<u>FINANCIAL STATEMENTS</u> (With Supplementary Information)

December 31, 2023 and 2022



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# **INDEPENDENT AUDITOR'S REPORT**

April 9, 2025

To the Boards of Trustees City of Pontiac General Employees' Retirement System and City of Pontiac Reestablished General Employees' Retirement System

#### **Opinion**

We have audited the financial statements of the City of Pontiac General Employees' Retirement System and the City of Pontiac Reestablished General Employees' Retirement System (collectively, the "Systems"), pension trust funds of the City of Pontiac, Michigan (the "City"), which comprise the statements of fiduciary net position as of December 31, 2023 and 2022, and the related statements of changes in fiduciary net position for the years then ended, as well as the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the fiduciary net position of the Systems as of December 31, 2023 and 2022, and the changes in their fiduciary net position for the years then ended, in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

#### **Basis for Opinion**

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("U.S. GAAS"). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audits of the Financial Statements" section of our report. We are required to be independent of the Systems and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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1001 Woodward Avenue Suite 850 Detroit, Michigan 48226 Tel: (313) 965-2655 Boards of Trustees City of Pontiac General Employees' Retirement System and City of Pontiac Reestablished General Employees' Retirement System April 9, 2025 Page Two

# **INDEPENDENT AUDITOR'S REPORT (CONTINUED)**

# **Other Matter — Reporting Entity**

As discussed in Note A, the Systems are included in the annual comprehensive financial report of the City. The accompanying financial statements present only the Systems and do not purport to, and do not, present fairly the financial position of the City as of December 31, 2023 and 2022, and the changes in its financial position for the years then ended, in accordance with U.S. GAAP. Our opinion is not modified with respect to that matter.

# **Responsibilities of Management for the Financial Statements**

The Systems' management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Systems' ability to continue as going concerns for 12 months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

# Auditor's Responsibilities for the Audits of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. *Reasonable assurance* is a high level of assurance but is not absolute assurance and, therefore, is not a guarantee that an audit conducted in accordance with U.S. GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with U.S. GAAS:

- We exercise professional judgment and maintain professional skepticism throughout the audit.
- We identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and we design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.

Boards of Trustees City of Pontiac General Employees' Retirement System and City of Pontiac Reestablished General Employees' Retirement System April 9, 2025 Page Three

# **INDEPENDENT AUDITOR'S REPORT (CONTINUED)**

#### Auditor's Responsibilities for the Audits of the Financial Statements (continued)

- We obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Systems' internal control. Accordingly, no such opinion is expressed.
- We evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, and we evaluate the overall presentation of the financial statements.
- We conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Systems' ability to continue as going concerns for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits, significant audit findings, and certain internal control-related matters that we identified during the audits.

#### **Required Supplementary Information**

U.S. GAAP requires that the management's discussion and analysis on pages 4 through 11 and the pension information on pages 41 through 46 be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, which considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with U.S. GAAS, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

GJC CPAS & Aduson

Detroit, Michigan

### **MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)**

# December 31, 2023 and 2022

This section of the annual report of the City of Pontiac General Employees' Retirement System (the "GERS") and the City of Pontiac Reestablished General Employees' Retirement System (the "RGERS") (collectively, the "Systems") presents management's discussion and analysis of the Systems' financial performance during the plan years that ended on December 31, 2023 and 2022. Please read it in conjunction with the Systems' financial statements, which follow this section.

# FINANCIAL HIGHLIGHTS

#### **Overall Fund Structure and Objectives**

The Systems exist to pay benefits to their members and retirees. Active members earn service credit that entitles them to receive benefits in the future. As a result of the Systems' funding status, there are no actuarially required contributions, which has resulted in benefit payments exceeding contributions. The excess of benefits over contributions must be funded through investment income. The public capital markets represent the primary source of investments for the GERS and the RGERS.

# **Asset Allocation**

The Systems have each established separate asset allocation policies that are expected to deliver sufficient investment income over the long term to satisfy the obligations to pay promised pension benefits. The following is a summary of the asset allocation policies adopted by the GERS and the RGERS as of December 31, 2023 and 2022:

Asset Class	Target Allocation	
Domostic aquitics	50	0/.
Domestic equities Domestic fixed income	30 25	70
International equities	5	
Emerging markets	5	
Real estate	10	
Private equities	5	
	100	%

### **MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED) (CONTINUED)**

#### December 31, 2023 and 2022

# FINANCIAL HIGHLIGHTS (CONTINUED)

#### **Investment Results**

Early on in 2023, many economists were predicting a U.S recession to commence by late 2023 or early 2024. Recession predictions actually started in 2022 and were bolstered by the fact that 2022 was a terrible year for U.S. capital markets, as it was only one of five years in the last 100 years in which both U.S. stock (S&P 500) and U.S. Treasuries had negative returns. The predicted recession of 2023 ultimately failed to materialize, and stock indices largely reversed course by the second quarter of 2023, with most of the gains concentrated in a handful of large technology stocks.

There were likely a couple of factors explaining how such a widely anticipated recession did not materialize. As a result of direct government stimulus during the COVID-19 pandemic, U.S. consumers had accumulated massive amounts of excess savings. Investor liquidity remained plentiful as the U.S. Treasury still held a relatively large balance sheet, and the federal government continued efforts to prime the economy. Essentially, 2023 saw vast amounts of liquidity remaining in the economy and ongoing priming efforts more than offsetting a combative Federal Reserve. These unique government-induced liquidity surpluses may have served to prevent or delay an economic contraction, but came at the cost of higher inflation.

While equity indices generally performed quite well in 2023, there was some dispersion within equity investing styles and across asset classes. The S&P 500 rose 26.3 percent in 2023, with large cap tech leading the way. Value stock and emerging market indices returned 10 percent to 11 percent, while other indices performed better, with returns ranging between 18 percent and 43 percent. The Russell 1000 Growth index, containing the well-known large cap tech stocks, was the best performing equity index in 2023, returning just under 43 percent. The Bloomberg Aggregate and Intermediate Gov/Credit indices returned 5.5 percent and 5.2 percent, respectively, in 2023. In the fixed income space, rising rates in prior years produced higher yields in 2023, and this, to some degree, mitigated the impact of falling bond prices and negative fixed income returns in 2022. The Cambridge U.S. Private Equity index returned 5.9 percent in 2023, while the portfolio's real estate index, the NCREIF NFI ODCE, returned (12.1) percent.

The Systems' portfolio returned 10.7 percent in 2023, and this exceeds the long-term expected annual rate of return on plan assets by 407 basis points. The portfolio's performance in 2023 is generally explained by strong equity returns and expected returns from the fixed income allocation being offset by negative returns and underperformance from the Systems' private equity and real estate allocations. Negative returns in the real estate allocation in 2023 were driven by changing demands and market cycle dynamics and were especially evident with the office sector.

#### **MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED) (CONTINUED)**

#### December 31, 2023 and 2022

# FINANCIAL HIGHLIGHTS (CONTINUED)

#### **Investment Results (continued)**

Market cycles, corrections, and volatility are integral and expected factors with investments. Diversification is a key component to hedge market swings. The 2023 actuarial report reflected a 174.7 percent funding ratio at an assumed annual rate of return of six percent. The valuation performed in accordance with Governmental Accounting Standards Board Statement No. 68 reflected a long-term real mean return of 6.80 percent as of December 31, 2023. The Systems' Boards of Trustees and staff work diligently and meticulously with the investment consultant to monitor managers and their performance and to create long-term investment diversification strategies designed to produce market returns with as little risk as possible.

#### Plan Sponsor Financial Condition and Update

The settlement agreement which was reached in the retiree health care litigation was approved by the court in 2018. In March 2021, the Internal Revenue Service approved the City of Pontiac's (the "City") request to terminate the GERS, effective March 31, 2021, establish the RGERS, effective April 1, 2021, and transfer the excess assets to a newly created trust, the City of Pontiac VEBA Trust (the "VEBA Trust"), to provide the funding for retiree health care. In the first quarter of 2022, transfers were made to the RGERS and the VEBA Trust in compliance with the terms of the settlement agreement. As part of the settlement, all liabilities for pension benefits were transferred to the RGERS, and pension benefits are now only payable out of RGERS assets. The remaining net position in the GERS, roughly \$56.6 million as of December 31, 2023, is held in trust until a final settlement is reached with the City and the City of Pontiac Retired Employees' Association (the "CPREA").

The City and the CPREA are considering enhanced pension benefits for retirees and beneficiaries. The arrangement being considered involves transferring a portion of the net position in the GERS to the VEBA Trust and transferring the remaining net position in the GERS to the RGERS to cover enhanced benefits, which will be payable exclusively out of RGERS assets. Without considering the impact of the possible enhanced benefits, the RGERS was 174.7 percent funded as of December 31, 2023, and no employer contributions were required. There is a risk that, if implemented, the enhanced benefits could result in the RGERS being insufficiently funded at some point in the future. There is uncertainty regarding the City's ability to make future contributions to the RGERS.

#### **MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED) (CONTINUED)**

#### December 31, 2023 and 2022

# **OVERVIEW OF THE FINANCIAL STATEMENTS**

This annual report contains the Systems' financial statements, which consist of the statements of fiduciary net position and the statements of changes in fiduciary net position (presented on pages 12 through 15). These financial statements report information about the Systems as a whole using accounting methods similar to those used by private-sector pension plans. The statements of fiduciary net position include all of the Systems' assets, deferred outflows of resources, liabilities, and deferred inflows of resources. All of the current year's increases and decreases in the Systems' net position are accounted for in the statements of changes in fiduciary net position, under the accrual basis of accounting.

These financial statements report the Systems' net position and how it has changed. Net position represents the difference between the Systems' total of assets and deferred outflows of resources and their total of liabilities and deferred inflows of resources, and it represents one way to measure the Systems' financial health, or position. Over time, increases or decreases in the Systems' net position may be affected by several variables, such as benefit design changes, contributions, investment performance, participant distributions during the current year due to retirements, terminations, and the Systems' administrative expenses.

The notes to the financial statements, which begin on page 16, explain some of the information in the financial statements and provide more detailed data.

#### **MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED) (CONTINUED)**

#### December 31, 2023 and 2022

#### FINANCIAL ANALYSIS OF THE SYSTEMS AS A WHOLE

# Table 1Condensed Statements of Fiduciary Net PositionDecember 31, 2023, 2022, and 2021

			2023			2022		2021
		GERS	RGERS	Total (Memorandum Only)	GERS	RGERS	Total (Memorandum Only)	GERS
Assets: Investments Other assets		\$ 57,000,598 251,293	\$ 393,918,241 1,634,259	\$ 450,918,839 1,885,552	\$ 51,299,481 228,595	\$ 381,478,937 1,432,582	\$ 432,778,418 1,661,177	\$ 596,130,689 3,642,384
	Total Assets	57,251,891	395,552,500	452,804,391	51,528,076	382,911,519	434,439,595	599,773,073
Liabilities		679,768	515,468	1,195,236	472,020	674,685	1,146,705	785,225
	Net Position Restricted for Pensions	<u>\$ 56,572,123</u>	\$ 395,037,032	\$ 451,609,155	<u>\$ 51,056,056</u>	\$ 382,236,834	\$ 433,292,890	<u>\$ 598,987,848</u>

The assets reported above reflect the total value of assets held in the GERS and RGERS accounts. Assets transferred out of the GERS pension trust to the VEBA Trust in 2022 are not reflected in the December 31, 2022 columns. The combined market value of assets held within the GERS and the RGERS totaled \$451.6 million as of December 31, 2023.

#### **MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED) (CONTINUED)**

#### December 31, 2023 and 2022

# FINANCIAL ANALYSIS OF THE SYSTEMS AS A WHOLE (CONTINUED)

#### Table 2

<u>Condensed Statements of Changes in Fiduciary Net Position</u> For the Years Ended December 31, 2023, 2022, and 2021

	2023			 2022				 2021				
		GERS		RGERS	(M	Total lemorandum Only)	 GERS		RGERS	(M	Total emorandum Only)	 GERS
Additions:												
Net investment income	\$	1,027,258	\$	3,903,760	\$	4,931,018	\$ 1,545,842	\$	_,,	\$	4,096,583	\$ 3,702,614
Transfer of assets from GERS				66,239		66,239	20.470		443,006,450		443,006,450	-0-
Other income				29,399		29,399	 39,470		30,408		69,878	 41,963
<b>Total Additions</b>		1,027,258		3,999,398		5,026,656	 1,585,312		445,587,599		447,172,911	 3,744,577
Deductions:												
Participant benefit payments				21,344,110		21,344,110			21,757,276		21,757,276	26,890,294
Administrative expenses		43,883		683,775		727,658	10,771		622,141		632,912	799,944
Transfer of assets to RGERS		66,239				66,239	443,006,450				443,006,450	-0-
Transfers to City of Pontiac						-0-	 76,096,372				76,096,372	 8,000,000
<b>Total Deductions</b>	\$	110,122	\$	22,027,885	\$	22,138,007	\$ 519,113,593	\$	22,379,417	\$	541,493,010	\$ 35,690,238

#### **MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED) (CONTINUED)**

#### December 31, 2023 and 2022

# FINANCIAL ANALYSIS OF THE SYSTEMS AS A WHOLE (CONTINUED)

#### Table 2

<u>Condensed Statements of Changes in Fiduciary Net Position (continued)</u> For the Years Ended December 31, 2023, 2022, and 2021

		2023			2022				
	GERS	RGERS	Total (Memorandum Only)	GERS	RGERS	Total (Memorandum Only)	GERS		
Gains and Losses: Net appreciation (depreciation) in fair value of investments	\$ 4,598,931	\$ 30,828,685	\$ 35,427,616	\$ (30,403,511)	\$ (40,971,348)	\$ (71,374,859)	\$ 81,034,133		
Change in Net Position Restricted for Pensions	5,516,067	12,800,198	18,316,265	(547,931,792)	382,236,834	(165,694,958)	49,088,472		
Net Position Restricted for Pensions, Beginning of Year	51,056,056	382,236,834	433,292,890	598,987,848		598,987,848	549,899,376		
Net Position Restricted for Pensions, End of Year	\$ 56,572,123	\$ 395,037,032	\$ 451,609,155	<u>\$ 51,056,056</u>	\$ 382,236,834	\$ 433,292,890	\$ 598,987,848		

The table above illustrates the previously noted transfers of GERS assets in 2022, as well as the net position of the GERS and the RGERS for the years reflected.

#### **MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED) (CONTINUED)**

### December 31, 2023 and 2022

# FINANCIAL CONTACT

This financial report is designed to present its users with a general overview of the Systems' finances and to demonstrate the Systems' accountability for the funds they hold. If you have any questions about this report or need additional financial information, contact the Systems' office at 2201 Auburn Road, Suite B, Auburn Hills, Michigan 48326.

#### STATEMENTS OF FIDUCIARY NET POSITION

#### December 31, 2023 and 2022

		2023		2022			
	City of Pontiac General Employees' Retirement System	City of Pontiac Reestablished General Employees' Retirement System	Total (Memorandum Only)	City of Pontiac General Employees' Retirement System	City of Pontiac Reestablished General Employees' Retirement System	Total (Memorandum Only)	
Assets:							
Investments, at fair value or net asset value (Note C):							
Common stocks	\$ 32,935,086	\$ 177,994,417	\$ 210,929,503	\$ 28,528,688	\$ 162,702,829	\$ 191,231,517	
Corporate bonds	729,063	16,302,790	17,031,853	1,038,891	17,171,483	18,210,374	
Government bonds	4,447,411	20,271,927	24,719,338	3,156,462	12,885,543	16,042,005	
Municipal and provincial bonds	8,869,768	22,919,516	31,789,284	9,486,240	24,453,958	33,940,198	
Government agency notes	2,640,549	7,992,058	10,632,607	2,160,676	7,690,999	9,851,675	
U.S. government mortgage-backed securities	396,033	14,054,340	14,450,373	440,982	14,218,989	14,659,971	
Residential and other asset-backed securities	99,686	5,339,416	5,439,102	247,408	5,605,253	5,852,661	
Short-term investments	6,611,613	9,802,716	16,414,329	5,970,124	13,680,130	19,650,254	
International equities	271,389	11,476,856	11,748,245	270,010	9,753,729	10,023,739	
Private equity funds		6,581,989	6,581,989		7,256,752	7,256,752	
Commingled funds:							
Domestic		33,133,956	33,133,956		28,803,929	28,803,929	
International		27,502,132	27,502,132		27,557,267	27,557,267	
Real estate funds		40,546,128	40,546,128		49,698,076	49,698,076	
Total Investments	\$ 57,000,598	\$ 393,918,241	\$ 450,918,839	\$ 51,299,481	\$ 381,478,937	\$ 432,778,418	

#### STATEMENTS OF FIDUCIARY NET POSITION (CONTINUED)

#### December 31, 2023 and 2022

		2023			2022				
	City of Pontiac General Employees' Retirement System	City of Pontiac Reestablished General Employees' Retirement System	Total (Memorandum Only)	City of Pontiac General Employees' Retirement System	City of Pontiac Reestablished General Employees' Retirement System	Total (Memorandum Only)			
Assets (continued): Other assets: Cash and cash equivalents Accrued interest receivable Other receivables Prepaid expenses	\$ 14,324 236,969	\$ -0- 843,552 677,008 113,699	\$ 14,324 1,080,521 677,008 113,699	\$ 10,016 218,579	\$ 70,624 690,700 671,258	\$ 80,640 909,279 671,258 -0-			
Total Other Assets	251,293	1,634,259	1,885,552	228,595	1,432,582	1,661,177			
Total Assets	57,251,891	395,552,500	452,804,391	51,528,076	382,911,519	434,439,595			
Liabilities: Accounts payable and other liabilities	679,768	515,468	1,195,236	472,020	674,685	1,146,705			
Net Position Restricted for Pensions (Note B)	\$ 56,572,123	\$ 395,037,032	\$ 451,609,155	\$ 51,056,056	\$ 382,236,834	\$ 433,292,890			

#### STATEMENTS OF CHANGES IN FIDUCIARY NET POSITION

#### For the Years Ended December 31, 2023 and 2022

		2023					2022					
	City of Pontiac General Employees' Retirement System		ntiac Reestablished neral General loyees' Employees' rement Retirement		Total (Memorandum Only)		City of Pontiac General Employees' Retirement System		City of Pontiac Reestablished General Employees' Retirement System		Total (Memorandum Only)	
Additions: Investment income: Interest and dividends	\$	1,197,680	\$	5,879,439	\$	7,077,119	\$	1,590,561	\$	5,116,614	\$	6,707,175
Less: Investment expenses	Ψ	(170,422)	Ŷ	(1,975,679)	•	(2,146,101)	Ŷ	(44,719)	Ŷ	(2,565,873)	Ŷ	(2,610,592)
Net Investment Income		1,027,258		3,903,760		4,931,018		1,545,842		2,550,741		4,096,583
Miscellaneous income Plan-to-plan resource movement (Note A)				29,399 66,239		29,399 66,239		39,470		30,408 443,006,450		69,878 443,006,450
<b>Total Additions</b>		1,027,258		3,999,398		5,026,656		1,585,312		445,587,599		447,172,911
<b>Deductions:</b> Participant benefit payments Administrative expenses Plan-to-plan resource movement (Note A) Transfers to City of Pontiac		43,883 66,239		21,344,110 683,775		21,344,110 727,658 66,239 -0-		10,771 443,006,450 76,096,372		21,757,276 622,141		21,757,276 632,912 443,006,450 76,096,372
<b>Total Deductions</b>	\$	110,122	\$	22,027,885	\$	22,138,007	\$	519,113,593	\$	22,379,417	\$	541,493,010

#### STATEMENTS OF CHANGES IN FIDUCIARY NET POSITION (CONTINUED)

#### For the Years Ended December 31, 2023 and 2022

		2023		2022				
	City of Pontiac General Employees' Retirement System	City of Pontiac Reestablished General Employees' Retirement System	Total (Memorandum Only)	City of Pontiac General Employees' Retirement System	City of Pontiac Reestablished General Employees' Retirement System	Total (Memorandum Only)		
Gains and Losses: Net appreciation (depreciation) in fair value of investments	\$ 4,598,931	\$ 30,828,685	\$ 35,427,616	\$ (30,403,511)	\$ (40,971,348)	\$ (71,374,859)		
Change in Net Position Restricted for Pensions	5,516,067	12,800,198	18,316,265	(547,931,792)	382,236,834	(165,694,958)		
Net Position Restricted for Pensions, Beginning of Year	51,056,056	382,236,834	433,292,890	598,987,848	-0-	598,987,848		
Net Position Restricted for Pensions, End of Year	\$ 56,572,123	\$ 395,037,032	\$ 451,609,155	\$ 51,056,056	\$ 382,236,834	\$ 433,292,890		

# **NOTES TO FINANCIAL STATEMENTS**

#### December 31, 2023 and 2022

# NOTE A — DESCRIPTION OF THE SYSTEMS

#### **Reporting Entity**

The City of Pontiac, Michigan (the "City") sponsors and administers the City of Pontiac General Employees' Retirement System (the "GERS") and the City of Pontiac Reestablished General Employees' Retirement System (the "RGERS") (collectively, the "Systems"), contributory single-employer retirement plans. The financial statements of the Systems are also included in the financial statements of the City as pension trust funds. The assets of the pension trust funds include no securities of, or loans to, the City or any other related party.

### System Administration

The Systems' Boards of Trustees (the "Boards") administer the single-employer defined benefit pension plans that provide pensions for substantially all permanent full-time general employees of the City, except police and fire employees. Benefit terms have been established by contractual agreements between the City and the various employee union representatives.

Each of the Boards consists of 11 members, as follows:

- A member of the Pontiac City Council (the "City Council") to be selected by the City Council
- The mayor of the City
- The finance director of the City
- Three citizen appointees
- Three member trustees, one elected by active employees and two elected by active, deferred, and retired members
- One retiree trustee elected by retirees
- One hospital member (who may be a deferred vested member or a retired member) of the Systems who was formerly employed by Pontiac General Hospital, elected via an election conducted by the hospital with the assistance of the retirement office

# Plan-to-Plan Resource Movement

In March 2021, the Internal Revenue Service approved the City's request to terminate the GERS, to establish a new plan, the RGERS, and to transfer the excess assets to a newly created voluntary employees' beneficiary association ("VEBA"), the City of Pontiac VEBA Trust (the "VEBA Trust"), to provide funding for retiree health care. The movement of resources occurred primarily in 2022, with additional resources moved in 2023. The amount of net position transferred from the GERS to the RGERS was \$66,239 and \$443,006,450 in 2023 and 2022, respectively, and the amount of the pension liability transferred in 2022 was \$270,854,065.

#### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

### December 31, 2023 and 2022

# NOTE A — DESCRIPTION OF THE SYSTEMS (CONTINUED)

#### **Contributions**

Article 9, Section 24 of the State of Michigan (the "State") Constitution requires that financial benefits arising on account of employee service rendered in each year be funded during that year. Accordingly, the Boards retain an independent actuary to determine the annual contribution. The actuarially determined rate is the estimated amount necessary to finance the costs of benefits earned by the Systems' members during the year, with an additional amount to finance any unfunded accrued liability. Contribution requirements of the Systems' members are established in accordance with City ordinances, union contracts, and plan provisions. For the years ended December 31, 2023 and 2022, the active members were not required to contribute to the Systems. The City is required to contribute at an actuarially determined rate. In accordance with the actuary's recommendation, the City was not required to make a contribution to the Systems during 2023 or 2022.

# **Pension Benefits**

The Systems provide retirement benefits, as well as death and disability benefits. Employees may receive cost of living adjustments as a percentage of their retirement allowance, pursuant to the collective bargaining agreement or employment agreement in effect at their date of retirement. The obligation to contribute to and maintain the Systems was established by City ordinance and negotiation with the employees' collective bargaining units.

In 2013, Ordinance No. 2300 was passed and, because of this, the retirees received a \$400 per month temporary increase in pension benefits, which was slated to expire on August 31, 2015. Subsequently, the City passed the following ordinances to extend payment of this benefit increase:

- Ordinance No. 2327, extending the increase through August 31, 2016
- Ordinance No. 2337, extending the increase through August 31, 2017
- Ordinance No. 2346, extending the increase through August 31, 2018
- Ordinance No. 2356, extending the increase through August 31, 2019
- Ordinance No. 2369, extending the increase through August 31, 2020
- Ordinance No. 2377, extending the increase through August 31, 2021
- Ordinance No. 2385, extending the increase through December 31, 2021
- Ordinance No. 2389, extending the increase through December 31, 2022

Ordinance No. 2389 extended the temporary increase through December 31, 2022, or when the VEBA Trust begins providing health care benefits to retirees, whichever comes first. As of December 31, 2023, no additional ordinance has been passed.

# NOTES TO FINANCIAL STATEMENTS (CONTINUED)

### December 31, 2023 and 2022

# NOTE A — DESCRIPTION OF THE SYSTEMS (CONTINUED)

#### System Participants

The number of RGERS participants as of December 31, 2023 and 2022is as follows:

	2023	2022
Retirees and beneficiaries	991	1,017
Vested inactive members	87	88
Vested active members	14	17
	1,092	1,122

There are no participants in the GERS as of December 31, 2023 or 2022.

The GERS was closed to all new hires after April 1, 2013, except for those new hires who are hired under the Michigan Association of Public Employees ("MAPE", representing the 50th District Court employees) collective bargaining agreement. In 2022, MAPE approved an agreement that closed the RGERS to all new hires, effective July 1, 2022.

# NOTE B — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### **Basis of Accounting**

The Systems' financial statements are prepared on the accrual basis of accounting using the economic resources measurement focus. Member contributions are recognized in the period in which the contributions are due. The City's contributions are recognized when due pursuant to legal requirements. Benefits and refunds are recognized when due and payable in accordance with the terms of the plan document. Administrative expenses are financed through investment earnings.

#### **Net Position Restricted for Pensions**

Net position restricted for pensions includes the following reserves:

#### **Retiree Reserve**

The retiree reserve is computed annually by the actuary as the present value of estimated benefit payments for all current retirees. The amounts reserved may be used solely to pay monthly retiree benefit payments. The reserve is funded by actuarially determined transfers from the City.

# NOTES TO FINANCIAL STATEMENTS (CONTINUED)

### December 31, 2023 and 2022

# NOTE B — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### Net Position Restricted for Pensions (continued)

#### Employee Reserve

The employee reserve is credited as employee contributions are received throughout the year; the System maintains a record of the amount contributed by each employee and credits interest annually at a rate of four percent. Balances are returned to employees who terminate before vesting in the Systems. For those who stay until retirement, the balances are transferred into the retiree reserve.

The reserve balances of the RGERS as of December 31, 2023 and 2022 are as follows:

	2023	2022
Retiree reserve	\$ 253,952,544	\$ 260,272,979
Employee reserve	76,360	129,947

The GERS has no reserve balances as of December 31, 2023 or 2022.

#### Investments

The Systems' investments are stated at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price).

Short-term investments are reported at cost, which approximates fair value. Securities traded on a national or international exchange are valued at the last reported sales price at current exchange rates. Mortgages are valued on the basis of future principal and interest payments and are discounted at prevailing interest rates for similar instruments. Investments that do not have an established market value are reported at estimated fair value, as determined by the Systems' management. These estimates are determined using audited financial statements issued by the private equity companies, commingled funds, or partnerships in which such investments are held, adjusted by management as deemed appropriate, based on known circumstances.

There are inherent limitations in any estimation technique. Because of the inherent uncertainty of valuations, these estimated values may differ significantly from the values that would have been used had a ready market for the investments existed, and the differences could be material.

# NOTES TO FINANCIAL STATEMENTS (CONTINUED)

### December 31, 2023 and 2022

# <u>NOTE B — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)</u>

#### **Investments (continued)**

Dividend income is recognized based on the ex-dividend date, and interest income is recognized on the accrual basis as earned. All realized gains and losses on investments are recognized at the point of sale and are included in investment income. Purchases and sales of investments are recorded as of the trade date, which is the date when the transaction is initiated. Net appreciation and depreciation include gains and losses on investments bought and sold, as well as held, during the year.

#### Fair Value Measurements

The Systems use fair value measurements in the preparation of their financial statements, which utilize various inputs, including those that can be readily observable, corroborated, or are generally unobservable. The Systems utilize market-based data and valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. Additionally, the Systems apply assumptions that market participants would use in pricing an asset or liability, including an assumption about market risk.

The measurement of fair value includes a hierarchy based on the quality of inputs used to measure fair value. Financial assets and liabilities are categorized into this three-level fair value hierarchy based on the inputs to the valuation technique. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets and liabilities and the lowest priority to unobservable inputs.

The various levels of the fair value hierarchy are described as follows:

- Level 1 Financial assets and liabilities whose values are based on unadjusted quoted market prices for identical assets and liabilities in an active market that the Systems have the ability to access
- Level 2 Financial assets and liabilities whose values are based on quoted prices in markets that are not active or model inputs that are observable for substantially the full term of the asset or liability
- Level 3 Financial assets and liabilities whose values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement

# NOTES TO FINANCIAL STATEMENTS (CONTINUED)

### December 31, 2023 and 2022

# <u>NOTE B — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)</u>

#### Fair Value Measurements (continued)

The use of observable market data, when available, is required in making fair value measurements. When inputs used to measure fair value fall within different levels of the hierarchy, the level within which the fair value measurement is categorized is based on the lowest level input that is significant to the fair value measurement.

#### **Reclassifications**

Certain reclassifications have been made to the accompanying financial statements as of, and for the year ended, December 31, 2022 to conform to classifications used as of, and for the year ended, December 31, 2023.

### <u>NOTE C — DEPOSITS AND INVESTMENTS</u>

Michigan Compiled Laws Section 129.91 (Michigan Public Act 20 of 1943, as amended) authorizes local governmental units to make deposits and invest in the accounts of federally insured banks, credit unions, and savings and loan associations that have offices in Michigan. The Systems are allowed to invest in the following:

- Bonds, securities, and other direct obligations of the United States or any agency or instrumentality of the United States
- Repurchase agreements
- Bankers' acceptances of United States banks
- Commercial paper rated within the two highest classifications that mature no more than 270 days after the date of purchase
- Obligations of the State or its political subdivisions that are rated as investment grade
- Mutual funds composed of investment vehicles that are legal for direct investment by local units of government in Michigan

The Systems are also authorized by Michigan Public Act 314 of 1965, as amended ("Act 314"), to invest in certain reverse repurchase agreements, stocks, diversified investment companies, annuity investment contracts, real estate leased to public entities, mortgages, real estate (if the Systems' assets exceed \$250 million), debt or equity of certain small businesses, certain state and local government obligations, and certain other specified investment vehicles.

# NOTES TO FINANCIAL STATEMENTS (CONTINUED)

### December 31, 2023 and 2022

# <u>NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)</u>

The Systems have designated one bank for the deposit of its funds. The investment policy adopted by the Boards in accordance with Michigan Public Act 196 of 1997 has authorized investment in all allowable investments under Michigan Public Act 347 of 2012, as amended. The Systems' deposit and investment policies are in accordance with statutory authority.

#### **Investment Allocation Policy**

The Systems' policy in regard to the allocation of invested assets is established, and may be amended, by the Boards by a majority vote of their members. It is the Boards' policy to pursue an investment strategy that manages risk through the prudent diversification of the portfolio across a broad selection of distinct asset classes. The Systems' investment policy discourages the use of cash equivalents, except for liquidity purposes, and aims to refrain from dramatically shifting asset class allocations over short time spans.

Asset Class	Target Allocation
Domestic equities:	
All cap	14 %
Large cap	10
Mid cap	15
Small cap	11
International equities	5
Emerging markets equities	5
Fixed income:	
Core	25
Real estate	10
Private equities	5
	<u>    100  %</u>

The adopted asset allocation policies as of December 31, 2023 and 2022 are as follows:

# NOTES TO FINANCIAL STATEMENTS (CONTINUED)

# December 31, 2023 and 2022

# NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

# Fair Value

The Systems' fair value hierarchy for those assets measured on a recurring basis as of December 31, 2023 and 2022 is summarized as follows:

	N	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)		Unob Ir	nificant oservable oputs evel 3)	Total		
GERS									
2023									
Assets:									
Investments at fair value:									
Common stocks	\$	32,935,086	\$	-0-	\$	-0-	\$	32,935,086	
Corporate bonds				729,063				729,063	
Government bonds				4,447,411				4,447,411	
Municipal and				0.000 700				0.000 700	
provincial bonds				8,869,768				8,869,768	
Government agency notes				2,640,549				2,640,549	
U.S. government mortgage- backed securities				396,033				396,033	
Residential and other				390,033				390,033	
asset-backed securities				99,686				99.686	
Short-term investments		6,611,613		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				6,611,613	
International equities		271,389						271,389	
<b>Total Investments</b>	\$	39,818,088	\$	17,182,510	\$	-0-	\$	57,000,598	

# **NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

# December 31, 2023 and 2022

# NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

#### Fair Value (continued)

		Fair							
	1	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)		Unob Ir	nificant servable nputs evel 3)	Total		
GERS (continued)									
2022									
Assets:									
Investments at fair value:							*		
Common stocks	\$	28,528,688	\$	-0-	\$	-0-	\$	28,528,688	
Corporate bonds Government bonds				1,038,891				1,038,891	
				3,156,462				3,156,462	
Municipal and provincial bonds				9,486,240				9,486,240	
Government agency notes				2,160,676				2,160,676	
U.S. government mortgage-				2,100,070				2,100,070	
backed securities				440,982				440,982	
Residential and other				- )				- )	
asset-backed securities				247,408				247,408	
Short-term investments		5,970,124						5,970,124	
International equities		270,010						270,010	
<b>Total Investments</b>	\$	34,768,822	\$	16,530,659	\$	-0-	\$	51,299,481	

# **NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

# December 31, 2023 and 2022

# NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

#### Fair Value (continued)

	Fair			
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
RGERS				
2023				
Assets: Investments at fair value: Common stocks Corporate bonds Government bonds Municipal and provincial bonds Government agency notes U.S. government mortgage- backed securities Residential and other asset-backed securities Short-term investments International equities Private equity funds	\$ 177,994,417 9,802,716 11,476,856	\$ -0- 16,302,790 20,271,927 22,919,516 7,992,058 14,054,340 5,339,416	\$ -0- 6,581,989	\$ 177,994,417 16,302,790 20,271,927 22,919,516 7,992,058 14,054,340 5,339,416 9,802,716 11,476,856 6,581,989
Total Investments at Fair Value	\$ 199,273,989	\$ 86,880,047	\$ 6,581,989	292,736,025
Investments measured at net asset value: Commingled funds: Domestic International Real estate funds				33,133,956 27,502,132 40,546,128
Total Investments Measured at Net Asset Value				101,182,216
Total Investments				\$ 393,918,241

# **NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

# December 31, 2023 and 2022

# NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

#### Fair Value (continued)

	Fair	Value Measurem	ents	
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
RGERS (continued)				
2022				
Assets: Investments at fair value: Common stocks Corporate bonds Government bonds Municipal and provincial bonds Government agency notes U.S. government mortgage- backed securities Residential and other asset-backed securities Short-term investments International equities Private equity funds	\$ 162,702,829 13,680,130 9,753,729	\$ -0- 17,171,483 12,885,543 24,453,958 7,690,999 14,218,989 5,605,253	\$ -0- 7,256,752	<pre>\$ 162,702,829 17,171,483 12,885,543 24,453,958 7,690,999 14,218,989 5,605,253 13,680,130 9,753,729 7,256,752</pre>
Total Investments at Fair Value	\$ 186,136,688	\$ 82,026,225	\$ 7,256,752	275,419,665
Investments measured at net asset value: Commingled funds: Domestic International Real estate funds <b>Total Investments</b>				28,803,929 27,557,267 49,698,076
Measured at Net Asset Value				106,059,272
<b>Total Investments</b>				\$ 381,478,937

### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

### December 31, 2023 and 2022

# NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

#### **Investments Measured at Net Asset Value**

The Systems hold shares or interests in investment assets for which the fair value of the investments is measured on a recurring basis using net asset value ("NAV") per share (or its equivalent) of the assets as a practical expedient. Investments in commingled funds consist of funds that invest primarily in domestic, international, and emerging markets publicly traded equities, as well as an investment in a limited partnership that invests in international publicly traded equities. Investments in real estate funds consist of partnerships and separate account insurance contracts that invest primarily in commercial real estate. The fair values of these investments have been estimated using the NAV per share of the Systems' ownership interest in partners' capital or of the investments.

Additional information as of December 31, 2023 and 2022 about the nature and risk of the RGERS' investments that calculate NAV per share as a practical expedient is as follows:

	Net Asset Value	Redemption Frequency (If Currently Eligible)	Redemption Notice Period
2023			
Commingled funds: Domestic International Real estate funds	\$ 33,133,956 27,502,132 40,546,128	Daily/monthly Daily/monthly Monthly/quarterly	10 days 10 days 10-180 days
	\$ 101,182,216		
2022			
Commingled funds: Domestic International Real estate funds	\$ 28,803,929 27,557,267 49,698,076	Daily/monthly Daily/monthly Monthly/quarterly	10 days 10 days 10-180 days
	\$ 106,059,272		

There are no unfunded commitments to acquire additional units of these investments as of December 31, 2023 or 2022.

The GERS does not have any investments that calculate NAV per share as a practical expedient as of December 31, 2023 or 2022.

# NOTES TO FINANCIAL STATEMENTS (CONTINUED)

#### December 31, 2023 and 2022

# NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

#### **Deposit and Investment Risks**

The Systems' deposits and investments are subject to certain types of risk, as discussed below:

#### Custodial Credit Risk

#### **Deposits**

Custodial credit risk for deposits is the risk that, in the event of a bank failure, the Systems' deposits may not be returned to them. State statutes require that certificates of deposit, savings accounts, deposit accounts, and depository receipts be made with banks doing business and having a place of business in the State that are also members of a federal or national insurance corporation.

The Systems do not have a deposit policy for custodial credit risk. As of December 31, 2023 and 2022, the Systems have no bank deposits (certificates of deposit, checking accounts, or savings accounts) that were uninsured or uncollateralized. The Systems continue to evaluate each financial institution with which they deposit funds and assess the level of risk of each institution. Only those institutions with an acceptable estimated risk level are used as depositories.

#### **Investments**

Custodial credit risk for investments is the risk that, in the event of the failure of the counterparty, the Systems would not be able to recover the value of their investments that are in possession of an outside party. Investment securities are exposed to custodial credit risk if the securities are uninsured, are not registered in the name of the entity, and are held by either the counterparty, or the counterparty's trust department or agent, but not in the entity's name.

#### Credit Risk

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. State law limits investments in commercial paper to the top two ratings issued by nationally recognized statistical rating organizations. The Systems' investment policy limits investments in domestic fixed income securities so that the overall quality rating of each high-grade portfolio must be BBB or an equivalent rating. For domestic equity investments, the securities must be the equivalent of Standard & Poor's A1 or Moody's P-1. Ratings are not required for U.S. treasuries or certain money market funds.

# **NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

December 31, 2023 and 2022

# NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

#### **Deposit and Investment Risks (continued)**

#### Credit Risk (continued)

The Systems' investments in debt securities as of December 31, 2023 and 2022 for which credit risk disclosures are required were rated as follows:

	orporate Bonds	G	overnment Bonds	Municipal and Provincial Bonds	G	overnment Agency Notes	ar	sidential ad Other Asset- Backed ecurities	hort-Term westments	 Total
GERS										
2023										
Moody's rating:										
Aaa	\$ -0-	\$	3,818,078	\$ 809,187	\$	2,001,790	\$	-0-	\$ -0-	\$ - )
Aa A	147,057			1,441,989 165,505						1,441,989 312,562
Baa	582,006			105,505				46,346		628,352
Caa	,							43,650		43,650
Unrated	 			 6,453,087		638,759		9,690	 6,611,613	 13,713,149
	\$ 729,063	\$	3,818,078	\$ 8,869,768	\$	2,640,549	\$	99,686	\$ 6,611,613	\$ 22,768,757

# **NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

December 31, 2023 and 2022

# NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

# **Deposit and Investment Risks (continued)**

#### Credit Risk (continued)

	(	Corporate Bonds	G	overnment Bonds	Municipal and Provincial Bonds	G	overnment Agency Notes	a	esidential nd Other Asset- Backed ecurities	hort-Term nvestments	 Total
GERS (continued)											
2022											
Moody's rating:											
Aaa	\$	-0-	\$	2,553,196	\$ 966,032	\$	1,544,391	\$	128,524	\$ -0-	\$ 5,192,143
Aa		74,848			1,379,304						1,454,152
А		329,269			159,538						488,807
Baa		634,774							52,146		686,920
Caa									55,351		55,351
Unrated					 6,981,366		616,285		11,387	 5,970,124	 13,579,162
	\$	1,038,891	\$	2,553,196	\$ 9,486,240	\$	2,160,676	\$	247,408	\$ 5,970,124	\$ 21,456,535

# **NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

December 31, 2023 and 2022

# NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

# **Deposit and Investment Risks (continued)**

#### Credit Risk (continued)

	Corporate Bonds	Government Bonds	Municipal and Provincial Bonds	Government Agency Notes	Residential and Other Asset- Backed Securities	Short-Term Investments	Total
RGERS							
2023							
Moody's rating:							
Aaa	\$ 89,057	\$ 17,859,613	\$ 2,094,753	\$ 6,366,127	\$ 4,630,007	\$ -0-	\$ 31,039,557
Aa	304,852		3,663,335				3,968,187
А	7,546,194		389,425				7,935,619
Baa	8,272,155				104,033		8,376,188
Caa					101,850		101,850
Unrated	90,532		16,772,003	1,625,931	503,526	9,802,716	28,794,708
	\$ 16,302,790	\$ 17,859,613	\$ 22,919,516	\$ 7,992,058	\$ 5,339,416	\$ 9,802,716	\$ 80,216,109

# **NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

December 31, 2023 and 2022

# NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

# **Deposit and Investment Risks (continued)**

#### Credit Risk (continued)

	Corporate Bonds	Government Bonds	Municipal and Provincial Bonds	Government Agency Notes	Residential and Other Asset- Backed Securities	Short-Term Investments	Total
<b>RGERS</b> (continued)							
2022							
Moody's rating:							
Aaa	\$ 85,317	\$ 11,334,288	\$ 2,478,471	\$ 6,122,272	\$ 4,808,783	\$ -0-	\$ 24,829,131
Aa	519,946		3,512,922				4,032,868
А	7,789,049		375,383				8,164,432
Baa	8,379,635				117,051		8,496,686
Caa					129,153		129,153
Unrated	397,536		18,087,182	1,568,727	550,266	13,680,130	34,283,841
	\$ 17,171,483	\$ 11,334,288	\$ 24,453,958	\$ 7,690,999	\$ 5,605,253	\$ 13,680,130	\$ 79,936,111

#### **NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

### December 31, 2023 and 2022

# NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

#### **Deposit and Investment Risks (continued)**

#### **Interest Rate Risk**

Interest rate risk is the risk that the value of fixed income or debt security investments will vary unfavorably as a result of a change in interest rates. The Systems' investment policy does not limit investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates.

Maturities of the Systems' debt securities as of December 31, 2023 and 2022 for which interest rate risk disclosures are required are as follows:

	 Maturity Dates									
	one Year or Less	5	One to Six Years	]	Six to Fen Years		lore than en Years		Total	
GERS										
2023										
Corporate bonds Government bonds Municipal and	\$ 149,157	\$	579,906 2,022,730	\$	-0- 2,424,681	\$	-0-	\$	729,063 4,447,411	
provincial bonds Government agency notes U.S. government mortgage-	1,197,615		7,141,641 1,450,265		530,512 1,190,284				8,869,768 2,640,549	
backed securities Residential and other asset-backed securities	404		8,262		229,803 46,346		157,564 53,340		396,033 99,686	
	\$ 1,347,176	\$	11,202,804	\$	4,421,626	\$	210,904	\$	17,182,510	
2022										
Corporate bonds Government bonds Municipal and	\$ 323,193	\$	715,698 3,156,462	\$	-0-	\$	-0-	\$	1,038,891 3,156,462	
provincial bonds Government agency notes U.S. government mortgage-	421,845 90,496		7,737,288 796,307		1,327,107 1,273,873				9,486,240 2,160,676	
backed securities Residential and other asset-backed securities	3,195		17,400		230,618 52,146		189,769 195,262		440,982 247,408	
	\$ 838,729	\$	12,423,155	\$	2,883,744	\$	385,031	\$	16,530,659	

#### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

### December 31, 2023 and 2022

# NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

#### **Deposit and Investment Risks (continued)**

#### Interest Rate Risk (continued)

		Matur	ity Dates		
	One Year or Less	One to Six Years	Six to Ten Years	More than Ten Years	Total
RGERS					
2023					
Corporate bonds Government bonds Municipal and	\$ 975,689	\$ 7,322,638 7,912,958	\$ 4,034,833 9,192,038	\$ 3,969,630 3,166,931	\$ 16,302,790 20,271,927
provincial bonds Government agency notes U.S. government mortgage-	3,104,354	19,133,979 4,931,329	681,183 3,060,729		22,919,516 7,992,058
backed securities Residential and other		735	600,095	13,453,510	14,054,340
asset-backed securities	\$ 4,080,043	876,976 <b>\$ 40,178,615</b>	104,033 \$ 17,672,911	4,358,407 \$ 24,948,478	5,339,416 \$ 86,880,047
	\$ 4,000,045	\$ 40,170,015	\$ 17,072,911	\$ 24,740,470	\$ 00,000,047
2022					
Corporate bonds Government bonds Municipal and	\$ 1,480,215	\$ 8,063,749 9,943,823	\$ 3,150,829 756,813	\$ 4,476,690 2,184,907	\$ 17,171,483 12,885,543
provincial bonds	1,053,836	18,845,843	4,554,279		24,453,958
Government agency notes	276,516	4,138,809	3,275,674		7,690,999
U.S. government mortgage- backed securities Residential and other	2,062	913	593,012	13,623,002	14,218,989
asset-backed securities		736,369	117,051	4,751,833	5,605,253
	\$ 2,812,629	\$ 41,729,506	\$ 12,447,658	\$ 25,036,432	\$ 82,026,225

# **Foreign Currency Risk**

Foreign currency risk is the risk that significant fluctuations in exchange rates may adversely affect the fair value of an investment. The Systems restrict the amount of investments in foreign currency-denominated investments to 10 percent of the Systems' total investments.

#### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

#### December 31, 2023 and 2022

### NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

#### **Deposit and Investment Risks (continued)**

#### **Foreign Currency Risk**

The RGERS' exposure to foreign currency risk as of December 31, 2023 and 2022 is summarized as follows:

		International Equities					
Country	Currency	2023		2022			
Australia	Australian dollar	\$ -	0-	\$ 374,67	77		
Canada	Canadian dollar	593,5	51	250,79	93		
Denmark	Danish krone	813,0	97	718,30	)6		
Europe	Euro	3,072,0	53	2,207,50	53		
Hong Kong	Hong Kong dollar	-	0-	549,50	)5		
Japan	Japanese yen	652,1	78	565,20	07		
Sweden	Swedish krona	666,74	48	524,47	72		
Switzerland	Swiss franc	677,64	48	1,263,04	47		
United Kingdom	British pound	1,893,82	29	1,035,47	76		
		\$ 8,369,1	04	\$ 7,489,04	46		

For the years ended December 31, 2023 and 2022, the RGERS had a total foreign currency translation loss of approximately \$32,000 and \$341,000, respectively, related to international equities.

The GERS did not have any investments subject to foreign currency risk as of December 31, 2023 or 2022.

#### **Concentration of Credit Risk**

Concentration of credit risk is the risk of loss attributable to the magnitude of an entity's investments with a single issuer. Other than obligations issued, assumed, or guaranteed by the United States, its agencies, or United States government-sponsored enterprises, the Systems are prohibited by Act 314 from investing in more than five percent of the outstanding obligations of any one issuer or investing more than five percent of the Systems' assets in the obligations of any one issuer.

### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

### December 31, 2023 and 2022

### NOTE C — DEPOSITS AND INVESTMENTS (CONTINUED)

#### Deposit and Investment Risks (continued)

#### **Concentration of Credit Risk (continued)**

As of December 31, 2023 and 2022, there were no investments that exceeded five percent or more of the Systems' total investments, other than investments in registered investment companies, similar pooled investments, or investments issued, assumed, or guaranteed by the United States, its agencies, or United States government-sponsored enterprises.

#### Rate of Return

For the years ended December 31, 2023 and 2022, the annual money-weighted rate of return on System investments, net of expenses, was 9.53 percent and (12.89) percent, respectively. The money-weighted rate of return expresses investment performance, net of investment expense, adjusted for the changing amounts actually invested.

#### NOTE D — NET PENSION ASSET

The components of the net pension asset of the City as of December 31, 2023 are as follows:

Total pension liability Plan fiduciary net position	\$ 242,891,230 395,037,032
<b>City Net Pension Asset</b>	\$ (152,145,802)
Plan fiduciary net position as a percentage of total pension liability	162.64%

### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

#### December 31, 2023 and 2022

### NOTE D — NET PENSION ASSET (CONTINUED)

#### **Actuarial Assumptions**

The total pension liability of the RGERS was determined by an actuarial valuation as of December 31, 2023, using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation:	Two percent
Salary increases:	3.6 percent to 7.4 percent average, including wage inflation of 2.5 percent
Investment rate of return:	Six percent, net of investment expense, including inflation

Mortality assumptions were as follows:

- Actives The Pub-2010 Amount-Weighted, General, Employee, Male and Female tables, with future mortality improvements projected generationally to 2030, using scale MP-2019
- Healthy retirees The Pub-2010 Amount-Weighted, General, Healthy Retiree, Male and Female tables, with future mortality improvements projected generationally to 2030, using scale MP-2019, with male and female rates scaled by 95 percent
- Disabled retirees The Pub-2010 Amount-Weighted, General, Disabled Retiree, Male and Female tables, with future mortality improvements projected generationally to 2030, using scale MP-2019

The long-term expected rate of return on the RGERS' investments was determined using a buildingblock method in which best-estimate ranges of expected future real rates of return (expected returns, net of investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighing the expected future rates of return by the target asset allocation percentage and by adding expected inflation.

### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

### December 31, 2023 and 2022

### NOTE D — NET PENSION ASSET (CONTINUED)

#### **Actuarial Assumptions (continued)**

The best estimates of geometric real rates of return for each major asset class included in the RGERS' target asset allocation as of December 31, 2023 (see the discussion of the Systems' investment allocation policy) are summarized as follows:

Domestic equities:	Asset Class	Long-Term Expected Rate of Return
Domestic equities:		
	Domestic equities:	
All cap 8.74 %	All cap	8.74 %
Large cap 8.81	Large cap	8.81
Mid cap 9.35	Mid cap	9.35
Small cap 8.08	Small cap	8.08
International equities 5.42	International equities	5.42
Emerging markets equities 7.34	Emerging markets equities	7.34
Fixed income:	Fixed income:	
Core 0.77	Core	0.77
Real estate 5.10	Real estate	5.10
Private equities 13.57	Private equities	13.57

## **Discount Rate**

The discount rate used to measure the total pension liability was six percent. The projection of cash flows used to determine the discount rate assumed that member contributions will be made at the current contribution rate and that City contributions will be made at rates equal to the difference between actuarially determined contribution rates and the member rate. Based on those assumptions, the RGERS' fiduciary net position was projected to be available to make all projected future benefit payments of current members. Therefore, the long-term expected rate of return on the RGERS' investments was applied to all periods of projected benefit payments to determine the total pension liability.

### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

### December 31, 2023 and 2022

## NOTE D — NET PENSION ASSET (CONTINUED)

#### Sensitivity of the Net Pension Asset to Changes in the Discount Rate

The following presents the net pension asset of the City, calculated using the discount rate of six percent, as well as what the City's net pension asset would be if it were calculated using a discount rate that is one percentage point lower (five percent) or one percentage point higher (seven percent) than the current rate:

	One Percent	Current	One Percent
	Decrease	Discount	Increase
	(Five Percent)	(Six Percent)	(Seven Percent)
Net pension asset	\$ (129,892,674)	\$ (152,145,802)	\$ (173,039,359)

# **REQUIRED SUPPLEMENTARY INFORMATION**

### **SCHEDULES OF INVESTMENT RETURNS (UNAUDITED)**

## For the Ten Years Ended December 31, 2023

Year Ended December 31	Annual Money- Weighted Rate of Return, Net of Investment Expense
2014	6.80 %
2015	(0.80)
2016	7.79
2017	15.31
2018	(4.63)
2019	19.61
2020	13.19
2021	15.69

#### City of Pontiac General Employees' Retirement System

The pension liability of the City of Pontiac General Employees' Retirement System was transferred to the City of Pontiac Reestablished General Employees' Retirement System, effective January 1, 2022. Therefore, there is no investment return to present for the years ended December 31, 2022 or 2023.

## City of Pontiac Reestablished General Employees' Retirement System

Year Ended December 31	Annual Money- Weighted Rate of Return, Net of Investment Expense
2022	(12.89) %
2023	9.53

#### SCHEDULES OF CHANGES IN CITY OF PONTIAC NET PENSION ASSET AND RELATED RATIOS (UNAUDITED)

#### For the Ten Years Ended December 31, 2023

		2014		2015		2016		2017
Changes in Total Pension Liability:								
Service cost	\$	279,188	\$	301,489	\$	324,671	\$	255,665
Interest	Ψ	19,973,828	Ψ	19,232,034	Ψ	17,944,933	Ψ	17,598,425
Changes in benefit terms		-0-		5,407,365		-0-		10,658,814
Differences between expected		0		5,107,505		Ŭ		10,050,011
and actual experience		(2,538,358)		(23,548,601)		5,189,027		871,705
Changes in actuarial assumptions		-0-		9,124,140		15,686,953		-0-
Benefit payments, including refunds		-0-		9,124,140		15,080,955		-0-
of member contributions		(27,494,450)		(28,052,593)		(27,119,534)		(26,916,912)
Change in Total								
Pension Liability		(9,779,792)		(17,536,166)		12,026,050		2,467,697
Total Pension Liability, Beginning of Year		279,931,726		270,151,934		252,615,768		264,641,818
Total Pension Liability,								
End of Year		270,151,934		252,615,768		264,641,818		267,109,515
Changes in Plan Fiduciary Net Position:								
Net investment income (loss)		29,515,688		(3,414,613)		34,606,547		67,868,606
Participant benefit payments, including								
refunds of member contributions		(27,494,450)		(28,052,593)		(27,119,534)		(26,916,912)
Administrative expenses		(784,783)		(954,593)		(683,083)		(696,340)
Other changes		17,453		37,358		5,748		29,291
Change in Plan Fiduciary								
Net Position		1,253,908		(32,384,441)		6,809,678		40,284,645
Plan Fiduciary Net Position,								
Beginning of Year		490,472,887		491,726,795		459,342,354		466,152,032
Plan Fiduciary Net Position,								
End of Year		491,726,795		459,342,354		466,152,032		506,436,677
City of Pontiac Net Pension								
Asset, End of Year	\$	(221,574,861)	\$	(206,726,586)	\$	(201,510,214)	\$	(239,327,162)
Ratio Information:								
Plan fiduciary net position as a percentage								
of total pension liability		182.02%		181.83%		176.14%		189.60%
er tetter polition nuolity		102.0270		101.05/0		1,0.14/0		107.0070
Covered employee payroll	\$	1,478,241	\$	1,528,731	\$	1,540,472	\$	1,450,352
City of Pontiac net pension asset as a								
percentage of covered payroll		(14,989.09)%		(13,522.76)%		(13,081.07)%		(16,501.32)%

#### SCHEDULES OF CHANGES IN CITY OF PONTIAC NET PENSION ASSET AND RELATED RATIOS (UNAUDITED) (CONTINUED)

#### For the Ten Years Ended December 31, 2023

		2018		2019		2020		2021
Changes in Total Pension Liability:	¢	242 405	¢	222 (1)	¢	210 504	¢	251 407
Service cost	\$	242,405	\$	233,616	\$	219,594	\$	251,497
Interest Changes in here fit to me		17,725,816		17,384,038		16,988,197		16,433,760 -0-
Changes in benefit terms		3,470,936		3,402,001		3,277,435		-0-
Differences between expected		1 920 272		1,139,898		(2,529,(10))		(( 027 800)
and actual experience		1,839,373		, ,		(2,528,619)		(6,037,890)
Changes in actuarial assumptions		-0-		-0-		40,406,912		-0-
Benefit payments, including refunds		(20.100.210)		(20.114.072)				(26,000,000)
of member contributions		(28,199,310)		(28,114,053)		(27,500,762)		(26,890,294)
Change in Total								
Pension Liability		(4,920,780)		(5,954,500)		30,862,757		(16,242,927)
		267 100 515		262 100 525		256 224 225		207 007 002
Total Pension Liability, Beginning of Year		267,109,515		262,188,735		256,234,235		287,096,992
Total Pension Liability,								
End of Year		262,188,735		256,234,235		287,096,992		270,854,065
Changes in Plan Fiduciary Net Position:								
Net investment income (loss)		(22 228 550)		87 440 220		65 127 790		81 776 717
Participant benefit payments, including		(23,328,559)		87,449,329		65,127,780		84,736,747
refunds of member contributions		(28, 100, 210)		(28 114 052)		(27, 500, 762)		(26,800,204)
		(28,199,310)		(28,114,053)		(27,500,762)		(26,890,294)
Administrative expenses		(781,967)		(691,928)		(652,449)		(799,944)
Transfers to City of Pontiac		-0-		-0-		-0-		(8,000,000)
Other changes		47,079		-0-		107,539		41,963
Change in Plan Fiduciary								
Net Position		(52,262,757)		58,643,348		37,082,108		49,088,472
		(02,202,707)		20,010,010		01,002,100		19,000,172
Plan Fiduciary Net Position,								
Beginning of Year		506,436,677		454,173,920		512,817,268		549,899,376
Plan Fiduciary Net Position,								
End of Year		454,173,920		512,817,268		549,899,376		598,987,848
		434,173,920		512,017,200		549,099,570		570,707,040
<b>City of Pontiac Net Pension</b>								
Asset, End of Year	\$	(191,985,185)	\$	(256,583,033)	\$	(262,802,384)	\$	(328,133,783)
Ratio Information:								
Plan fiduciary net position as a percentage								
of total pension liability		173.22%		200.14%		191.54%		221.15%
Covered employee payroll	\$	1,427,628	\$	1,391,765	\$	1,349,022	\$	1,294,948
covered employee payron	ψ	1,727,020	ψ	1,571,705	φ	1,577,022	φ	1,277,770
City of Pontiac net pension asset as a								
percentage of covered payroll		(13,447.84)%		(18,435.80)%		(19,480.96)%		(25,339.53)%

The City of Pontiac General Employees' Retirement System's pension liability of \$270,854,065 was transferred to the City of Pontiac Reestablished General Employees' Retirement System on January 1, 2022. Therefore, there is no data to be presented for the years ended December 31, 2022 or 2023.

## <u>SCHEDULES OF CHANGES IN CITY OF PONTIAC NET PENSION ASSET</u> <u>AND RELATED RATIOS (UNAUDITED)</u>

## For the Two Years Ended December 31, 2023 (Ultimately Building to Ten Years)

	2022	2023
Changes in Total Pension Liability: Service cost Interest Changes in benefit terms Differences between expected and actual experience Changes in actuarial assumptions Benefit payments, including refunds of member contributions Transfer of pension liability from City of Pontiac General Employees' Retirement System	\$ 179,497 15,609,604 -0- (1,166,602) (12,260,194) (21,757,276) 270,854,065	\$ 184,402 14,453,656 392,210 (2,254,022) -0- (21,344,110) -0-
Change in Total Pension Liability	251,459,094	(8,567,864)
Total Pension Liability, Beginning of Year	-0-	251,459,094
Total Pension Liability, End of Year	251,459,094	242,891,230
Changes in Plan Fiduciary Net Position: Net investment income Participant benefit payments, including refunds of member contributions Administrative expenses Plan-to-plan resource movement Net appreciation (depreciation) in fair value of investments Other changes	2,550,741 (21,757,276) (622,141) 443,006,450 (40,971,348) 30,408	3,903,760 (21,344,110) (683,775) 66,239 30,828,685 29,399
Change in Plan Fiduciary Net Position	382,236,834	12,800,198
Plan Fiduciary Net Position, Beginning of Year	-0-	382,236,834
Plan Fiduciary Net Position, End of Year	382,236,834	395,037,032
City of Pontiac Net Pension Asset, End of Year	\$ (130,777,740)	\$ (152,145,802)
<b>Ratio Information:</b> Plan fiduciary net position as a percentage of total pension liability	152.01%	162.64%
Covered employee payroll	\$ 1,013,588	\$ 784,908
City of Pontiac net pension asset as a percentage of covered payroll	(12,902.46)%	(19,383.90)%

#### **SCHEDULES OF CITY OF PONTIAC CONTRIBUTIONS (UNAUDITED)**

# For the Ten Years Ended December 31, 2023

Year Ended December 31	Dete	arially rmined ribution	in Rel Actu Dete	ibutions ation to arially rmined ribution	 ibution ciency	Covered Payroll	Contributions as a Percentage of Covered Payroll
2014	\$	-0-	\$	-0-	\$ -0-	\$ 1,478,241	-0- %
2015		-0-		-0-	-0-	1,528,731	-0-
2016		-0-		-0-	-0-	1,540,472	-0-
2017		-0-		-0-	-0-	1,450,352	-0-
2018		-0-		-0-	-0-	1,427,628	-0-
2019		-0-		-0-	-0-	1,391,765	-0-
2020		-0-		-0-	-0-	1,349,022	-0-
2021		-0-		-0-	-0-	1,294,948	-0-

### City of Pontiac General Employees' Retirement System

The net pension liability of the City of Pontiac General Employees' Retirement System was transferred to the City of Pontiac Reestablished General Employees' Retirement System on January 1, 2022. Therefore, there is no data to be presented for the years ended December 31, 2022 or 2023.

#### City of Pontiac Reestablished General Employees' Retirement System

Year Ended December 31	Dete	arially rmined ribution	in Rel Actu Dete	ributions Elation to uarially ermined Contribution ribution Deficiency		Covered Payroll	Contributions as a Percentage of Covered Payroll	
2022 2023	\$	-0- -0-	\$	-0- -0-	\$	-0- -0-	\$ 1,013,588 784,908	-0- % -0-

## SCHEDULES OF CITY OF PONTIAC CONTRIBUTIONS (UNAUDITED) (CONTINUED)

# For the Ten Years Ended December 31, 2023

The following valuation dates, methods, and assumptions were used to determine contribution rates for the City of Pontiac General Employees' Retirement System and the City of Pontiac Reestablished General Employees' Retirement System:

Valuation date:	Actuarially determined contribution rates are calculated as of December 31; the most recent valuation is as of December 31, 2023
Actuarial cost method:	Entry age normal
Amortization method:	Level dollar
Remaining amortization period:	30 years (open basis)
Asset valuation method:	Five-year smoothed market
Inflation:	2.0 percent
Salary increases:	3.6 percent to 7.4 percent, including inflation
Investment rate of return:	Six percent, net of investment expense, including inflation
Retirement age:	Age-based table of rates that are specific to the type of eligibility condition
Mortality rates:	The Pub-2010 Amount-Weighted, General, Employee, Male and Female tables, with future mortality improvements projected generationally to 2030, using scale MP-2019