

**EMPLOYEES' RETIREMENT SYSTEM
OF THE CITY OF MILWAUKEE**

**Schedules of Employer Allocations and
Pension Amounts by Employer
As of and for the year ended December 31, 2014**

Employees' Retirement System of the City of Milwaukee

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INDEPENDENT AUDITORS' REPORT

To the Annuity and Pension Board of the Employees'
Retirement System of the City of Milwaukee
Milwaukee, Wisconsin

Report on Employer Schedules

We have audited the accompanying schedule of employer allocations of the Employees' Retirement System of the City of Milwaukee as of and for the year ended December 31, 2014, and the related notes. We have also audited the total for all entities of the columns titled beginning net pension liability (asset), ending net pension liability, total deferred outflows of resources, total deferred inflows of resources, and total pension expense excluding that attributable to employer-paid member contributions (specified column totals) included in the accompanying schedule of pension amounts by employer of the Employees' Retirement System of the City of Milwaukee as of and for the year ended December 31, 2014, and the related notes.

Management's Responsibility for the Schedules

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

Auditors' Responsibility

Our responsibility is to express an opinion on the schedule of employer allocations and an opinion on the specified column totals included in the schedule of pension amounts by employer based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, which is 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 schedule of employer allocations and specified column totals included in the schedule of pension amounts by employer are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the schedule of employer allocations and specified column totals included in the schedule of pension amounts by employer. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the schedule of employer allocations and specified column totals included in the schedule of pension amounts by employer, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the schedule of employer allocations and specified column totals included in the

schedule of pension amounts by employer in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the schedule of employer allocations and specified column totals included in the schedule of pension amounts by employer.

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

Opinions

In our opinion, the schedules referred to above present fairly, in all material respects, the employer allocations and beginning net pension liability (asset), ending net pension liability, total deferred outflows of resources, total deferred inflows of resources, and total pension expense excluding that attributable to employer-paid member contributions for the total of all participating entities for the Employees' Retirement System of the City of Milwaukee as of and for the year ended December 31, 2014, in accordance with accounting principles generally accepted in the United States of America.

Other Matter

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of United States, the financial statements of the Employees' Retirement System of the City of Milwaukee as of and for the year ended December 31, 2014, and our report thereon, dated June 16, 2015, expressed an unmodified opinion on those financial statements.

Restriction on Use

Our report is intended solely for the information and use of the Employees' Retirement System of the City of Milwaukee management, the Annuity and Pension Board, the Employees' Retirement System of the City of Milwaukee employers and their auditors and is not intended to be and should not be used by anyone other than these specified parties.

Other Reporting Required by Government Auditing Standards

In accordance with Government Auditing Standards, we have also issued our report dated June 16, 2015 on our consideration of the Retirement System's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards in considering Employees' Retirement System of the City of Milwaukee's internal control over financial reporting and compliance.

A handwritten signature in black ink that reads "BARBARA TILLY, CPA". The signature is written in a cursive, slightly slanted style.

Milwaukee, Wisconsin
November 30, 2015

Employees' Retirement System of the City of Milwaukee
Schedule of Employer Allocations
As of and for the year ended December 31, 2014

<u>Employer</u>	<u>Current Year Actuarial Employer Contributions</u>	<u>Employer Allocation Percentage</u>	<u>Prior Year Actuarial Employer Contributions</u>	<u>Employer Allocation Percentage</u>
City of Milwaukee - General City	\$ 15,762,407	20.0387969%	\$ 15,834,628	19.9094469%
City of Milwaukee - Water Department	1,488,295	1.8920740%	1,542,085	1.9389189%
Milwaukee Public Schools	9,719,624	12.3565881%	9,286,413	11.6761408%
Milwaukee Area Technical College	5,234	0.0066540%	5,194	0.0065306%
Milwaukee Metropolitan Sewerage District	1,517,102	1.9286965%	1,480,610	1.8616242%
Veolia Water Milwaukee LLC	450,342	0.5725212%	488,707	0.6144689%
Wisconsin Center District	369,896	0.4702499%	357,053	0.4489356%
Housing Authority of the City of Milwaukee	1,005,471	1.2782584%	1,015,343	1.2766272%
Redevelopment Authority of the City of Milwaukee	118,022	0.1500417%	155,816	0.1959131%
City of Milwaukee - Policemen	32,436,938	41.2371798%	33,074,252	41.5854458%
City of Milwaukee - Firemen	15,786,117	20.0689395%	16,293,138	20.4859480%
Total	<u>\$ 78,659,448</u>	<u>100%</u>	<u>\$ 79,533,239</u>	<u>100%</u>

The accompanying notes are an integral part of the Schedules of Employer Allocations and Pension Amounts by Employer.

Employees' Retirement System of the City of Milwaukee
Schedule of Pension Amounts by Employer
As of and for the year ended December 31, 2014
(Dollar Amounts in Thousands)

Employer	Deferred Outflows of Resources					Deferred Inflows of Resources					Pension Expense				
	Beginning Net Pension Liability (Asset)	Ending Net Pension Liability	Difference Between Expected and Actual Experience	Net Difference Between Projected and Actual Investment Earnings on Pension Plan	Changes of Assumptions	Changes in Proportion and Differences Between Employer Contributions and Proportionate Share of Contributions	Total Deferred Outflows of Resources	Difference Between Expected and Actual Experience	Net Difference Between Projected and Actual Investment Earnings on Pension Plan	Changes of Assumptions	Changes in Proportion and Differences Between Employer Contributions and Proportionate Share of Contributions	Total Deferred Inflows of Resources	Proportionate Share of Allocable Plan Pension Expense	Net Amortization of Deferred Amount from Changes in Proportion and Differences Between Employer Contributions and Proportionate Share of Contributions	Total Pension Expense Excluding that Attributable to Employer-Paid Member
City of Milwaukee - General City	\$ (4,273)	\$ 22,738	\$ -	\$ 25,603	\$ -	\$ 28	\$ 25,631	\$ -	\$ -	\$ -	\$ -	\$ 16,034	\$ -	\$ (6)	\$ 16,028
City of Milwaukee - Water Department	(416)	2,147	-	2,417	-	-	2,417	-	-	-	10	1,514	-	2	1,516
Milwaukee Public Schools	(2,506)	14,021	-	15,787	-	146	15,933	-	-	-	-	9,887	-	(35)	9,852
Milwaukee Area Technical College	(1)	8	-	10	-	-	10	-	-	-	-	5	-	-	5
Milwaukee Metropolitan Sewerage District	(400)	2,189	-	2,464	-	14	2,478	-	-	-	-	1,543	-	(4)	1,539
Veolia Water Milwaukee LLC	(132)	650	-	731	-	-	731	-	-	-	9	458	-	2	460
Wisconsin Center District	(96)	534	-	601	-	5	606	-	-	-	-	376	-	(1)	375
Housing Authority of the City of Milwaukee	(274)	1,450	-	1,633	-	-	1,633	-	-	-	-	1,023	-	-	1,023
Redevelopment Authority of the City of Milwaukee	(42)	170	-	192	-	-	192	-	-	-	10	120	-	2	122
City of Milwaukee - Policemen	(8,924)	46,792	-	52,686	-	-	52,686	-	-	-	75	32,994	-	18	33,012
City of Milwaukee - Firemen	(4,396)	22,772	-	25,641	-	-	25,641	-	-	-	89	16,057	-	22	16,079
Total	\$ (21,460)	\$ 113,471	\$ -	\$ 127,764	\$ -	\$ 193	\$ 127,958	\$ -	\$ -	\$ -	\$ 193	\$ 193	\$ 80,011	\$ -	\$ 80,011

The accompanying notes are an integral part of the Schedules of Employer Allocations and Pension Amounts by Employer.

Employees' Retirement System of the City of Milwaukee
Notes to the Schedules of Employer Allocations and Pension Amounts by Employer
As of and for the year ended December 31, 2014
(Dollar Amounts in Thousands)

Plan Description — The following brief description of the more common provisions of the Employees' Retirement System of the City of Milwaukee (the "Retirement System" or "ERS") is provided for financial statement purposes only. The provisions described reflect changes to the Retirement System enacted in 2000 as part of what is known as the Global Pension Settlement ("GPS"). GPS increased benefits to all members who consented to the settlement in exchange for allowing the City to make certain changes in plan administration, including allowing the use of Retirement System assets to pay for all costs to administer the Retirement System.

Plan Administration — The Retirement System was established pursuant to the Retirement Act (Chapter 396 of the Laws of Wisconsin of 1937) to provide the payment of retirement and other benefits to employees of the City of Milwaukee (the "City"). Chapter 441 of the Laws of Wisconsin of 1947 made the benefits contractual and vested. The Retirement System is a cost-sharing, multiple-employer plan, which also provides benefits to employees of the Milwaukee Metropolitan Sewerage District, Wisconsin Center District, Veolia Water Milwaukee LLC, Milwaukee Housing and Redevelopment Authorities, non-certified staff of Milwaukee Public Schools and some employees of the Milwaukee Area Technical College (the "Agencies"). City employees comprise approximately 56.8% of the active participants in the Retirement System.

Measurement Focus and Basis of Accounting — The ERS is accounted for using the flow of economic resources measurement focus and the accrual basis of accounting. Under the accrual basis of accounting, contributions are recognized in the accounting period in which the underlying earnings on which the contributions are based are paid and the employer has made a formal commitment to provide the contributions. Benefits and refunds are recognized when due and payable in accordance with the terms of the ERS. Investment transactions and the related gains and losses are recorded on a trade date basis. Dividend and interest income are accrued as earned. Investments are reported at fair value.

Employees' Retirement System of the City of Milwaukee
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Long-term Expected Rate of Return — The long term expected rate of return on pension plan investments was determined using Callan Associates' 10 year geometric capital market projections. Projected long term rates of return for each major asset class in the Retirement System's target asset allocation as of December 31, 2014, are summarized in the following table:

<u>Asset Class</u>	<u>Policy</u>	<u>Actual</u>	<u>Long-term Expected Rate of Return</u>
Domestic Equity	28.0%	30.1%	7.60%
International Equity	20.0%	20.8%	7.80%
Global Equity	10.0%	7.1%	7.70%
Fixed Income/Cash	28.0%	26.8%	3.60%
Real Estate	7.0%	7.6%	8.00%
Private Equity	2.0%	2.4%	8.50%
Absolute Return	5.0%	5.2%	5.25%
	100.0%	100.0%	

Rate of Return — For the year ended December 31, 2014, the annual money-weighted rate of return, net of investment expense is shown below. The money-weighted rate of return expresses investment performance, net of investment expense, adjusted for the changing amounts actually invested.

	2014
Annual money-weighted rate of return, net of investment expense	5.17%

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Actuarial Assumptions — The last actuarial valuation was performed as of January 1, 2014, and the amounts were used to roll-forward the total pension liability to the plan's year-end December 31, 2014, and was determined using the following actuarial assumptions, applied to all prior periods included in the measurement:

Valuation Date	January 1, 2014
Actuarial Cost Method	Entry Age Normal – Level Percentage of Pay
Amortization Method	For pension expense; the difference between expected and actual liability experience and changes of assumptions are amortized over the average of the expected remaining service lives of all members. The differences between projected and actual earnings are amortized over a closed period of five years.
Asset Valuation Method	Market Value
Actuarial Assumptions:	
Investment Rate of Return	8.25% for calendar years through 2017, and 8.50% beginning with calendar year 2018
Projected Salary Increases	General City 3.0% - 7.5% Police & Fire 3.0% - 14.4%
Inflation Assumption	3.00%
Cost of Living Adjustments	Vary by Employee Group as explained in summary of plan provisions
Mortality Table	For regular retirees and for survivors, the RP-2000 Combined Mortality Table projected nine years using Scale AA. Future generational rates are projected from 2009 based on Scale AA. For duty and ordinary disability retirees, use the RP-2000 Disability Mortality Table. For death in active service, the rates are similar to those used for regular retirees and survivors with a 6-year setback.
Experience Study	The actuarial assumptions used in December 31, 2014 valuation were based on the results of an actuarial experience study for the period January 1, 2007-December 31, 2011.

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Net Pension Liability — The components of the pension liability of the ERS as December 31, 2014, were as follows:

Total pension liability	\$	5,066,621
Plan fiduciary net position		(4,953,150)
Net pension liability	\$	<u>113,471</u>
Plan fiduciary net position as a percentage of total pension liability		97.76%
Covered employee payroll	\$	529,939
Net pension liability as a percentage of covered employee payroll		21.41%

Discount Rate — The discount rate used to measure the total pension liability was 8.49 percent. The projection of cash flows used to determine the discount rate assumed that contributions from plan members will be made at the current contribution rate and that contributions from ERS agencies will be made at contractually required rates, actuarially determined. Based on those assumptions, the ERS' fiduciary net position was projected to be available to make all projected future benefit payments of current plan members. The cross over analysis produces a single rate of 8.49 percent, which reflects the long-term expected rate of return on ERS investments. Therefore, the discount rate was applied to all periods of projected benefit payments to determine the total pension liability.

Sensitivity of the net pension liability (asset) to changes in the discount rate — The following presents the net pension liability (asset) of the ERS calculated using the discount rate of 8.49 percent, as well as what the ERS' net pension liability (asset) would be if it were calculated using a discount rate that is 1-percentage-point lower (7.49 percent) or 1-percentage-point higher (9.49 percent) than the current rate:

	1% Decrease	Current Discount	1% Increase
	<u>(7.49%)</u>	<u>(8.49%)</u>	<u>(9.49%)</u>
ERS' net pension liability (asset)	\$ 675,845	\$ 113,471	\$ (360,259)

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Schedule of Employer Allocations — The Employer Allocation Percentage is based on the employers required contribution compared to the required contribution for all employers. The Employer Allocation Percentage is rounded to seven decimal places.

Schedule of Pension Amounts — The employer's proportionate share of the Collective Net Pension Liability, Deferred Outflows of Resources, Deferred Inflows of Resources, and Total Employer Pension Expense (Income) is based on the Employer Allocation Percentage.

The Total Pension Liability is measured as of December 31, 2014 based on a January 1, 2014 actuarial valuation rolled forward to December 31, 2014 using standard roll-forward techniques as shown below:

Total pension liability		
Service cost	\$	69,693
Interest		409,899
Changes in benefit items		-
Differences between expected and actual experience		-
Changes of assumptions		-
Benefit payments including refunds of member contributions		<u>(342,569)</u>
Net change in total pension liability		137,023
Total pension liability - beginning		<u>4,929,598</u>
Total pension liability - ending	\$	<u><u>5,066,621</u></u>
Plan fiduciary net position		
Contributions - employer	\$	72,844
Contributions - member		43,663
Net investment income		238,985
Benefit payments, including refunds of member contributions		(342,569)
Administrative expense		(10,831)
Other		-
Net change in plan fiduciary net pension		2,092
Plan fiduciary net position - beginning		<u>4,951,058</u>
Plan fiduciary net position - ending	\$	<u><u>4,953,150</u></u>
Net pension liability - ending	\$	<u><u>113,471</u></u>

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The Fiduciary Net Position is 97.76% of the Total Pension Liability, so the ERS has a Net Pension Liability.

The Collective Deferred Inflows and Outflows of Resources due to liabilities are amortized over the Average Expected Service Lives of all Employees of 4.09 years. The Collective Deferred Inflows and Outflows of Resources due to the net difference between projected and actual earnings on pension plan investments is amortized over 5 years.

Collective Deferred Inflows and Outflows of Resources to be recognized in the Current Pension Expense are as follows:

	<u>Outflows of Resources</u>	<u>Inflows of Resources</u>	<u>Net Outflows of Resources</u>
Differences between expected and actual experience	\$ -	\$ -	\$ -
Net Difference between projected and actual earnings on pension plan investment	31,941	-	31,941
Total	<u>\$ 31,941</u>	<u>\$ -</u>	<u>\$ 31,941</u>

Collective Deferred Inflows and Outflows of Resources to be recognized in the Future Pension Expense are as follows:

	<u>Outflows of Resources</u>	<u>Inflows of Resources</u>	<u>Net Outflows of Resources</u>
Differences between expected and actual experience	\$ -	\$ -	\$ -
Net Difference between projected and actual earnings on pension plan investment	127,764	-	127,764
Total	<u>\$ 127,764</u>	<u>\$ -</u>	<u>\$ 127,764</u>

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Deferred Outflows and Inflows of Resources to be recognized in the Future Pension Expense are as follows:

<u>Year Ending</u> <u>December 31</u>	<u>Net Deferred Outflows</u> <u>of Resources</u>
2015	\$ 31,941
2016	31,941
2017	31,941
2018	31,941
Total	\$ <u>127,764</u>

Employers may also need to recognize a Deferred Outflow or Inflow of Resources related to a change in their proportionate share of the Net Pension Liability and for differences between employer contributions and proportionate share of contributions.

The Collective Pension Expense is determined as follows:

Service cost	\$ 69,693
Interest cost on total pension liability	409,899
Projected earnings on plan investments	(398,690)
Contributions - Member	(43,663)
Administrative expense	10,831
Plan changes	-
<u>Recognition of net deferred outflows (inflows)</u>	
Changes in assumptions	-
Differences between expected and actual liability experience	-
Difference between projected and actual earnings	31,941
Other changes in fiduciary net position	-
Total Pension Expense	<u>\$ 80,011</u>

Additional Financial Information for the ERS - For additional information regarding ERS's financial statements and audit report, please visit the ERS web site at <http://www.cmers.com/About-Us/Reports.htm>