TEACHERS' RETIREMENT SYSTEM
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Investment Section (continued)

December 16, 2002

The Honorable Frank H. Murkowski, Governor
Members of the Alaska State Legislature
Teachers' Retirement Board
Alaska State Pension Investment Board
Employers and Plan Members of the System

We are pleased to present the Comprehensive Annual Financial Report (CAFR) of the Teachers' Retirement System (TRS) (System) for the fiscal year ended June 30, 2002.

This report is intended to provide comprehensive information on the financial operations of the System for the year. Responsibility for both the accuracy of the data, and the completeness and fairness of the presentation, including all disclosures, rests with the management of the System. To the best of our knowledge and belief, the enclosed data is accurate in all material respects and is reported in a manner designed to present fairly the financial position and results of operations of the System for the year ended June 30, 2002. All disclosures necessary to enable the reader to gain an understanding of the System's activities have been included.

For financial reporting purposes, the System utilizes Governmental Accounting Standards Board (GASB) Statement No. 25, *Financial Reporting for Defined Benefit Pension Plans and Note Disclosures for Defined Contribution Plans*, GASB Statement No. 34, *Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments*, GASB Statement No. 37, *Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments*: *Omnibus*, and GASB Statement No. 38, *Certain Financial Statement Note Disclosures*. Assets of the System are presented at fair value. The actuarial value of assets and the actuarial accrued liability are presented in the required supplementary information following the notes to the financial statements.

The FY 2002 CAFR is divided into five sections:

- **Introductory Section**, which contains this letter of transmittal, the administrative organization of the System, and a list of the members serving on the Teachers' Retirement Board;

- **Financial Section**, which contains the management's discussion and analysis (MD&A) (new disclosure information), the Independent Auditors' Report, the basic financial statements, required supplementary information, and additional information;

- **Investment Section**, which contains a message from the Chair of the Alaska State Pension Investment Board (ASPIB), a list of members serving on the ASPIB, a report on investment activity, investment results, and various investment schedules;

- **Actuarial Section**, which contains the Actuarial Certification letter and the results of the most current (June 30, 2001) annual actuarial valuation; and

- **Statistical Section**, which includes graphs and tables of significant data.

The Alaska TRS was established in 1955 to provide pension and postemployment healthcare benefits for teachers and other eligible participants. Normal service, survivor, and disability benefits are available to all members who attain the age and service requirements of the System.

	TRS		
	FY02	**FY01**	**FY00**
Net Assets (millions)	$3,689.0	4,086.9	4,484.9
Participating Employers	57	60	60

Reporting Entity

The System is considered a component unit of the State of Alaska for financial reporting purposes. Because of the closeness of the System's relationship to the State, it is included in the State of Alaska CAFR as a blended component unit.

The Commissioner of the Department of Administration, appointed by the Governor, is responsible for administering the System. In order to meet the statutory requirements of administering the System, the Commissioner appoints the Director of the Division of Retirement and Benefits. The Director is responsible for the daily operations of the System.

The Teachers' Retirement Board prescribes policies and regulations, hears appeals, and approves employers' contribution rates prepared by the System's independent actuary.

The ASPIB has statutory oversight of the System's investments and the authority to invest the System's monies. Actual investing is performed by external investment firms and investment officers of the Department of Revenue, Treasury Division, listed in the Investment Section of this report. The Treasury Division is responsible for carrying out investment policies established by ASPIB.

Major Initiatives

The System continues to make progress on completing several on-going projects. Most of these efforts focused on improvements in technology, improving methods for members to obtain information about the System and their benefits, and continued compliance with accounting requirements of the Governmental Accounting Standards Board (GASB) and the Financial Accounting Standards Board (FASB) as applicable in the circumstances.

During FY 2002, the System granted a discretionary cost-of-living increase, along with the statutorily required automatic cost-of-living increase.

Independent Audit

The System's annual audit was conducted by the independent accounting firm of KPMG LLP. The auditors' report on the basic financial statements is included in the Financial Section of this report.

Actuarial Valuation

An actuarial valuation of the System is performed annually. An assumption experience study is performed at least every other year. The actuarial firm, Mercer Human Resource Consulting, completed the actuarial reviews and valuations as of June 30, 2001, and served as technical advisor to the System. Actuarial certifications and supporting statistics are included in the Actuarial and Statistical Sections of this report.

December 16, 2002

Professional Services

Professional consultants are retained to perform professional services that are essential to the effective and efficient operation of the System. A list of consultants is provided in the Introductory Section with the exception of investment professional consultants, who are listed in the Investment Section of this report.

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 Alaska Teachers' Retirement System for its comprehensive annual financial report for the fiscal year ended June 30, 2001. In order to be awarded a Certificate of Achievement, a government must publish an easily readable and efficiently organized comprehensive annual financial report. This report must satisfy both generally accepted accounting principles and applicable legal requirements.

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

Acknowledgments

The preparation of this report is made possible by the dedicated service of the staff of the System. 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 of determining responsible stewardship of the funds of the system.

The report is being mailed to all employer members of the System. They form the link between the System and the membership. Their cooperation contributes significantly to the success of the System. We hope the employers and their employees find this report informative.

We would like to take this opportunity to express our gratitude to the Teachers' Retirement Board, the Alaska State Pension Investment Board, the staff, the advisors, and to the many people who have worked so diligently to assure the successful operation of the System.

Respectfully submitted,

Sharon Barton
Acting Commissioner

Guy Bell
Director

Janet L. Parker
Deputy Director

Anselm Staack, CPA, JD
Chief Financial Officer

Kevin Worley, CPA
Defined Benefits Accounting Supervisor

Certificate of Achievement for Excellence in Financial Reporting

Presented to

Alaska Teachers' Retirement System

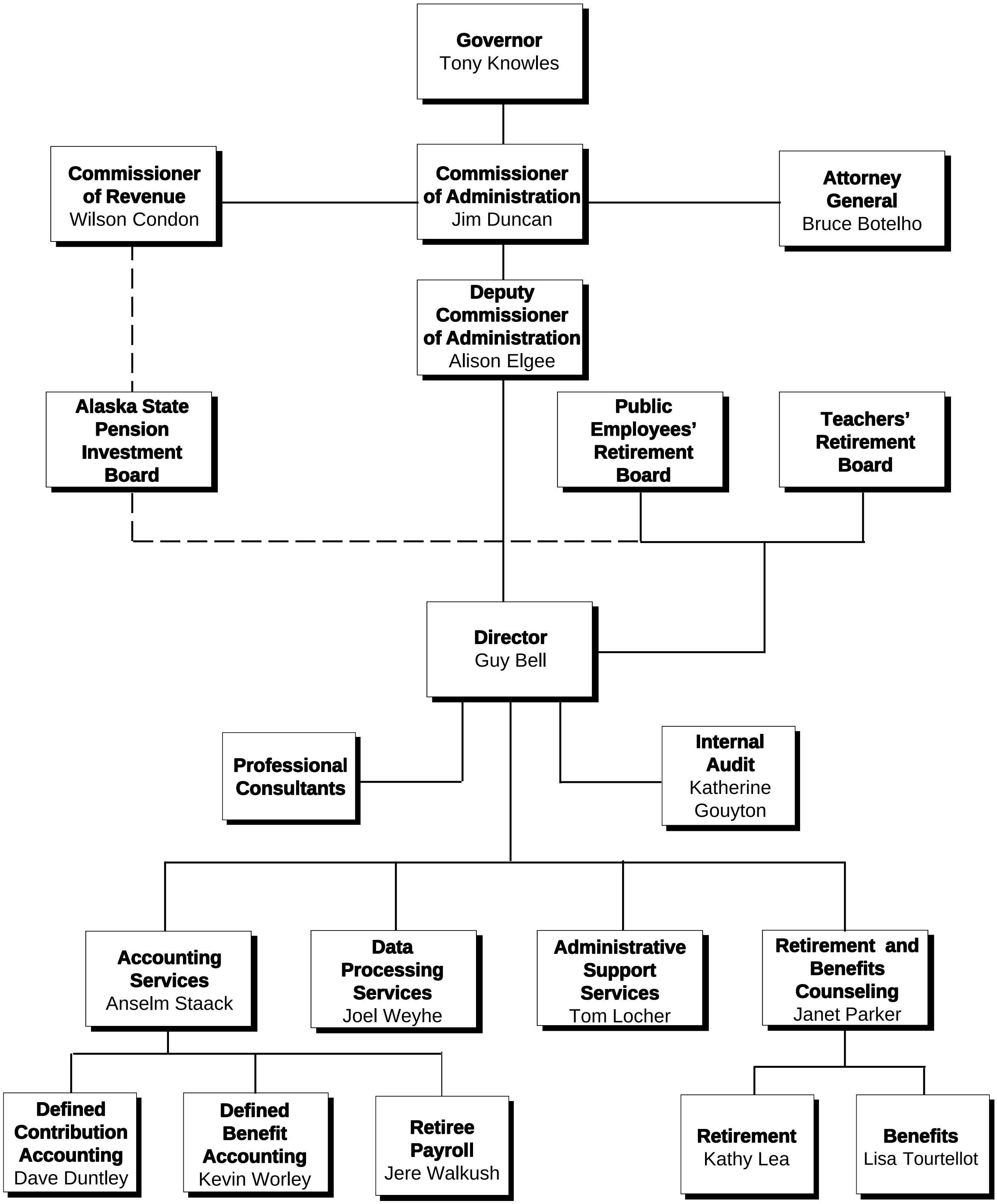
For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended
June 30, 2001

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.

President

Executive Director

ORGANIZATION CHART
as of June 30, 2002



Section Responsibilities

The **Retirement Section** is responsible for providing comprehensive retirement counseling to the participating members and employers in the plan. The section appoints members to retirement benefits and maintains benefit payment information.

The **Benefits Section** is responsible for the administration of group health, disability, and life insurance. This section provides benefits counseling and plan change information to the membership.

The **Defined Benefit Accounting Section** is responsible for maintaining the employee and employer records and accounts in each of the defined benefit plans administered by the Division, producing financial statements and reports, and assuring compliance with the Internal Revenue Service requirements for defined benefit plans.

The **Defined Contribution Accounting Section** is responsible for accounting, plan operations, and financial activities related to the defined contribution plan systems administered by the Division.

The **Data Processing Services Section** supports the information systems the Systems use. Responsibilities include planning, development, data base design, programming, and operational support of the data processing systems, including the Local Area Network.

The **Administrative Support Services Section** is responsible for budget preparation, fiscal management of appropriations, procurement of professional services, supplies, and equipment. The section manages the Systems' record center containing the members' physical records and performs other administrative functions, such as legislative tracking and personnel management.

The **Retiree Payroll Section** is responsible for issuing monthly and on demand retirement benefit payments to eligible retirees or their beneficiaries. The section maintains accurate records for reporting benefit recipient tax statements and reporting and paying withheld income taxes, garnishments, and IRS levies.

PROFESSIONAL CONSULTANTS

Consulting Actuary
Mercer Human Resource Consulting
Seattle, Washington

Independent Auditors
KPMG LLP
Anchorage, Alaska

Benefits Consultant
Deloitte & Touche, LLP
Minneapolis, Minnesota

Third Party Health Claim Administrator
Aetna Life Insurance Company
Walnut Creek, California

Legal Counsel
John Gaguine
Kathleen Strasbaugh
Assistant Attorney General
Juneau, Alaska

Legal Counsel - Retirement Boards
Wohlforth, Vassar, Johnson & Brecht
Anchorage, Alaska

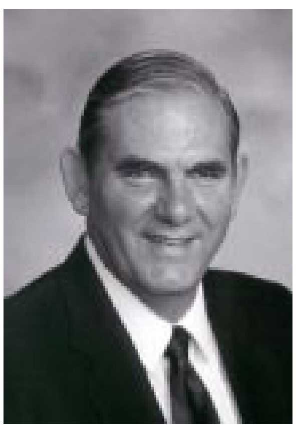
Consulting Physicians
Kim Smith, M.D.
William Cole, M.D.
Juneau, Alaska

A list of external money managers and consultants for the System can be found on pages 46-47, and the Schedule of Investment Management Fees on pages 56-57.

TEACHERS' RETIREMENT BOARD

Elizabeth Briggs Hertz, Chair
Term Expires: January 31, 2003

Elizabeth "Betty" Briggs Hertz arrived in Alaska in 1967. Ms. Hertz taught for 23 years in the Anchorage School District and retired in 1990. During her teaching career, she taught at West Anchorage High School and Steller Secondary School. Ms. Hertz has also held a variety of positions in the Anchorage Education Association. Since retirement, Ms. Hertz has taught English classes at the University of Alaska-Anchorage and management courses at the Alaska Pacific University. She and her husband own Windemere Consultants, a management consulting business specializing in interpersonal communications and career development planning.



Gerald Patterson, Vice Chair
Term Expires: June 30, 2005

Gerald "Jerry" Patterson began his Alaskan teaching career in Juneau in 1971 as a reading specialist but spent most of his time teaching fifth grade. He remained in the same school, Auke Bay Elementary, until his retirement in 1990 and currently resides in Juneau with his wife Carol, also a retired teacher. Mr. Patterson is a graduate of Western Washington State College where he received both his bachelors and masters degrees. During his teaching career, he was active with the Juneau Education Association, holding a variety of positions, and remains active with two retired teacher groups. In his spare time, Mr. Patterson enjoys traveling and taking advantage of the many outdoor opportunities available in Juneau.

Charlie Arteaga
Term Expires: January 31, 2005

Charlie Arteaga has been an Alaskan resident for 33 years. He resides in Ketchikan. He received his Bachelor's in Education at Arizona State University and his Masters in Counseling at the University of Oregon. He was an educator with the Ketchikan Gateway Borough School District until 1996.

Mr. Arteaga was appointed to the Teachers' Retirement Board by Governor Tony Knowles. He is now employed in other sectors of public service and tourism. He intends to remain an active Alaskan citizen.

Gayle W. Harbo
Term Expires: June 30, 2005

Gayle Harbo arrived in Alaska in 1957, married Sam Harbo in 1958, and lived in Cold Bay, Juneau and Nome before settling in Fairbanks in 1962. She graduated from North Carolina State University in Raleigh with a BS in Mathematics and earned a Master of Arts in Teaching at the University of Alaska-Fairbanks. She taught at Lathrop High School for most of her twenty-five years in the Fairbanks District and served as coordinator of the school's Advanced Placement Program and on the District's Curriculum Committee. She worked on committees which wrote the evaluation documents used by the district and served on several budget committees. Since retiring in 1993, she has enjoyed traveling with her husband and assisting him with several building projects for each of their four children. She loves her home and garden and the opportunity to take care of any or all of their seven grandchildren.

Robert Salo
Term Expires: January 31, 2004

Robert Salo first began teaching in Alaska in 1965. Before Mr. Salo retired in 1990 he spent 22 years teaching Physical Education and 3 years as Kenai Central High School's assistant principal. Mr. Salo's wife, Judith, and his daughter, Holly, are also teachers. He resides in Kenai.

Mr. Salo has a long involvement with teaching and has served, in a leadership capacity, on many committees and boards including NEA, American Alliance of Health, National Interscholastic Association of Athletic Directors and Kenai Peninsula School Administrators Association.

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM

Management's Discussion and Analysis

This section presents management's discussion and analysis of the Teachers' Retirement System's (Plan) financial position and performance for the year ended June 30, 2002. It is presented as a narrative overview and analysis. Please read this in conjunction with the Letter of Transmittal included in the Introductory Section, the financial statements and other information which are presented in the Financial Section of this report.

Financial Highlights

The Plan's total assets exceeded its liabilities by $3,689,036,000 at the close of Fiscal Year 2002.

The Plan's net assets held in trust for pension and postemployment healthcare benefits decreased by $397,812,000 or 9.7% from the closing balance of those assets in Fiscal Year 2001.

Net contributions totaled $112,476,000, a decrease of 0.4% over Fiscal Year 2001.

Net investment losses decreased from ($245,363,000) to ($225,234,000), a decrease of 8.2% over Fiscal Year 2001.

Benefit payments totaled $279,843,000, an increase of 7.7% over Fiscal Year 2001.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the Plan's basic financial statements. The Plan's basic financial statements are comprised of three components: (1) statement of plan net assets, (2) statement of changes in plan net assets, and (3) notes to the financial statements. This report also contains required supplementary information in addition to the basic financial statements.

Statement of Plan Net Assets – This statement presents information regarding the Plan's assets, liabilities, and net assets. Net assets represent the total amount of assets less the total liabilities. The Statement of Plan Net Assets classifies assets, liabilities and net assets as current, non-current and restricted.

Statement of Changes in Plan Net Assets – This statement presents how the Plan's net assets changed during the fiscal year as a result of contributions, investment income (loss), operating expenses, and changes in net assets.

The above statements represent resources available for investment and the payment of benefits as of the fiscal year-end and the sources and uses of those funds during the fiscal year.

Notes to the Financial Statements – The notes to the financial statements are an integral part of the financial statements and provide additional detailed information and schedules to better understand the Plan's financial statements.

Required Supplementary Information – The required supplementary information consists of three schedules and related notes concerning the funded status and actuarial assumptions and methods of the Plan.

Other Supplementary Schedules – Other supplementary schedules include detailed information on administrative and investment expenses incurred by the Plan and payments to consultants for professional services.

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM

Management's Discussion and Analysis

Condensed Financial Information

Teachers' Retirement System
(000's omitted)

NET ASSETS

Description	**2002**	**2001**	**Increase (Decrease)**
Assets:			
Cash and receivables	$ 10,955	15,403	(4,448)
Investments, at fair value	3,681,951	4,075,096	(393,145)
Other assets	71	443	(372)
Total assets	3,692,977	4,090,942	(397,965)
Liabilities:			
Accrued expenses	3,418	4,022	(604)
Other liabilities	523	72	451
Total liabilities	3,941	4,094	(153)
Total net assets	$ 3,689,036	4,086,848	(397,812)

CHANGES IN NET ASSETS

Net assets, beginning of year	$ 4,086,848	4,484,902	(398,054)
Additions:			
Contributions	112,476	112,866	(390)
Net investment loss	(225,234)	(245,363)	20,129
Other additions	4	(4)	8
Total additions	(112,754)	(132,501)	19,747
Deductions:			
Benefits	279,843	259,873	19,970
Refunds	3,120	3,742	(622)
Administrative expenses	2,095	1,938	157
Total deductions	285,058	265,553	19,505
Decrease in net assets	(397,812)	(398,054)	242
Net assets, end of year	$ 3,689,036	4,086,848	(397,812)

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM

Management's Discussion and Analysis

Financial Analysis of the Plan

The Statement of Plan Net Assets at the close of June 30, 2002 showed total assets exceeding total liabilities by $3,689,036,000. This amount represents the total plan assets held in trust for pension and postemployment healthcare benefits. The entire amount is available to cover the Plan's obligations to pay benefits to its members and their beneficiaries.

This amount also represents a decrease in net assets of $397,812,000, or 9.7% from Fiscal Year 2001. The decrease is mainly due to declines in the value of investment portfolios, which reflect the substantial financial market declines of this fiscal year. The decline was partially offset by employer and plan member contributions of $112,476,000.

The investment of pension funds is a long-term undertaking. On an annual basis, the Alaska State Pension Investment Board (ASPIB) reviews and adopts an asset allocation strategy to ensure the asset mix will remain at an optimal risk/reward level given the Plan's constraints and objectives. During Fiscal Year 2002, ASPIB adopted an asset allocation that includes 41% in Domestic Equities, 18% in International Equities, 31% in Domestic Fixed Income, 3% in International Fixed Income, and 7% in Real Estate.

For Fiscal Year 2002, the Plan's investments generated a –5.49% rate of return. The Plan's annualized rate of return was –0.49% over the last three years and +4.60% over the last five years.

Actuarial Valuations and Funding Progress

The overall objective of a pension fund is to accumulate sufficient funds to meet all expected future obligations to participants. The contribution requirements are determined as a percentage of payroll, and reflect the cost of benefits accruing in Fiscal Year 2002 and a rolling amortization of the funding target surplus or the unfunded target accrued liability. The amortization period is set by the Board. Contribution levels are recommended by the Actuary and adopted by the Board each year. Over time, the contribution rate is expected to remain constant as a percentage of payroll. The ratio of assets to liabilities decreased from 99.6% to 95.0% during the year, using June 30, 2001 net assets as a base. Over the years, progress has been made toward achieving the funding objectives of the Plan.

The Division of Retirement and Benefits implemented a new administrative computer system called the Combined Retirement System (CRS) in 2000. The new computer system provides more accurate data to be used in the annual actuarial valuation. Due to the differences in data between the old and new computer systems, there were minor one-time data adjustments, which affected the liabilities calculated for the Plan. A summary of the actuarial assumptions and methods is presented in the Notes to Required Supplementary Information. The assumptions, when applied in combination, fairly represent past and anticipated future experience of the Plan.

	Millions	
Valuation Year	**2001**	**2000**
Valuation Assets	$ 4,372.2	4,184.0
Accrued Liabilities	4,603.2	4,198.9
Funding ratio	95.0%	99.6%

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM

Management's Discussion and Analysis

Contributions and Investment Income (Loss)

The revenues required to finance retirement benefits are accumulated through a combination of employer and plan member contributions and investment income.

	Revenues			
	Millions		Inc/(Dec)	
	FY02	FY01	Amt	%
Plan Member Contributions	$ 51.1	48.7	2.4	4.9%
Employer Contributions	61.4	64.2	(2.8)	(4.4)%
Net Investment Loss	(225.2)	(245.4)	20.2	8.2%
Total	**$(112.7)**	**(132.5)**	**19.8**	**14.9%**

Over the long term, the investment portfolio has been a major component in additions to plan assets. However, in Fiscal Year 2002, the Plan suffered its second consecutive year of significant losses. This reflects the substantial reversals in the major equity markets during these time frames.

Benefits, Refunds, and Expenses

The primary expense of the Plan is the payment of pension benefits. These benefit payments, together with postemployment healthcare premiums paid, lump sum refunds made to former plan members and the cost of administering the Plan comprise the costs of operation.

	Expenses			
	Millions		Inc/(Dec)	
	FY02	FY01	Amt	%
Pension Benefits	$ 222.9	211.0	11.9	5.6%
Healthcare Benefits	57.0	48.9	8.1	16.6%
Refunds of Contributions	3.1	3.8	(0.7)	(18.4)%
Administrative Expenses	2.1	1.9	0.2	10.5%
Total	**$ 285.1**	**265.6**	**19.5**	**7.3%**

The majority of the increase in pension benefits was the result of a continuing increase in the number of retirees. Also, the Plan granted a discretionary cost-of-living (post retirement pension adjustment (PRPA)) increase at the beginning of the fiscal year. The increase in healthcare benefits is due to the increase in retirees and rising costs of providing such benefits.

Funding

Retirement benefits are financed by accumulations from employer and plan member contributions and income earned on the Plan's investments.

- Employer contributions are determined by the Plan's consulting actuaries and approved by the Plan's governing board.
- Plan member contributions are determined by statute.

Legislation

During the Fiscal Year 2002 legislative session, one law was enacted that affected the Plan:

House Bill 254 – This bill was written to bring the Public Employees' Retirement System (PERS), the Teachers' Retirement System (TRS), and the Judicial Retirement System (JRS) into compliance with federal tax law and keep the plans qualified for pretax contributions. Much of the bill is technical in nature but several benefits were added.

Public employees and teachers will be allowed to purchase service credit in their retirement plans with transfers of pretax savings from certain plans allowed by the Internal Revenue Code or through pretax payroll deductions. The Federal Economic Growth and Tax Relief Reconciliation Act of 2001 (EGTRRA) gave retirement plans the authority to accept pretax purchases of service credit with transfers from IRC 457 and 403(b) plans. Passage of HB 254 gives Alaskan public employees and teachers the ability to take advantage of them.

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM

Management's Discussion and Analysis

The Plan is awaiting approval from the Internal Revenue Service (IRS) before implementing pretax payroll deductions to pay down an indebtedness.

Several other changes were made to the retirement systems during 2002. Together, these changes have the following effect on the systems:

1. Creates an incentive for retired public employees to enter teaching by reducing the requirement for a TRS "conditional service benefit" from two years to one year. A retired PERS member will now be able to teach one year in a TRS covered position and earn a TRS pension benefit.
2. Allows PERS members who were temporary employees of the legislature before July 1, 1979, to claim that service. Prior to July 1, 1979, temporary legislative employees were not allowed in PERS. The new law allows PERS members to claim this service. The service must be claimed no later than July 1, 2003, or by the date of retirement if sooner. A member is eligible to receive up to 10 years of credited service for service as a temporary employee of the legislature of the state or territory during legislative sessions before July 1, 1979. Members claiming this legislative service must pay the full actuarial cost of the associated pension and health benefits.
3. Allows a disabled peace officer or fire fighter to elect the higher of their disability benefit or their normal retirement benefit upon reaching normal retirement age. Currently, they are automatically converted to a normal retirement benefit, which often has the effect of reducing their pension benefit.
4. Increases the death benefit for survivors of peace officers or fire fighters who die on the job from 40% of final salary to the higher of 50% of final salary or 75% of the normal retirement benefit the officer would have earned had the officer survived to normal retirement.
5. Changes the number of years for calculation of average monthly compensation for peace officers and fire fighters from five years to three years.

Economic Conditions, Future Contribution Rates, and Status of Unfunded Liability

The financial market environment during the period July 1, 2001 through June 30, 2002 was another harsh and challenging one. The Plan's results for this period reflected this environment. While equities have typically outperformed other investment types over longer periods, equity investments can yield disappointing or even negative returns for indefinite periods of time.

The impact of Fiscal Year 2002's decline on the Plan's market value will impact both the Fiscal Year 2005 employer rates as well as the Plan's funding status as of June 30, 2002. The Plan and its employer members will know the impact of this continued stock market decline in March 2003, when the Fiscal Year 2005 employer consolidated rate will be known.

Requests for Information

This financial report is designed to provide a general overview of the Plan's finances for all those with interest in the Plan's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the Alaska Teachers' Retirement System, Division of Retirement and Benefits, Accounting Section, P.O. Box 110203, Juneau, Alaska 99811-0203.

KPMG

701 West Eighth Avenue
Suite 600
Anchorage, AK 99501

Independent Auditors' Report

Division of Retirement and Benefits
State of Alaska Teachers' Retirement System:

We have audited the accompanying statements of plan net assets of the State of Alaska Teachers' Retirement System (Plan), a Component Unit of the State of Alaska, as of June 30, 2002 and 2001, and the related statements of changes in plan net assets for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free 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 plan net assets of the State of Alaska Teachers' Retirement System, a Component Unit of the State of Alaska, as of June 30, 2002 and 2001, and the changes in plan net assets for the years then ended in conformity with accounting principles generally accepted in the United States of America.

As discussed in note 2, the Plan adopted Governmental Accounting Standards Board (GASB) Statement No. 34, *Basic Financial Statements—and Management's Discussion and Analysis—for State and Local Governments*, as amended, effective July 1, 2001.

The accompanying required supplementary information of management's discussion and analysis on pages 9 to 13 and schedules of funding progress and employer contributions on pages 34 to 36 and additional information pages 37 to 40 are not a required part of the basic financial statements but are supplementary information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

KPMG

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. Schedules 1 and 2 on pages 41 and 42 are presented for the purpose of additional analysis and are not a required part of the basic financial statements. This information is the responsibility of the Plan's management, has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

The investment, actuarial and statistical data on pages 43 through 86 are presented for the purpose of additional analysis and are not a required part of the basic financial statements of the State of Alaska Teachers' Retirement System (Plan), a Component Unit of the State of Alaska. Such additional information has not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we express no opinion on it.

KPMG LLP

September 27, 2002

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM
(A Component Unit of the State of Alaska)

Statements of Plan Net Assets

June 30, 2002 and 2001
(000's omitted)

	2002			2001		
	Pension	Post-employment Healthcare	Total	Pension	Post-employment Healthcare	Total
Current assets:						
Cash and cash equivalents (notes 3 and 4):						
Short-term fixed income pool	$ 1,936	433	2,369	453	102	555
Receivables:						
Contributions	4,908	1,100	6,008	6,023	1,350	7,373
Retirement incentive program employer contributions (note 7)	2,106	472	2,578	6,107	1,368	7,475
Total receivables	7,014	1,572	8,586	12,130	2,718	14,848
Investments, at fair value (notes 3 and 4):						
Domestic equity pool	1,066,699	276,234	1,342,933	1,336,430	343,674	1,680,104
Retirement fixed income pool	927,721	207,900	1,135,621	856,062	191,842	1,047,904
International equity pool	492,231	110,308	602,539	543,586	121,816	665,402
Real estate pool	236,044	52,897	288,941	241,255	54,065	295,320
International fixed income pool	101,170	22,673	123,843	158,335	35,482	193,817
Private equity pool (note 8)	79,259	17,762	97,021	85,191	19,091	104,282
External domestic fixed income pool	43,485	9,745	53,230	40,188	9,006	49,194
Emerging markets equity pool	30,899	6,924	37,823	31,920	7,153	39,073
Total investments	2,977,508	704,443	3,681,951	3,292,967	782,129	4,075,096
Loans and mortgages, at fair value, net of allowance for loan losses of $60 in 2002 and $216 2001	48	11	59	362	81	443
Other current assets	10	2	12	-	-	-
Total assets	2,986,516	706,461	3,692,977	3,305,912	785,030	4,090,942
Current liabilities:						
Accrued expenses	2,792	626	3,418	3,286	736	4,022
Due to State of Alaska General Fund	427	96	523	59	13	72
Total liabilities	3,219	722	3,941	3,345	749	4,094
Commitments and contingencies (note 8)						
Net assets held in trust for pension and postemployment healthcare benefits	**$2,983,297**	**705,739**	**3,689,036**	**3,302,567**	**784,281**	**4,086,848**

(Schedules of funding progress are presented on pages 34 and 35)

See accompanying notes to financial statements.

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM
(A Component Unit of the State of Alaska)

Statements of Changes in Plan Net Assets

Years ended June 30, 2002 and 2001
(000's omitted)

	2002			2001		
	Pension	**Post-employment Healthcare**	**Total**	**Pension**	**Post-employment Healthcare**	**Total**
Additions:						
Contributions:						
Employers	$ 50,161	11,241	61,402	52,399	11,742	64,141
Plan members	41,724	9,350	51,074	39,805	8,920	48,725
Total contributions	91,885	20,591	112,476	92,204	20,662	112,866
Investment income (loss):						
Net depreciation in fair value of investments (note 3)	(289,117)	(64,790)	(353,907)	(327,201)	(73,325)	(400,526)
Interest	66,717	14,951	81,668	72,603	16,270	88,873
Dividends	45,476	10,191	55,667	62,514	14,010	76,524
Net recognized mortgage loan recovery	69	16	85	6	1	7
Total investment loss	(176,855)	(39,632)	(216,487)	(192,078)	(43,044)	(235,122)
Less investment expense	7,146	1,601	8,747	8,366	1,875	10,241
Net investment loss	(184,001)	(41,233)	(225,234)	(200,444)	(44,919)	(245,363)
Other	4	-	4	(3)	(1)	(4)
Total additions	(92,112)	(20,642)	(112,754)	(108,243)	(24,258)	(132,501)
Deductions:						
Benefits	222,897	56,946	279,843	210,945	48,928	259,873
Refunds of contributions	2,549	571	3,120	3,058	684	3,742
Administrative expenses	1,712	383	2,095	1,583	355	1,938
Total deductions	227,158	57,900	285,058	215,586	49,967	265,553
Net decrease	(319,270)	(78,542)	(397,812)	(323,829)	(74,225)	(398,054)
Net assets held in trust for pension and postemployment healthcare benefits:						
Balance, beginning of year	3,302,567	784,281	4,086,848	3,626,396	858,506	4,484,902
Balance, end of year	**$2,983,297**	**705,739**	**3,689,036**	**3,302,567**	**784,281**	**4,086,848**

See accompanying notes to financial statements.

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(A Component Unit of the State of Alaska)

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(1) DESCRIPTION

The following brief description of the State of Alaska Teachers' Retirement System (Plan), a Component Unit of the State of Alaska, is provided for general information purposes only. Participants should refer to the Plan agreement for more complete information.

(a) General

The Plan is a defined benefit, cost-sharing, multiple employer public employee retirement system established and administered by the State of Alaska (State) to provide pension and postemployment healthcare benefits for teachers and other eligible participants. Benefit and contribution provisions are established by State law and may be amended only by the State Legislature. The Plan is considered a component unit of the State financial reporting entity and is included in the State's financial reports as a pension trust fund.

At June 30, 2002 and 2001, the number of participating local government employers was:

	2002	2001
School districts	52	53
Other	5	7
Total employers	57	60

Inclusion in the Plan is a condition of employment for permanent school district, University of Alaska and State Department of Education employees who meet the eligibility requirements for participation in the Plan. At June 30, 2001 and 1999, the dates of the two most recent actuarial valuations, Plan membership consisted of:

	2001	1999
Retirees and beneficiaries currently receiving benefits	7,333	6,486
Terminated Plan members entitled to future benefits	767	1,150
	8,100	7,636
Current Plan members:		
Vested	5,499	5,256
Nonvested	4,316	4,140
	9,815	9,396
	17,915	**17,032**

(b) Pension Benefits

Vested employees hired prior to July 1, 1990, are entitled to pension benefits beginning at normal retirement age, fifty-five, or early retirement age, fifty. For employees hired after June 30, 1990, the normal and early retirement ages are sixty and fifty-five, respectively. Employees may also retire at any age and receive a normal benefit when they accumulate the required credited service.

The normal annual pension benefit is based on years of service and the average base salary. The average base salary is based upon the employee's three highest years salaries.

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The benefit related to all years of credited service prior to July 1, 1990 and for years of service through a total of twenty years is equal to 2% of the employee's average base salary. The benefit for each year over twenty years of service subsequent to June 30, 1990, is equal to 2-1/2% of the employee's base salary.

Minimum benefits for employees eligible for retirement are $25 per month for each year of credited service.

Married members must receive their benefits in the form of a joint and survivor annuity unless their spouses consent to another form of benefit or benefits are payable under the 1% supplemental contributions provision.

The Plan has two types of post-retirement pension adjustments (PRPA). The automatic PRPA is issued annually to all eligible benefit recipients when the cost of living increases in the previous calendar year. The automatic PRPA increase is paid beginning July 1 of each year. The discretionary PRPA may be granted to eligible recipients by the Plan Administrator, if the cost of living in the previous calendar year rises and the financial condition of the Plan permits. If both an automatic and discretionary PRPA are granted, and a retiree is eligible for both adjustments, the one that provides the retiree the greater increase will be paid.

(c) Postemployment Healthcare Benefits

When pension benefits begin, major medical benefits are provided without cost to (1) all employees first hired before July 1, 1990, (2) employees hired after July 1, 1990 with 25 years of membership service, and (3) employees who are disabled or age sixty or older, regardless of their initial hire dates. Employees first hired after June 30, 1990, may receive major medical benefits prior to age sixty by paying premiums.

Prior to July 1, 1997, postemployment healthcare benefits were provided by the payment of premiums to an insurance company. Beginning July 1, 1997, the Retiree Health Fund (RHF), a pension trust fund of the State, was established. The RHF is self-funded and provides major medical coverage to retirees of the Plan. Retirees of three other State retirement plans also participate in the RHF. The Plan, along with the other participating plans, retains the risk of loss of allowable claims. Each year, RHF issues a publicly available financial report which may be obtained by writing to the State of Alaska, Department of Administration, Division of Retirement and Benefits, P.O. Box 110203, Juneau, Alaska, 99811-0203 or by calling (907) 465-4460.

(d) Death Benefits

When benefits are payable under the 1% supplemental contribution provision, the Plan member's spouse is eligible for a spouse's pension if there is/are no dependent child(ren). If there is/are dependent child(ren), a survivor's allowance may be payable to the Plan member's spouse, or guardian of the dependent child(ren). The amount of the pension or allowance is determined by the Plan member's base salary. Plan members first hired after June 30, 1982, are not eligible to participate in this provision.

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If an active Plan member dies from occupational causes, the spouse may receive a monthly pension from the Plan. When death is due to occupational causes and there is no surviving spouse, the Plan member's dependent child(ren) may receive a monthly pension until they are no longer dependents. The amount of the occupational death pension changes on the date the Plan member's normal retirement would have occurred if the Plan member had lived. The new benefit is based on the Plan member's average base salary at the time of death and the credited service that would have accrued had the Plan member lived and continued to work until normal retirement. If benefits are payable under the 1% supplemental contribution provision, benefits are not payable under this provision. If the death was from nonoccupational causes, and the Plan member was vested, the spouse may receive a monthly survivor benefit based on a 50% joint and survivor option. If the Plan member is not married or vested, a lump sum death benefit is payable to the named beneficiary(ies).

(e) Disability Benefits

If a Plan member has been in membership service for five or more years for which contributions have been made, is not eligible for normal retirement benefits and becomes permanently disabled, the Plan member is entitled to a monthly benefit. The annual disability benefit is equal to 50% of the base salary at the time of the disability plus an additional 10% of his/her base salary for each dependent child up to a maximum of four children. At normal retirement age, a disabled Plan member receives normal retirement benefits.

(f) Contributions

<u>Plan Member Contributions</u>

Plan members contribute 8.65% of their base salary as required by statute. The Plan member contributions are deducted before federal tax is withheld. Eligible Plan members contribute an additional 1% of their salary under the supplemental contribution provision. Contributions are collected by employers and remitted to the Plan and may be voluntarily or, under certain circumstances, involuntarily refunded to the Plan member or a garnishing agency sixty days after termination of employment. Plan member contributions earn interest at the rate of 4.5% per annum, compounded annually.

<u>Employer Contributions</u>

The Plan's funding policy provides for periodic employer contributions at actuarially determined rates that, expressed as percentages of annual covered payroll, are sufficient to accumulate assets to pay both pension and postemployment healthcare benefits when due. Employer contribution rates are level percentages of payroll and are determined using the projected unit credit actuarial funding method. The Plan uses the level dollar method to amortize the unfunded liability or funding surplus over a rolling twenty-five year period.

(g) Administrative Costs

Administrative costs are financed through investment earnings.

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(h) Due To/From State of Alaska General Fund

Amounts due to/from the State of Alaska General Fund represent the net difference between amounts paid by the Plan on behalf of others and amounts paid by others on behalf of the Plan.

(2) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Accounting

The Plan's financial statements are prepared using the economic resources measurement focus and the accrual basis of accounting. Contributions are recognized in the period in which they are due. Benefits and refunds are recognized when due and payable.

(b) Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

(c) GASB Statements No. 25 and No. 26

Governmental Accounting Standards Board (GASB) Statements No. 25 and No. 26 require that Plan net assets be split between pension and postemployment healthcare. To meet these requirements, Plan assets, liabilities, revenues and expenses not specifically identifiable to either plan are allocated to the pension and postemployment healthcare plans based on their proportionate share of actuarial accrued liabilities.

(d) Investments

Security transactions and any resulting gains or losses are accounted for on a trade date (ownership) basis at the current fair value. Dividend income on domestic and international equity securities is accrued on the ex-dividend date. Interest in the international fixed income pool is accrued daily.

Investments are recorded at fair value. Fair value is "the amount that a plan can reasonably expect to receive for an investment in a current sale between a willing buyer and a willing seller – that is, other than in a forced or liquidation sale."

Income in the short-term fixed income pool is calculated daily and credited monthly to each participant. Total income, which includes interest and realized and unrealized gains and losses on securities, is calculated daily and distributed monthly to each participant on a pro rata basis.

Income in the retirement fixed income pool and the external domestic fixed income pool is calculated daily and is reinvested. Total income, which includes interest and realized and unrealized gains and losses on securities, is allocated daily to each participant on a pro rata basis but is not distributed.

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As the emerging markets equity pool recognizes income, the per share value changes, resulting in the recognition of unrealized gains/losses at the pool and participant level. When participants' shares in the pool are sold, previously unrealized income is realized at the participant level.

Net appreciation (depreciation) is determined by calculating the change in the fair value of investments between the end of the year and the beginning of the year, less purchases of investments at cost, plus sales of investments at fair value.

Investment expense consists of those administrative expenses directly related to the Plan's investment operations.

Real estate investments include commingled real estate equities, separate account limited partnerships, mortgage loans and other real estate acquired by foreclosure and judgments. Commingled real estate equities and separate account limited partnerships are valued quarterly by public market quotations, where a quoted market exists, or by independent appraisers, and are periodically adjusted by trustees of the investments when market conditions change. The cost of commingled real estate equities and separate account limited partnerships securities is determined on the average cost basis. Mortgage loans are valued at their principal balance (cost) less an allowance for loan loss, the net result of which approximates fair value. The allowance for loan loss is considered by management to be sufficient to cover any losses to the mortgage loan portfolio. Real estate acquired by foreclosure and judgments is carried at estimated net realizable value.

Venture capital investments in the private equity pool are comprised of limited partnerships in privately held companies of which equity ownership is not traded on a national or international exchange. Investments in the private equity pool are valued quarterly by the general partners and investment sponsors. The private equity oversight manager is held to a standard of reasonable care in verifying that the general partners' valuations reasonably reflect the underlying value of the investments. The cost of investments in the private equity pool is determined on the average cost basis.

The Plan holds shares, rather than specific securities, in the emerging markets equity pool, a closed-end mutual fund-like commingled equity investment pool. Underlying securities within the pool are priced on the last business day of each week and each month. Equity securities are valued using the last reported sale price on the exchange on which the securities are traded as of the close of business on the day the securities are being valued, or, in the absence of any sales price, at the last reported bid price. Fixed income securities are valued at prices obtained from a bond pricing service when such prices are available; otherwise, such securities are valued at the mid-point between the bid and asked price or at prices for securities of comparable maturity, quality and type. Short-term securities with 60 days or less to maturity are amortized to maturity based on cost. Securities expressed in terms of foreign currencies are translated into U.S. dollars at the prevailing

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market rates. Forward currency contracts are valued at the mid-point of representative quoted bid and asked prices. Securities and assets for which representative market quotations are not readily available are valued at fair value as determined in good faith under policies approved by the commingled equity fund's board of directors.

The fair value of all other debt and equity securities is determined by the custodial agent each business day. The custodian determines fair value using pricing services or prices quoted by one or more independent brokers. Equity securities traded on a national or international exchange are valued at the last reported sales price at current exchange rates, if applicable, defaulting to current bid price if a particular security was not traded that day. Fair value of debt securities has been established as the midpoint between the bid and asked prices. The cost of debt and equity investments is determined on the average cost basis.

(e) Contributions Receivable

Contributions from Plan members and employers for service through June 30 are accrued. These contributions are considered fully collectible and, accordingly, no allowance for uncollectible receivables is reflected in the financial statements.

(f) Federal Income Tax Status

The Plan is a qualified plan under Section 401(a) of the Internal Revenue Code and is exempt from federal income taxes under Section 501(a).

(g) GASB Statement No. 34

The Plan adopted Governmental Accounting Standards Board Statement No. 34, *Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments* (GASB No. 34) on July 1, 2001, concurrent with the State of Alaska's adoption of GASB No. 34. This statement, known as the "reporting model" statement, affects the way the Plan presents financial information. GASB No. 34 requires the basic financial statements of fiduciary funds to include statements of fiduciary net assets and statements of changes in fiduciary net assets. Modifications made to the Plan's financial reporting model as a result of the adoption of GASB No. 34 include presentation of management's discussion and analysis (as required supplementary information) and presentation of assets and liabilities in a classified format. The adoption of GASB No. 34 had no cumulative effect on net assets. The 2001 financial statements have been adjusted to conform to the requirements of GASB No. 34.

(3) INVESTMENTS

GASB Statement No. 3 requires a disclosure regarding custodial credit risk to indicate the chance of loss in the event a financial institution or third party holding the Plan's deposits or securities fails. Deposits and those investments represented by specific, identifiable securities are classified into three categories of credit risk: Category 1 – Insured or registered, or securities held by the State or its custodian in the State's name; Category 2 – Uninsured or unregistered, with securities held by the

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counterparty's trust department (if a bank) or agent in the State's name; and Category 3 – Uninsured and unregistered, with securities held by the counterparty, or by its trust department (if a bank) or agent, but not in the State's name. Category 1 is the highest level of safekeeping security as defined by GASB.

At June 30, 2002 and 2001, the Plan's cash and cash equivalents and investments other than mortgage-related assets are represented by participation in investment pools rather than specific, identifiable securities. Although pooled investments represent the Plan's share of ownership in the pool rather than ownership of specific securities, all of the underlying securities in the pools in which the Plan participates are considered to be Category 1 as defined by GASB Statement No. 3, except: (A) investments in the mutual fund-like emerging markets equity pool which are considered to be Category 2, and (B) shares in the private equity pool and the real estate pool which, like the Plan's mortgage-related assets, are not transferable financial instruments and therefore cannot be categorized with regard to custodial credit risk.

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The cost and fair value of the Plan's investments at June 30, 2002 and 2001 are as follows:

	Cost	Fair Value
2002:		
Domestic equity pool	$ 1,331,620	1,342,933
Retirement fixed income pool	1,117,114	1,135,621
International equity pool	693,048	602,539
Real estate pool	268,655	288,941
International fixed income pool	120,291	123,843
Private equity pool	116,264	97,021
Emerging markets equity pool	49,086	37,823
External domestic fixed income pool	52,041	53,230
	$ 3,748,119	**3,681,951**
2001:		
Domestic equity pool	$ 1,441,085	1,680,104
Retirement fixed income pool	1,045,994	1,047,904
International equity pool	743,015	665,402
Real estate pool	270,175	295,320
International fixed income pool	211,774	193,817
Private equity pool	99,945	104,282
Emerging markets equity pool	48,775	39,073
External domestic fixed income pool	48,691	49,194
	$ 3,909,454	**4,075,096**

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During 2002 and 2001, the Plan's investments (including investments bought, sold, as well as held during the year) appreciated (depreciated) in value as follows:

	2002	2001
Investments measured by quoted fair value in an active market:		
Domestic equity pool	$(293,734)	(253,377)
Retirement fixed income pool	18,454	45,172
International equity pool	(70,824)	(163,167)
Real estate pool	(4,843)	5,847
International fixed income pool	17,111	(22,888)
Private equity pool	(20,253)	(530)
Emerging markets equity pool	(1,561)	(13,715)
External domestic fixed income pool	1,743	2,132
	$(353,907)	**(400,526)**

Based on the Plan's percentage of ownership in each investment pool as of June 30, 2002 and 2001, the Plan held no individual investments which exceeded 5% of net assets held in trust for pension and postemployment healthcare benefits.

The Alaska State Pension Investment Board (ASPIB) has statutory oversight of the Plan's investments and the authority to invest the Plan's monies. As the fiduciary, ASPIB has the statutory authority to invest the assets under the Prudent Investor Rule. Alaska Statute provides that investments shall be made with the judgment and care under circumstances then prevailing that an institutional investor of ordinary professional prudence, discretion and intelligence exercises in managing large investment portfolios. Actual investing is performed by the investment officers of the Division of Treasury of the Department of Revenue or by contracted external investment managers.

(4) POOLED INVESTMENTS

(a) Short-Term Fixed Income Pool

The Plan, along with other State funds, participates in an internally managed short-term fixed income pool, which was established March 15, 1993, with a start up and maintained share price of $1. Each participant owns shares in the pool, the number of which fluctuates daily with contributions, withdrawals and income. The assets of the short-term fixed income pool are comprised of money market instruments, U.S. Treasuries, mortgage and asset-backed securities, corporate debt and other U.S. dollar denominated bonds. Individual fixed rate securities in this pool are limited to 14 months in maturity. Floating rate securities are limited to three years in maturity. At June 30, 2002 and 2001, the Plan has a 0.17% and 0.05% direct ownership in the short-term fixed income pool totaling $2,369 and $555, respectively. These amounts include interest receivable of $6 and $24, respectively.

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(b) Domestic Equity Pool

The Plan, along with three other State retirement systems, participates in an externally managed domestic equity pool. The pool was established July 1, 1991, with a start up share price of $1,000. Each manager may independently determine the allocation between equities and other permissible securities. Ownership in the pool is based on the number of shares held by each participant. The net asset value per share is determined by dividing the total fair value of the net assets of the pool by the number of shares of the pool outstanding on the valuation date. Contributions to and withdrawals from the pool are based on the net asset value per share on the day of the transaction. At June 30, 2002 and 2001, the Plan's investment in the domestic equity pool totaled 32.98% and 33.32%, respectively, and consisted of the following:

	2002	2001
Domestic equity securities	$1,324,517	1,634,758
Convertible bonds	3,842	2,151
Available cash held in the short-term fixed income pool, other short-term debt instruments and currency	16,885	21,128
Net receivables (payables)	(2,311)	22,067
	$1,342,933	**1,680,104**

(c) Retirement Fixed Income Pool

The Plan, along with three other State retirement systems, participates in an externally managed retirement fixed income pool. The pool was established March 1, 1996, with a start up share price of $1,000. Each manager may independently determine the allocation between permissible securities. Ownership in the pool is based on the number of shares held by each participant. The net asset value per share is determined by dividing the total fair value of the net assets of the pool by the number of shares of the pool outstanding on the valuation date. Contributions to and withdrawals from the pool are based on the net asset value per share on the day of the transaction. At June 30, 2002 and 2001, the Plan's investment in the retirement fixed income pool totaled 32.93% and 33.19%, respectively, and consisted of the following:

	2002	2001
Mortgage related	$ 402,370	392,601
Corporate	291,951	332,307
U.S. Treasury	202,886	194,959
Yankees	15,352	35,357
Asset backed	72,009	34,574
U.S. government agency	70,055	33,990
Available cash held in the short-term fixed income pool	90,773	40,350
Net payables	(9,775)	(16,234)
	$1,135,621	**1,047,904**

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(d) International Equity Pool

The Plan, along with three other State retirement systems, participates in an externally managed international equity pool. The pool was established January 1, 1992, with a start up share price of $1,000. Each manager may independently determine the allocation between equities and other permissible securities. Ownership in the pool is based on the number of shares held by each participant. The net asset value per share is determined by dividing the total fair value of the net assets of the pool by the number of shares of the pool outstanding on the valuation date. Contributions to and withdrawals from the pool are based on the net asset value per share on the day of the transaction. At June 30, 2002 and 2001, the Plan's investment in the international equity pool totaled 32.81% and 33.19% respectively, and consisted of the following:

	2002	2001
International equity securities	$591,088	652,888
Available cash held in short-term debt instruments and foreign currency	8,873	11,473
Net receivables	2,578	1,041
	$ 602,539	665,402

(e) Real Estate Pool

The Plan, along with one other State retirement system, participates in an externally managed real estate pool. The pool was established June 27, 1997, with a start up share price of $1. Ownership in the pool is based on the number of shares held by each participant. The net asset value per share is determined by dividing the total fair value of the net assets of the pool by the number of shares of the pool outstanding on the valuation date. Contributions to and withdrawals from the pool are based on the net asset value per share on the day of the transaction. At June 30, 2002 and 2001, the Plan has a 33.24% and 33.41% direct ownership in the real estate pool totaling $288,941 and $295,320 respectively.

(f) International Fixed Income Pool

The Plan, along with one other State retirement system, participates in an externally managed international fixed income pool. The pool was established March 3, 1997, with a start up share price of $1,000. Each manager may independently determine the allocation between permissible securities. Ownership in the pool is based on the number of shares held by each participant. The net asset value per share is determined by dividing the total fair value of the net assets of the pool by the number of shares of the pool outstanding on the valuation date. Contributions to and withdrawals from the pool are based on the net asset value per share on the day of the transaction. At June 30, 2002 and 2001, the Plan's investment in the international

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fixed income pool totaled 33.15% and 33.50% respectively, and consisted of the following:

	2002	2001
International fixed income securities	$ 119,655	99,143
Available cash held in short-term debt instruments and foreign currency	1,921	2,017
Net receivables	2,267	92,657
	$ 123,843	193,817

(g) Private Equity Pool

The Plan, along with one other State retirement system, participates in an externally managed private equity pool. The pool was established April 24, 1998, with a start up share price of $1,000. Ownership in the pool is based on the number of shares held by each participant. Underlying assets in the pool are composed of venture capital, buyouts and special situation investments through limited partnership agreements. Contributions to and withdrawals from the pool are based on the net asset value per share on the day of the transaction. At June 30, 2002 and 2001, the Plan has a 33.13% and 33.56% direct ownership in the private equity pool totaling $97,021 and $104,282, respectively.

(h) Emerging Markets Equity Pool

The Plan, along with one other State retirement system, participates in an externally managed emerging markets equity pool. The pool was established May 2, 1994, with a start up share price of $1,000. The pool participates in two externally managed commingled investment funds through ownership of equity shares. The commingled funds, comprised of various institutional investors, invest in the securities markets of developing countries. Each manager may independently determine the allocation between permissible securities. Ownership in the pool is based on the number of shares held by each participant. The net asset value per share is determined by dividing the total fair value of the net assets of the pool by the number of shares of the pool outstanding on the valuation date. Contributions to and withdrawals from the pool are based on the net asset value per share on the day of the transaction. At June 30, 2002 and 2001, the Plan has a 35.00% ownership in the emerging markets equity pool totaling $37,823 and $39,073, respectively.

(i) External Domestic Fixed Income Pool

The Plan, along with three other State retirement systems, participates in an externally managed domestic fixed income pool. The pool was established June 25, 1999 with a start up share price of $1,000. Each manager may independently determine the allocation between permissible securities. Ownership in the pool is based on the number of shares held by each participant. The net asset value per share is determined by dividing the total fair value of the net assets of the pool by the number of shares of the pool outstanding on the valuation date. Contributions to and withdrawals from the pool are based on the net asset value per share on the day of the transaction. At June 30, 2002 and 2001, the Plan's investment in the external

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domestic fixed income pool totaled 32.83% and 33.20%, respectively, and consisted of the following:

	2002	2001
Mortgage backed	$ 21,236	24,948
Corporate	10,963	9,428
U.S. Treasury	9,161	8,755
U.S. government agency	1,482	1,985
Asset backed	3,472	1,828
Yankees	331	838
Municipal	328	281
Available cash held in short-term debt instruments	5,097	2,047
Net receivables (payables)	1,160	(916)
	$ 53,230	**49,194**

(5) FOREIGN EXCHANGE CONTRACTS AND OFF-BALANCE SHEET RISK

The Plan, through its investment in the international equity pool, entered into foreign currency forward contracts to buy and sell specified amounts of foreign currencies at specified rates on specified future dates for the purpose of hedging existing security positions in these currencies. The maturity periods for these contracts range from one to two months. The Plan had net unrealized gains with respect to such contracts, calculated using forward rates at June 30, as follows:

	2002	2001
Net contract sales	$ 4,049	2,639
Less: fair value	4,337	2,569
Net unrealized gains (losses) on contracts	**$ (288)**	**70**

The counterparties to the foreign currency forward contracts consist of a diversified group of financial institutions. The Plan is exposed to credit risk to the extent of non-performance by these counterparties; however, the Plan considers the risk of default to be remote. The Plan's market risk is limited to the difference between contractual rates and forward rates at the balance sheet date.

(6) SECURITIES LENDING

Alaska Statute 37.10.071 authorizes the Board to lend assets, under an agreement and for a fee, against deposited collateral of equivalent market value. In January 2001 the Board entered into an agreement with State Street Corporation (the Bank) to lend short-term fixed income, marketable debt, domestic equity and international equity securities. The Bank, acting as the Board's agent under the agreement, transfers securities to broker agents or other entities for collateral in the form of cash or securities and simultaneously agrees to return the collateral for the same securities in the future.

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM
(A Component Unit of the State of Alaska)

Notes to Financial Statements

June 30, 2002 and 2001
(000's omitted)

At June 30, 2002 and 2001, the fair value of securities on loan allocable to the Plan totaled $366,685 and $340,403, respectively. There is no limit to the amount that can be loaned and the Board is able to sell securities on loan. International equity security loans are fully collateralized at not less than 105 percent of their fair value. All other security loans are fully collateralized at not less than 102 percent of their fair value. The Bank invests the cash collateral in a commingled investment pool; maturities of these investments generally did not match the maturities of the loaned securities because the lending agreements are terminable at will. The Bank may pledge or sell collateral upon borrower default. There is limited credit risk associated with the lending transactions since the Board is indemnified by the Bank against any loss resulting from counterparty failure or default on a loaned security subject to limitation relating to war, civil unrest or revolution, or beyond the reasonable control of the Bank. The Bank and the borrower receive a fee from earnings on invested collateral.

For the year ended June 30, 2002 and 2001, there were no losses incurred as a result of securities lending transactions and there were no significant violations of legal or contractual provisions nor failures by any borrowers to return loaned securities.

(7) RETIREMENT INCENTIVE PROGRAM

House Bill 354 (Chapter 65, SLA 96) was passed on June 18, 1996, and provided for a retirement incentive program (RIP or Program) for members of school district employers and employees of Mt. Edgecumbe and the Alaska Vocational Technical Center. The RIP encouraged eligible employees to retire up to three years earlier than they had planned as a cost savings for school districts. The incentive program could be implemented if the program produced an overall cost savings to the employer. The application and retirement deadlines were determined by the employer when they established a program. The original application period for school district employees under House Bill 354 was June 30, 1996 through December 31, 1996. During fiscal year 1997, Senate Bill 130 (Chapter 92, SLA 97) was passed which amended the original program. Senate Bill 130 allowed for additional application periods of 30-60 days, ending no later than June 30, 1999.

Employers who participated in the RIP were required to reimburse the Plan for the actuarial equivalent of the difference between the benefits each employee received after the addition of the retirement incentive under the program and the amount the employee would have received without the incentive, less any amount the employee was indebted as a result of retiring under the program. Reimbursements from employers were due in minimum equal annual installments so that the entire balance was paid within three years after the end of the fiscal year in which each employee retired.

Employers were also required to reimburse the Plan for the estimated costs of administering the program. The Plan established a receivable for employer reimbursements and administrative costs as employees retired. There were no additions to plan net assets during fiscal year 2002 or 2001.

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(A Component Unit of the State of Alaska)

Notes to Financial Statements

June 30, 2002 and 2001
(000's omitted)

When employees terminated employment to participate in the program, they were indebted to the Plan for 25.95% of their annual compensation for the calendar year in which they terminated. Any outstanding indebtedness at the time an employee was appointed to retirement resulted in an actuarial adjustment of his/her benefit amount. There were no additions to plan net assets during fiscal year 2002 or 2001.

(8) COMMITMENTS AND CONTINGENCIES

(a) Commitments

The Plan, through its investment in the private equity pool, entered into agreements through an external investment manager to provide capital funding for limited and general partnerships as it continues to build a private equity portfolio. At June 30, 2002, the Plan's share of these unfunded commitments totaled $133,079 to be paid through the year 2006.

The Plan, through its investment in the real estate pool, entered into an agreement through an external investment manager to provide capital funding for construction of real estate. At June 30, 2002, this unfunded commitment totaled $4,842 to be paid in 2003.

(b) Contingencies

The State is a defendant in a lawsuit filed by the Alaska Civil Liberties Union and seven same-sex couples with regards to the statutes limiting employee health insurance coverage to employees and their spouses and dependents, thus excluding coverage for domestic partners of employees. An adverse ruling against the State would increase the number of persons that would be covered by insurance paid by the Plan.

Although the ultimate outcome of the litigation discussed above is uncertain at this point in time, the Plan believes that an unfavorable outcome, if rendered, would not have a material adverse effect on its financial position or funding status.

The Plan is a defendant in four similar lawsuits, three of which are class action suits. The lawsuits pertain to whether recent changes to the retiree health insurance program under the Plan resulted in violations of members' constitutional rights to retirement benefits. In 2001, the Superior Court of the State of Alaska issued an order granting the plaintiffs' motion for partial summary judgment. The likelihood of an unfavorable outcome is possible, however, the costs would be passed through to employers through the normal contribution process.

(9) SUBSEQUENT EVENT

The Plan contracted for an actuarial audit of the Plan's consulting actuary, Mercer Human Resource Consulting. Based upon a review of the 2000 experience studies and the 2001 valuation reports, including the underlying data and calculations, the auditor (Milliman USA) found the actuarial work to be generally reasonable. The valuations were performed in accordance with generally accepted actuarial standards and principles. However, the auditor found a number of areas where changes are needed, and made additional observations and recommendations for improving the actuarial process.

STATE OF ALASKA
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June 30, 2002 and 2001
(000's omitted)

The major issues noted by the auditor are categorized under two levels of significance to the overall funding status of the Plan. Level A findings include areas where changes are needed to correct the implementation of a method, calculation, or use of data, and which will result in a financial impact on the actuarial findings. Level B findings are in areas where the auditor recommends changes based on their professional opinion or preferences; these will also ultimately have some financial impact, if adopted, on the resulting actuarial valuation.

The financial impact of level A findings would have increased the June 30, 2001 target liability by $52.2 million, or 1.13%. All level A changes will be incorporated into the June 30, 2002 actuarial valuation report. Those level B changes that do not require prior Board approval will also be implemented for the June 30, 2002 actuarial valuation report; the precise financial effect of these changes has not been determined at this time. Additionally, documentation describing the implications of the remaining level B items that require Board approval will be prepared for presentation to the Board. The Board will then determine which level B items should be adopted and will incorporate those changes in future actuarial valuation reports.

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM
(A Component Unit of the State of Alaska)

Required Supplementary Information
(Unaudited)

June 30, 2002 and 2001

Schedule of Funding Progress
Pension Benefits
(000's omitted)

Actuarial valuation year ended June 30	Actuarial value of plan assets	Actuarial accrued liabilities (AAL)	Funding Excess (FE)/ (Unfunded actuarial accrued liabilities) (UAAL)	Funded ratio	Covered payroll	FE/(UAAL) as a percentage of covered payroll
1996	$2,335,295	2,402,020	(66,725)	97.2%	$465,182	(14.3%)
1997	2,563,693	2,728,050	(164,357)	94.0%	466,455	(35.2%)
1998	2,825,528	2,893,325	(67,797)	97.7%	469,433	(14.4%)
1999	3,120,951	3,043,509	77,442	102.5%	466,414	16.6%
2000	3,338,700	3,350,552	(11,852)	99.6%	482,571	(2.5%)
2001	3,468,310	3,651,488	(183,178)	95.0%	496,188	(36.9%)

See accompanying notes to required supplementary information and independent auditors' report.

STATE OF ALASKA
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Required Supplementary Information
(Unaudited)

June 30, 2002 and 2001

Schedule of Funding Progress
Postemployment Healthcare Benefits
(000's omitted)

Actuarial valuation year ended June 30	Actuarial value of plan assets	Actuarial accrued liabilities (AAL)	Funding Excess (FE)/ (Unfunded actuarial accrued liabilities) (UAAL)	Funded ratio	Covered payroll	FE/(UAAL) as a percentage of covered payroll
1996	$ 523,461	538,417	(14,956)	97.2%	$465,182	(3.2%)
1997	556,351	592,019	(35,668)	94.0%	466,455	(7.6%)
1998	620,542	635,432	(14,890)	97.7%	469,433	(3.2%)
1999	694,682	677,445	17,237	102.5%	466,414	3.7%
2000	845,315	848,316	(3,001)	99.6%	482,571	(0.6%)
2001	903,919	951,659	(47,740)	95.0%	496,188	(9.6%)

See accompanying notes to required supplementary information and independent auditors' report.

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Required Supplementary Information
(Unaudited)

June 30, 2002 and 2001

Schedule of Employer Contributions
Pension and Postemployment Healthcare Benefits
(000's omitted)

Year ended June 30	Pension annual required contribution	Postemployment healthcare annual required contribution	Total annual required contribution	Pension percentage contributed (note 3)	Postemployment healthcare percentage contributed (note 3)	Total percentage contributed (note 3)
1997	$ 62,831	14,170	77,001	80%	80%	80%
1998	62,787	13,717	76,504	80%	80%	80%
1999	44,142	9,759	53,901	114%	114%	114%
2000	55,448	12,426	67,874	92%	92%	92%
2001	46,067	10,324	56,391	114%	114%	114%
2002	32,331	7,245	39,576	155%	155%	155%

See accompanying notes to required supplementary information and independent auditors' report.

STATE OF ALASKA
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Notes to Required Supplementary Information (Unaudited)

June 30, 2002 and 2001 (000's omitted)

(1) DESCRIPTION OF SCHEDULE OF FUNDING PROGRESS

Each time a new benefit is added which applies to service already rendered, an "unfunded actuarial accrued liability" is created. Laws governing the Plan require that these additional liabilities be financed systematically over a period of future years. Also, if actual financial experiences are less favorable than assumed financial experiences, the difference is added to the unfunded actuarial accrued liability.

In an inflationary economy, the value of the dollar is decreasing. This environment results in employee pay increasing in dollar amounts resulting in unfunded actuarial accrued liabilities increasing in dollar amounts, all at a time when the actual value of these items, in real terms, may be decreasing.

(2) ACTUARIAL ASSUMPTIONS AND METHODS

The actuarial valuation is prepared by Mercer Human Resource Consulting. The significant actuarial assumptions used in the valuation as of June 30, 2001 are as follows:

(a) Actuarial cost method – projected unit credit, unfunded actuarial accrued liability or funding excess amortized over a rolling twenty-five year period, which is an open amortization period.

(b) Mortality basis – 1994 Group Annuity Mortality Basic Table for males and females, 1994 base year. All deaths are assumed to result from nonoccupational causes.

(c) Retirement age – retirement rates based on the 1997-1999 actual experience.

(d) Investment return – 8.25% per year, compounded annually, net of expenses.

(e) Health cost trend –

Fiscal Year	
01	7.5%
02	6.5%
03	5.5%
04-08	5.0%
09-13	4.5%
Thereafter	4.0%

(f) Salary scale – inflation 3.5%, productivity 0.5%, merit (first five years) 1.5%, for a total of 5.5% per annum.

(g) Total inflation – total inflation as measured by the Consumer Price Index for urban and clerical workers for Anchorage is assumed to increase 3.5% annually.

(h) Cost of living allowance (domicile in Alaska) – 65% of those benefit recipients who are eligible for the allowance are assumed to remain in Alaska and receive the allowance.

(i) Contribution refunds – 100% of those terminating after age thirty-five who are vested

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Notes to Required Supplementary Information
(Unaudited)

June 30, 2002 and 2001
(000's omitted)

will leave their contributions in the Plan and thereby retain their deferred vested benefit. All others who terminate are assumed to have their contributions refunded.

(j) Total turnover – assumptions are based upon the 1997-1999 actual withdrawal experience of the Plan.

(k) Disability – assumptions are based upon the 1991-1995 actual experience of the Plan. Post-disability mortality in accordance with rates published by the Pension Benefit Guaranty Corporation to reflect mortality of those receiving disability under Social Security.

(l) Asset valuation method – no asset gain or loss for the fiscal year is recognized if the expected actuarial value of assets plus (minus) the outstanding balance of previously amortized amounts are within a 5% corridor of the market value of assets. Any amount outside this 5% corridor is set aside and applied to the employer rate as a level percentage of pay over twenty years under the 1% population projection scenario. Valuation assets cannot be outside the range of 80% to 120% of the market value of assets.

(m) Valuation of medical benefits for retirees – a pre-age sixty-five cost and lower post-age sixty-five cost (due to Medicare) are assumed such that the total rate for all retirees equals the present premium rate assumption. These medical premiums are then increased with the health cost inflation assumption.

(n) Spouse's age – wives are assumed to be four years younger than husbands.

(o) Dependent children – benefits to dependent children have been valued assuming members who are not single have one dependent child.

(p) New entrants – growth projections are made for active TRS population under three scenarios:

Pessimistic:	0% per year
Median:	1% per year
Optimistic:	2% per year

(q) Sick leave – 4.7 days of unused sick leave for each year of service will be available to be credited once the member is retired.

(r) Post-retirement pension – 50% and 75% of assumed inflation is valued for the automatic Post-Retirement Pension Adjustment (PRPA) as specified in the statute.

(s) Expenses – expenses are covered in the investment return assumption.

The assumptions and methods, when applied in combination, fairly represent past and anticipated future experience of the Plan. The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated benefits.

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM
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Notes to Required Supplementary Information (Unaudited)

June 30, 2002 and 2001
(000's omitted)

All significant accounting policies, benefit provisions and actuarial assumptions are the same for the required supplementary information and the financial statements except as follows:

- Effective June 30, 1994, there was a change in the asset valuation method. The revised asset valuation method smoothes the difference between expected investment return and actual return during a given year by spreading the results over five years by recognizing 20% of the investment gain or loss in each of the current and preceding four years.

- Effective June 30, 1996, the investment return was increased from 8% to 8.25% per year. Disability assumptions were revised based on actual experience in 1991-1995. In addition, the amortization period for funding surpluses was changed from five years to a rolling twenty-five year period.

- Effective June 30, 2000, the following changes were made:

  - ➢ There was a change in the economic actuarial assumption. The total inflation assumption was changed from 4% to 3.5% annually. This affected the economic assumptions, including salary scale and health cost trend.

  - ➢ The retirement assumptions were revised based on actual experience in 1997-1999.

  - ➢ The turnover assumptions were revised based on actual withdrawal experience in 1997-1999.

  - ➢ The cost of living allowance was increased from 62% to 65% participation.

  - ➢ For the June 30, 2000 actuarial valuation, data as of June 30, 1999 was projected one year using standard actuarial techniques. The active population count was assumed to increase by 1.81% (quadratic extrapolation over the most recent 3 valuation dates). Actual CPI data was used to estimate new PRPA benefits for participants retired as of June 30, 1999.

  - ➢ The mortality basis was changed from the 1984 Unisex Pension Mortality Table to the 1994 Group Annuity Mortality Basic Table for males and females, 1994 base year.

  - ➢ The health cost trend assumptions were changed from an ultimate rate of 5.5% per annum to the following:

Fiscal Year	
01	7.5%
02	6.5%
03	5.5%
04-08	5.0%
09-13	4.5%
Thereafter	4.0%

STATE OF ALASKA
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Notes to Required Supplementary Information
(Unaudited)

June 30, 2002 and 2001
(000's omitted)

(3) ENHANCED ACTUARIAL PROJECTION SYSTEM

The Plan's actuary, at the request of the Teachers' Retirement Board, uses an enhanced actuarial projection system to determine annual employer contribution rates. Although the same actuarial cost method is used by the Plan's actuary, the enhanced system projects population growth patterns and their associated liabilities twenty-five years into the future.

The purpose of the enhanced actuarial projection system is to level out contribution rates in order to provide employers with a more stable long-term contribution pattern.

The Plan's utilization of the enhanced actuarial projection system resulted in 1996-1998 and 2000 employer contributions being less than the annual required contribution and 1999 and 2001 employer contributions being more than the annual required contribution.

Schedule 1

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM
(A Component Unit of the State of Alaska)

Schedule of Administrative and Investment Expenses

Year ended June 30, 2002
with comparative totals for 2001
(000's omitted)

	Administrative expenses	Investment expenses	Totals 2002	Totals 2001
Personal services:				
Wages	$ 783	418	1,201	1,198
Benefits	300	118	418	411
Total personal services	1,083	536	1,619	1,609
Travel:				
Transportation	34	24	58	57
Per diem	32	23	55	54
Moving	-	2	2	3
Honorarium	15	10	25	24
Total travel	81	59	140	138
Contractual services:				
Management and consulting	145	7,518	7,663	9,232
Accounting and auditing	21	364	385	367
Other professional services	340	39	379	207
Advertising and printing	22	88	110	117
Data processing	93	9	102	105
Communications	80	19	99	95
Rentals/leases	49	29	78	75
Legal	19	26	45	32
Medical specialists	24	-	24	13
Repairs and maintenance	1	1	2	3
Transportation	1	1	2	2
Other services	12	20	32	50
Total contractual services	807	8,114	8,921	10,298
Other:				
Equipment	15	30	45	100
Supplies	109	8	117	34
Total other	124	38	162	134
Total administrative and investment expenses	**$2,095**	**8,747**	**10,842**	**12,179**

See accompanying independent auditors' report.

Schedule 2

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM
(A Component Unit of the State of Alaska)

Schedule of Payments to Consultants Other than Investment Advisors

Years ended June 30, 2002 and 2001
(000's omitted)

Firm	Services	2002	2001
State Street Corporation	Custodian banking services	$ 460	430
The Retirement Concepts Group, Ltd.	Data processing consultants	72	151
Powertech Toolworks, Inc.	Data processing consultants	-	6
Mercer Human Resource Consulting	Actuarial services	140	136
KPMG LLP	Auditing services	21	38
State of Alaska, Department of Law	Legal services	29	25
Wohlforth, Vassar, Johnson and Brecht	TRS Board legal services	19	22
		$ 741	**808**

See accompanying independent auditors' report.

MERCER

Human Resource Consulting

One Union Square
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Seattle, WA 98101-3137
206 808 8800 Fax 206 382 0627
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March 18, 2002

State of Alaska
Teachers' Retirement Board
Department of Administration
Division of Retirement & Benefits
P.O. Box 110203
Juneau, AK 99811-0203

Dear Members of the Board:

Actuarial Certification

The annual actuarial valuation required for the State of Alaska Teachers' Retirement System has been prepared as of June 30, 2001 by William M. Mercer, Incorporated. The purposes of the report include:

(1) a review of experience under the Plan for the year ended June 30, 2001;

(2) a determination of the appropriate contribution rate for all employers in the System;

(3) the provision of reporting and disclosure information for financial statements, governmental agencies, and other interested parties.

The following schedules that we have prepared are included in this report:

(1) Summary of actuarial assumptions and methods

(2) Schedule of active member valuation data

(3) Schedule of benefit recipients added to and removed from rolls

(4) Solvency test

(5) Analysis of financial experience

MERCER

Human Resource Consulting

Teachers' Retirement Board
March 18, 2002
Page 2

In preparing the June 30, 2001 valuation, we have employed generally accepted actuarial methods and assumptions, in conjunction with employee data provided to us by the System's staff and financial information provided by the audited report from KPMG LLP, to determine a sound value for the System's liability. This data has not been audited, but it has been reviewed and found to be consistent, both internally and with prior years' data. The actuarial assumptions are based on the results of an experience study presented to the Board in October 2000 and adopted in December 2000.

The contribution requirements are determined as a percentage of payroll, and reflect the cost of benefits accruing in FY01 and a rolling amortization of the funding surplus or the unfunded accrued liability. The amortization period is set by the Board. Contribution levels are recommended by the Actuary and adopted by the Board each year. Over time, the contribution rate is expected to remain constant as a percentage of payroll. The ratio of assets to liabilities decreased from 99.6% to 95.0% during the year. Over the years, progress has been made toward achieving the funding objectives of the System.

The Division of Retirement and Benefits implemented a new administrative system (CRS) in 2000. The new system provides more accurate data to be used in the annual actuarial valuation. Due to the differences in the data between the old and new systems there were one-time data adjustments which affected the liabilities calculated for the System. A summary of the actuarial assumptions and methods is presented in Section 2.3 of this report. The assumptions, when applied in combination, fairly represent past and anticipated future experience of the System.

Future contribution requirements may differ from those determined in the valuation because of:

(1) differences between actual experience and anticipated experience based on the assumptions;

(2) changes in actuarial assumptions or methods;

(3) changes in statutory provisions; or

(4) differences between the contribution rates determined by the valuation and those adopted by the Board.

MERCER

Human Resource Consulting

Teachers' Retirement Board
March 18, 2002
Page 3

The undersigned are members of the American Academy of Actuaries and the Society of Actuaries and are fully qualified to provide actuarial services to the State of Alaska.

We believe that the assumptions and methods used for funding purposes and for the disclosures presented in this report satisfy the parameter requirements set forth in the Government Accounting Standards Board (GASB) Statement Nos. 25 and 27.

We believe that this report conforms with the requirements of the Alaska statutes, and where applicable, other federal and accounting laws, regulations and rules, as well as generally accepted actuarial principles and practices.

It is our understanding that most of the information presented in the Required Supplementary Information in the Financial Section and in the supporting schedules in the Actuarial and Statistical Sections of this annual financial report was taken from the State of Alaska Teachers' Retirement System Actuarial Valuation Report as of June 30, 2001, that was prepared by Mercer Human Resource Consulting.

Sincerely,

Brian R. McGee, FSA, MAAA

James W. Jacobson, ASA, MAAA

Teachers' Retirement System
Summary of Actuarial Assumptions and Methods

The demographic and economic assumptions used in this valuation were recommended by William M. Mercer, Incorporated (now known as Mercer Human Resource Consulting) at the Fall 2000 TRS Board Meeting and adopted by the Board in December 2000. These assumptions were result of an experience study performed in the Fall of 2000. The funding method used in this valuation was adopted June 30, 1985. The asset smoothing method used to determine valuation assets was changed effective June 30, 2000.

Valuation of Liabilities

A. Actuarial Method — Projected Unit Credit. Liabilities and contributions shown in the report are computed using the Projected Unit Credit method of funding. Any funding surpluses or unfunded accrued liability is amortized over a rolling 25 years.

The objective under this method is to fund each participant's benefits under the plan as they accrue. Thus, each participant's total pension projected to retirement with salary scale is broken down into units, each associated with a year of past or future service. The principle underlying the method is that each unit is funded in the year for which it is credited. Typically, when the method is introduced there will be an initial liability for benefits credited for service prior to the date, and to the extent that this liability is not covered by Assets of the Plan there is an Unfunded Liability to be funded over a chosen period in accordance with an amortization schedule.

An <u>Accrued Liability</u> is calculated at the valuation date as the present value of benefits credited with respect to service to that date.

The <u>Unfunded Liability</u> at the valuation date is the excess of the Accrued Liability over the Assets of the Plan. The level annual payment to be made over a stipulated number of years to amortize the Unfunded Liability is the <u>Past Service Cost.</u>

The <u>Normal Cost</u> is the present value of those benefits which are expected to be credited with respect to service during the year beginning on the valuation date.

Under this method, differences between the actual experience and that assumed in the determination of costs and liabilities will emerge as adjustments in the Unfunded Liability, subject to amortization.

B. Actuarial Assumptions

1.	Investment Return	8.25% per year, compounded annually, net of expenses.
2.	Salary Scale	Inflation - 3.5% per year Merit (first 5 years of employment) - 1.5% per year Productivity - 0.5% per year
3.	Total Inflation	Total inflation as measured by the Consumer Price Index for urban and clerical workers for Anchorage is assumed to increase 3.5% annually.

Teachers' Retirement System
Summary of Actuarial Assumptions and Methods

4.	Health Cost Trend	FY01 - 7.5% FY04 - FY08 - 5.0% FY02 - 6.5% FY09 - FY13 - 4.5% FY03 - 5.5% FY14 & later - 4.0%
5.	Mortality	1994 Group Annuity Mortality Basic Table for males and females, 1994 base year. All deaths are assumed to result from non-occupational causes.
6.	Total Turnover	Select and ultimate rates based upon the 1997-99 actual withdrawal experience (See Table 1.)
7.	Disability	Incidence rates based upon the 1991-95 actual experience, in accordance with Table 2. Post-disability mortality in accordance with rates published by the Pension Benefit Guaranty Corporation to reflect mortality of those receiving disability benefits under Social Security.
8.	Retirement	Retirement rates based upon the 1997-99 actual experience in accordance with Table 3.
9.	Spouse's Age	Wives are assumed to be four years younger than husbands.
10.	Dependent Children	Benefits to dependent children have been valued assuming members who are not single have one dependent child.
11.	Contribution Refunds	100% of those terminating after age 35 who are vested will leave their contributions in the fund and thereby retain their deferred vested benefit. All others who terminate are assumed to have their contributions refunded.
12.	C.O.L.A.	Of those benefit recipients who are eligible for the C.O.L.A., 65% are assumed to remain in Alaska and receive the C.O.L.A.
13.	New Entrants	Growth projections are made for the active TRS population under three scenarios: Pessimistic: 0% per year Median: 1% per year Optimistic: 2% per year
14.	Sick Leave	4.7 days of unused sick leave for each year of service will be available to be credited once the member is retired.
15.	Post-Retirement Pension Adjustment	50% and 75% of assumed inflation is valued for the automatic Post-Retirement Pension Adjustment (PRPA) as specified in the statute.
16.	Expenses	Expenses are covered in the investment return assumption.

Teachers' Retirement System
Summary of Actuarial Assumptions and Methods

Valuation of Assets

In the development of valuation assets, we use an expected investment return equal to the investment return assumption of 8.25%. The valuation assets are then compared to a 5% corridor around the market value of assets. Any amount below the corridor is a current deferred gain and any amount above the corridor is a current deferred loss. The outstanding balance of previously deferred amounts is determined. If both the outstanding balance and any current amount are deferred gains or losses, the greater of the two is amortized. If one of either the outstanding balance or the current amount is a deferred gain and the other is deferred loss, the difference is amortized. The amount amortized is applied to the employer contribution rate as a level percentage of the present value of pay over 20 years under the 1% population projection scenario.

Valuation assets cannot be outside the range of 80% to 120% of the market value of assets. All assets are valued at market value. Assets are accounted for on an accrued basis and are taken directly from audited financial statements provided by KPMG LLP.

Valuation of Medical Benefits

Medical benefits for retirees are provided by the payment of premiums from the fund. A pre-65 cost and lower post-65 cost (due to Medicare) are assumed such that the total rate for all retirees equals the present premium rate assumption. These medical premiums are then increased with the health inflation assumption. The actuarial cost method used for funding retirement benefits is also used to fund health benefits.

For FY02, the pre-65 monthly premium is $754.76 and the post-65 premium is $287.53, based on an assumed total blended premium of $577.40. For the time period January 1, 2002 to December 31, 2002, the actual blended premium as provided by the State of Alaska, Division of Retirement and Benefits, is $668.00.

Teachers' Retirement System
Summary of Actuarial Assumptions and Methods

Table 1
Total Turnover Assumptions

Select Rates of Turnover During the First 8 Years of Employment

Year of Employment	Rate
1	.10
2	.10
3	.09
4	.09
5	.08
6	.07
7	.06
8	.05

Ultimate Rates of Turnover After the First 8 Years of Employment

Ages	Rate
20+	.04

Teachers' Retirement System
Summary of Actuarial Assumptions and Methods

Table 2
Disability Rates
Annual Rates Per 1,000 Employees

Age	Rate
20	.28
21	.28
22	.29
23	.29
24	.30
25	.30
26	.30
27	.31
28	.32
29	.33
30	.34
31	.34
32	.35
33	.36
34	.37
35	.38
36	.40
37	.41
38	.43
39	.44
40	.46
41	.48
42	.51
43	.54
44	.59
45	.65
46	.70
47	.76
48	.83
49	.89
50	.96
51	1.04
52	1.14
53	1.27
54	1.42
55	1.60
56	1.84
57	2.14
58	2.44
59	2.88
60	3.37
61	3.90
62	4.52
63	5.22
64	5.96

Teachers' Retirement System
Summary of Actuarial Assumptions and Methods

Table 3
Retirement Rates

Age at Retirement	Retirement Rate
50	.05
51	.05
52	.05
53	.05
54	.05
55	.15
56	.13
57	.10
58	.10
59	.10
60	.10
61	.10
62	.10
63	.17
64	.17
65	.50
66 & up	1.00

Teachers retiring at ages under 50 are assumed to retire immediately upon attaining 21 years of service.

Teachers' Retirement System
Schedule of Active Member Valuation Data

Valuation Date	Number	Annual Payroll (000s)	Annual Average Pay	Average Increase/ (Decrease) In Average Pay	Number of Participating Employers
June 30, 2001	9,815	$496,188	$50,544	1.8%	60
June 30, 1999	9,396	466,414	49,640	(2.1)%	61
June 30, 1998	9,262	469,433	50,684	(0.4)%	61
June 30, 1997	9,164	466,455	50,901	1.3%	61
June 30, 1996	9,259	465,182	50,241	(0.5)%	61
June 30, 1995	9,452	477,205	50,487	0.6%	61
June 30, 1994	9,489	476,098	50,174	3.2%	61
June 30, 1993	9,459	459,746	48,604	0.2%	61
June 30, 1992	9,238	448,186	48,515	2.2%	62
June 30, 1991	8,903	422,655	47,473	4.6%	62

Teachers' Retirement System
Schedule of Retirants and Beneficiaries Added to and Removed from Rolls

Year Ended	Added to Rolls		Removed from Rolls		Rolls - End of Year		Percent Increase in Annual Allowances	Average Annual Allowance
	No.*	Annual Allowances*	No.*	Annual Allowances*	No.	Annual Allowances		
June 30, 2001	1,057	$39,213,327	210	$7,790,727	7,333	$217,271,046	16.91%	$29,629
June 30, 1999	598	19,014,567	91	2,893,521	6,486	185,848,446	9.50%	28,654
June 30, 1998	674	24,479,595	38	1,380,155	5,979	169,727,400	15.75%	28,387
June 30, 1997	583	29,988,351(1)	43	2,211,834(1)	5,343	146,627,960	23.37%	27,443
June 30, 1996	376	8,410,895	32	441,353	4,803	118,851,443	7.19%	24,745
June 30, 1995	368	10,386,432	43	94,443	4,459	110,881,901	10.23%	24,867
June 30, 1994	280	8,923,551	37	616,360	4,134	100,589,912	9.00%	24,332
June 30, 1993	344	6,874,777	55	1,044,709	3,891	92,282,721	6.74%	23,717
June 30, 1992	120	5,799,044	62	1,436,106	3,602	86,452,653	5.31%	24,001
June 30, 1991	519	14,827,829	159	3,535,365	3,544	82,089,715	15.95%	23,163

* Numbers are estimated, and include other internal transfers.

[1]Includes additional benefits to current retirees from a one time retroactive ad hoc Post-Retirement Pension Adjustments.

Teachers' Retirement System Solvency Test

Valuation Date	Aggregate Accrued Liability For: (1) Active Member Contributions (000s)	(2) Inactive Members (000s)	(3) Active Members (Employer-Financed Portion) (000s)	Valuation Assets (000s)	Portion of Accrued Liabilities Covered by Assets (1)	(2)	(3)
June 30, 2001	$533,752	$3,213,431	$855,964	$4,372,229	100%	100%	73.0%
June 30, 2000[(1)(2)]	490,176	2,872,250	836,442	4,184,015	100%	100%	98.2%
June 30, 1999	469,068	2,571,345	680,541	3,815,633	100%	100%	100.0%
June 30, 1998	449,383	2,344,263	735,111	3,446,070	100%	100%	88.8%
June 30, 1997	483,735	2,095,843	780,491	3,120,044	100%	100%	69.2%
June 30, 1996[(2)]	451,249	1,689,636	799,552	2,858,756	100%	100%	89.8%
June 30, 1995	437,089	1,531,406	944,972	2,647,392	100%	100%	71.8%
June 30, 1994[(1)(2)]	398,990	1,419,506	942,913	2,472,957	100%	100%	69.4%
June 30, 1993	370,667	1,223,220	835,569	2,261,082	100%	100%	79.8%
June 30, 1992[(1)]	341,204	1,110,981	779,561	2,001,864	100%	100%	70.5%

(1) Change in Asset Valuation Method.
(2) Change of Assumptions.

Teachers' Retirement System Analysis of Financial Experience

Change in Average Employer Contribution Rate Due to Gains and Losses in Accrued Liabilities During the Last Five Fiscal Years Resulting From Differences Between Assumed Experience and Actual Experience

Type of Gain or Loss	Change in Employer Contribution Rate During Fiscal Year 2001	2000	1999	1998	1997
Health Experience	-	-	-	-	-
Salary Experience	(1.68)%	-	(0.64)%	(0.84)%	(0.05)%
Investment Experience	1.35%	(3.35)%	(3.73)%	(2.70)%	(1.80)%
Demographic Experience	2.66%	(0.91)%	0.80%	0.54%	1.56%
(Gain) or Loss During Year from Experience	2.33%	(4.26)%	(3.57)%	(3.00)%	(0.29)%
Non-recurring changes					
Asset Valuation Method	-	(1.38)%	-	-	-
Assumption Changes	-	6.68%	-	-	-
Ad hoc PRPA	0.16%	0.16%	0.11%	0.55%	2.77%
Composite (Gain) or Loss During Year	6.15%	1.20%	(3.46)%	(2.45)%	2.48%
Beginning Total Employer Contribution Rate	8.29%	7.09%	10.55%	13.00%	10.52%
Ending Total Employer Contribution Rate	14.44%	8.29%	7.09%	10.55%	13.00%
Board Adopted Employer Contribution Rate	11.00%	11.00%	11.00%	12.00%	12.00%

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM

Summary of Plan Provisions

(1) Effective Date

July 1, 1955, with amendments through July 1, 2001. Chapter 97, 1990 Session Laws of Alaska, created a two-tier retirement system. Members who were first hired under the TRS before July 1, 1990, are eligible for different benefits than members hired after June 30, 1990.

(2) Administration of Plan

The Commissioner of Administration is responsible for administering the system. The Teachers' Retirement Board prescribes policies and regulations and performs other activities necessary to carry out the provisions of the system. The Alaska State Pension Investment Board, Department of Revenue, Treasury Division is responsible for investing TRS funds. The Attorney General represents the system in legal proceedings.

(3) Membership

Membership in the Alaska TRS is mandatory for the following employees:

- certificated full-time and part-time elementary and secondary teachers, certificated school nurses, and certificated employees in positions requiring teaching certificates;
- positions requiring a teaching certificate as a condition of employment in the Department of Education and Early Development;
- University of Alaska full-time and part-time teachers, and full-time administrative employees in positions requiring academic standing if approved by the TRS administrator;
- certain full-time or part-time teachers of Alaska Native language or culture who have elected to be covered under the TRS;
- members on approved sabbatical leave under AS 14.20.310;
- certain State legislators who have elected to be covered under the TRS; and
- a teacher who has filed for worker's compensation benefits due to an on the job assault and who, as a result of the physical injury, is placed on leave without pay.

Employees participating in the University of Alaska's Optional Retirement Plan or other retirement plans funded by the State are not covered by the TRS.

Employees who work half-time in the TRS and Public Employees' Retirement System (PERS) simultaneously are eligible for half-time TRS and PERS credit.

(4) Credited Service

TRS members receive a year of membership credit if they work a minimum of 172 days during the school year (July 1 through June 30 of the following year). Fractional credit is determined based on the number of days worked. Part-time members receive membership credit for each day in proportion to full-time service. Credit is granted for all Alaskan public school service.

Members may claim other types of service, including:

- Outside teaching service in out-of-state schools or Alaska private schools (not more than ten years may be claimed);
- Military service (not more than five years of military service or ten years of combined outside and military service may be claimed);
- Alaska Bureau of Indian Affairs (BIA) service;

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM

Summary of Plan Provisions

- Retroactive Alaskan service that was not creditable at the time it occurred, but later became creditable because of legislative change;
- Unused sick leave credit after members retire; and
- Leave of absence without pay.

Except for retroactive Alaska service that occurred before July 1, 1955, and unused sick leave, contributions are required for all claimed service.

Members receiving TRS disability benefits continue to earn TRS credit while disabled.

(5) Employer Contributions

TRS employers contribute the amounts required, in addition to employees' contributions, to fund the benefits of the system.

(6) Member Contributions

Mandatory Contributions: Members are required to contribute 8.65% of their base salaries. Members' contributions are deducted from gross salaries before federal income taxes are withheld.

Contributions for Claimed Service: Member contributions are also required for most of the claimed service described in (4) above.

1% Supplemental Contributions: Members who joined the system before July 1, 1982, and elected to participate in the supplemental contributions provision, are required to contribute an additional 1% of their salaries. Supplemental contributions are deducted from gross salaries before federal income taxes are withheld. Under the supplemental provision, an eligible spouse or dependent child will receive a survivor's allowance or spouse's pension if the member dies (see (11) below).

Interest: Member's contributions earn 4.5% interest, compounded annually on June 30.

Refund Contributions: Terminated members may receive refunds of their member contribution accounts, which includes their mandatory contributions, indebtedness payments, and interest earned. Terminated members' accounts may be attached to satisfy claims under Alaska Statute 09.38.065, federal income tax levies, and valid Qualified Domestic Relations Orders.

Reinstatement of Contributions: Refunded accounts and the corresponding TRS service may be reinstated upon reemployment in the TRS. Accounts attached to satisfy claims under Alaska Statute 09.38.065 or a federal tax levy may be reinstated at any time. Interest accrues on refunds until paid in full or members retire.

(7) Retirement Benefits

Eligibility:

(a) Members, including deferred vested members, are eligible for normal retirement at age 60[1], or early retirement at age 55, if they have at least:

(i) eight years of paid-up membership service;

(ii) 15 years of paid-up creditable service, the last five years of which are membership service, and they were first hired under the TRS before July 1, 1975;

(iii) five years of paid-up membership service and three years of paid-up Alaska Bureau of Indian Affairs service;

[1] Members participating before July 1, 1990 are eligible for normal retirement at age 55 or early retirement at age 50.

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM

Summary of Plan Provisions

(iv) 12 years of combined part-time and full-time paid-up membership service; or

(v) two years of paid-up membership service if they are vested in the Public Employees' Retirement System (PERS).

(b) Members may retire at any age when they have:

(i) 25 years of paid-up creditable service, the last five years of which are membership service;

(ii) 20 years of paid-up membership service;

(iii) 20 years of combined paid-up membership and Alaska Bureau of Indian Affairs service, the last five years of which are membership service; or

(iv) 20 years of combined paid-up part-time and full-time membership service.

<u>Benefit Type:</u> Lifetime benefits are paid to members. Eligible members may receive normal, unreduced benefits when they (1) reach normal retirement age and complete the service required; or (2) satisfy the minimum service requirements to retire at any age under (b) above. Members may receive early, actuarially reduced benefits when they reach early retirement age and complete the service required.

Members may select joint and survivor options. Under those options and early retirement, benefits are actuarially adjusted so that members receive the actuarial equivalents of their normal benefit amounts.

<u>Benefit Calculation:</u> Retirement benefits are calculated by multiplying the average base salary (ABS) times the total TRS service times the percentage multiplier. The ABS is determined by averaging the salaries earned during the three highest school years. Members must earn at least 115 days of credit in a school year to include it in the ABS calculation. The TRS pays a minimum benefit of $25.00 per month for each year of service when the calculated benefit is less.

The percentage multipliers are 2% for the first 20 years and 2.5% for all remaining service. Service before July 1, 1990, is calculated at 2%.

<u>Indebtedness:</u> Members who terminate and are refunded their TRS contributions are not eligible to retire, unless they return to TRS employment and pay back their refunds, plus interest, or accrue additional service which qualifies them for retirement. TRS refunds must be paid in full if the corresponding service is to count toward the minimum service requirements for retirement. Refunded TRS service is included in total service for the purpose of calculating retirement benefits. However, when refunds are not completely paid before retirement, benefits are actuarially reduced for life.

(8) Reemployment of Retired Members

Retirees who return to work in a permanent full-time or part-time TRS position after a Normal Retirement have two options available, the Standard Option or the Waiver Option.

Under the Standard Option, retirement benefits are suspended while retired members are reemployed under the TRS. During reemployment, members earn additional TRS service and contributions are withheld from their wages.

If an Alaska school district has established that there is a shortage of teachers in a particular discipline or specialty and has passed a resolution to that effect, a retiree returning to work in a permanent full-time or part-time TRS position with that school district may exercise the Waiver Option.

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM

Summary of Plan Provisions

The Waiver Option allows a retiree who retired under a Normal Retirement to reemploy with a TRS employer and continue to receive a retirement benefit by signing a waiver of participation in the TRS. The Waiver Option became effective July 1, 2001 and applies to reemployment periods after that date.

The Waiver Option is not available to members who retired early or under the Retirement Incentive Program (RIP).

Members retired under the RIP who return to employment under the TRS, Public Employees' Retirement System (PERS), Judicial Retirement System (JRS) or the University of Alaska's Optional Retirement Plan will:

(a) forfeit the three years of incentive credits that they received;

(b) owe the TRS 110% of the benefits that they received under the RIP, which may include costs for health insurance, excluding amounts that they paid to participate; and

(c) be charged 7% interest from the date that they are reemployed until their indebtedness is paid in full or they retire again. If the indebtedness is not completely paid, future benefits will be actuarially reduced for life.

(9) Postemployment Healthcare Benefits

When pension benefits begin, major medical benefits are provided without cost to (1) all employees first hired before July 1, 1990, and (2) members who have twenty-five years of membership service, are disabled or age sixty or older, regardless of their initial hire dates. Employees first hired after June 30, 1990, may receive major medical benefits prior to age sixty by paying premiums.

(10) Disability Benefits

Monthly disability benefits are paid to permanently disabled members until they die, recover or become eligible for normal retirement. To be eligible, members must have at least five years of paid-up membership service.

Disability benefits are equal to 50% of the member's base salary at the time of disability. The benefit is increased by 10% of the base salary for each minor child, up to a maximum of 40%. Members continue to earn TRS service until eligible for normal retirement.

Members are appointed to normal retirement on the first of the month after they become eligible.

(11) Death Benefits

Monthly death benefits may be paid to a spouse or dependent children upon the death of a member. If monthly benefits are not payable under the supplemental contributions provision or occupational and nonoccupational death provisions, the designated beneficiary receives the lump sum benefit described below.

<u>Occupational Death:</u> When an active member dies from occupational causes, a monthly survivor's pension may be paid to the spouse, unless benefits are payable under the supplemental contributions provision (below). The pension equals 40% of the member's base salary on the date of death or disability, if earlier. If there is no spouse, the pension may be paid to the member's dependent children. On the member's normal retirement date, the benefit converts to a normal retirement benefit. The normal benefit is based on the member's average base salary on the date of death and service, including service accumulated from the date of the member's death to the normal retirement date.

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM

Summary of Plan Provisions

Nonoccupational Death: When a vested member dies from nonoccupational causes, the surviving spouse may elect to receive a monthly 50% joint and survivor benefit or a lump sum benefit, unless benefits are payable under the supplemental contributions provision (below). The monthly benefit is calculated on the member's average base salary and TRS service accrued at the time of death.

Lump Sum Benefit: Upon the death of an active member who has less than one year of service or an inactive member who is not vested, the designated beneficiary receives the member's contribution account, which includes mandatory contributions, indebtedness payments, and interest earned. Any supplemental contributions will also be refunded. If the member has more than one year of TRS service, the beneficiary also receives $1,000 and $100 for each year of TRS service, up to a maximum of $3,000. An additional $500 may be payable if the member is survived by dependent children.

Supplemental Contributions Provision: Members are eligible for supplemental coverage if they joined the TRS before July 1, 1982, elected to participate in the supplemental provision, and made the required contributions. A survivor's allowance or spouse's pension (below) may be payable if the member made supplemental contributions for at least one year and dies while in membership service or while disabled under the TRS. In addition, the allowance and pension may be payable if the member dies while retired or in deferred vested status if supplemental contributions were made for at least five years.

(a) Survivor's Allowance: If the member is survived by dependent children, the surviving spouse and dependent children are entitled to a survivor's allowance. The allowance for the spouse is equal to 35% of the member's base salary at the time of death or disability, plus 10% for each dependent child up to a maximum of 40%. The allowance terminates and a spouse's pension becomes payable when there is no longer an eligible dependent child.

(b) Spouse's Pension: The spouse's pension is equal to 50% of the retirement benefit that the deceased member was receiving or would have received if retired at the time of death. The spouse's pension begins on the first of the month after the member's death or termination of the survivor's allowance.

Death After Retirement: If a joint and survivor option was selected at retirement, the eligible spouse receives continuing, lifetime monthly benefits after the member dies. A survivor's allowance or spouse's pension may be payable if the member participated in the supplemental contributions provision. If a joint and survivor option was not selected and benefits are not payable under the supplemental contributions provision, the designated beneficiary receives the member's contribution account, less any benefits already paid.

(12) Post Retirement Pension Adjustments

Post retirement pension adjustments (PRPAs) are granted annually to eligible benefit recipients when the consumer price index (CPI) increases during the preceding calendar year. PRPAs are calculated by multiplying the recipient's base benefit, including past PRPAs, times:

(a) 75% of the CPI increase in the preceding calendar year or 9%, whichever is less, if the recipient is at least age 65 or on TRS disability; or

(b) 50% of the CPI increase in the preceding calendar year or 6%, whichever is less, if the recipient is at least age 60, or under age 60 if the recipient has been receiving benefits for at least eight years.

STATE OF ALASKA
TEACHERS' RETIREMENT SYSTEM

Summary of Plan Provisions

Ad hoc PRPAs, up to a maximum of 4%, may be granted to eligible recipients who were first hired before July 1, 1990, if the CPI increases and the financial condition of the fund will permit an increase. In a year where an Ad Hoc PRPA is granted, eligible recipients will receive the higher of either the automatic or the Ad Hoc PRPA but not both.

(13) Alaska Cost of Living Allowance

Eligible benefit recipients who reside in Alaska receive an Alaska cost of living allowance (COLA) equal to 10% of their base benefits. The following benefit recipients are eligible:

(a) members who were first hired under the TRS before July 1, 1990, and their survivors;

(b) members who were first hired under the TRS after June 30, 1990, and their survivors if they are at least age 65; and

(c) all disabled members.

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Alaska State Pension Investment Board
P.O. Box 110405
Juneau, Alaska 99811-0405
(907) 465-3749

Message from the Chair

I am pleased to present the 2002 Annual Report of Investments for the period ending June 30, 2002 to you, the participants and beneficiaries of this retirement trust fund.

The difficult financial market environment experienced in fiscal 2001 continued throughout fiscal 2002. The 2000-2002 bear market now ranks as the worst in modern financial market history. For the twelve months, U.S. stocks registered a loss of -18.0% as measured by the Standard & Poors' 500 Stock Index. Small cap stocks, as measured by the Russell 2000 Stock Index (comprised of the smallest 2000 of the top 3000 companies ranked by market capitalization), lost -8.6% for the 12 months. International stocks, as measured by the MSCI EAFE Index, declined -9.5%. As was the case in fiscal 2001, the only bright spots were high quality investment grade bonds and real estate. The Lehman Aggregate Index, a measure of the investment grade bond market, benefited from the decline in interest rates and returned a positive +8.6% while various measures of the real estate market produced returns in excess of +5%.

While it is never pleasant to lose money, particularly for two years in succession, it is encouraging and reassuring to observe the benefits of prudent diversification. TRS experienced an overall negative return of -5.5% for the 12 months ended June 30, 2002. The System's total domestic equity composite declined -16.8%, which was better than broad measures of the total domestic equity market. For example the Russell 3000 Stock Index declined -17.2%. The System's international equity composite declined -8.2%. This result was better than the MSCI EAFE Index loss of -9.5% but also significantly better than the domestic equity result. Thus, the decision to have meaningful international equity exposure helped dampen the global equity market decline. Similarly, while the System's domestic bond portfolio slightly underperformed its benchmark index (positive +8.2% for the portfolio and +8.6% for the index) the decision to maintain significant bond exposure contributed importantly to minimizing losses. TRS's real estate portfolio also helped overall results by posting a positive +5.2% return. The biggest bright spot was the performance of the System's international bond portfolio. The portfolio enjoyed a +22.6% return much of which was attributable to the weakness in the value of the U.S. dollar during the fiscal year. In total, the TRS negative return during FY02 of -5.5% was below its target return of negative -4.4%. The primary explanatory factor was a slight over target allocation to equities. A secondary factor was the underperformance of the U.S. bond portfolio and the small cap equity composite relative to their respective market benchmarks.

It is critical to remember that the System's assets are invested for the long-term. Our objective is to produce a very competitive long-term return that meets the System's funding requirements at an acceptable risk level. We, therefore, are encouraged to observe that the 10 ¾ year cumulative annualized return (the longest period available) of +8.6% compares favorably with the System's policy target index return of +8.45% and the actuarial earnings assumption.

The trustees work hard to achieve an asset mix that provides the highest expected return for a given level of risk. Working closely with our dedicated staff in the Department of Revenue and our investment advisors and consultants, we established an investment mix that we believe will provide enhanced returns while maintaining a prudent level of risk. The asset allocation plan adopted by the trustees for FY02 called for an investment distribution as follows: 41% in domestic equities, 18% in international equities, 31% in domestic fixed income, 3% in international fixed income, and 7% in real estate. This asset allocation is reviewed annually and has been slightly modified for the new fiscal year. It, however, is designed to provide competitive returns at a reasonable level of risk. Fiscal 2002 results were within the range of shorter-term returns envisioned as possible.

ASPIB represents over 60,000 participants and beneficiaries. The trustees strongly believe that you should be kept well informed about the performance of your retirement funds, and about what we as fiduciaries are doing on your behalf. To this end, we are proud of the ASPIB web site, which can be accessed at http://www.revenue.state.ak.us/treasury/aspib/index.htm. We continue to encourage member participation at our meetings, and welcome your letters and comments.

On behalf of all the trustees, thank you for giving us the opportunity to serve as your fiduciaries.

Jeffrey E. Sinz, Chair

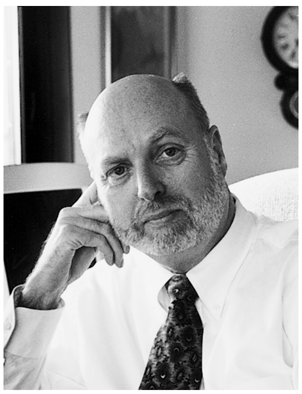
ALASKA STATE PENSION INVESTMENT BOARD

(as of June 30, 2002)

Jeffrey E. Sinz, Chair

Appointed by the Governor

Jeffrey E. Sinz, Chair, was appointed to the board in 1998 by Governor Knowles. Mr. Sinz is currently employed as Director of Finance for the Kenai Peninsula Borough. He has over twenty years experience in public sector finance, including thirteen years with the Municipality of Anchorage. While at the Municipality, he served as Municipal Accounting Officer, Director of Finance for the Anchorage Telephone Utility, Finance Manager for the Solid Waste Services Utility, and a Senior Budget Analyst for the municipal general government. He also worked as a financial planner and supervisor with the Alaska Railroad Corporation and as a financial administrator with a Wisconsin public school district. Jeff also serves as vice president of the Alaska Municipal League Investment Pool Board of Directors. He has an MBA in Management from the University of Alaska Anchorage and a BBA in Finance from the University of Wisconsin Eau Claire. His term expires December 31, 2004.



William “Riley” Snell, Vice Chair

Appointed by the Governor

William (Riley) Snell, Vice Chair, was appointed to the board by Governor Knowles. Mr. Snell has held numerous positions in State government. He served as the Executive Director of the Alaska Industrial Development and Expert Authority (AIDEA) from July 1992 until November of 1996 overseeing banking and development programs. Four years prior to the Executive Director position, Riley served as Deputy Director-Development at AIDEA. From 1985 until July 1989 he served as Deputy Commissioner for the Central Region of the Department of Transportation and Public Facilities. Riley possesses over 27 years of experience in State Transportation and Public Facilities Development and Public Financing. Currently Riley is Vice President and General Manager of Cable and Entertainment for General Communications Inc. (GCI). His responsibilities at GCI include CATV product management as well as construction and maintenance of all outside plant facilities for the company. Mr. Snell’s term expires December 31, 2002.

Gail R. Schubert, Secretary

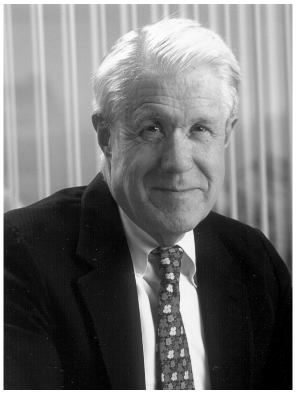
Appointed by the Governor

Gail R. Schubert, Board Secretary, was appointed to the board by Governor Knowles. She is currently a member of the law firm of Foster, Pepper Rubini & Reeves LLC in Anchorage. Her practice includes health care and fisheries issues, tax, estate planning, and corporation law. From 1992 to 1995, Mrs. Schubert practiced law at Birch, Horton, Bittner & Cherot, and prior to that, from 1982 to 1992, Mrs. Schubert practiced law in New York City at the firms of Rogers & Wells; Fried and Frank, Harris, Shriver & Jacobson; and at the Federal Reserve Bank of New York. Mrs. Schubert attended the School of Law at Cornell University; the Johnson School of Management (MBA) at Cornell; and Stanford University. She serves as Chair of Board of the Alaska Native Heritage Center and of Akeela Treatment Services, Inc., and on the boards of the Bering Straits Native Corporation, the Alaska Federation of Natives, Khoanic Broadcast Corporation, Alaska Native Justice Center, and is a member of the Anchorage Downtown Rotary. Ms. Schubert’s term expires December 31, 2003.

Gary M. Bader

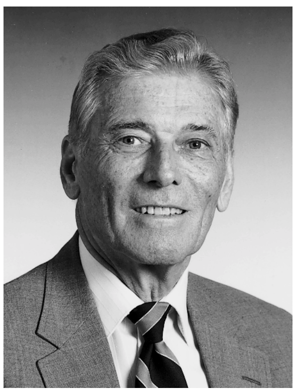
PERS Representative

Gary M. Bader was elected by the Public Employees’ Retirement System. Mr. Bader has held numerous positions in State government including three years in the Office of Management and Budget and seven years in the Department of Administration, where he was Deputy Commissioner and Director of Retirement and Benefits. He is currently Superintendent of Schools for the Juneau School District. Mr. Bader has a B.S. in Business Administration and a master’s degree in Education Administration. He was previously employed with a major Wall Street investment firm where he was licensed with the New York Stock Exchange. Mr. Bader’s term expires December 31, 2002.



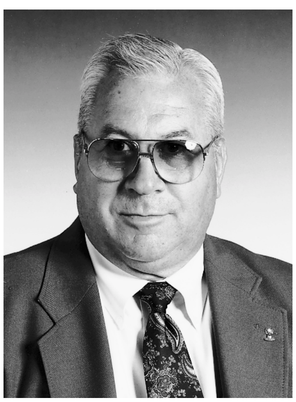
Wilson L. Condon
Statutory Representative

Wilson L. Condon was appointed Revenue Commissioner in February 1995. He oversees an agency that has very diverse responsibilities, including tax collection, investing state funds, child support enforcement and distributing permanent fund dividends. He was a partner in a private law firm from 1983-1995. Wilson was lead counsel for the state in a series of oil and gas royalty and tax cases. He served as Attorney General from 1980 - 1982 and as Deputy Attorney General from 1975 - 1980. He holds an A.B. Political Science degree and a J.D. degree from Stanford University. As Revenue Commissioner, he also sits on nine boards, including the Board of Trustees of the Alaska Permanent Fund Corporation.



Merritt C. Olson
TRS Representative

Merritt C. Olson served as a member of the Teachers' Retirement System Board for 14 years, a portion of that time as Chair. He has been an Alaska resident since 1953 and resides in Anchorage. Appointed by Governor Egan to serve on the committee that organized the Student Loan Fund, he also served as a member of AARP's State Legislative Committee. Now a retired secondary mathematics teacher from the Anchorage schools and adjunct instructor of psychology at Alaska Methodist University and the University of Alaska, Anchorage, Mr. Olson earned his Ph.D. from Rutgers University and was a Fulbright Scholar in 1957-58. He is Past President of NEA-Alaska/Retired and served on the NEA-Retired (national) Advisory Council for six years. Mr. Olson's term expires December 31, 2003.



James "Pat" Wellington
PERS Representative

James "Pat" Wellington was elected by the Public Employees' Retirement System. Mr. Wellington was born in Ketchikan, Alaska and graduated from Douglas High School. He served two years in the U.S. Army and started his law enforcement career with the Seward Police Department in late 1955. He served as Deputy U.S. Marshal, Alaska State Troopers, Chief of Police of Juneau, Deputy Commissioner and Commissioner of the Department of Public Safety, and retired in 1977 as Director of the Alaska State Troopers. Mr. Wellington is also the Chairman of the Public Employees' Retirement Board. He resides in Anchorage. Mr. Wellington's term expires December 31, 2004.

Dorothy Wells
TRS Representative

Dorothy Wells was elected by the Teachers' Retirement System. A resident of Alaska for 37 years, Ms. Wells is a retired teacher who taught business education at Eielson Air Force Base, and business classes for the University of Alaska night school program at Eielson. She obtained her B.S. degree from the University of Minnesota/Minneapolis and did graduate work both there and at the University of Alaska/Fairbanks. Mrs. Wells served on the Teachers' Retirement Board for 20 years, and is active with NEA-Alaska/Retired. Her term expires December 31, 2005.

Department of Revenue
Treasury Division
Staff
(as of June 30, 2002)

Commissioner
Wilson L. Condon

Deputy Commissioner
Neil Slotnick

Chief Investment Officer
Lee E. Livermore, CFA

Comptroller
Betty Martin, CPA

ASPIB Liaison Officer
Judy Hall

Investment Officers
Bob G. Mitchell, CFA, Marketable Debt
Stephen R. Sikes
Philip Bartlett
Michael T. Oliver, CFA, Alternatives
Maria E. Tsu, CFA

Cash Management
Michelle M. Prebula, MBA, CPA, CCM

External Money Managers and Consultants

Investment Consultants
Callan Associates Inc.
Denver, CO
The Townsend Group
Denver, CO

Domestic Fixed Income
BlackRock Financial Management, Inc.
New York, NY

Domestic Equity Large Capitalization
Capital Guardian Trust Co.
Los Angeles, CA
Dresdner RCM Global Investors
San Francisco, CA
McKinley Capital Management, Inc.
Anchorage, AK
Tukman Capital Management, Inc.
San Francisco, CA

Domestic Equity Small Capitalization
Capital Guardian Trust Co.
San Francisco, CA
John McStay Investment Counsel
Dallas, TX
Trust Company of the West
New York, NY

Domestic Equity Index Fund
State Street Global Advisors
Boston, MA

Domestic Enhanced Index
Invesco Capital Management, Inc.
New York, NY

Emerging Markets
Capital Guardian Trust Co.
Los Angeles, CA
J.P. Morgan Fleming Asset Management, Inc.
New York, NY

Global Equity
Lazard Freres Asset Management
New York, NY

International Equity—EAFE
Bank of Ireland Asset Management (US) Ltd
Santa Monica, CA
Brandes Investment Partners, L.P.
San Diego, CA
Capital Guardian Trust Co.
Los Angeles, CA

External Money Managers and Consultants (con't)

International Fixed Income
Delaware International Advisers Ltd.
London, England

Private Equity
Abbott Capital Management, L.P.
New York, NY
Pathway Capital Management, LLC
Irvine, CA

Performance Measurement
Callan Associates Inc.
Denver, CO

Real Estate Management—Commingled Funds
Heitman Capital Management
Chicago, IL
J.P. Morgan Investment Management Inc.
New York, NY
Sentinel Real Estate Corporation
New York, NY
UBS Realty Investors, LLC
Hartfort, CT

Real Estate—Core Separate Accounts
PM Realty Advisors
Newport Beach, CA
Sentinel Real Estate Corporation
New York, NY
UBS Realty Investors, LLC
San Francisco, CA

Real Estate—Value Added Separate Accounts
Invesco Realty Advisors
Dallas, TX
Lowe Enterprises Investment Management Inc.
Los Angeles, CA

Supplemental Benefits System
Barclays Global Investors, N.A.
San Francisco, CA
Capital Guardian Trust Company
Los Angeles, CA
Citizens Funds
Portsmouth, NH
State Street Global Advisors
Boston, MA
T. Rowe Price Investment Services
Baltimore, MD

Deferred Compensation
Barclays Global Investors
San Francisco, CA
Capital Guardian Trust Company
Los Angeles, CA
T. Rowe Price Investment Services
Baltimore, MD & Glen Allen, VA

Global Master Custodian
State Street Corporation
Boston, MA

Investment Advisory Council
Shlomo Benartzi
Los Angeles, CA
Jerrold Mitchell
Wayland, MA
Timothy O'Brien
Denver, CO

Independent Auditors
KPMG LLP
Anchorage, AK

Legal Counsel
Wohlforth, Vassar, Johnson & Brecht
Anchorage, AK

Teachers' Retirement System
Investment Report

The Investment Report was prepared by the State of Alaska, Department of Revenue, Treasury Division.

INVESTMENTS

The investment of pension funds is a long-term undertaking. On an annual basis, ASPIB reviews and adopts an asset allocation strategy to ensure the asset mix will remain at an optimal risk/return level given the System's constraints and objectives. During FY02, ASPIB's adopted asset allocation included 41% in domestic equities, 18% in international equities, 31% in domestic fixed income, 3% in international fixed income, and 7% in real estate.

For FY02, TRS' investments generated a –5.5% rate of return. The TRS annualized rate of return was –0.5% over the last three years and +4.6% over the last five years.

The basis of presentation for the data reported in the investment section is in accordance with the Association for Investment Management and Research (AIMR) Performance Presentation Standards.

INVESTMENT OVERVIEW

For FY02, TRS suffered a decline in value of –5.5%, a continuation of the –5.4% return earned in FY01. The annualized return for the last five years was +4.6%, below the 8.25% actuarial assumption rate.

The well-diversified TRS investment portfolio muted the impact of the bear market in equities that began in the spring of 2000. For the year, the U.S. equity portfolio fell –16.8% and the international equity portfolio dropped –8.2% (versus losses of –12.2% and –16.9%, respectively in FY2001). Positive performance was provided in the U.S fixed-income market, which generated a +8.2% return in FY02, down from last year's return of +11.9%. The system's real estate investments also continued to provide positive returns.

ASPIB continued the systematic increase in TRS' investments in real estate and private equity. The real estate portfolio earned +5.2% for FY02 versus +11.4% in FY01. The private equity market weakened in FY02 in sync with the public equity markets. TRS' investments in private equities lost –17.0%, down from +1.0% earned in FY01. Over the past five years, TRS' real estate investments have earned an average of +10.6% per year. TRS' private equity investments have broken even over the last three and one quarter years, the amount of time TRS has invested in this asset class.

DOMESTIC ECONOMY

The U.S. economy continued its struggle during FY02. It entered a recession during the last quarter of FY01 (April to June 2001) as businesses began to spend less on capital goods. The events on September 11, 2001 exacerbated the slowdown. The terrorist attacks on the World Trade Center succeeded in throwing the financial markets into chaos, closing the bond and stock markets for almost a week before they limped back into operation. Americans were collectively glued to their television sets assessing the possibility of further attacks and developments in the war in Afghanistan. Shopping malls, aircraft flights and hotel rooms were sparsely populated during the weeks following the attacks.

In addition, in one of the most spectacular developments in business history, Enron collapsed during November and December of 2001. The fraud and conflict of interest accusations leveled on Enron's senior management, board of directors, and "independent" auditors called into question the accuracy of Corporate America's financial statements and credit analysis.

Teachers' Retirement System
Investment Report

Employment statistics demonstrated a downward shift in momentum during FY02. Last year the economy lost an average of 111,670 jobs a month compared to creating 15,250 new jobs per month in FY01 and 269,000 new jobs per month in FY00. The overall unemployment rate rose from 4.6% to 5.9%.

By historical standards, the U.S. recession was relatively mild and short-lived. The economy actually expanded by 3.2% during FY02, compared with 2.3% for FY01. As the immediate threat of terrorist attacks waned, consumer sentiment improved. Consumers, who account for two-thirds of economic activity, provided a much needed boost to GDP.

Generation-low mortgage rates spurred consumers to purchase new houses. Sales of new homes totaled 914,580 in FY02 up from 912,000 the year before. Sales of existing homes also remained strong at 5.457 million units, virtually tied with the 5.228 million units pace of FY01. The highest recorded pace of housing sales occurred in FY99 at 5.5 million units. Auto sales held up, averaging just under 16.92 million units in FY02 compared to a pace of 16.95 million units in the more robust climate of FY01. Overall retail sales growth slowed to a more modest 3.6% pace from the 3.9% pace seen during FY01.

Worries about inflation continued to subside in FY02. The Consumer Price Index (CPI) rose only +1.1% in FY02 compared to +3.2% in FY01. The Producer Price Index (PPI) dropped –2.1% in FY02 versus +2.6% rise last year. On average, energy prices were lower in FY02 than in FY01. West Texas Intermediate (WTI) crude averaged $23.27 per barrel last year compared to $24.10 in FY01. More interesting was the trip these prices took during the year. Oil prices dropped from the $24 to $25 range during the summer and early fall of 2001 down to the low $19 area during the depths of economic uncertainty in November 2001. Rising tensions on the West Bank, concerns over a military conflict between India and Pakistan and possible war between the United States and Iraq, gave a lift to oil prices. WTI finished FY02 at $26.44 per barrel.

The weakening economy forced the Federal Reserve to continue the easing it began in January 2001. The Federal Reserve's discount rate was cut five times between July and December of 2001 from 3.75% to 1.75%. The Fed hoped to stimulate the ailing economy and to provide liquidity to the financial markets following the terrorist attacks. In addition, on October 31, 2001 the U.S. Treasury suspended scheduled issuance of 30-year Treasury bonds. This increased the scarcity value of longer maturity Treasuries and helped to lower long-term financing rates. This move aided both businesses and consumers. Lower long-term Treasury rates translated into lower long-term borrowing costs for companies and lower mortgage rates for homeowners. Lower overall interest rates spurred record corporate bond issuance as well as strong home sales and mortgage refinancing volumes.

EQUITIES

The bear market in equity prices hit the TRS portfolio for the second consecutive year. The domestic stock portfolios declined in value by –16.8% last year on top of a decline of –12.2% during FY01. This decline pulled the annualized return for the last five years down to +3.1% in FY02 from +12.3% in FY01.

Domestic equity performance reflected the slowdown in the economy, reduced growth expectations and shaken investor confidence following the Enron accounting scandal. Large-cap managers underperformed small-cap managers, and value managers outperformed growth managers. Small-capitalization stocks continued their relative outperformance, outdoing their mid and large-cap stock cousins by a significant margin. For the year, the median large-cap manager experienced a decline of –16.7%. The average mid-cap manager lost –12.2% and the average small-cap

Teachers' Retirement System
Investment Report

manager lost –5.6%. The S&P 500 Index experienced a loss of –18.0% for the year. Small-cap value managers were the best performing group with median returns of +10.4% during the year. Large-cap growth managers barely edged out small-cap growth managers to be the worst performing group with returns –22.1% during the year.

Returns for international managers were generally poor as well. The Japanese equity market experienced brutal returns during the year. The median Japan-only manager lost –16.5% over the year. In contrast, the median emerging market manager earned +2.7% during FY02 despite a debt default in Argentina and increasing talk of a bailout of Brazil by the International Monetary Fund.

Pacific Basin median manager returns improved to a –10.4% loss (vs. –28.6% last year) and European managers lost –6.9% (compared to –22.8% in FY01). For the year, the median core-international equity manager lost –8.4%, an improvement from the –22.5% loss reported last year.

As for TRS, its international equity portfolio fared better than the Morgan Stanley EAFE Index with a decline of –8.2% versus –9.5%. The annualized return for the past five years was +1.2%, much better than the –1.6% result for the index.

FIXED INCOME MARKET

The domestic fixed-income portfolio represented approximately 32% of the total assets of TRS as of June 30, 2002. The fixed-income portfolio uses a core-oriented strategy investing in U.S. Treasury securities, U.S. government agency securities, investment-grade corporate bonds, and mortgage-backed securities. The benchmark for the TRS bond portfolio is the Lehman Brothers Aggregate Bond Index.

The slowing domestic economy guided interest rates lower, which translated into good news for bond investors. The 10-Year U.S. Treasury yield dropped from 5.32% to 4.78% during FY02, reaching a low of 4.17% in early November of 2001. However, the news was not all good in the bond market. The collapse of companies such as Enron, Quest and WorldCom, coupled with scandals at the likes of Tyco and Adelphia Communications helped to increase the perceived risk of corporate bonds. Ratings agencies became noticeably more conservative in their ratings methodologies, placing pressure on credit ratings. Slowing revenue growth expectations, combined with historically high corporate debt levels and more vigilant ratings agencies resulted in a high level of ratings downgrades. The volume of corporate bonds downgraded to junk status, known as "fallen angels," increased to record levels during FY02.

Lower interest rates drove down the rate charged on mortgages. As a result, mortgage refinancing activity soared during November and December of 2001, and again in June 2002.

For all of FY02, the TRS domestic bond portfolio gained +8.2%, compared to +11.9% the year before. The Lehman Brothers Aggregate Bond Index returned of +8.6% during FY02 and +11.2% in FY01.

The international fixed-income portfolio represented just about 3% of the total assets of TRS. During FY02, the international bond portfolio earned +22.6%, far surpassing the +15.7% posted by the Salomon Brothers Non U.S. Government Index. This compares to results for FY01 of –5.7% and –7.4%, respectively.

The relative weakness of the U.S. economy and the weakening value of the dollar made it easier going for international fixed-income markets in FY02. The Euro reversed its trend of weakening versus the dollar in FY02. During FY01 the Euro fell 11% to $0.849 but by June 30, 2002 it closed at $0.9776, up 15.2% for FY02. The Japanese Yen also appreciated in value, improving by 3.9%. On July 1, 2001 one dollar could buy 124.65 Yen, but by June 30, 2002 it could only buy 119.73 Yen.

Teachers' Retirement System
Investment Report

PRIVATE MARKETS (REAL ESTATE AND PRIVATE EQUITY)

Private market investments or "Alternative Investments" are used in a portfolio to improve over-all portfolio returns in the long term. The volatility and return characteristics of these investments are not directly correlated to return characteristics of stocks and bonds.

At the end of FY02, TRS had 10.4% of its portfolio in private markets, compared to a target of 12%. The total market value of the private market portfolio decreased by -3.8% to $386.0 million. The decrease was due to sale of real estate properties in excess of new investments and declines in the values of the private equity and real estate investments.

REAL ESTATE

At the end of FY02, TRS had 7.8% of its portfolio invested in real estate, well within its target of 7% (+/- 2%). At fiscal year end, the real estate portfolio totaled $289.0 million. The total return for real estate, net of fees, was 5.2% compared to 11.4% for FY01. The income component of return was partially offset by a modest decline in the value of the real estate portfolio. The three and five year total returns were 8.6% and 10.6%, respectively.

Due to the recession and subsequent slow recovery, real estate experienced an unprecedented decline in demand in FY02 in the four major property types, resulting in increasing vacancies, declining rents and lower returns. For example, never in the history of U.S. real estate has the absorption of available space declined for any two consecutive quarters for any property type. However, in March 2002, negative absorption was experienced in the office and industrial markets on a national basis for the fifth consecutive quarter. The hardest hit property type was office, where national vacancy rates doubled to nearly 16%. Industrial properties were similarly affected, but to a lesser extent. Higher vacancies in apartments were the result of the strong single family housing market. However, the good news is that new construction market for income producing property has declined dramatically in response to the above factors. Thus, supply and demand, in most markets, is only modestly out of balance and the markets should recover as the economy, job growth and resultant demand improve.

While the total real estate return declined from FY01 to FY02, the income component of the return remained stable. This stability factor contributes to the lower volatility of this asset class. Real estate's high and stable income component is the major reason why this asset class is included in the TRS' portfolio. Based upon budgets submitted by the real estate advisors, it is expected that income will grow modestly over the next two years. This income growth and a rise in acquisition volume should provide increased total returns in the future.

PRIVATE EQUITY

At year-end FY02, TRS' investment in private equity amounted to 2.6% of its portfolio. The estimated market value was $97.0 million and the total return was –17.0 %. Total returns since inception now amount to 0.0%.

Private Equity investments also experience investment cycles. Capital raised, the number of deals and investment disbursements reached record levels during 1999, 2000 and the first half of calendar 2001. Initial Public Offerings (IPOs), especially for technology-oriented issues, were also at record levels and the NASDAQ market attained a high of 5,048.62 on March 10, 2000. These factors resulted in sharply increasing valuations of private equity investments, the ability to realize profits on some of these investments in a shorter than normal period of time, unrealistic expectations for company prospects, and created what is now referred to as the "technology bubble."

Teachers' Retirement System
Investment Report

FY02 witnessed a sharp reversal of these trends, with new capital raised, deal flows and disbursement volumes falling dramatically. By FY02 year-end the NASDAQ market had declined 73% from its high, reducing the valuations of many private equity investments. The combination of falling valuations and a dramatic slowdown in IPO activity caused returns to decline significantly last year.

The private equity markets are now and are expected to be for the foreseeable future more normal with respect to the pace of raising capital, investments and return realization. New deal activity, while low compared to recent times, has begun to pick up. The IPO market, especially healthcare issues, has also shown some, albeit small, recovery. In addition, industry observers expect rising investments to replace technology equipment based upon historical spending patterns.

Results of private equity investments are measured over long periods of time because of the nature of the investment. According to Venture Economics, private equity returns for the year ended March 31, 2002 (the latest data available) were –14.6%, while the three, five and ten year returns were +10.0%, +13.5% and +16.6%, respectively. As the economy recovers, private equity returns are expected to once again be attractive.

Teachers' Retirement System
Schedule of Investment Results
Fiscal Years Ended June 30

	1998	1999	2000	2001	2002	Annualized 3 Year	Annualized 5 Year
Total Fund							
TRS	14.83%	10.67%	10.15%	(5.35%)	(5.49%)	(0.49%)	4.60%
Actuarial Earnings Rate	8.25%	8.25%	8.25%	8.25%	8.25%	8.25%	8.25%
U.S. Common Stock Returns							
TRS Domestic Equities	24.21%	16.56%	10.41%	(12.20%)	(16.85%)	(6.93%)	3.14%
S&P 500	30.27%	22.76%	7.24%	(14.83%)	(17.99%)	(9.18%)	3.66%
International Stock Returns							
TRS International Equities	0.66%	14.75%	20.59%	(16.92%)	(8.24%)	(2.76%)	1.21%
Morgan Stanley Capital International EAFE	6.10%	7.62%	18.11%	(23.83%)	(9.49%)	(6.78%)	(1.55%)
Domestic Fixed Income							
TRS	11.52%	2.28%	4.56%	11.93%	8.16%	8.18%	7.62%
*Lehman Brothers Aggregate Index**	11.28%	2.69%	1.69%	11.22%	8.63%	8.12%	7.63%
International Fixed Income							
TRS	0.36%	5.27%	(3.27%)	(5.68%)	22.56%	3.80%	3.39%
Salomon Non-U.S. Government	0.89%	4.87%	2.42%	(7.43%)	15.73%	3.14%	3.03%
Real Estate Equity							
TRS	16.99%	10.56%	8.43%	11.37%	5.24%	8.59%	10.62%
NCREIF	17.21%	11.24%	11.61%	11.15%	5.60%	9.56%	11.74%

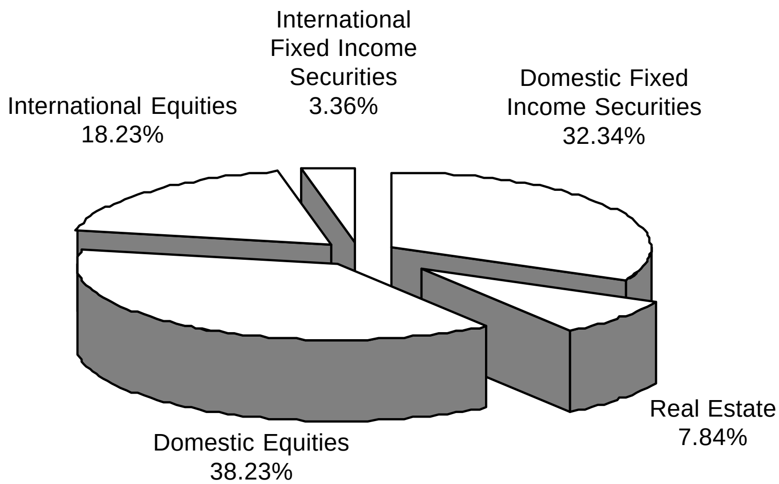
S&P 500 = Standard & Poor's Domestic Equity Stock Index
EAFE = Europe, Australia, and Far East Stock Index
NCREIF = National Council of Real Estate Investment Fiduciaries Index

The calculation of investment results were prepared using a time-weighted rate of return based on the market rate of return in accordance with the Association for Investment Management and Research (AIMR) Performance Presentation Standards.

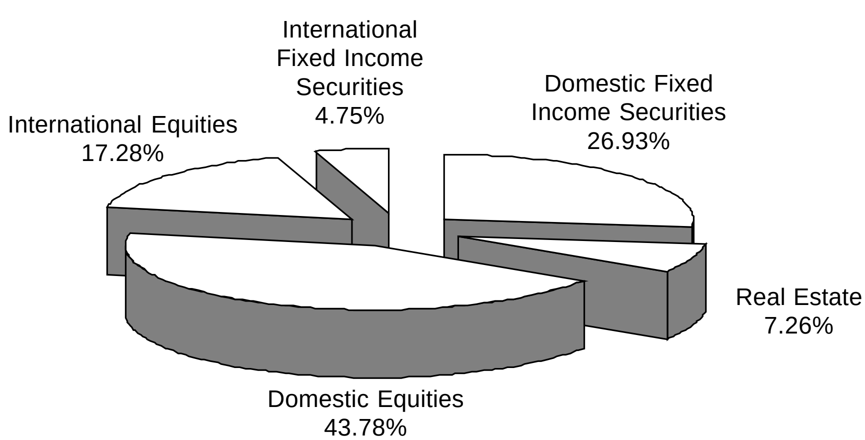
**Lehman Brothers Government/Corporate Index prior to 3/31/2000.*

Teachers' Retirement System Trust Fund
Actual Asset Allocation

June 30, 2002



June 30, 2001



Alaska State Pension Investment Board
Top Ten Holdings by Asset Type
June 30, 2002

Invested assets under the fiduciary responsibility of the Alaska State Pension Investment Board (ASPIB) have been commingled in various investment pools to minimize costs and maximize returns. Treasury Division has created nine different mutual fund-like pools to accomplish the investment asset allocation policies of the ASPIB. Using investment pools increases investment efficiency in three ways. First, combining individual funds' cash inflows and outflows to offset each other reduces the amount of cash on hand needed to support daily operations. Treasury can thus increase the return on funds not needed for daily cash operations. Second, pooling investments significantly reduces accounting, budgeting and administrative costs. Finally, the ASPIB can achieve economies of scale by making available investment options that could not otherwise be practically provided for smaller retirement funds. Following are the ten largest bond holdings and the ten largest equity holdings by market value.

	Rank	Fair Value	Par Values/ Shares	Security	Coupon	Due	Credit Rating
Bonds	1	117,413,683	115,820,000	U.S. Treasury Note	4.375%	5/15/2007	Aaa
	2	105,346,041	81,625,000	U.S. Treasury Bond	8.125%	8/15/2021	Aaa
	3	70,301,834	68,754,850	Federal National Mtg. Assn.	6.500%	5/1/2029	Aaa
	4	66,071,010	60,903,360	U.S. Treasury Note	4.250%	1/15/2010	Aaa
	5	50,115,139	47,771,471	Fed Home Loan Mtg. Corp.	7.500%	10/1/2031	Aaa
	6	47,681,745	43,675,000	U.S. Treasury Note	6.750%	5/15/2005	Aaa
	7	43,806,250	43,000,000	Federal National Mtg. Assn.	6.500%	12/1/2099	Aaa
	8	36,222,488	35,995,000	U.S. Treasury Note	3.000%	2/29/2004	Aaa
	9	35,476,064	34,266,127	Federal National Mtg. Assn.	7.000%	7/1/2031	Aaa
	10	35,438,972	35,033,980	Fed Home Loan Mtg. Corp	5.500%	1/1/2009	Aaa
Equities	1	86,993,130	2,994,600	General Electric Co.			
	2	85,600,266	1,254,584	American Intl Group Inc.			
	3	82,696,533	1,503,300	Wal Mart Stores Inc.			
	4	82,310,375	2,351,725	Pfizer, Inc.			
	5	79,167,310	1,447,300	Microsoft Corp.			
	6	72,823,442	1,779,654	Exxon Mobil Corp.			
	7	66,220,000	1,324,400	Anheuser Busch Companies, Inc.			
	8	65,196,142	1,302,360	Wells Fargo Company			
	9	62,333,500	845,200	Federal National Mortgage Assn.			
	10	55,874,560	1,091,300	Wyeth			

Additional investment information on the various pools and investments may be obtained from the Department of Revenue, Treasury Division, P.O. Box 110405, Juneau, Alaska 99811-0405.

Teachers' Retirement System
Schedule of Investment Management Fees
Year Ended June 30, 2002

	Fair Value of Pooled Assets Under Management of all Retirement Funds in Pool as of June 30, 2002	Fees
External Management Fees		
Domestic Fixed Income		
BlackRock Financial Management, Inc.	$ 162,137,646	$ 121,201
International Fixed Income		
Delaware International Advisers, Ltd.	373,602,721	193,232
Domestic Equity		
Capital Guardian Trust Co.	800,400,309	620,309
John McStay Investment Counsel	291,991,865	702,401
Trust Company of the West	202,029,294	164,940
State Street Global Advisors	905,790,905	82,837
Invesco Capital Management, Inc.	479,631,826	267,945
Lazard Freres Asset Management	402,010,037	523,106
McKinley Capital Management, Inc.	177,098,748	253,380
Dresdner RCM Global Investors	434,738,344	697,858
Tukman Capital Management, Inc.	378,951,731	696,654
Total Domestic Equity	4,072,643,059	4,009,430
Private Equity		
Pathway Capital Management, LLC	2,954,983	27,965
Abbott Capital Management, L.P.	289,927,754	325,742
Total Private Equity	292,882,737	353,707
International Equity		
Bank of Ireland Asset Management Ltd.	414,386,620	453,262
Brandes Investment Partners, L.P.	595,263,960	773,302
Citibank Global Asset Management	-	16,621
Lazard Freres Asset Management	433,662,307	502,007
Capital Guardian Trust Co.	393,171,522	419,064
Wellington Management Co.	56,756	2,534
Total International Equity	1,836,541,165	2,166,790
Emerging Markets Equity		
J.P. Morgan Fleming Asset Management	49,332,850	146,490
Capital Guardian Trust Co.	58,728,508	126,590
Total Emerging Markets Equity	108,061,358	273,080
Total External Management Fees	$6,845,868,686	7,117,440

Teachers' Retirement System
Schedule of Investment Management Fees (con't)
Year Ended June 30, 2002

	Fair Value of Pooled Assets Under Management of all Retirement Funds in Pool as of June 30, 2002 (con't)	Fees (con't)
External Management Fees (con't)		
Other Management Fees		
Custodian		
State Street Corporation		349,188
Investment Advisory		
Callan Associates Inc.		22,805
The Townsend Group		43,037
Total		65,842
Investment Performance Measurement		
Callan Associates Inc.		50,320
Total Other Management Fees		465,350
Total Management Fees		$ 7,582,790

Teachers' Retirement System
Investment Summary Schedule
June 30, 2002

	Teachers' Asset Allocation Policy	Teachers' Asset Allocation Range	Market Value	% of Asset Class	% of Total Assets
Participation in Pools Owning Fixed Income Securities					
Domestic					
Short-Term Fixed Income Pool			$ 2,369,308	0.20%	0.06%
Retirement Fixed Income Pool			1,135,621,076	95.34%	30.84%
External Domestic Fixed Income Pool			53,230,362	4.46%	1.44%
Total Domestic Fixed Income	31%	28-34%	1,191,220,746	100.00%	32.34%
International					
International Fixed Income Pool	3%	2-4%	123,842,488	100.00%	3.36%
Total Fixed Income Securities	**34%**	**30-38%**	**1,315,063,234**		**35.70%**
Participation in Pools Owning Domestic Equities					
Small cap[1] and Alternative Investments					
Domestic Equity Pool			320,957,790	22.79%	8.71%
Private Equity Pool			15,700,992	1.11%	0.43%
Total Small Cap Domestic Equities and Alternative Investments	9%	7-11%	336,658,782	23.90%	9.14%
Large cap and Alternative Investments					
Domestic Equity Pool-active			565,138,932	40.12%	15.33%
Domestic Equity Pool-passive			456,835,834	32.43%	12.40%
Private Equity Pool			49,994,170	3.55%	1.36%
Total Large Cap Domestic Equities and Alternative Investments	32%	29-35%	1,071,968,936	76.10%	29.09%
Total Domestic Equities	**41%**	**36-46%**	**1,408,627,718**	**100.00%**	**38.23%**
Participation in Pools Owning International Equities					
International Equity Pool			602,538,662	89.71%	16.35%
Emerging Markets Equity Pool			37,823,374	5.63%	1.03%
Private Equity Pool			31,325,987	4.66%	0.85%
Total International Equities	**18%**	**15-21%**	**671,688,023**	**100.00%**	**18.23%**
Participation in Real Estate					
Mortgages, net of allowances			58,178	0.02%	0.00%
Real Estate Pool			288,941,030	99.98%	7.84%
Total Real Estate	**7%**	**5-9%**	**288,999,208**	**100.00%**	**7.84%**
Total Invested Assets	**100%**		**$ 3,684,378,183**		**100.00%**

[1] Includes only securities held by those managers with small cap mandates. Does not include small cap holdings which may be held in other managers' portfolios.

Teachers' Retirement System
Credit Risk of Investments
Pension Trust Funds
(Expressed in Thousands)
June 30, 2002

	Category 1	Category 2	Category 3	Fair Value
Marketable debt securities				
Domestic fixed income	$ 1,188,851			1,188,851
International fixed income	123,843			123,843
Equity securities				
Domestic equities	1,342,933			1,342,933
International equities	602,539			602,539
Emerging market equities		37,823		37,823
	$ 3,258,166	**37,823**	**-**	3,295,989
Not Categorized				
Private equities				97,021
Real estate equities				289,000
Total investments not categorized				386,021
Total investments				**3,682,010**

The Governmental Accounting Standards Board (GASB) Statement No. 3 requires disclosure regarding custodial credit risk to indicate the chance of loss in the event a financial institution or third party holding the System's securities fails. Those investments represented by specific, indentifiable securities are classified into three categories of credit risk: Category 1 — Insured or registered, or securities held by the State or its custodian in the State's name; Category 2 — Uninsured or unregistered, with securities held by the counterparty's trust department (if a bank) or agent in the State's name; and Category 3 — Uninsured and unregistered, with securities held by the counterparty, or by its trust department (if a bank) or agent, but not in the State's name. Category 1 is the highest level of safekeeping securities as defined by GASB.

The System's investments other than mortgage-related assets are represented by participation in investment pools rather than specific, identifiable securities. Although pooled investments represent the System's share of ownership in the pool rather than ownership of specific securities, all of the underlying securities in the pools are considered to be Category 1 as defined by GASB Statement No. 3, except: (A) investments in the mutual fund-like Emerging Markets Equity Pool which are considered to be Category 2, and (B) shares in the Private equity pool and the Real estate equity pool which, like the System's mortgage-related assets, are not transferable financial instruments and therefore cannot be categorized with regard to custodial credit risk.

Alaska State Pension Investment Board
Recaptured Commission Fees Received in FY 2002

	Domestic Equity	International Equity	Total
PERS	$ 399,190	273,573	672,763
TRS	199,507	136,267	335,774
Judicial	2,595	2,496	5,091
Military	542	304	846
Total	**$ 601,834**	**412,640**	**1,014,474**

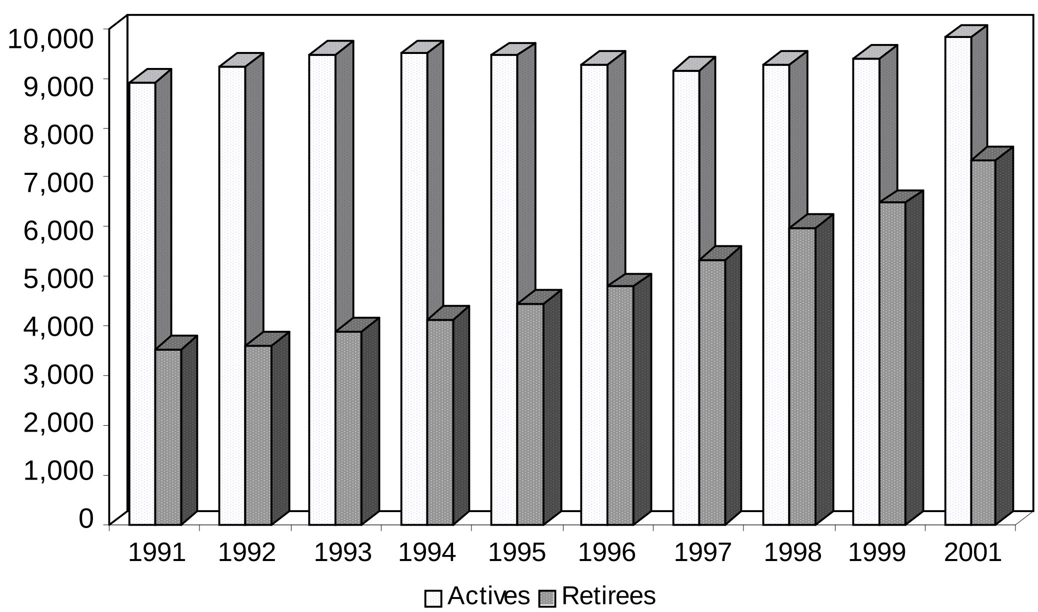
The Alaska State Pension Investment Board (ASPIB) entered into a commission recapture program in late June 1995 with three large block brokerage firms. A commission recapture program is a form of directed brokerage that allows the plan sponsor to “recapture” a portion of commission dollars paid to broker-dealer firms for executing trades. In June 1995, the large capitalization domestic equity managers were asked to participate in the program targeting 20% of their trading value. The equity managers were asked to consider best execution first and foremost, but encouraged to participate in the commission recapture program when possible. In July 1996, ASPIB raised the level of elective participation for the large capitalization domestic equity managers from 20% to 30% of total trading activity. At that time ASPIB also requested that small capitalization managers participate in the commission recapture program when the opportunity was available to them.

In January 1998, the Alaska State Pension Investment Board (ASPIB) augmented its commission recapture program to include external managers that conduct international equity trades. As a result, a portion of the commission recapture payments received since January have resulted from international equity trades.

Teachers' Retirement System System Membership by Status					
Year ended June 30	**Active**	**Retirees & Beneficiaries**	**Vested Terminations**	**Nonvested Terminations w/Balance**	**Total**
1991	8,903	3,544	645	1,003	14,095
1992	9,238	3,602	710	1,057	14,607
1993	9,459	3,891	823	1,013	15,186
1994	9,489	4,134	930	1,090	15,643
1995	9,452	4,459	859	1,140	15,910
1996	9,259	4,803	1,116	1,195	16,373
1997	9,164	5,343	1,279	1,310	17,096
1998	9,262	5,979	1,064	1,285	17,590
1999	9,396	6,486	1,150	1,297	18,329
2001	9,815	7,333	767	2,207	20,122

Data not available for FY 2000 due to transition to a new computer system.

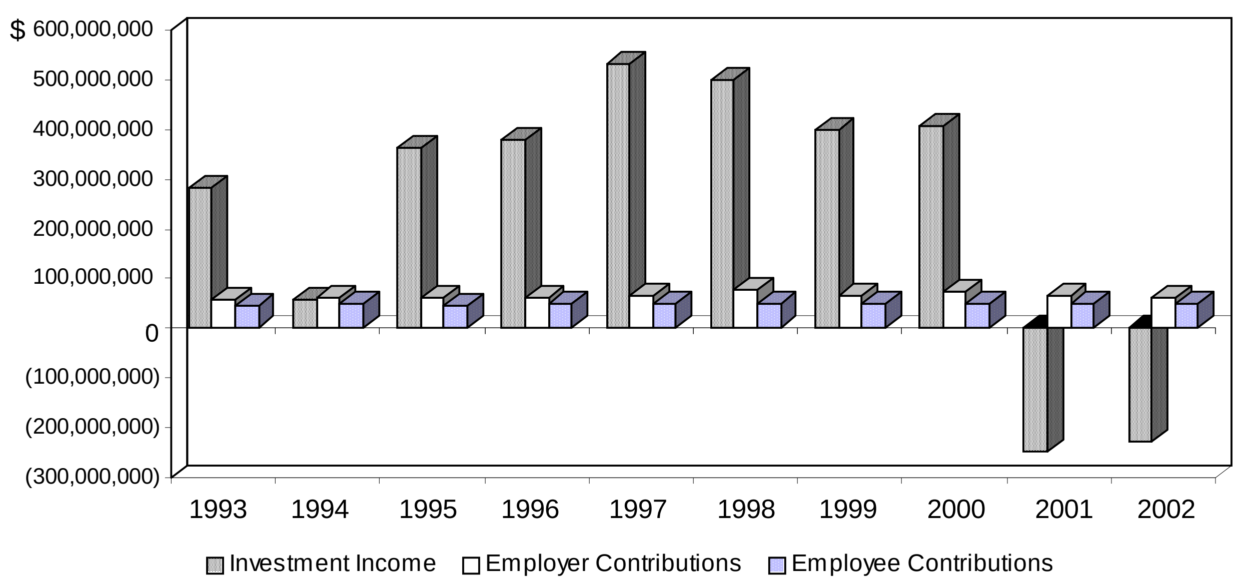
TEACHERS' RETIREMENT SYSTEM 10-YEAR COMPARISON OF ACTIVE AND RETIRED MEMBERS



Data not available for FY 2000 due to transition to a new computer system.

Teachers' Retirement System Revenues by Source (000's omitted)					
Year ended June 30	**Plan Member Contributions**	**Employer Contributions**	**Investment Income (Loss)**	**Other**	**Total**
1993	$ 46,497	$ 58,130	$ 283,576	$ 26	$ 388,229
1994	47,904	60,490	57,683	(30)	166,047
1995	47,477	60,018	363,645	(6)	471,134
1996	47,980	61,162	379,312	27	488,481
1997	49,581	66,347	530,568	-	646,496
1998	50,056	77,782	496,990	10	624,838
1999	48,302	66,266	397,499	1	512,068
2000	48,505	74,714	406,609	-	529,828
2001	48,725	64,141	(245,363)	(4)	(132,501)
2002	51,074	61,402	(225,234)	4	(112,754)

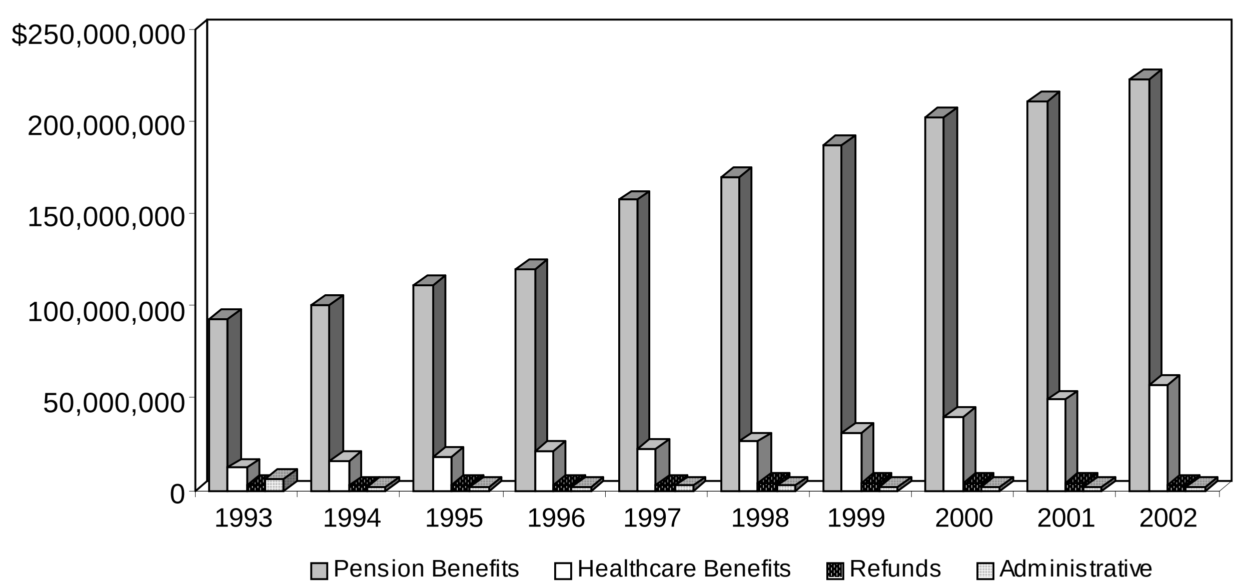
TEACHERS' RETIREMENT SYSTEM
10-YEAR COMPARISON OF REVENUES BY SOURCE



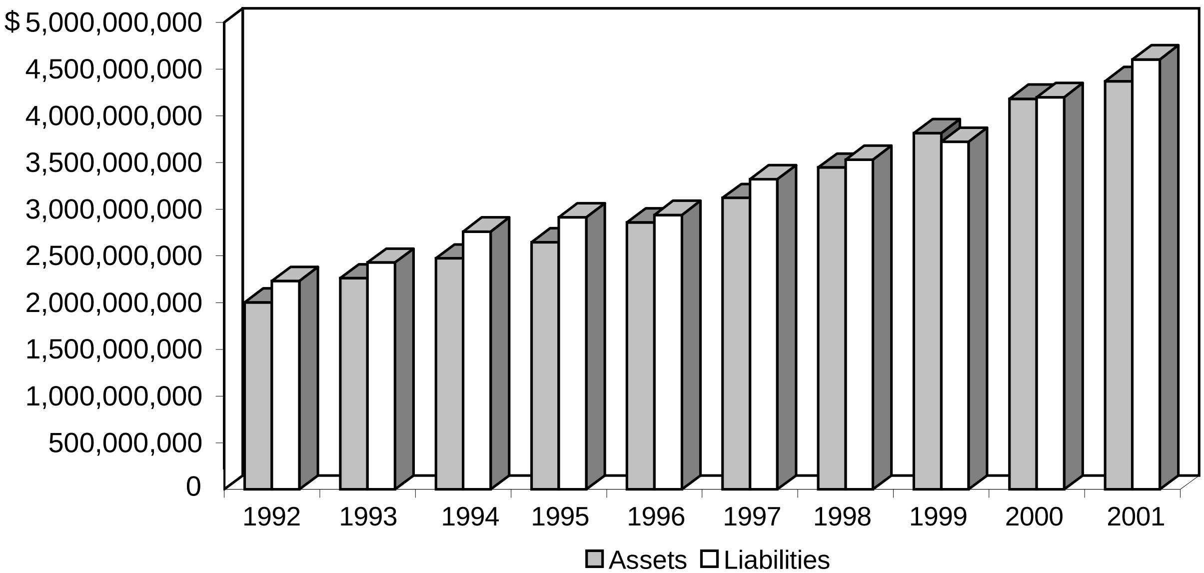
Teachers' Retirement System Expenses by Type (000's omitted)					
Year ended June 30	**Pension Benefits**	**Healthcare Benefits**	**Refunds of Contributions**	**Administrative Expenses***	**Total**
1993	$ 92,703	$12,089	$ 2,448	$ 6,424	$113,664
1994	100,767	15,725	2,258	2,081	120,831
1995	111,498	18,264	2,819	1,821	134,402
1996	119,949	21,655	2,629	2,055	146,288
1997	157,567	22,653	2,626	2,223	185,069
1998	169,831	26,123	3,489	2,231	201,674
1999	187,085	30,987	3,490	1,722	223,284
2000	202,927	40,183	4,118	1,717	248,945
2001	210,945	48,928	3,742	1,938	265,553
2002	222,897	56,946	3,120	2,095	285,058

*For all years prior to FY 1994, administrative expenses include investment expenses. Separate accounting of investment expenses since FY 1994 is due to a new accounting system.

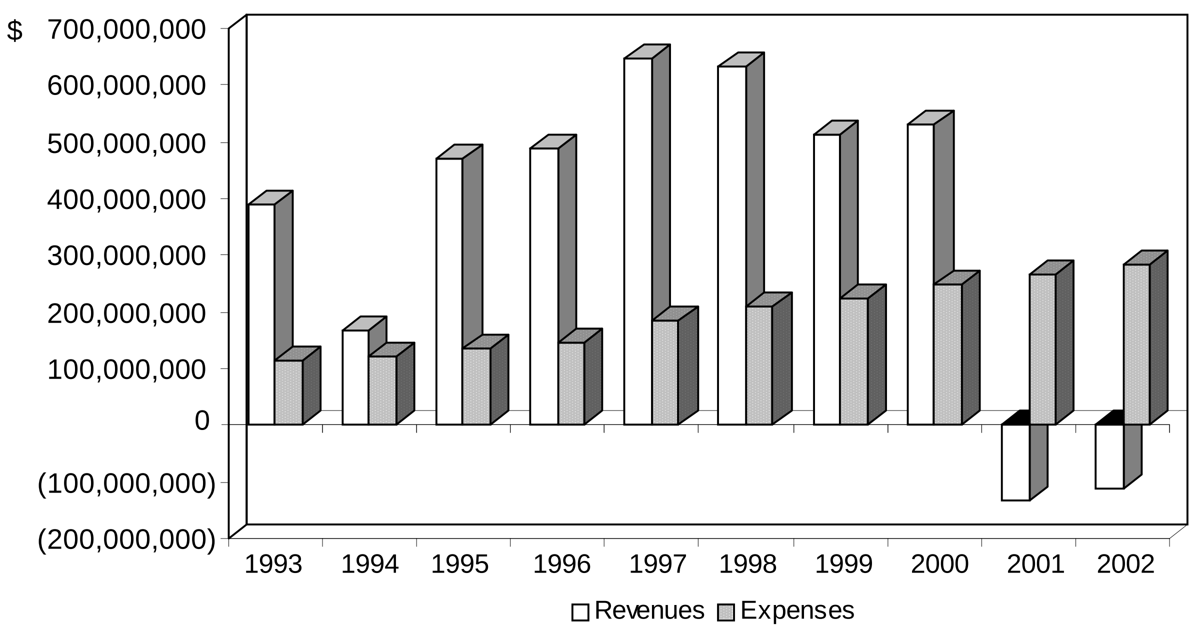
TEACHERS' RETIREMENT SYSTEM
10-YEAR COMPARISON OF EXPENSES BY TYPE



TEACHERS' RETIREMENT SYSTEM
10-YEAR COMPARISON OF VALUATION ASSETS AND ACCRUED LIABILITIES



TEACHERS' RETIREMENT SYSTEM
10-YEAR COMPARISON OF REVENUES AND EXPENSES

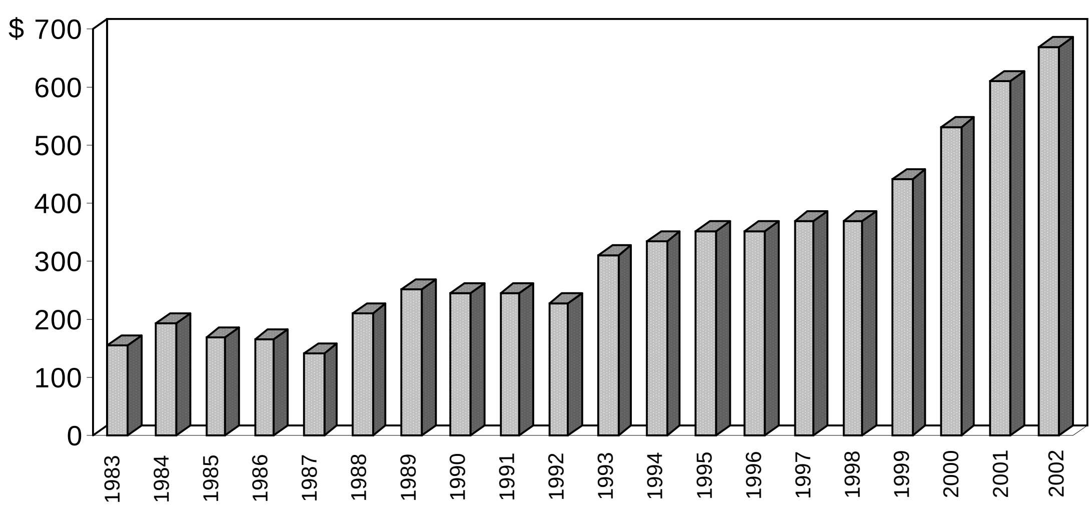


Teachers' Retirement System
Schedule of Benefit Expenses by Type
(000's omitted)

Year Ended June 30	Service	Disability	Survivor	Dependent[1]	COLA[2]	PRPA[3]	Healthcare	Total
1993	$ 70,478	$2,500	$1,929	$ -	$4,638	$13,158	$12,089	$104,792
1994	76,735	2,579	2,260	-	4,991	14,202	15,725	116,492
1995	85,933	2,546	2,513	-	5,642	14,864	18,264	129,762
1996	93,089	2,798	2,618	-	6,082	15,362	21,655	141,604
1997[1]	147,259	3,943	6,322	43	-	-	22,653	180,220
1998	160,409	3,693	5,691	38	-	-	26,123	195,954
1999	176,830	3,775	6,384	96	-	-	30,987	218,072
2000	191,138	4,601	7,059	129	-	-	40,183	243,110
2001	201,338	3,410	5,784	413	-	-	48,928	259,873
2002	213,106	2,979	6,320	492	-	-	56,946	279,843

(1) Due to the implementation of a new computer system, COLA and PRPAs can now be combined with the appropriate base benefit and dependent benefits can be separated from survivor and disability benefits.
(2) Cost-of-Living in Alaska (COLA)
(3) Post-Retirement Pension Adjustment (PRPA)

TEACHERS' RETIREMENT SYSTEM
20-YEAR COMPARISON OF RETIREE MONTHLY HEALTH INSURANCE PREMIUMS



Teachers' Retirement System
Schedule of Benefit Recipients by Type of Benefit and Option Selected
June 30, 2001

Amount of Monthly Benefit	Number of Recipients	Type of Benefit 1	Type of Benefit 2	Type of Benefit 3	Option Selected Opt. 1	Opt. 2	Opt. 3	Opt. 4
$ 1 - $ 300	84	68	16	0	50	17	15	2
301 - 600	242	191	51	0	143	41	46	12
601 - 900	379	314	65	0	239	72	51	17
901 - 1200	422	360	62	0	271	80	63	8
1201 - 1500	458	412	46	0	301	83	61	13
1501 - 1800	446	396	49	1	310	58	68	10
1801 - 2100	579	545	25	9	383	81	102	13
2101 - 2400	780	741	27	12	499	116	151	14
2401 - 2700	782	742	18	22	507	114	146	15
2701 - 3000	746	707	22	17	517	81	135	13
3001 - 3300	638	615	14	9	444	55	131	8
3301 - 3600	512	491	12	9	344	49	111	8
3601 - 3900	401	376	12	13	267	31	97	6
over 3900	864	796	59	9	587	69	190	18
Total	7,333	6,754	478	101	4,862	947	1,367	157

Type of Benefit
1 - Normal retirement
2 - Survivor payment
3 - Disability

Option 1 - Whole Life Annuity
Option 2 - 75% Joint and Contingent Annuity
Option 3 - 50% Joint and Contingent Annuity
Option 4 - 66 2/3% Joint and Survivor Annuity

Teachers' Retirement System
Schedule of Average Benefit Payments
New Benefit Recipients

	Years of Credited Service 0 - 4	5 - 9	10 - 14	15 - 19	20 - 24	25 - 29	30+
Period 7/1/94 - 6/30/95:							
Average Monthly Benefit	$1,204	$ 748	$1,033	$1,716	$2,398	$3,041	$3,958
Number of Recipients	7	22	47	36	129	89	38
Period 7/1/95 - 6/30/96:							
Average Monthly Benefit	$ 952	$ 836	$1,145	$1,731	$2,389	$3,138	$3,317
Number of Recipients	15	24	40	31	115	86	30
Period 7/1/96 - 6/30/97:							
Average Monthly Benefit	$ 996	$ 828	$1,042	$1,692	$2,493	$3,353	$3,812
Number of Recipients	19	42	71	77	151	153	52
Period 7/1/97 - 6/30/98:							
Average Monthly Benefit	$1,051	$ 850	$1,095	$1,842	$2,590	$3,443	$4,280
Number of Recipients	26	51	80	105	240	154	57
Period 7/1/98 - 6/30/99:							
Average Monthly Benefit	$1,230	$ 820	$1,152	$1,691	$2,510	$3,285	$3,756
Number of Recipients	23	43	67	81	176	153	55
Period 7/1/99 - 6/30/01:							
Average Monthly Benefit	$1,514	$1,021	$1,488	$1,935	$2,435	$2,551	$2,864
Number of Recipients	2	33	101	237	374	201	109

"Average Monthly Benefit" includes post-retirement pension adjustments and cost-of-living increases.

Teachers' Retirement System
Participating Employers

Alaska Department of Education
Alaska Gateway School District
Alaska, University of
Alaska Geophysical Institute, University of
Alaska State Legislature
Aleutian Region School District
Aleutians East Borough School District
Anchorage School District
Annette Island School District

Bering Strait School District
Bristol Bay Borough School District

Chatham School District
Chugach School District
Copper River School District
Cordova City School District
Craig City School District

Delta-Greely School District
Denali Borough School District
Dillingham City School District

Fairbanks North Star Borough School District

Galena City School District

Haines Borough School District
Hoonah City School District
Hydaburg City School District

Iditarod Area School District

Juneau School District, City and Borough of

Kake City School District
Kashunamiut School District
Kenai Peninsula Borough School District
Ketchikan Gateway Borough School District
Klawock City School District
Kodiak Island Borough School District
Kuspuk School District

Lake and Peninsula Borough School District, The
Lower Kuskokwim School District
Lower Yukon School District

Matanuska-Susitna Borough School District

Nenana City School District
Nome City School District
North Slope Borough School District
Northwest Arctic Borough School District

Pelican City School District
Petersburg City School District
Pribilof School District

Saint Mary's School District
Sitka Borough School District
Skagway City School District
Southeast Island School District
Southeast Regional Resource Center
Southwest Region School District
Special Education Service Agency

Tanana School District

Unalaska City School District

Valdez City School District

Wrangell Public School District

Yakutat School District
Yukon Flats School District
Yukon-Koyukuk School District
Yupiit School District

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