| AGENCY NAME: | SC Retirement Sy | stem Investi | ment Commission |
|--------------|------------------|--------------|-----------------|
| AGENCY CODE: | E19 | SECTION: | 99 |

Fiscal Year 2015-16 Accountability Report

SUBMISSION FORM

| | The Commission will fulfill its fiduciary responsibility by prudently managing all assets held in trust for the sole benefit of the participants and beneficiaries of the South Carolina Retirement Systems. It will seek superior long-term investment results at a reasonable level of risk. |
|----------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| AGENCY MISSION | |
| | |
| | |
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| | |

| Agency Vision | The vision of the Commission is to be a world class investment organization that pursues strategies that contribute positively to the financial health of the Retirement System. |
|---------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| | |

Please state yes or no if the agency has any major or minor (internal or external) recommendations that would allow the agency to operate more effectively and efficiently.

| RESTRUCTURING | No |
|-------------------------|----|
| RECOMMENDATIONS: | |

Please identify your agency's preferred contacts for this year's accountability report.

| | <u>Name</u> | <u>Phone</u> | <u>Email</u> |
|--------------------|-------------------|--------------|----------------------|
| PRIMARY CONTACT: | Michael Hitchcock | 737-7698 | mhitchcock@ic.sc.gov |
| SECONDARY CONTACT: | Danny Varat | 737-7556 | dvarat@ic.sc.gov |

| AGENCY NAME: | SC Retirement Sy | stem Invest | ment Commission |
|--------------|------------------|-------------|-----------------|
| AGENCY CODE: | E19 | SECTION: | 99 |

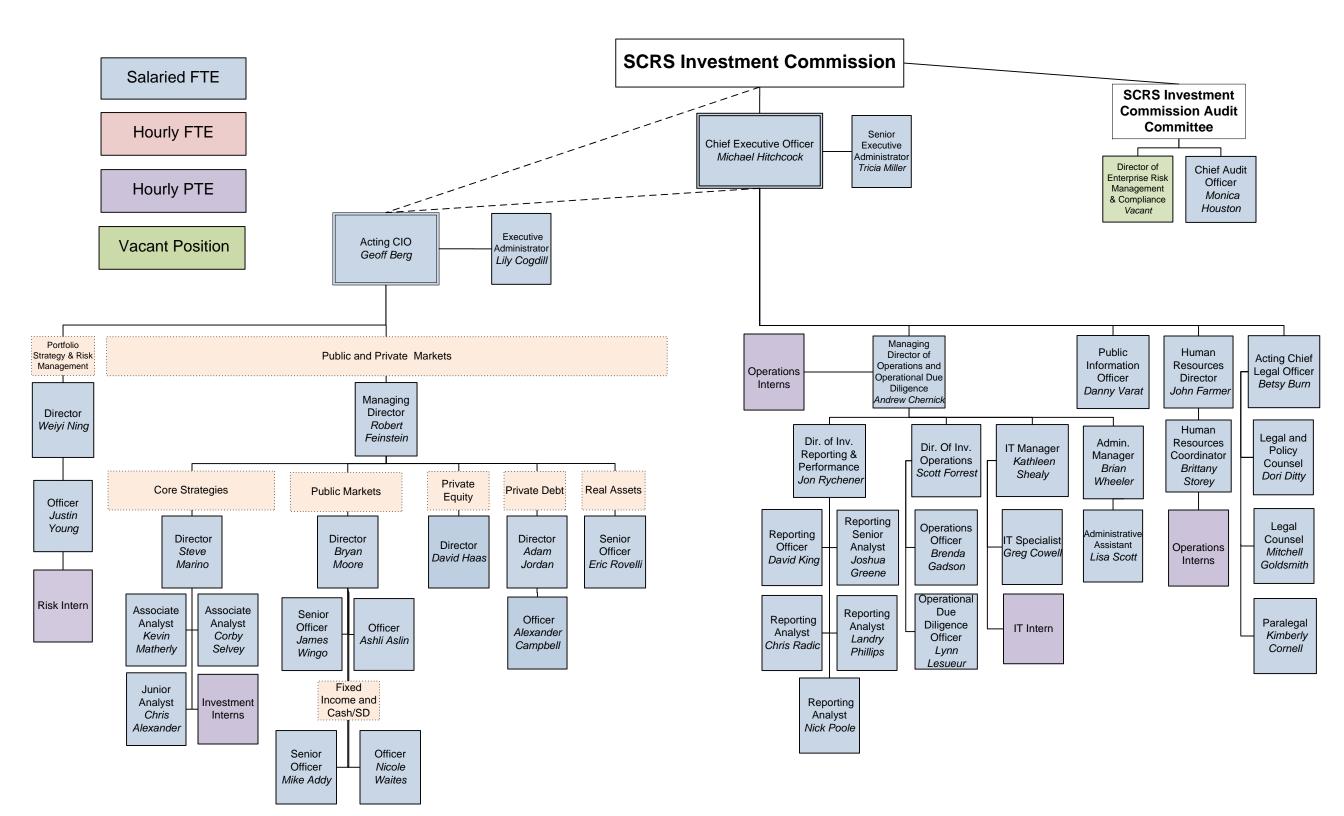
I have reviewed and approved the enclosed FY 2015-16 Accountability Report, which is complete and accurate to the extent of my knowledge.

| Agency Director (Sign and Date): | afarther 09/ | 21/2016 |
|--------------------------------------|-----------------------------|---------|
| (Type/Print Name): | Michael Hitchcock, CEO | 21/2010 |
| Board/Cmsn Chair (Sign and Date): | Rebecco M. Curfor 09/2 | 1/2016 |
| (Type/Print Name): | Rebecca Gunnlaugsson, Chair | |

| AGENCY NAME: | SC Retirement Sy | stem Invest | ment Commission |
|--------------|------------------|-------------|-----------------|
| AGENCY CODE: | E19 | SECTION: | 99 |

AGENCY'S DISCUSSION AND ANALYSIS

The singular goal of the SC Retirement Systems Investment commission is the prudent, legal and transparent investment of Trust Funds. The intended public benefit/outcome is the effective investment of the Fund with the utmost transparency and strict adherence to all legal requirements. Effective investment of the fund results in exceptional total and relative returns while taking a prudent amount of risk. A failure to achieve the goal results in a lower funded level that requires additional funding resources for maintenance of the fund. RSIC relies on its credentialed and experienced staff to design the appropriate asset allocation and manager selection, and it engages outside investment consultants, investment partners and systems providers to assist it in achieving its goal.



ency Name: -G S

gency Code: E19 Section:

Retirement System Investment Commission

99

<u>Item #</u> Associated Enterprise Objective Туре Goal Strat Object G 1 Government and Citizens Prudent, legal and transparent investment of Trust Funds. S 1.1 Government and Citizens Annually construct and execute, upon Commission approval, appropriate asset allocation. 0 1.1.1 Invest assets wisely, manage risk, ensure liquidity and afford flexibility to react to changing market conditions. 1.2 Government and Citizens Select investment managers based upon quantifiable analysis of performance. s Identify specific asset managers with whom RSIC will place Fund assets in order to maximize the investment of those assets. 0 1.2.1 S 1.3 Government and Citizens Ensure the efficient and effective delivery of services complimentary to the investment function. 0 1.3.1 Provide support to the Investment Team, provide accurate and robust reporting of plan performance on a quarterly and annual basis, remain legally compliant. -S 1.4 Government and Citizens Provide independent, objective assurance and recommendations designed to add value and improve RSIC performance. 0 1.4.1 Evaluate and improve the economy, efficiency and effectiveness of the organization's risk management, control, and governance approach.

Agency Name: **Retirement System Investment Commission** Fiscal Year 2015-16 Accountability Report Agency Code: 099

Performance Measurement Template

E19 Section:

| | | | | | | | | anee measurement remplate |
|------|------------------------------------|--------------|--------------|------------------------|-----------------|------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------------------------|
| Item | Performance Measure | Target Value | Actual Value | Future Target Value | Time Applicable | Data Source and Availability | Calculation Method | Associated Objective(s) |
| 1 | 7.5% Rate of Return on Investments | 7.50% | -0.39% | 7.50% | 6/30/2016 | Quarterly Report/http://www.ic.sc.gov/Rep orting/QuarterlyReports/PDFs/2 016.06.30%20- %20Quarterly%20Report.pdf | Final Net Asset Value | All |
| 2 | Portfolio Benchmark | 0.82% | -0.39% | TBD | 6/30/216 | Quarterly Report/http://www.ic.sc.gov/Rep orting/QuarterlyReports/PDFs/2 016.06.30%20- %20Quarterly%20Report.pdf | Final Net Asset Value | All |
| 3 | Peer Universe Median | 0.66% | -0.39% | TBD | 6/30/2016 | BNYM Monthly Universe Report/upon request | Final Net Asset Value | All |

| | System Investment Commission | Retireme | Agency Name: |
|-----|------------------------------|----------|--------------|
| | | | |
| 099 | Section: | E19 | Agency Code: |
| | | | |

| Program/Title | Purpose | | <u>FY 2015-16 Expe</u> | nditures (Actual) | | | FY 2016-17 Expendence | ditures (Projected) | | Associated Objective(s) |
|------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------|---------|------------------------|-------------------|----------------|---------|-----------------------|---------------------|----------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Program/ Ittle | Purpose | General | Other | Federal | TOTAL | General | Other | Federal | TOTAL | Associated Objective(s) |
| I. Administration (Personal Services & Other Operating) | | | \$9,282,426.43 | | | | \$10,593,843.36 | | | All |
| II. Employee Benefits (Employer Contributions) | | | \$1,467,564.20 | | | | \$1,540,942.41 | | | All |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| Asset Allocation | Apportion the portfolio's assets according to the goals, risk tolerance and investment horizon set out by the Commission. | | \$2,361,241.61 | | \$2,361,241.61 | | \$3,340,666.20 | | \$3,340,666.20 | Objective 1.1.1 - Invest assets wisely, manage risk, ensure liquidity and afford flexibility to react to changing market conditions. |
| Manager Selection | Identification of specific investment managers with whom RSIC will place Fund assets in order to fulfill the overall asset allocation. | | \$3,746,227.94 | | \$3,746,227.94 | | \$3,960,488.16 | | \$3,960,488.16 | Objective 1.2.1 - Identify specific asset managers with whom RSIC will place Fund assets in order to maximize the investment of those assets. |
| Operations | Ensure the efficient and effective delivery of services complimentary to the investment function. | | \$4,267,284.56 | | \$4,267,284.56 | | \$4,378,310.40 | | \$4,378,310.40 | Objective 1.3.1 - Providing support to the Investment Team, provide timely and accurate and robust reporting of plan performance, remain legally compliant. |
| Internal Audit | Ensure a systematic and rigorous approach to the evaluation and improvement of risk management, control and governance processes. | | \$375,236.52 | | \$375,236.52 | | \$455,321.01 | | \$455,321.01 | Objective 1.4.1 - Systematic and disciplined approach to evaluate and improve the economy, efficiency and effectiveness of the organization's risk management, control, and governance approach. |

| Agency Name: | Retirement System Inve | stment Commission | n |
|--------------|------------------------|-------------------|-----|
| | | | |
| Agency Code: | E19 | Section: | 099 |

| | | | | _ | | | Legal Standards Template |
|--------|-----------------------------------------|--------------|--------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|------------|--------------------------|
| Item # | Law Number | Jurisdiction | Type of Law | | Statuary Requirement and/or Authori | ty Granted | Associated Program(s) |
| 1 | 9-1-1310 | State | Statute | Authority to invest and reinvest the Trust Fund as allowed by Constitution and Statute. | | | All |
| 2 | 9-1-1340 | State | Statute | Prohibition of conflicts of interest. | | | All |
| 3 | Title 9, Chapter 16 | State | Statute | Duties and responsibilities of Commission, eligibility requirements, reporting requirements, considerations for investment of Trust | | | All |
| 4 | Title 11, Chapter 57 | State | Statute | Iranian Divestment Act | | | All |
| 5 | SC Constitution, Article X, Section XVI | State | Constitution | Notwithstanding the provisions of Section 11 of this article, the funds of the various state- operated retirement systems may be invested and reinvested in equity securities. | | | All |

| 6 | Proviso 99.1 | State | Proviso | For Fiscal Year 2015-16, the provisions of Section 9-16-380 requiring the Inspector General to employ a private audit firm to perform the fiduciary audit on the Retirement System Investment Commission as required by Section 9-16-380 of the 1976 Code shall be suspended. Any savings generated by not conducting the audit shall be used to conduct audits required by Section 9-4-40 of the 1976 Code. | | | | All |
|---|--------------|-------|---------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|-----|
|---|--------------|-------|---------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|-----|

| 7 | Proviso 99.2 | State | Proviso | The Retirement System Investment Commission shall be required to appear before the House Ways and Means Committee's, Legislative, Executive and Local Government Subcommittee on a semi-annual basis at the request of the subcommittee. The purpose of the meeting shall include, but not be limited to, the review of quarterly investment reports and agency operations. | | | | All |
|---|--------------|-------|---------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|-----|
|---|--------------|-------|---------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|-----|

| 8 | Proviso 99.3 | State | Proviso | The Retirement System Investment Commission shall retain twenty-five percent of the annual amount invoiced for its third- party administrator system for the purpose of ensuring the performance of the third-party administrator. The funds must be held in a retainage account and may only be distributed after verification of satisfactory performance by the Investment Commission and Procurement Services pursuant to the service agreement with the third-party administrator. All undistributed funds in the retainage account may be | | All |
|---|--------------------------------------------------------------------------------------------|---------|---------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|-----|
| 9 | Various federal tax laws and ERISA (Employee Retirement Income Security Act of 1974) | Federal | Statute | There are certain elements of the federal tax laws and ERISA which the Investment Commission has to be mindful of in structuring and administering its investments | | All |

| 10 | Federal securities laws | Federal | Statute | Certain elements of the federal securities laws can apply to or otherwise need to be considered by the Investment Commission, including the following: Securities Act of 1933 - Certain regulations promulgated thereunder (e.g., qualified purchaser, qualified institutional buyer, Rule 506 of Regulation D, etc.); Securities and Exchange Act of 1934 - insider trading laws/cases; Investment Advisers Act of 1940 - Certain regulations (e.g., consent to assignment of contracts; 'pay to play' regulations | | All |
|----|----------------------------------------------------------------------|---------|---------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|-----|
| 11 | Certain laws overseen by the Commodity Futures Trading Commission | Federal | Statute | elements of the federal commodities trading laws which the Investment Commission has to be mindful of in structuring and administering its investments. | | All |

| Agency Name: | Agency Name: Retirement System Investment Commission | | | | |
|--------------|------------------------------------------------------|----------|----|--|--|
| | | | | | |
| Agency Code: | E19 | Section: | 99 | | |
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Customer Template

| Divisions or Major Programs | Description | | Description Service/Product Provided to Customers | | <u>Specify only for the following Segments:</u> (1) <u>Industry:</u> Name; (2 <u>) Professional Organization:</u> Name; (3 <u>) Public:</u> Demographics. | | | | |
|-----------------------------|-----------------------------------|-------------------------------------|---------------------------------------------------|----------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|--|--------------------|----------------|----------------------------------------------------------------------------------------------------------------------------------------------------|
| Investment | Asset Allocation Asset Allocation | | Asset Allocation | | Asset Allocation | | Investment Returns | General Public | <u>Age</u> : All <u>Gender</u> : All <u>Economic Requirements</u> : All incomes <u>Other Required Conditions</u> : State Plan Beneficiary |
| | | | | | | | | | |
| Investment | Manager Selection | Manager Selection | Investment Returns | General Public | <u>Age</u> : All <u>Gender</u> : All <u>Economic Requirements</u> : All incomes <u>Other Required Conditions: State Plan Beneficiary</u> | | | | |
| | | | | | | | | | |
| Operations | Operations | Operations | Investment Returns | General Public | <u>Aqe</u> : All <u>Gender</u> : All <u>Economic Requirements</u> : All incomes Other Required Conditions: State Plan Beneficiary | | | | |
| | | | | | | | | | |
| Operations | Internal Audit and Compliance | Internal Audit and Compliance | Investment Returns | General Public | <u>Aqe</u> : All <u>Gender</u> : All <u>Economic Requirements</u> : All incomes Other Required Conditions: State Plan Beneficiary | | | | |

| Agency Name: | Retirement Syst | tem Inve | stment Commission | | Fiscal Year 2015-16 Accountability Report |
|---------------------------------------|------------------------|----------|------------------------------------------------------------------------------------------------------------------------------|---------------------------|----------------------------------------------|
| Agency Code: | E19 | Section: | 099 | | |
| | | | | | Partner Template |
| Name of Partner Entity | Type of Partner Entity | / | De | escription of Partnership | Associated Objective(s) |
| Office of SC State Treasurer | State Government | | Treasurer is Fund custodian and controls the custodial relationship; Treasurer is a seated and voting Commissioner. | | All |
| SC Public Employee Benefits Authority | State Government | | Investment returns contribute to benefit payments; reporting data contribute to PEBA CAFR; PEBA | | All |

All

director is a seated and nonvoting Commissioner. Commissioner appointing

authorities and co-trustees

SC State Fiscal Accountability Authority

State Government

| Agency Name: | Retirement System Investment Commission | | | | | | | | | |
|--------------|-----------------------------------------|----------|-----|--|--|--|--|--|--|--|
| | | | | | | | | | | |
| Agency Code: | E19 | Section: | 099 | | | | | | | |

| Agency code. | EIB | Section. | 033 | 1 | | | Report Template |
|--------------|-----------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|------------------------|---------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Item | Report Name | Name of Entity Requesting the Report | Type of Entity | Reporting Frequency | Submission Date (MM/DD/YYYY) | Summary of Information Requested in the Report | Method to Access the Report |
| 1 | Program Evaluation Report | House Legislative Oversight Committee | State | Annually | 8/3/2016 | General Information/Agency Snapshot; History and Structure; Current and future Strategic Plan, Programs, Employee Allocation and Budgeting; Program Structure; Performance Measures; Comparison to Others; Reports and Reviews | http://www.scstatehouse.gov/CommitteeInfo/HouseLegislativeOversightCo mmittee/AgencyWebpages/RetirementSystemInvestmentCommission/Age ncy%20PER%20(August%203,%202016).PDF |
| 2 | Accountability Report | Executive Budget Office | State | Annually | 1/6/2016 | RSIC's mission, objectives to accomplish the mission, and performance measures show the degree to which objectives are being met; key program area descriptions and expenditures and links these to key financial and performance results measures. | http://www.ic.sc.gov/Reporting/AIR/PDFs/2015annualreport.pdf |
| 3 | Annual Investment Report | State Budget and Control Board, the Speaker of the House of Representatives, members of the House of Representatives or Senate, but only upon their request, the President Pro Tempore of the Senate, and other appropriate officials and entities of the investment status of the retirement systems | State | Annually | 1/6/2016 | (1) a description of a material interest held by a trustee, fiduciary, or an employee who is a fiduciary with respect to the investment and management of assets of the system, or by a related person, in a material transaction with the system within the last three years or proposed to be effected; (2) a schedule of the rates of return, net of total investment expense, on assets of the system overall and on assets aggregated by category over the most recent one-year, three-year, five-year, and ten-year periods, to the extent available, and the rates of return on appropriate benchmarks for assets of the system overall and for each category over each period; (3) a schedule of the sum of total investment expense and total general administrative expense for the fiscal year expressed as a percentage of the fair value of assets of the system on the last day of the fiscal year, and an equivalent percentage for the preceding five fiscal years; and (4) a schedule of all assets held for investment purposes on the last day of the fiscal year aggregated and identified by issuer, borrower, lessor, or similar party to the transaction stating, if relevant, the asset's maturity date, rate of interest, par or maturity value, number of shares, costs, and fair value and identifying an asset that is in default or classified as uncollectible. | http://www.ic.sc.gov/Reporting/AIR/PDFs/2015annualreport.pdf |
| 4 | Quarterly Investment Report | State Budget and Control Board, the Speaker of the House of Representatives, the President Pro Tempore of the Senate, and other appropriate officials and entities | State | Quarterly | 8/26/2016 | Investment performance | http://www.ic.sc.gov/Reporting/QuarterlyReports/PDFs/2016.06.30%20- %20Quarterly%20Report.pdf |

Fiscal Year 2015-16 Accountability Report

Agency Name:

Retirement System Investment Commission

Fiscal Year 2015-16 Accountability Report

Agency Code: E19 Section:

Oversight Review Template

| Item | Name of Entity Conducted Oversight Review | Type of Entity | Oversight Review Timeline | Method to Access the Oversight Review Report |
|------|-------------------------------------------------------------|-------------------------|------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | CliftonLarsonAllen | Outside Organization | 7/1/2014 - 6/30/2015 | https://www.peba.sc.gov/assets/cafr.pdf |
| 2 | SC Legislative Audit Council | State | 7/1/2004 - 6/30/2014 | http://lac.sc.gov/LAC_Reports/2015/Pages/Pensio n_Funds.aspx |
| 3 | SC Senate Special Subcommittee on Retirement Investments | State | 12/2/2013 - Present | http://www.scstatehouse.gov/CommitteeInfo/Senate FinanceSpecialSubcommitteeToReviewInvestment OfStateRetirementFunds/SFinSpecSubToReviewIn vestOfStateRetireFunds.php |
| 4 | SC House Legislative Oversight Committee | State | 12/15/2015 - Present | http://www.scstatehouse.gov/CommitteeInfo/House LegislativeOversightCommittee/AgencyPHPFiles/R etirementSystemInvestmentCommission.php |

099