System's Board before April 1, 1998 a written rescission of the election not to participate. Once made, the election may not be rescinded. In order to receive full credit for survivor annuity purposes, the participant must pay contributions for all periods of service plus interest.

Senate Bill 665 (P.A. 90-0448; Effective August 16, 1997)

1. Provides that, until July 1, 1998, an active participant who has at least six years of service as a judge may establish up to two years of service credit for periods during which the participant held elective office as a member of a board of education in this State or a member of the board of trustees of a community college district in this State, by applying to the System's Board in writing and paying to the System an amount equal to (1) employee contributions based on the rate in effect for a judge on the date of becoming a participant in the System and the salary received by the participant on that date, plus (2) the employer's share of the normal cost of the benefits being established, plus (3) interest thereon at the prescribed rate, compounded annually, from the date of membership in the System to the date of payment. However, such credit may not be established for any period for which the participant has received credit under any other pension fund or retirement system subject to the Illinois Pension Code, unless that credit has been terminated.
2. Amends the State Withholding Act and the Judges' Retirement System Article of the Illinois Pension Code to provide a method whereby contributions made to purchase optional service credit or repay prior refunds may be made on a pre-tax basis through payroll deduction.

